Bylaws of the New Hampshire Acupuncture and Asian Medicine Association

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ARTICLE I — ORGANIZATION

Section A. Name

The name of the organization shall be the New Hampshire Acupuncture and Asian Medicine Association, hereafter referred to as the NHAAMA.

Section B. Incorporation

The organization shall be incorporated in New Hampshire.

Section C. Office Address

The office of the NHAAMA shall be maintained within the borders of the state of New Hampshire.

ARTICLE II — GOALS AND FOUNDING PRINCIPLES

Section A. Goals

The New Hampshire Acupuncture and Asian Medicine Association [hereafter referred to as the NHAAMA,] shall be a professional membership organization whose goals are to encourage the integration of acupuncture and Asian Medicine into health care in the state of New Hampshire, to expand the public understanding of acupuncture and Asian Medicine, and to promote access to acupuncture and Asian Medicine for all people.

Section B. Founding Principles

The founding principles of the NHAAMA shall be as follows:

1. To respect diversity and encourage discussion among practitioners;
2. To generate cooperation and build a sense of community among practitioners;
3. To share information within the community of acupuncture and Asian Medicine practitioners, other medical professionals and the community at large;
4. To collaborate with other organizations on issues and activities that are in accord with our goals;
5. To seek input and involvement in decision and policy making by the membership;
6. To develop major policies by a process of full discussion and participation of the membership;
7. To respect the individual voice and insure that his or her vote will be counted [individually];
8. To assist the membership in licensure, regulation, and health care issues as appropriate to local needs;
9. To advocate and promote consumer education and action;
10. To support appropriate educational and competency standards for the profession;
11. To promote research in acupuncture and Asian Medicine; and
12. To promote and assist activities that nurture the health of our community, our nation and the world, remaining mindful that health is a reflection of the world-at-large.

ARTICLE III — VOTING AND NON-VOTING MEMBERSHIP

Section A. Professional (Voting) Membership

Professional (voting) Membership shall be limited to those individuals legally allowed to practice acupuncture in the State of New Hampshire or who hold a license in Asian Bodywork Therapy issued by the New Hampshire Department of Health and Human Services.To vote, members must be current in their dues.

Section B. Associate and Other (Non-Voting) Membership

Other (non-voting) membership categories include associate members (acupuncturists from other jurisdictions, health care professionals, consumers or other interested individuals); students currently studying acupuncture and/or Asian Medicine; schools or colleges, other acupuncture or Asian Medicine professional organizations, commercial sponsors, and other organizational members or donors.

ARTICLE IV — PROFESSIONAL RELATIONS

The NHAAMA may develop networks or alliances with other professional organizations including the CCAOM, NADA, NCCAOM, state, national or international acupuncture or Asian Medicine organizations, and organizations of other health care professionals (chiropractors, dentists, veterinarians, etc.) where such alliances are deemed to further the purposes and goals of the NHAAMA.

ARTICLE V — BOARD OF DIRECTORS

Section A. Board of Directors

The Board of Directors shall consist of five (5) current professional members, who ideally represent the diversity of ethnicity, gender and traditions of training in acupuncture or Asian Medicine in the United States.

Section B. Terms of Office

1. With the exception of the initial Board elected at the first Annual Membership Meeting of the NHAAMA, the terms of office for all Board members shall be two years.
2. At the first Annual Membership Meeting, five (5) Board members shall be elected. Of these, three (3) Board members shall serve for two (2) year terms, and two (2) Board members shall serve for a one (1) year term.
3. Each year thereafter, there shall be an election at the Annual Membership Meeting for open Board seats.
4. Board members shall not serve on the Board for more than six (6) consecutive years. After six consecutive years a Board member may serve again providing that a two year period has elapsed.
5. Any officer of the Board shall be removed from their office by four (4) votes of the Board.
6. Any vacant position on the Board of Directors shall be filled by a member appointed by the President and ratified by the Board to complete the term of the vacated position.

ARTICLE VI — BOARD AUTHORITY

Section A. Quorum

Three (3) members of the Board then in office shall constitute a quorum for any Board meeting.

Section B. Duties of the Board

1. The affairs of NHAAMA shall be managed by the Board of Directors in accordance with the goals and founding principles as set forth in the Bylaws.
2. The Board of Directors, whose members are elected by the general membership, shall be empowered to do the following:
    a) Conduct the business of the organization between membership meetings;

b) Present amendments to the Bylaws and major policy determinations to the membership for approval;
c) Oversee the annual financial audit, budget and financial report;
d) Facilitate the strategic planning and development of the long and short range goals and vision of the NHAAMA, in accordance with its mission;
e) Designate standing committees;
f) Create ad hoc committees and task forces as needed; and
g) Determine the dues structure.

Section C. Procedures for Changes in Bylaws and Policy

In an effort to create a democratically run organization, respectful of the diversity of tradition and approach that exists within acupuncture and Asian Medicine, the following rules delineate the process by which the membership and Board shall make changes to the Bylaws and adopt new procedures or positions for the organization:

1. Changes in Bylaws
   a) Proposed changes in Bylaws must be submitted to the Board in writing at least three (3) months prior to the Annual Membership Meeting.
   b) Proposed changes in Bylaws shall be reviewed by the Board or by a Committee appointed by the Board.
   c) The membership shall be informed of any proposed changes to the Bylaws.
   d) Amendments to the proposed Bylaw changes may be made at the Annual Membership Meeting.
   e) In order to be adopted, changes to the Bylaws shall be affirmed by 2/3 of the voting membership present at the Annual Membership Meeting.

2. Changes in Policy
   a) Acting in good faith and exercising its discretion, the Board must present to the membership for a vote any proposal that it feels is of vital significance to the membership of the NHAAMA or that constitutes a major change in policy of the organization.
   b) In such matters, the Board will solicit information, including contrasting viewpoints, and submit that information to the membership providing reasonable time for their consideration and response.
   c) In order to be adopted, a new policy must be affirmed by 60% of the votes received if voting by mail or 60% of the membership present if voting at an Annual Membership Meeting.

Section D. Emergency Issues

1. Emergency meetings shall be called by the Board President or by any three (3) Board members.
2. All efforts shall be made to contact Board members by telephone or any other reasonable means.

Section E. Disagreements with Board Votes

The membership shall be allowed to recall for re-consideration any vote made by the Board if 40% of the members shall sign and submit a petition of recall to the Board.

ARTICLE VII — COMPENSATION TO BOARD MEMBERS

Section A. Compensation for Board Duties

1. No member of the Board of Directors (or officer) of the NHAAMA shall receive, directly or indirectly, any salary or compensation in his or her capacity as a member of the Board.
2. Board members may, however, receive a reasonable per diem or honorarium when they travel on Board business.

Section B. Employment by the Board

1. A Board member or officer, under certain circumstances, may be contractually employed by the Board, and, in such cases, the Board member shall be entitled to reasonable compensation for the work performed.
2. Employment contracts, whether involving a Board member or not, must be approved by the Board.
3. A Board member under consideration for an employment contract shall recuse himself or herself from voting on that matter.

ARTICLE VIII — OFFICERS AND DUTIES

Section A. Election of Officers

The Board of Directors shall elect its officers each year following the election of new Board members at the Annual Membership Meeting. An officer must be a member of the board of directors and hold a current acupuncture license issued by the New Hampshire Board of Acupuncture Licensing. No member of the board of directors may hold more than one officer position.

Section B. The Officers and Their Duties

The officers and their duties shall be as follows:

1. The President who shall preside at all meetings of the Board of Directors and the general membership, set the agenda for all meetings, and represent the Board with direction from the Board;
2. The Vice President who shall assume the responsibilities of the President in his or her absence, act as a liaison between the Committee Chairpersons and the Board of Directors, and present a report of activities of the Association during his or her term of office at the Annual Membership Meeting;
3. The Secretary who shall keep the minutes and records of the Association including copies of all Committee meetings, Board meetings, Association meetings, correspondence and membership notifications; and
4. The Treasurer who shall oversee all financial records, reports, audits and budgets of the organization with direction from the Board, and prepare and present to the membership at the Annual Membership Meeting a full, written financial report.

ARTICLE IX — ELECTIONS AND VOTING

Section A. Eligible Voters

Professional members who have paid their annual dues by the date of the election of the current year shall be eligible to vote.

Section B. Nominations

1. All nominees shall be professional (voting) members of the NHAAMA, current in their dues.

2. Nominations shall initially be made from the floor at the scheduled Board meeting prior to the Annual Membership Meeting.
3. Nominations may be made by mail; however, such nominations must be received by the Secretary no later than six (6) weeks prior to the scheduled Annual Membership Meeting in order to appear on the official ballot.
4. Nominations may be made from the floor during the Annual Membership Meeting, but shall not be pre-printed on the official ballots.
5. Write-in votes shall be permitted on the ballot.

Section C. Campaigning

1. Nominees shall be encouraged to write a campaign statement for inclusion with the ballots no later than five (5) weeks prior to the Annual Membership Meeting.
2. Those nominated later may send campaign statements to the membership at their own expense.

Section D. Elections

1. Election Ballots
   a) All election voting shall be by ballot.
   b) Official ballots shall be mailed to all eligible voters who are current in their dues no later than three (3) weeks prior to the Annual Membership Meeting.
   c) Voting members who pay their dues within the three (3) weeks prior to the Annual Membership Meeting or at the Annual Membership Meeting shall not receive a ballot by mail but may pick up a ballot in person at the Annual Membership Meeting.
   d) In the event that a vote cannot be cast on an official ballot from, such vote shall be submitted on the eligible member's letterhead, shall clearly identify the voter, and shall be signed by the eligible voter.
   e) Ballots shall be mailed to the Secretary of the NHAAMA or brought to the Annual Membership Meeting.
   f) All ballots must be received before or at the Annual Membership Meeting in order to be counted.

2. Mailing of Election Ballots
   a) Ballots mailed to the Secretary shall be sealed inside a plain envelope which shall then be placed within a second envelope that clearly identifies the eligible voter.
   b) The outer envelope shall be clearly marked with the words "Ballot Enclosed."
   c) All ballots received by mail shall remain unopened until counted at the Annual Membership Meeting.

3. Counting of Election Ballots
   a) Ballots shall be counted at the Annual Membership Meeting by two Board members who are not up for election.
   b) In the event there are not two such Board members present, ballots shall be counted by two impartial members present at the Annual Membership Meeting, selected by those present.

4. Results of Ballot Counting
   Members receiving the most votes from all eligible ballots cast shall be those elected to the Board.

Section E. Election Protests

1. Election protests shall be decided by the Election Committee.

2. The Election Committee shall have either three or five members, as determined by the Board of Directors.

ARTICLE X — MEETINGS

Section A. Rules of Order

1. The rules in the most recent edition of Robert's Rules of Order, Revised, shall be used to conduct business, as appropriate, at the Annual Membership Meeting and Board meetings.
2. All matters shall be passed by a majority vote unless otherwise specified in these Bylaws or in the Articles of Incorporation.

Section B. Board Meetings

1. The Board of Directors shall meet at least four (4) times a year at such time and place as it may determine, one meeting of which should be three (3) months prior to the Annual Membership Meeting.
2. Special Meetings of the Board of Directors shall be called at the request of the President or by request of three (3) members of the Board of Directors.
3. The scheduled Board meetings shall be open to the membership and shall include opportunity for input and discussion from the membership.
4. Only Board members shall vote at Board meetings, unless otherwise provided for in these Bylaws.

Section C. Annual Membership Meeting

1. An Annual Membership Meeting shall be held once each year, the date, location and agenda of which shall be decided by the Board of Directors.
2. The purpose of the Annual Membership Meeting shall be for reports to the membership, for discussion of issues raised by the membership or the Board, and for the election of new Board members.

Section D. Notice of Meetings

Reasonable notice of the place, date, time and agenda of each regular meeting of the Board must be given to each Board member and to the membership.

Section E. Meeting Agendas

1. The President of the Board shall be responsible for setting the agenda for all meetings.
2. Any member may submit an addition to the agenda of any meeting under New Business, including at the time of the actual meeting.
3. In order to be part of the published agenda, advertised to the membership prior to a meeting, any additions to the agenda must be submitted no later than four (4) weeks before a meeting.

ARTICLE XI — COMMITTEES

The Board may establish Standing Committees, Ad Hoc Committees and Task Forces as needed.

ARTICLE XII — FINANCES

Section A. Financial Oversight and Approval

The annual audit, budget and financial reports to the membership shall be overseen by the Treasurer and approved by the Board of Directors.

Section B. Fiscal Year

The fiscal year shall be the calendar year.

ARTICLE XIII — NON-DISCRIMINATION

The NHAAMA shall not discriminate on the basis of race, color, sex, age, national or ethnic origin, or sexual orientation in regard to membership, membership policies and other programs and policies.

Addendum:
Adopted by voting members at the first Annual NHAAMA Membership Meeting on 5/6/2001.
Approved by the Board of Directors of the NHAAMA on 6/20/2001.

Amendment to bylaws relevant to changing the name of the association, removing the word Oriental, and allowing Asian Bodywork Therapists to become full members adopted by the Board of Directors of the NHAAMA on 8/06/2009. Adopted with amendment to the name change by the membership on 11/1/2009.

Amendment to the bylaws Article V Section B Subsection 6 clarifying the wording adopted by the Board of Directors of the NHAAMA on 8/09/2010. Adopted by the membership on 11/07/2010.

Amendment to the bylaws Article III Section A clarifying pre-requisites for professional membership, Article VIII Section A amending the requirements to serve as an officer, and Article VIII Section B striking quarterly reports from the treasurers duties were adopted by the board of directors on April 14, 2011 and August 4, 2011, ratified by the membership on November 20, 2011.