

Article I. Name

The organization to be governed by these by-laws shall be known as the Virginia Occupational Therapy Association, hereinafter, the “Association” or “VOTA”.

Article II. Purpose, Finances, Affiliation

Section 1. VOTA shall advocate for and serve the profession of Occupational Therapy and its practitioners in order to enhance the health of the public in medical, community, and educational settings.

Section 2. VOTA shall accomplish this purpose through research, education, action, service, and the establishment and enforcement of standards.

Section 3. Any excess revenue that exists at the end of a fiscal year after the payment of the Association’s financial obligations may be used to finance scholarships for Occupational Therapy students.

Section 4.

VOTA may, by majority vote of its Board, affiliate with the American Occupational Therapy Association, Inc. (“AOTA”) and agree to abide by AOTA’s rules and regulations.

Article III. Membership

Section 1. Membership Categories. VOTA shall have the following membership categories:

- A. Occupational Therapist (“OT”)
- B. Occupational Therapy Assistant (“OTA”)
- C. Occupational Therapy Student (“OT Student”)
- D. Senior
- E. Organizational
- F. Associate

Section 2. Membership Requirements. The requirements for each membership category shall be as follows:

A. OT: Any individual initially certified to practice as an OT, who holds a valid license to practice occupational therapy in the Commonwealth of Virginia and who has not had that license revoked due to disciplinary action shall be eligible to be an Occupational Therapist Member.

B. OTA: Any individual initially certified to practice as an OTA, who holds a valid license to practice occupational therapy in the Commonwealth of Virginia and who has not had that license revoked due to disciplinary action shall be eligible to be an Occupational Therapy Assistant Member.

C. OT/OTA Student: Any individual enrolled, or committed to enroll, in an OT, OTA, or pre-OT educational program that is accredited, or undergoing accreditation, by ACOTE shall be eligible to be a Student Member.

D. Senior:

1. Aged 65 years or older;
2. Not actively practicing as an OT or OTA due to retirement or disability; and
3. OT or OTA member in good standing at the time of retirement or disability.
4. Age requirement does not apply to members with a disability.

E. Organizational: An organization, institution, or agency interested in occupational therapy may be an Organizational Member.

F. Associate: Any individual involved in a healthcare profession and committed to obtaining continuing education, career enhancement, or opportunities for teamwork through VOTA who does not meet the requirements for membership categories A,B,C,D or E of this section may be an Associate Member

Section 3. Members in Good Standing. To be in good standing, a member shall:

- A. Meet all requirements in their applicable membership category;
- B. Uphold and abide by VOTA's standards and ethics; and
- C. Pay all applicable membership dues.

Section 4. Rights and Privileges of Members in Good Standing. Members in good standing shall have only the rights and privileges specifically listed in their respective membership category.

A. OT and OTA Members may:

1. Attend and participate in all VOTA meetings;
2. Hold any office;
3. Chair and serve on any committee;
4. Exercise voting privileges; and
5. Receive VOTA member benefits such as members only access on the Association website, newsletters, mailings, and discounts on continuing education and products.

B. OT Student Members may:

1. Attend and participate in all VOTA meetings;
2. Chair and serve on any committee except the Executive Committee;
3. Exercise voting privileges; and
4. Receive VOTA member benefits such as members only access on the Association website, newsletters, mailings, and discounts on continuing education and products.

C. Senior Members shall have the same rights and privileges as OT and OTA Members.

D. Organizational Members may:

1. Attend and participate in all VOTA meetings;
2. Designate a representative to serve on any committee except the Executive Committee; and
3. Receive member benefits such as newsletters, mailings, and discounts on continuing education and products.

E. Associate Members may:

1. Attend and participate in all VOTA meetings;
2. Serve on any committee except the Executive Committee; and
3. Receive VOTA member benefits such as members only access on the Association

website, newsletters, mailings, and discounts on continuing education and products.

Section 5. Voting Members.

A. Members in the following categories, if in good standing, shall have voting privileges: OT, OTA, OT Student, and Senior.

B. Except where noted otherwise in these By-Laws, all voting requirements refer to members in attendance. For example, if a 2/3 vote is required by the By-Laws, 2/3 of the members at the meeting must vote for the measure.

Section 6. Membership Transfers.

Any member in good standing of an AOTA-affiliated state association shall be eligible for VOTA membership through the end of the then current VOTA membership year upon presenting proper credentials signed by an officer of the other state association.

Section 7. Determination of Membership Eligibility

The Membership Committee may investigate and determine the eligibility of and proper membership categories for, all VOTA members.

Section 8. Termination of Membership

The Board may terminate by a 2/3 vote the membership of any member it deems to have engaged in unethical or illegal conduct.

Article IV. Officers

Section 1. Officers

The Officers shall be: President, Past-President/President-Elect, Vice-President, Secretary, and Treasurer.

Section 2. Duties

A. President shall:

1. Lead VOTA in a manner consistent with VOTA policies and procedures;
2. Preside at all Membership, Board, Executive Committee, and Special meetings;
4. Submit VOTA's Annual Report to AOTA;
5. Maintain an individual membership in AOTA;
6. Participate in Affiliated State Association Presidents (ASAP) meetings and activities; and
7. Perform other duties and tasks assigned by the Executive Committee and Board.

B. President-Elect/ Past President shall:

1. 2. Serve on the Board and Executive Committee;
3. Report to the Board and Executive Committee on the activities of their assigned committees;
4. Review and revise VOTA mission statement and Long-Range Plan as needed;
- and
5. Perform other duties and tasks assigned by the President.

C. Vice-President shall:

1. Discharge the duties of the President in the event of the President's temporary absence;
2. Succeed the President for the remainder of the term in the event of the President's death, disability, resignation, removal, or disqualification;
3. Participate actively in VOTA's Conference and Continuing Education Committees;

4. Oversee revisions to the Bylaws as needed;
5. Serve on the Board and Executive Committee;
6. Report to the Board and Executive Committee on the activities of the committees duly assigned; and
7. Perform other duties and tasks assigned by the President.

D. Secretary shall:

1. Keep minutes for all Membership, Board, Executive Committee and Special meetings;
2. Record all votes;
3. Retain an original copy and electronic copy of all minutes;
4. Submit electronic copies of the minutes to Board and Executive Committee members within three weeks of the meeting;
5. Report to the President;
6. Preside over VOTA meetings in the absence of the President and Vice-President;
7. Serve on the Board and Executive Committee;
8. Report to the Board and Executive Committee on the activities of the committees assigned to her;
9. Perform other duties and tasks assigned by the President;
10. Arrange for duties to be performed by another Board member if the Secretary cannot attend any required meetings;
11. Conduct all correspondence relating to VOTA under the direction of the Board and the Executive Committee;
12. Retain copies of all official VOTA correspondence;
13. Ensure that notices of Membership and Special meetings are disseminated at least 15 days prior to the date of the meetings;
14. Within 30 days of the election of officers, ensure that the VOTA President, VOTA Secretary and the AOTA Executive Director receive a complete list of the elected officers in the form requested by AOTA;
15. Promptly report to the appropriate persons any changes in the elected officers and their addresses which may occur during the year; and
16. Ensure that the Secretary of the AOTA has a copy of VOTA's current By-Laws.

E. Treasurer shall:

1. Oversee collection of all dues, fees, and other monies owed to or belonging to VOTA;
2. Oversee disbursements of funds;
3. Oversee maintenance of full and accurate accounts and records of all receipts and disbursements of VOTA;
4. Oversee annual reviews and/or audits of all VOTA financial accounts by an independent third party;
5. Present the Treasurer's Report at the Annual Meeting;
6. Issue transfer forms to all members in good standing who request transfer to affiliated associations;
7. Prepare VOTA's annual budget and work with Finance Committee to recommend appropriate membership fees and/or dues;
8. Oversee retention of a Certified Public Accountant to prepare and file tax returns for VOTA;
9. Report to the President;
10. Perform all duties and tasks assigned by the President;
11. Serve on the Board and the Executive and Membership Committees;
12. Report to the Board and Executive Committee on the activities of the committees assigned to her;
13. Participate actively in the Finance & Audit Committee.

F. The functions and duties of an Officer may be amended at any time by a majority vote of the Board.

Section 3. Terms of Office

A. The Past President and the President-Elect shall serve one-year terms and may not succeed themselves.

B. All other officers shall serve two-year terms and may, with the exception of the Past President and President-Elect, serve two consecutive terms.

C. Officers will assume office on July 1st of the year in which they are elected. The elections for President-Elect, Vice-President, and Treasurer shall occur in calendar years ending in odd numbers.

D. The election for the Secretary shall occur in calendar years ending in an even number.

E. The President-Elect will assume the office of President on July 1st of the calendar years ending in an even number.

F. If a vacancy occurs in the office of President-Elect, a special election following established nomination and election procedures shall be held.

G. If a vacancy occurs in the offices of the Vice-President, Secretary, or Treasurer, the Executive Committee shall appoint new officers to serve until the next annual election.

Section 4. Removal, Censure, Appeal

A. Any officer may be removed for illness, other disability, misconduct, or neglect of duty by a two-thirds vote of the Board.

B. Any officer may be censured for irresponsible and/or unprofessional conduct by a two-thirds vote of the Board.

Article VI. Board of Directors

Section 1. Membership and Voting

A. The Board shall consist of the Officers, District Chairs, Committee Chairs, Representatives, and Liaisons.

B. Voting

1. All members of the Board, unless appointed as Parliamentarian for the meeting, with the exception of the President, President-elect/Past President, District Chairs, and Liaisons, shall have voting privileges.

2. The President may vote in the event of a tie vote.

C. Seven Board members shall constitute a quorum.

Section 2. Duties. The Board shall conduct all necessary VOTA business in a manner consistent with

these By-Laws and other VOTA policies and procedures.

Section 3. Meetings

- A. Timing. The Board shall meet at least once every three months.
- B. The President, acting alone, or any three Board members may call a Board Meeting at any time.
- C. Attendance at Meetings
 - 1. Attendance at Board and committee meetings may be by alternate means of technology.
 - 2. Board members shall attend at least 50% of the Board meetings every calendar year. District Chairs and Liaisons shall not have a Board meeting attendance requirement.
 - 3. Any Board member not in compliance with the attendance requirements may be removed by a 2/3 vote of the Board.

Section 4. Reports

- A. Reports of Officers, Representatives, Chairs, and Liaisons shall be filed in time for timely distribution to Board members prior to each Board meeting.
- B. Reports of all Board and Executive Committee recommendations and actions shall be made available to the membership on the VOTA website and by traditional or electronic mailing, as determined by the Board.

Section 5. Terms of Members. The Committee Chairs, Parliamentarian, Representatives, and Liaisons shall be appointed by, and serve at the discretion of, the President and shall hold only one position on the Board at a time.

Article VII. Committees, Representatives, and Liaisons

Section 1. Creation of Committees, Representatives, and Liaisons. The Board may establish and disestablish Standing Committees, Special Committees, Representative positions, and Liaison positions as it deems advisable.

Section 2. Standing Committees

- A. Unless disestablished, the Standing Committees shall be:
 - 1. Executive
 - 2. Membership
 - 3. Nominations & Awards
 - 4. Continuing Education
 - 5. Finance & Audit
 - 6. By-Laws & Ethics
- B. The Chair shall select at least two members to serve on each committee unless otherwise stated in the committee's Standard Operating Procedures.
- C. The President shall annually appoint committee chairs who are either an OT or OTA member in good standing.
- D. Chairs shall report on the activities of their committees to the designated officer or at the Board meeting.

E. Each Chair shall present an annual report to the President no later than June 30 of each year.

Section 3. Duties of the Standing Committees

- A. Executive Committee. This committee shall consist of the Officers and shall:
1. Give direction to the Board;
 2. Handle any VOTA business which it determines cannot be postponed to the next Board meeting;
 3. Receive written reports from all committees Representatives and Liaisons for permanent filing;
 4. Develop and approve Standard Operating Procedures for all Officers, Representatives, Liaisons, and Chairs;
 5. Attendance by one-half of the members shall constitute a quorum; and
- B. Membership Committee shall:
1. Be comprised of the District Chairs and other persons appointed by the Board
 2. Be chaired by the Membership Representative
 3. Address concerns and issues raised by the District Chairs
 4. Act as a liaison between the District Chairs and Board
 5. Update the membership application and membership notification letter as needed;
 6. Annually schedule a deadline by which all current and former members must be notified that dues are owed;
 7. Recruit new members;
 8. Oversee maintenance of VOTA's membership records;
 9. Review and monitor publication of the membership directory; and
 10. Report to the Secretary.
- E. Nominations & Awards Committee shall:
1. Review all nominations for scholarships, awards, and officer positions;
 2. Recommend scholarship and award recipients;
 3. Prepare a slate of eligible candidates for officer positions;
 4. Report the results of the elections to the Association; and
 5. Report to the Treasurer, who shall be a member of the Committee.
- F. Continuing Education Committee shall:
1. Organize and provide continuing education programs;
 2. Report to the Vice-President, who shall be a member of the Committee;
 3. The Chair shall be approved by the Board and shall report to the Vice-President;
 4. Plan, execute and coordinate the annual conference of the Association with the Conference Ad Hoc Committee; and
 5. Plan, execute and coordinate the annual school system symposium of the Association with the School System Symposium Ad Hoc committee.
- G. Finance & Audit Committee shall:
1. Oversee the finances of the Association;
 2. Create and implement fund raising plans; and
 3. Report to the Treasurer, who shall be a member of the Committee.
- H. By-Laws & Ethics Committee shall:
1. Review and revise the By-Laws as needed;
 2. Solicit recommendations for By-Laws changes from the membership;
 3. Inform, educate and advise VOTA members on the functions of professional ethics, the core value of OT practice, and other informational concerns/issues;
 4. Consist of members appointed for three (3) year term of office;

5. Have no judiciary responsibility and will not participate in any disciplinary procedures;
6. Report to the Vice President; and
7. Inform the Board of unethical or illegal conduct by a VOTA member.

I. The functions and duties of standing committees may be amended at any time by a majority vote of the Board.

Section 4. Special Committees, Representatives, Liaisons, and Organizational Advisors

- A. Chairs of Special Committees shall be appointed by the President.
- B. Special Committee Chairs shall:
 1. Select at least two members to serve on their committees unless otherwise stated in the Standard Operating Procedures of their committee; and
 2. Report on the activities of the committee to the President or the Board and present an annual report to the President.
- C. Representative positions shall include, but not be limited to: OTA Representative, Student Representative, Membership Representative, and Special Interest Representative.
- D. Duties of Representatives
 1. Representatives shall report on their activities to a designated officer or the Board.
 2. Representatives shall present an annual report to the President.
 3. The specific duties of each Representative, in addition to those listed herein, will be described in the Association's Standard Operating Procedures.
 4. The OTA Representative shall act as a liaison between OTA's in the Association, the Board, and AOTA and report directly to the President.
 5. The Student Representative shall act as a liaison between students in the Association and the Board and report directly to the President.
 6. The Special Interest Representative shall report to the Board on the concerns and activities of the School System, International, and Multicultural Liaisons, serve on the Continuing Education Committee, and report directly to the President.
 7. The Membership Representative shall chair the Membership Committee, oversee its duties, and report directly to the Secretary.
- D. Duties of Liaisons
 1. Liaisons shall report to the Special Interest Representative, unless directed otherwise by the Board, and provide regular updates and an annual report.
 2. The specific duties of each liaison, in addition to those listed herein, will be described in the Association's Standard Operating Procedures.
 3. Multicultural Liaison shall act as a liaison between multicultural members of the Association, the Board, and AOTA.
 4. School System Liaison shall act as a liaison between school system therapists in the Association, the Board, AOTA, and related organizations. The School System Liaison shall serve on the Continuing Education Committee.

5. International Liaison shall promote international employment and educational activities and opportunities for the membership. The International Liaison shall also chair the International practitioner interest section.

E. The AOTA Representative to the Representative Assembly will serve as an Organizational Advisor to the Board, may attend meetings as requested, and serve as a resource person to the Board.

F. The functions and duties of Special Committees, Representatives, and Liaisons may be amended at any time by a majority vote of the Board.

Section 5. Practitioner Interest Sections

A. Practitioner Interest Sections may be established or disestablished at any time by majority vote of the Board to address issues of interest to particular segments of the Occupational Therapy community.

B. Practitioner Interest Sections shall:

1. Promote the development and advancement of specific practice areas in which Occupational Therapy practitioners are interested;
2. Advise the President on issues concerning her Section; and
3. Present an annual report to the President.

C. The functions and duties of Practitioner Interest Sections may be amended at any time by a majority vote of the Board.

Article VIII. Meetings.

Section 1. Membership Meeting. A Membership Meeting shall be held at least once each calendar year.

Section 2. Special Meetings

A. Special meetings may be called by the President or three members of the Board with at least 10 days advance written notice.

B. Electronic mail or web posting shall qualify as written notice.

C. The call for Special Meetings must describe all business to be transacted, and no other business may be transacted at the Special Meeting.

Section 3. Quorum. Twenty-five voting members with voting privileges, as defined in the By-Laws, shall constitute a quorum at Membership and Special Meetings.

Article IX. Nomination and Elections.

Section 1. Elections

A. Elections shall be carried out by valid paper or electronic ballot.

B. The Nominations & Awards committee shall announce the results of the elections via website, email, newsletter, and at the next Board meeting.

Section 2. Determination of Election. A plurality vote shall determine election to office.

Article X. Standards and Ethics

Section 1. The procedures for handling matters regarding Standards and Ethics shall conform to these By-Laws and the By-Laws of AOTA.

Section 2. All VOTA members shall comply with the AOTA *Occupational Therapy Code of Ethics and Ethics Standards (2010)* as amended from time to time by AOTA.

Article XI. Dues

Section 1. The annual membership dues for all classes of membership shall be recommended by the Membership Committee and approved by the Board.

Section 2. Dues shall be payable before July 1st of each calendar year.

Section 3. Any member who is in arrears for dues in excess of 12 months shall automatically forfeit his/her VOTA membership.

Section 4. Dues for Senior Members shall be one-half of annual membership dues.

Article XII. Fiscal Year

The fiscal year of the Association shall be determined by the Board.

Article XIII. Dissolution Clause

If VOTA is dissolved for any reason, any assets remaining after the payment of all obligations may be equally divided among all the current occupational therapy programs in the Commonwealth of Virginia for the purposes of funding scholarships for occupational therapy students or donated to a charitable organization approved by the Board.

Article XIV. Parliamentary Authority

Section 1. Generally recognized and established guidelines for parliamentary procedure such as **Modern Parliamentary Procedure** and the like shall be the authority for parliamentary procedure.

Section 2. With the approval of the Board, a Parliamentarian may be appointed by the President.

Article XV. Amendments

Section 1. These By-Laws may be amended and/or revised at any time by a two-thirds vote of the Board or by a majority vote of the membership. The Board vote or membership vote may be conducted electronically through electronic mail and/or an internet based survey instrument, as determined by the Board. The quorum for an electronic membership vote to amend the by-laws shall be 10% of the voting members. In the event of a conflict between a vote of the Board and a vote of a majority of the members, the vote of the membership shall prevail.

Section 2. Notice of any proposed amendment shall be sent to Board members and voting members via electronic mail and VOTA website at least 30 days prior to the deadline for voting.

Section 3. 30 days prior to a Board vote on an amendment to the By-Laws, the President shall provide to voting members, via electronic mail and VOTA website, an explanation of the proposed amendment and encourage them to contact any member of the Board if there is a question or concern and advise them of their opportunity to initiate a membership vote to reverse the amendment if it is adopted by the

Board.

Section 4. Any member in good standing may propose an amendment to the By-Laws.

Article XVI. Districts

Section 1. Composition

- A. Geographically-based districts may be established within VOTA upon written petition to the Board and approval by a majority vote of the Board.
- B. Each petition shall have the signatures of at least five OT and/or OTA Members in good standing.
- C. The current districts are: Blue Ridge, Capital, Northern, Southeastern, and Western.
- D. The creation of a district that reduces an existing district must be approved by a two-thirds vote of the Board.

Section 2. By-Laws

- A. District By-Laws shall be consistent with these By-Laws and submitted to the Board for approval within six months of the district's formation.
- B. Amendments to District By-Laws shall be made consistent with these By-Laws within six months of any amendments to VOTA's By-Laws.

Section 3. Officers

- A. Each District may have the following officers: Chair, Vice-Chair, Secretary, and Treasurer.
- B. Other officers may be designated by the individual districts according to local needs.

Section 4. Eligibility for Office

- A. OT and OTA members in good standing may hold any district office.
- B. OT Student members in good standing may hold any district office with the exception of district chair.
- C. Further eligibility requirements as well as the duties and the terms of office shall be defined in the district by-laws.

Section 5. Term of Office

- A. District officers shall serve two-year terms and may serve consecutive terms in the same office and shall hold only one position on the Board or in the district at a time.
- B. The Chair and the Treasurer shall be elected in the even numbered calendar years and the Secretary and Vice-Chair shall be elected in the odd numbered calendar years.

Section 6. Duties

- A. The Chairs shall serve on the Board, report to the Membership Representative, preside at all district meetings, make an annual report to this Association, and communicate regularly to

the Board. District Chairs are not required to attend Board meetings.

B. The Vice-Chairs shall assist the Chair and preside at district meetings when the Chair is absent.

C. The Secretary shall take minutes of the meeting, send notices of meetings, and preside at district meetings when both the Chairperson and Vice-Chairperson are absent, notify officers and committee chairs of appointment.

D. The Treasurer shall pay bills, collect dues, and send a report of yearly income and expenses to the Chairperson of the district and the Treasurer of the VOTA by the requested date.

Section 7. Membership

A. Each member of a district shall be a member of this Association.

B. District membership classifications and qualifications shall be consistent with these By-Laws.

Section 8. Meetings

A. A minimum of four meetings shall be called annually in order to remain recognized as a district.

Section 9. Transfer of Membership. Members of districts will be accepted as members in like status in other districts upon presentation of proper credentials duly signed by the Chair of the district from which the member is transferring.

Section 10. Dissolution of a District

A. If a district is in noncompliance with these By-Laws it shall be given written notice of intended action and reasons by the Board at least three months prior to action.

B. The Board, by a majority vote, may dissolve a district after thirty days written notice that it no longer complies with these By-Laws.

Revised: February 24, 2010

Approved by Board: