

**CONSTITUTION AND BY-LAWS OF THE  
FLORIDA REHABILITATION ASSOCIATION**

**PART I – CONSTITUTION**

**ARTICLE I – NAME AND AFFILIATION**

**SECTION 1. NAME.**

The name of the Association shall be the Florida Rehabilitation Association.

**SECTION 2. AFFILIATION.**

The Florida Rehabilitation Association shall be an affiliate of the National Rehabilitation Association, Inc., and shall conform to the rules and regulations as are appropriate to this Association as set forth by the Constitution and By-Laws of the National Rehabilitation Association, Inc.

**ARTICLE II – PURPOSE**

The purpose of the Florida Rehabilitation Association shall be to advance rehabilitation of all persons with disabilities by:

1. Exercising leadership and identifying the needs of individuals with disabilities, interpreting these needs to society, planning and promoting programs designed to meet these needs, and translating such programs into services at the community level.
2. Identifying the essential elements in the practice of rehabilitation and fostering the development and application of standards which will help to assure effective services to people with disabilities.
3. Exercising leadership in developing concepts and practices which will foster interagency and interprofessional activity directed toward helping individuals with disabilities increase their ability to function.
4. Encouraging the entry of competent and humanitarian individuals into the rehabilitation professions and fostering training opportunities required to make them effective practitioners.
5. Encouraging the search for improved methods and techniques in the organization, administration, and practice of rehabilitation and fostering the dissemination and evaluation of such findings.
6. Exercising leadership in removing environmental and legal barriers and overcoming discrimination which keeps people with disabilities from living normal lives and enjoying the rights and benefits that should be the heritage of every American citizen.

### **ARTICLE III – MEMBERSHIP**

All members of the National Rehabilitation Association who are Florida residents will automatically be members of the Florida Rehabilitation Association. No member of the Association shall be denied membership because of race, creed, national origin, sex, age or disability.

### **ARTICLE IV – ADMINISTRATION**

#### **SECTION 1. THE BOARD OF DIRECTORS.**

- A. The Board of Directors shall be elected by the membership to serve as its policy-making body and shall be responsible for carrying on the affairs of the Association except those actions which rest on the membership as stated in the Constitution and By-Laws.
- B. The Board of Directors shall consist of the following members, including those individuals as provided by Section 1.c. and 1.d. of this Article: (1) the four elected officers, (2) the immediate Past-President, (3) the Membership Chairperson appointed by the President-Elect, (4) one Representative elected annually by the membership of each accredited local or campus chapter, (5) one Representative designated annually by each accredited Division, (6) eight Members-at-Large, and (7) the Treasurer, who is appointed by the President.
- C. The Board of Directors shall include as Ex-Officio Members: (1) any National elected officer of NRA employed in or living in the chapter area, (2) any Regional elected officer of NRA employed in or living in the chapter area, (3) any National elected officer of any NRA division employed in or living in the chapter area, (4) any Regional elected officer of any NRA division employed in or living in the chapter area, (5) the Regional member of the Advisory Council of chapter Presidents employed in or living in the chapter area, (6) the NRA Regional membership chairperson employed in or living in the chapter area, (7) the president of any division branch or unit affiliated with the chapter.
- D. In order to provide immediate representation, a local or a campus chapter which is accredited between annual meetings may designate a representative to serve as a member of the Board of Directors until the next annual meeting of the chapter.

#### **SECTION 2. EXECUTIVE COMMITTEE.**

- A. Composition. There shall be an Executive Committee of the Board composed of the President, President-Elect, immediate Past President, Secretary, Treasurer, and five other members of the Board elected by the Board from the other members of the Board.
- B. Powers of Executive Committee. The Executive Committee will:
  - 1. Perform such functions of the Board as may be delegated to it by the Board.

2. Perform between sessions of the Board all the functions of the Board necessary to assure the orderly operation of the Association except such functions as the Board may, by resolutions, reserve for itself.

### **SECTION 3. OFFICERS.**

The officers of the Florida Rehabilitation Association shall be the President, President-Elect, Secretary, and Treasurer.

### **SECTION 4. LOCAL CHAPTERS AND CAMPUS CHAPTERS.**

In order to extend the benefits and privileges of membership, local chapters and campus chapters of the Association may be organized. The organization and accreditation of the local chapters and campus chapters shall be subject to regulations established by the Board of Directors of the Florida Rehabilitation Association.

## **ARTICLE V – NOMINATIONS AND ELECTIONS**

### **SECTION 1. NOMINATING COMMITTEE.**

Annually there shall be a nominating committee appointed by the President.

### **SECTION 2. ELECTION.**

Annually the Executive Board shall conduct an election as provided for in this Constitution and By-Laws.

## **ARTICLE VI – MEETINGS**

### **SECTION 1. ANNUAL MEETING.**

There shall be at least one business meeting each calendar year. The announcement of any Association meeting shall be made at least two weeks prior to the meeting to all members known to the membership chairperson.

### **SECTION 2. SPECIAL MEETINGS.**

Special meetings may be called by the President or, in the President's absence, by the Vice-President upon notice from the Executive Board or on petition of ten percent or more of the members.

## **ARTICLE VII – BY-LAWS**

To implement this Constitution, the membership may adopt By-Laws not inconsistent with this document by a majority vote of the members present at an annual meeting or by

a majority of the ballots returned from ballots sent to all members known to the membership chairperson.

### **ARTICLE VIII – AMENDMENTS**

The Constitution and By-Laws of the Florida Rehabilitation Association may be amended by the following procedures:

1. Any member wishing to propose an amendment to the Constitution or By-Laws of this Association shall present such proposal to the Board of Directors. A majority of the entire Board of Directors shall be required to approve presentation of the proposed amendment to the membership.
2. Such an amendment shall be submitted to the membership at least two weeks before the vote is taken.
3. Amendments to the Constitution shall be ratified by two-thirds majority of the membership in attendance at an annual meeting or two-thirds majority of the ballots returned from ballots mailed to all persons known to the membership chairperson.
4. Amendments to the Constitution shall be tallied at the annual meeting or on a date stated on the ballot if the vote is by mail. The result shall be announced at the annual meeting or the next meeting of the Board of Directors, whichever shall come first. The Board of Directors shall then notify the membership within one month after the meeting.
5. The effective date of the amendment shall be the annual meeting or the mailing date of notification by the Board of Directors – unless otherwise stipulated within the amendment.

### **ARTICLE IX – QUORUM**

A quorum of membership at any regular or special meeting shall consist of ten percent of the members.

### **ARTICLE X – REPEAL OF PRIOR PROVISIONS**

All provisions of the previous Constitution of the Florida Rehabilitation Association are hereby repealed.

Ratified by the membership:

October 30, 1981

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Amended by the membership:

October 19, 1983

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Amended by the membership:

September 5, 1984

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Amended by the membership:

September 6, 1985

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Amended by the membership:

September 6, 1991

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Amended by the membership:

September 3, 2010

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## **PART II – BY-LAWS**

### **ARTICLE I – BY-LAWS**

This document shall be known as the By-Laws of the Florida Rehabilitation Association pursuant to Article VII of the Constitution of the Association.

### **ARTICLE II – DEFINITIONS**

For the purpose of these By-Laws:

1. Association shall mean Florida Rehabilitation Association.
2. Member shall mean a member of the Florida Rehabilitation Association.
3. Board of Directors shall mean the Board of Directors of the Florida Rehabilitation Association.
4. Executive Committee shall mean the Executive Committee of the Florida Rehabilitation Association.

### **ARTICLE III – MEMBERSHIP**

#### **SECTION 1. MEMBER.**

Active members in the Association will be those individuals or organizations who have paid appropriate annual dues to the National Rehabilitation Association, Inc.

#### **SECTION 2. CLASSES OF MEMBERSHIP.**

Shall be those defined by the National Rehabilitation Association.

#### **SECTION 3. PRIVILEGES OF MEMBERSHIP.**

- A. All classes of members shall receive the official publications of the Association.
- B. All members are entitled to participate in all meetings of the Association and to attend meetings of the Board of Directors.
- C. All members shall be entitled to one vote in all matters of the Association requiring a vote of the general membership. This privilege is not transferable nor can it be granted or exercised by proxy.

#### **SECTION 4. MEMBERSHIP YEAR.**

Membership year shall be a full calendar year.

### **ARTICLE IV – ADMINISTRATION**

#### **SECTION 1. TERM OF OFFICE.**

The term of all elective offices shall begin on January 1 following election. The old officers will have thirty days to clear all business.

## **SECTION 2. THE BOARD OF DIRECTORS.**

- A. Vacancies arising in the Board of Directors between regular elections shall be filled by majority vote of the remaining members of the Board of Directors.
- B. Term of office. One-half of the number of members-at-large shall be elected each year to serve for two years.
- C. Meetings.
  - 1. The Board of Directors shall meet at least quarterly. The meeting shall be called by the President or in the President's absence, by the President - Elect, or upon written petition of five Executive Board members. Meetings may be held face to face or via teleconference.
  - 2. The Board of Directors shall meet immediately following the conclusion of the annual business meeting to elect its executive committee and carry on other business as might be necessary.
  - 3. Quorum. A quorum shall consist of 51% of the Board membership of which one must be the President or President – Elect of the Association. If a quorum is not met, email will suffice for a quorum.
  - 4. Whenever any matter of business requiring Board action is presented to the President, and if a special meeting of the Board is not deemed advisable or feasible, the President may hold a special meeting of the Board by mail or telephone setting forth the specific issues or proposal on which a decision is sought. Such a meeting shall be conducted under regulations of the Board and the results therefore shall be deemed an official act of the Board.
- D. Responsibilities.
  - 1. The Board of Directors shall have authority to transact all business of this Association between meetings of the Association subject to the limitations of by-laws and the action of membership in formal session.
  - 2. The Board of Directors shall call an Annual meeting of this Association.
  - 3. The Board of Directors shall elect the official delegates of this Association to the Delegate Assembly of the National Rehabilitation Association, Inc.
  - 4. The Board of Directors shall have authority to accredit local chapters, approve local chapter constitutions and by-laws, define the geographical boundaries of chapters and fix the proportion of membership dues and/or other Association income to be rebated to local chapters.
  - 5. The Board of Directors shall determine the method whereby the membership is informed of actions of the National Rehabilitation Association, Inc., the Florida Rehabilitation Association and its local chapters.
  - 6. The Board of Directors shall be empowered to remove by two-thirds vote any board member judged to inadequately participate in the business of the Board of Directors of this Association. Voting can take place via face to face, teleconference, or email.

### **SECTION 3. EXECUTIVE COMMITTEE.**

- A. The Executive Committee shall be composed of the officers, the past-president, and five additional members who shall be members of the board at the time of their election.
- B. Board members-at-large of the Executive Committee shall be elected by the Board for one year or until their successors are elected.
- C. Any vacancy in the Executive Committee shall be filled for the unexpired term by the Board.
- D. The Executive Committee shall be entrusted with full power to act for the Board in the interim between meetings of the Board.
- E. In an emergency, the Executive Committee may act by the written resolution of a quorum thereof, although not formally convened.

### **SECTION 4. OFFICERS.**

- A. The elective officers are President, President-Elect, and Secretary. They shall be elected annually by the membership.
- B. Terms of office. Officers shall be elected for one year terms to begin on January 1 following the annual meeting at which they are elected.
- C. Responsibilities.
  - 1. The officers of this Association shall perform the usual duties of such offices together with duties provided in subsections below:
    - a. The President shall serve as the Florida member of the Board of Directors Southeast Regional National Rehabilitation Association.
    - b. The President-Elect shall, during his term of office, become informed of the current affairs and activities of the Association and shall become involved in these affairs and activities as requested by the President or the Board of Directors. The President-Elect may serve as chairperson of a committee for planning and conducting the annual meeting. The President-Elect shall have other such duties as the President or Board of Directors may from time to time assign. The President-Elect shall serve on the Board of Directors and shall succeed to the Presidency at the conclusion of the annual meeting occurring at the end of the President's term of office. The President-Elect shall serve as President during any period of time that the Presidency is vacant or the President, because of temporary circumstances, is unable to perform any Presidential duties. The President-Elect shall serve until the President is again able to resume these duties or until the end of the term, whichever occurs first.
    - c. The Secretary shall provide each member of the Board of Directors, all committee chairpersons and the NRA National



- Office with minutes of each Board of Directors and Executive Committee meetings. All secretarial duties of the Board and general membership will be the responsibility of this office.
- d. The Treasurer shall be appointed by the President with the concurrence of the Board. The Treasurer shall make the Association's books available for audit at the request of the Board of Directors. The Treasurer shall prepare a report for the Board of Directors and the NRA National Office that shows all receipts and all expenditures, including any funds in savings.
2. All properties and records of this Association are the responsibility of the respective officers. They are to be passed on to the newly elected officers with all records current within 30 days after January 1.

## **SECTION 5. COMMITTEES.**

- A. Following adjournment of the annual meeting of the Association, with the advice of the Board and due consideration given to geographical location, the President for the next ensuing year shall appoint committee chairpersons as necessary to achieve the purpose of the Association. These may include, but are not limited to, rehabilitation policy, administrative policy, membership, professional standards, auditing, legislative information, awards and citations, and necrology.
- B. The President-Elect shall appoint the Membership Chairperson prior to the annual membership meeting of the National Rehabilitation Association, Inc.
- C. Duties of Chairperson. In addition to the usual duties, the Chairperson of each committee shall insure that records of committee work be kept and made available to the Board of Directors. All records shall be completed and submitted to the President at the annual meeting.
- D. Functions of Committees shall include, but not be limited to, the following:

Administrative Policy. The function of the Administrative Policy Committee shall be to study the internal structure of the Chapter, including the Constitution and By-Laws, the operation of the Chapter, Board and Executive Committee, relationship with NRA, and to make recommendations to the Board.

Membership. The function of the Membership Committee shall be to organize and direct the membership activities of the Chapter, within policies approved by the Board and NRA, and to make recommendations to the Board with respect to such membership activities.

Professional Standards. The function of the Committee on Professional Standards shall be to study and make recommendations concerning standards for professional preparation of personnel, in the field of rehabilitation, ethical principles involved in interprofessional relationships, and techniques involved in an interdisciplinary approach to the solution of rehabilitation problems.

Legislative. The function of the Legislative Committee will be to study proposed and new legislation affecting rehabilitation and to act in a liaison capacity for the Association at the direction and consent of the President and the Board.

Nominating. The function of the Nominating Committee shall be to meet prior to the annual meeting and nominate one or more members for each office of the Association. The Committee shall nominate to the Board of Directors one or more members for each vacancy among the members-at-large of the Board of Directors. In addition to the slate presented by the Nominating Committee at the annual meeting, a member may nominate from the floor another member for office.

Time and Place. The function of the Time and Place Committee shall be to select an appropriate time and place for the Chapter's annual meeting. The committee will make their recommendation to the Board of Directors for final approval. The committee will consist of the immediate past chairperson of the Time and Place Committee, the immediate past chairperson of the local arrangements sub-committee and a member from the selected locale.

Affiliates. The function of the Affiliates Committee is to promote and provide assistance to prospective affiliates in the preparation and submission of applications for affiliations and to cooperate with affiliates in developing regional institutes, workshops and other programs.

Public Information. The function of the Public Information Committee will be to recommend to the Board of Directors an individual or agency to compile and publish a newsletter at regular intervals, and to recommend to the Board guidelines to be followed in publishing this newsletter.

Awards and Citations. The function of the Awards and Citations Committee will be to poll the membership for nominations, selection criteria and make selections for awards and citations as authorized by the President.

Necrology. The function of the Necrology Committee will be to report to the membership at the annual meeting and make recommendations to the Board on appropriate resolutions.

## **SECTION 6. LOCAL CHAPTERS AND CAMPUS CHAPTERS.**

- A. Organization. A local chapter may be organized by 10 or more members in a geographic area approved by the Board of Directors. A group shall not be accredited as a local chapter until its constitution and by-laws are approved by the Board of Directors. The same policy pertains to campus chapters except they may be organized by as few as 5 members.
- B. Constitution and By-Laws. The constitution and by-laws of local or campus chapters shall not be in conflict with the Constitution and By-Laws of either the National Rehabilitation Association, Inc., or this Association. An amendment to

- the constitution and by-law of a local or campus chapter must be approved by the Board of Directors before it may become effective and the Board of Directors is empowered to review the constitution and by-laws of a local chapter at any time.
- C. Retention of Accreditation. A local or campus chapter may retain its accreditation by observing the following requirements:
1. Holding at least one announced meeting during each membership year.
  2. Maintaining the minimum number of members required for accreditation.
  3. Conducting an annual membership campaign.
  4. Submitting an annual chapter report to this Association and any other reports requested by this Association or the NRA National Office.
  5. Refraining from making changes in its By-Laws that would be in conflict with the Constitution and By-Laws of the National Rehabilitation Association Inc., and this Association.
- D. Withdrawal of Accreditation. Failure of a local chapter to maintain requirements for accreditation shall result in the withdrawal of chapter privileges. A warning shall be issued by the Board of Directors. After this action the local chapter shall not be considered to be in good standing and shall not be eligible to refunds from the Association or eligible to maintain its representation on the Board of Directors. If standards of accreditation are not met within ninety (90) days, a written note of withdrawal of accreditation shall be sent by the President.
- E. Reinstatement of Accreditation. Application for reinstatement of a Chapter shall be treated in the same manner as an original application for accreditation.

## **ARTICLE V – DIVISIONS**

### **SECTION 1. ESTABLISHED DIVISIONS.**

The Divisions of this association shall be those recognized as Divisions of the national organizations and shall function within a constitution and by-laws approved by the national divisional organization.

### **SECTION 2. OTHER ORGANIZATIONS.**

Scientific, professional, or other interest groups may be organized and provided divisional status equal to the other established Divisions of the Association to facilitate the promotion of specific interests and to meet the special needs of members of these groups when such interests and needs are in harmony with the purposes of the Association. The organization of this Division (state or local units) shall be subject to approval of the membership of this Association. A majority of the members in attendance at the annual meeting or a majority of the ballots returned from ballots mailed to all members known to the Membership Chairperson shall constitute approval.

## **ARTICLE VI – NOMINATIONS AND ELECTIONS**

### **SECTION 1. NOMINATING COMMITTEE.**

The President shall appoint a Nominating Committee to include the immediate Past-President as Chairperson and no less than three other members of the general membership. This committee will be appointed at the conclusion of the annual business meeting.

## **SECTION 2. DUTIES OF THE NOMINATING COMMITTEE.**

- A. The Nominating Committee shall meet prior to the annual meeting and nominate one or more members for each office of the Association.
- B. The Nominating Committee shall nominate to the Board of Directors one or more members for each vacancy among the members-at-large of the Board of Directors.
- C. The slate of nominees prepared by the Nominating Committee shall be published via email and mailouts prior to the annual meeting.
- D. Any nominee must (1) be a member in good standing, (2) be contacted by the committee to ensure that he/she agrees to the nomination, and (3) be provided with a verbal and written definition of their responsibilities to ensure active participation.

## **SECTION 3. PROVISION FOR ADDITIONAL NOMINEES.**

In addition to the slate presented by the Nominating Committee at the annual meeting, a member may nominate from the floor another member for office.

## **SECTION 4. REQUIREMENTS FOR ELECTION.**

To be elected, a candidate for office must be a member in good standing and must receive a majority of the votes cast. Voting will be by secret ballot unless otherwise ordered by a majority of those in attendance at the annual meeting. The Board of Directors may approve a mail ballot election process in lieu of holding the election at the annual meeting.

## **SECTION 5. COUNTING THE VOTE.**

The President or a substitute designated by the President shall select tellers to tally the vote.

## **ARTICLE VII – AMENDMENTS**

The By-Laws of the Florida Rehabilitation Association may be amended as follows:

- 1. Any member wishing to propose an amendment to the By-Laws of this Association shall present such proposal to the Board of Directors. A majority of the entire Board of Directors shall be required to approve presentation of the proposal to the membership.
- 2. Such an amendment shall be presented to the membership at least two weeks before the vote is taken.

3. Amendments to the By-Laws shall be ratified by a majority of the membership in attendance at an annual meeting or a majority of the ballots returned from ballots mailed to all members known to the current membership chairperson.
4. Votes on an amendment shall be tallied at the annual meeting or on a date stated on the ballot if the vote is by mail. The result shall be announced at the annual meeting or the next meeting of the Board of Directors, whichever shall come first, within one month after its meeting.
5. The effective date of the amendment shall be the annual meeting or the mailing date of notification by the Board of Directors – unless otherwise stipulated within the amendment.

## **ARTICLE VIII – MISCELLANEOUS**

### **SECTION 1. RULES OF ORDER.**

Roberts Rules of Order Revised shall govern meetings of the membership, the Board of Directors, the Executive Committee, and the Committees of the Association when they are not in conflict with the Constitution and By-Laws of the Association.

### **SECTION 2. SAVING CLAUSE.**

All provisions of previous by-laws of the Florida Rehabilitation Association are hereby repealed.

### **SECTION 3. ADOPTION.**

Immediately following the ratification of this Constitution and By-Laws they shall be in effect and an election shall be held as nearly as possible thereafter in accordance with this Constitution and By-Laws.

### **SECTION 4. ACCESSIBLE MEETINGS.**

All meetings of FRA, FRA affiliated groups, and those jointly sponsored by FRA will meet in accessible sites.

Ratified by the membership:

October 30, 1981

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Amended by the membership:

October 19, 1983

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Amended by the membership:

September 5, 1984

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Amended by the membership:

September 6, 1985

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Amended by the membership:

September 3, 2010

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