

## BYLAWS OF

### Missouri Adult Communication Disorders Group

#### ARTICLE I- NAME

The name of this non-profit organization shall be Missouri Adult Communication Disorders Group.

#### ARTICLE II- PURPOSE

- A. To support and promote Speech Language Pathology as a profession.
- B. To encourage standards for the practice of Speech Language Pathology which give the best possible service to the adult population.
- C. To stimulate the exchange of information among those engaged in Speech Language Pathology and related fields

#### ARTICLE III- ETHICS

- A. Members of this non-profit organization will be bound by the principles and ethics as set forth by the American Speech-Language Hearing Association and licensing regulations of the state where applicable.

#### ARTICLE IV-MEMBERSHIP

- A. Missouri Adult Communication Disorders Group does not require membership.

#### ARTICLE V- OFFICERS

- A. Officers- The Officers of the non-profit organization shall be: Past President, President, Vice President (President Elect), Secretary/Public Relations, Treasurer, Conference Coordinators. These will be referred to as the Board of Directors.

- B. Duties

- 1. The President shall be the chief officer of the non-profit organization. It shall be his/her duty to preside at all meetings and to call special meetings. It is the responsibility of the President to see that all other officers carry out their duties. The President assumes the position of Past President for one additional year.

- 2. The Vice-President shall preside at all meetings in the absence of the President and shall be responsible for at least 1 educational meeting along with the

Conference Coordinators. The Vice-President assumes the position of President for one additional year and serves as Past-President for one year.

3. The Secretary shall record and file the minutes of all meetings of the non-profit organization, and shall receive and maintain the correspondence and mailing for the organization. The person will maintain and send out educational meeting brochures/announcements.

4. The Treasurer shall be entrusted with the collection and disbursement of the non-profit organization's funds and shall maintain bank accounts in the name of Missouri Adult Communication Disorders Group with disbursement to be made on the signature of the Treasurer or another member of the Board of Directors, in his/her absence.

5. Conference Coordinators shall serve as ombudsmen and advisors to the non-profit organization and are responsible for 1-3 educational meetings each year. There can be 2 or more positions.

6. The Past-President serves in a non-voting, advisory capacity.

C. Appointment: When there is an opening, a quorum is established. This will include officers and at least one of the Board of Directors and appoint a new officer with a majority vote. Majority vote is 2/3 or 66% (e.g. 8 out of 12 approve).

D. Terms of Office

1. The President shall serve for a term of one year following his/her term as Vice-President. An additional year will be spent in an advisory capacity as Past-President.

2. The Vice-President is appointed President-Elect for one year and shall assume the office of President the following year.

3. The Secretary shall be appointed for a two-year term.

4. The Treasurer shall be appointed for a two-year term.

5. Conference Coordinators are appointed for a two-year term.

E. Removal From Office

1. Any Officer may be removed from the office by a three-fourths (3/4) vote of the members of the non-profit organization including Board of Directors and all officers.

2. Any Officer of the non-profit organization who fails to attend three consecutive Officer meetings without prior notice to the President of unavoidable exigencies, which prevents attendance, shall forfeit their Office.

F. Vacated Office

1. If any officer must vacate one's position, the person must provide 2 months notice prior to the next conference as a courtesy to the organization. The Board of Directors may grant preterm vacancy for extenuating circumstances.

2. If any officer chooses to leave prior to serving the person's full-term, the person may not hold any officer position for a period of one full year.

3. If a position is vacated, a new officer shall assume the duties of that office once the person is appointed and accepted the position.

#### ARTICLE VI- MEETINGS

A. There shall be a minimum of three Educational Meetings of the non-profit organization annually. The time, place and agenda shall be designated by the officers. Meeting information must be disbursed at least 14 days prior to the meeting.

B. An annual meeting between the Board of Directors and the officers will be held for the purpose of celebrating current Officers, summarizing the activities of the past fiscal year of the organization and presentation of suggestions for the upcoming year.

C. Covid-19 Pandemic/Community Disasters/Health Crisis: Officer meetings, Educational Conferences and the Annual Business meeting may be cancelled, reduced or held virtually.

#### ARTICLE VII

A. The fiscal year of the organization shall run from January 1<sup>st</sup> through December 31<sup>st</sup>.

#### ARTICLE VIII- Board of Directors

A. The Board of Directors shall oversee the operations of the organization and will perform any officer duties as needed.

B. The Board of Directors is composed of the founding persons and those appointed per the bylaws, to be at least 3 and not to exceed 15 in number.

C. The Board of Directors have the authority by two-thirds vote, to appoint new Directors due to a resignation or that the current Directors find them deserving of serving.

D. The Board of Directors shall be advised of Missouri Adult Communication Disorders Group business meetings, by attending Officer meetings, the receipt of minutes and the written reports at the Annual Business meeting.

#### ARTICLE IX

A. Amendments to these bylaws shall be proposed by the Board of Directors and be approved with a majority of the Officers and the Board of Directors.

#### ARTICLE X

A. The organization "MACDG" Missouri Adult Communication Disorders Group may be dissolved only upon the affirmative vote of  $\frac{2}{3}$  66% of the members present and the board members present and at a meeting called specifically for the purpose of dissolution, if a quorum is present. Upon dissolution, after all liabilities and obligations of the organization have been paid and satisfied, any remaining assets shall be distributed in accordance with applicable state and federal law and to one or more organizations under qualifying 501(3) c of the IRC or for such charitable or non-profit education purpose as established.

Created 2021

Review and Revised 04/09/2026