BYLAWS OF
MICHIGAN MENTAL HEALTH COUNSELORS ASSOCIATION
Amended and Adopted by the MMHCA Board 2025

PREAMBLE

The Michigan Mental Health Counselors Association ("Association") is hereby established for the purpose of meeting the professional needs of mental health counselors in mental health and human service settings and increasing public awareness of the profession of mental health counseling. The Association is dedicated to promoting excellence in mental health care and supporting the ongoing professional growth of its members.

The bylaws define elections, titles, terms of office, and responsibilities of the MMHCA Board Members of the association. They also help establish the rules and regulations that provide the framework for the Association's governance, operations, and management.

ARTICLE I
NAME AND PURPOSE

Section 1.1 Name.

The official name of the Association shall be the Michigan Mental Health Counselors Association, hereafter referred to in these bylaws as "MMHCA" or the "Association."

Section 1.2 Purpose.

The purposes of the Association shall be as follows:

a. <u>Advance Professional Development.</u> We are dedicated to advancing the professional development of counselors and mental health professionals. Our association strives to provide a platform for continuous learning, collaboration, and skill enhancement to ensure that our members deliver the highest standards of care to their clients.

b. <u>Advocate for Mental Health Practitioners.</u> MMHCA is committed to advocating for the rights and well-being of mental health practitioners. We strive to address the unique challenges faced by therapists, including but not limited to issues related to licensure, professional ethics, and workplace conditions. Additionally:

   i. We advocate for public policy legislation that recognizes and advances the vital role of mental health counseling.

   ii. We engage in national and state-level advocacy with fellow professional groups to advance mental health and prevent and treat mental disorders.

   iii. We promote high standards for credentialing and licensure of licensed professional counselors, portability of these credentials and licenses, and the acceptance of licensed professional counselors by all private and public employers and insurance programs.

c. <u>Contribute to Mental Health Advocacy.</u> MMHCA seeks to contribute to broader mental health advocacy efforts. By collaborating with mental health organizations, policymakers, and stakeholders, we aim to influence systemic change that supports the mental health and well-being of both therapists and the clients they serve. We offer a public forum for mental health counselors to address the social and emotional needs of their clients and actively promote and engage in professional development, and the evaluation of effective mental health sessions and emerging mental health issues.

d. Build a Supportive Professional Community. We aim to build a supportive and connected community among counselors. Through networking events, mentorship programs, and collaborative projects, we foster an environment where members can share insights, experiences, and best practices, ultimately enriching the professional journey for all. We aim to establish and maintain collegial connections with other mental health professionals and associations, collectively advancing the entire counseling profession.

e. Promote Ethical Excellence. Our association is committed to promoting and upholding the highest ethical standards in the practice of therapy. We provide members with ethical guidelines, case consultation forums, and resources to navigate the complexities of ethical decision-making, fostering a commitment to integrity and client welfare.

f. Therapeutic Standards. We promote the profession of mental health counseling, as well as model and promote sound and ethical mental health practices, and foster the development of training and licensure standards necessary for mental health counselors.

g. Promote Professional Development. We create and provide programs designed to assist mental health counselors in updating and enhancing their competencies.

h. Facilitating Information Exchange. We provide a robust system of information exchange through our website, newsletter, as well as other informational, educational, and professional materials.

ARTICLE II
DIVERSITY, EQUITY, AND INCLUSION

Section 2.1 Diversity, Equity, and Inclusivity

We recognize the profound importance of fostering a diverse, equitable, and inclusive community within the field of mental health counseling. We are committed to promoting and embodying these principles in all facets of our association's mission and activities.

a. Diversity and Representation. We celebrate and embrace the rich diversity of our membership, acknowledging that a multitude of perspectives and backgrounds enhances the collective strength of our community. We actively seek to promote inclusivity and representation at all levels of our association, valuing the unique contributions of individuals from various racial, ethnic, cultural, socioeconomic, gender, sexual orientation, romantic orientation, religious, belief system, marital status, parental status, other family status, socio-economic difference, appearance, language and accent, ability and disability, education, geography, nationality, work style, job role, personality, and any other backgrounds.

b. Equity. Equity guarantees that every individual receives the necessary support and access to resources required for success by recognizing and removing obstacles that have historically hindered the full engagement of all staff and members. Thus, improving equity encompasses fostering justice and fairness in the procedures and processes of institutions and systems, as well as in the distribution of resources.

c. Inclusive Practices. Inclusion represents a dynamic operational state where diversity is harnessed, and power is distributed to foster a fair, thriving, and high-performing organization or community. An inclusive atmosphere guarantees unbiased access to resources and opportunities for everyone, cultivating a profound sense of belonging. It empowers individuals and groups to experience safety, respect, engagement, motivation, and recognition for both their unique identities and their contributions towards the achievement of organizational and societal goals.

MMHCA embraces the intersectionality of all identities and aspires to create a diverse workplace environment and community that welcomes and includes people of different races, cultures, ages, genders, gender identities, gender expressions, sexual orientations, religions, socioeconomic levels, political perspectives, abilities, opinions, values, and experiences. We will strive to reflect diversity in our programs, policies, and actions. All of our policies and procedures are carefully scrutinized to sustain an inclusive and productive workplace, environment and association.

ARTICLE III
MEMBERSHIP

Section 3.1 Eligibility for Membership in MMHCA.

A person is eligible for MMHCA membership if they meet one of the following:

a. Are a licensed professional counselor or a limited licensed professional counselor in Michigan;

b. Are a student currently enrolled in a counseling degree program;

c. Are retired from the licensed professional counseling or limited licensed professional counseling profession, or are 65 years old or older whether still practicing counseling or not;

d. Non-Counselors who actively support the mental health counseling profession (Associate Membership only).

Section 3.2 Membership Categories and Requirements.

To qualify for membership, an individual must meet the following criteria:

a. Possess a valid and active counseling license[1].

b. An individual must also qualify for one of the following categories:

   i. Supervisor. LPCs providing supervision to LLPCs, LPCs, or other mental health professionals.

   ii. Student Member. A Student Member shall be enrolled in an accredited masters level counseling program which will qualify them for a counseling license. A Student Member shall have all the membership privileges of regular members, which includes being eligible to vote, holding committee chair; **however, are not permitted to hold a Board position.**

[1] Associate and Student Members excluded

iii. Associate Member. An Associate Member is a person who is interested in supporting the Association. Associate Members shall have all privileges of membership except those of voting in elections, being on the board, or holding office as a committee chair.

iv. Senior/Retired. A Senior/Retired Counselor (anyone 65 years or older) shall be permitted to vote, hold committee chair, and also hold a Board position. For purposes of these Bylaws, a "Senior/Retired Counselor" shall be defined as an individual who previously held or holds an active counseling license and is 65 years old or older.

Section 3.3 Lifetime Memberships

Life-time memberships are available for those who meet the requirements of one of the categories above and pay the applicable life-time fee, which shall be determined by the Board.

Honorary Lifetime Membership: The Board may, at their discretion, in recognition of an individual's contribution or achievements, award the person a free life-time membership. Awarding an honorary life-time membership at no charge must be voted on and approved by the Board and reflected in the meeting's minutes.

Section 3.4 Adding/modifying or eliminating membership categories

The Board can add, modify or eliminate membership categories with a simple majority vote of the Board.

Section 3.5 Membership Dues.

The Board of MMHCA shall determine the annual association dues for members. Any modification to the membership dues shall require Board approval via a majority vote. The Association will notify members of any such change in a timely manner.

To remain a current and active member, all members of MMHCA are required to pay their dues annually, with payments due on the anniversary date of their enrollment.

Former members and/or new members, in membership categories that have voting privileges, are considered voting members upon receipt of their dues.

Section 3.6 Termination of Membership and Appeal Process.

a. MMHCA reserves the right to remove any member from membership for any conduct that injures or harms the Association, by way of unethical behavior, violation of the organization's Bylaws, or any act that undermines the integrity and reputation of MMHCA as determined by the Board.

Removal of a member under 3.6(a) requires the affirmative vote of two-third (2/3) of the Board.

b. Notice of Removal: If a member is to be removed from membership for misconduct they shall be provided with written notice specifying the reasons for their removal. The member shall have a period of five (5) business days from the date of receiving such notice ("Time Period") to appeal the decision to the MMHCA Board.

c. Appeal Process: Upon receiving a notice of removal, the member may appeal the decision by submitting a written appeal to the MMHCA Board within the Time Period. The appeal must outline the specific grounds on which the member is contesting the removal, along with all proofs.

d. Membership Suspension: During the pendency of the appeal, the member's membership rights and privileges shall be suspended until a final determination is made by the Board.

e. Board Determination: The MMHCA Board shall review the appeal and make a determination within a reasonable period. If the appeal is successful, the member shall be reinstated with full membership rights and privileges. However, if the appeal is denied, the suspension shall revert to removal, and the member shall effective immediately cease to be a member of the Association.

f. Confidentiality: All proceedings related to the appeal process and the Board's decision shall be treated with confidentiality and shared only with the parties directly involved in the process, as necessary.

h. Reinstatement: Approval from the Board shall be required for any terminated member to be reinstated, unless termination was due to non-payment of dues. Any attempt made to circumvent this process, including making a payment to MMHCA prior to obtaining reinstatement approval, said application will be void and the payment will be deemed as a donation.

i. Any member whose membership is terminated forfeits any dues already paid.

ARTICLE IV
OFFICERS AND BOARD MEMBERS OF THE ASSOCIATION

Section 4.1 Executive Board/Officers.

The Executive Board shall be the President, Immediate Past-President (for one year), Secretary, and Treasurer ("Officers" or "Executive Board"). Officers are also "members of the Board."

Section 4.2 Election of Members of the Board and Eligibility Requirements.

a. All Board Members of MMHCA shall be elected by ballot from among the eligible members of the Association and shall serve until their successors officially assume the office unless appointed as described in section 5.4.

b. All nominees for Board Membership shall be members of MMHCA in good standing, with their membership fees fully paid and current. Per Article III student and associate members are not eligible for elected Board positions.

c. Elections for Secretary, Treasurer and two elected Members at Large shall be held in even numbered years, while the election for President and two Members at Large shall be held in odd numbered years.

d. The term of office for any elected Board Member of MMHCA shall begin on July 1 of the election year.

e. Board Members shall hold office for a term of two (2) years.

f. There is no limit on the number of terms an individual may serve as an Officer or Member at Large.

g. If a Board Member is unable to complete their term, the Board shall appoint a qualified member to fill the unexpired vacancy by a majority vote of the Board.

h. The outgoing President shall serve as Past-President and be a voting member on the Board for a one year term following their presidential term.

i. In the event any of the Board positions have no candidates for election, the newly elected Board members can appoint individuals to fill the vacant positions.

4.3 ELECTION SCHEDULE

**As of the writing of these bylaws (February 2026), the current board was installed as the result of an election conducted by the Wayne County Circuit Court in June 2025. All current board members were elected for two year terms per the previous bylaws. The following is the election schedule for the transition from the previous bylaws to these bylaws.

In June of odd numbered years: President elected for two years and two Members At Large ("MAL") elected for two years.***

In June of even numbered years: Secretary and Treasurer to be elected for two years and two Members at Large ("MAL") elected for two years.

***In June 2027, to get on schedule, all four MAL positions will be up for election. Two MAL will be elected for two years, and two MAL will be elected for one year. Thereafter, all MAL positions will be filled for two year terms on a rotating schedule. Further, to get on schedule, the first election of the Secretary and Treasurer will be in June of 2028.

From that point forward the election process will be as follows:

- June 2028: Secretary and Treasurer elected for two years, and two MAL elected for two years;
- June 2029: President elected for two years, and two MAL elected for two years;
- June 2030: Secretary and Treasurer elected for two years and two MAL elected for two years.

Section 4.3 Duties of the President.

The President shall serve as presiding officer of the Association and shall be the Chairperson of the Board. The President shall call the Board of Director's meetings to order at the time they are scheduled to convene; ensure that a quorum is present before voting on all motions that are in order; initiate general consent when appropriate; recognize others present at the meeting who desire to speak; enforce rules affecting the Association's meetings, including rules of debate; maintain order and decorum at all meetings; rule on points of order and any other motions that require action by the President, and perform such other duties as are incident to the office. The President, with the approval of the Board, shall appoint all necessary committees and Chairpersons for these committees from among the members of the Association as they may deem appropriate to assist in the conduct and affairs of the Association. The President, with the approval of the Board, shall appoint all Chairpersons of the Active Committees. The President is a voting member of the Board.

In the absence of the President, the Past President, Treasurer, or Secretary is responsible for temporarily performing the duties of the President which will be decided by those three Board Members.

Section 4.4 Duties of the Secretary.

The Secretary is the custodian of the records and bylaws of the Association. The Secretary is a voting member of the Board. If the Secretary is absent from a Board meeting, the President has the authority to delegate the duties of the Secretary to another Board member.

The Secretary shall have the responsibility of recording the minutes during all official Board meetings and ensuring their timely distribution to all Board members. Subsequent to the Board review and approval, the minutes of the Board meetings may be posted for public view and will be made available to all members of MMHCA upon request. Additionally, the Secretary is expected to maintain accurate records of Association activities, handle correspondence, and perform other administrative tasks as required for the efficient functioning of the Association.

Section 4.5 Duties of the Treasurer.

The Treasurer shall serve as an elected member of the Board. The Treasurer is a voting member of the Board. The Treasurer shall perform all customary duties associated with the office and assume any additional responsibilities as directed by the Board.

The Treasurer is entrusted with the responsibility of representing MMHCA in overseeing the receipt and expenditure of funds, and following the directives established by the Board. The Treasurer shall be responsible for the collection of members' dues and maintaining the associated records of each member's payments.

The Treasurer is required to submit a monthly financial report to the Board before the Monthly Board Meeting. Additionally, the treasurer will provide a comprehensive fiscal report to the Board within thirty (30) days after the end of each fiscal year.

Section 4.6 Duties of the Immediate Past-President. The individual who most recently held the position of President will serve on the Board as the Immediate Past-President for one year. This person will carry out duties assigned by the President. The Immediate Past-President's term on the Board shall last for one (1) year, and they will be a voting member.

ARTICLE V
THE BOARD

Section 5.1 Composition of the Board.

The Board shall be composed of the Officers of the Association, Committee Chairpersons, and the Members at Large.

Section 5.2 Powers and Functions of Officers and Members at Large.

The Officers shall make executive decisions in time sensitive and emergency situations that do not allow for a full board meeting and report such actions to the Board at the next meeting.

The Board shall be responsible for the administrative and executive functions of the Association, including having the authority and responsibility for the governance and oversight of the Association.

The Board shall conduct, manage, and control the business of the Association, including, but not limited to making decisions on matters affecting the Association, including but not limited to strategic planning, financial management, risk management, fundraising and development, and policy development.

Officers are granted a spending limit of $1,000 per officer, which they may utilize without prior approval from the Board; however, they must report such expenditures at the subsequent board meeting. The exception to this rule applies to expenses already allocated in the budget, provided they are under $1,000.

Section 5.3 Chairpersons of Committees.

The Chairpersons of Committees are appointed by the President of the Association with the approval of the majority of the Board. The duties of the Chairpersons shall be specified by the President with the approval of the Board. Chairpersons, if not a Board Member, of the Committees are non-voting members of the Board.

Section 5.4 Members at Large (MAL).

There shall be four (4) Elected Members at Large (EMAL) and up to three (3) additional Appointed Members at Large (AMAL).

The EMAL are voting members of the Board, who shall serve a term of two (2) years. EMAL are responsible for fulfilling duties specified by the Officers of the Association. Each annual election two of the four EMAL will be elected.

The EMAL shall be nominated and elected in the same manner and held to the same standards as the Officers of the Association as specified in Article III. There is no set limit for the number of terms a person may serve as a EMAL of the Association.

At any time there may be up to three AMAL appointed by a majority vote of the Board serving one year terms. Appointed Members at Large are not voting Board Members.

In the event that an elected Member-at-Large leaves the Board, the President may appoint a replacement with the approval of the Board via a majority vote, who will hold office until the end of the then current term.

ARTICLE VI
EXECUTIVE DIRECTOR

Section 6.1 Position and Authority.

Title. The Executive Director shall be appointed at the sole discretion of the Board. The Board shall have the authority to determine whether to have an Executive Director and, if so, to appoint an individual to this position, with the approval of the Board.

Authority. The Executive Director is vested with the authority to manage and administer the day-to-day operations of the Association, subject to the policies, directions, and decisions established by the Board.

Section 6.2 Responsibilities.

The Executive Director shall hold the following responsibilities unless adapted or changed at the discretion of the majority of the Board:

a. Strategic Leadership. Provide strategic leadership and guidance in alignment with the Association's mission, goals, objectives, and all policies and bylaws of the Association.

b. Operations. Oversee the daily operations of the Association, including program implementation and financial administration.

c. Board Collaboration. Collaborate closely with the Board, providing regular updates and recommendations for informed decision-making.

d. Membership Engagement. Foster positive relationships with Association members, addressing their needs and concerns.

e. Advocacy. Represent the Association externally, engaging with members and promoting its mission and objectives.

f. Financial Management. Work with the Treasurer to develop and manage the Association's budget, ensuring fiscal responsibility.

g. Policy Implementation. Execute and implement policies, programs, and resolutions adopted by the Board.

h. Reporting. Prepare and present regular reports, on a quarterly basis, to the Board on the status of Association activities, achievements, and challenges.

Section 6.3 Appointment and Evaluation.

Appointment. The Executive Director shall be appointed by a majority vote of the Board.

Term. The term of appointment and conditions of employment shall be outlined in a separate agreement.

Evaluation. The performance of the Executive Director shall be subject to annual review, or more frequently as determined by the Board.

Section 6.4 Removal.

The Board reserves the right to immediately remove the Executive Director from their position with or without cause by a majority vote of the full Board.

ARTICLE VII
BUSINESS AFFAIRS OF THE ASSOCIATION

Section 7.1 Fiscal Year.

The fiscal year shall be from July 1 to June 30 of the following year.

Section 7.2 Meetings.

The Board shall attempt to meet on a monthly basis and will meet at least eight times per fiscal year ("Monthly Board Meetings") at a time and place or manner designated by the President, in consultation with the Board. Meetings at other specified times may be designated by either the President or a majority of the Board. Board members are allowed to attend Board meetings through electronic communication, including video conferencing.

The Board retains discretion in determining which meetings will be open to the public. While the Association intends to hold meetings accessible to the public, all decisions regarding such access will be at the discretion of the Board.

The Board members are required to attend at least half of the Monthly Board Meetings in a calendar year. A simple majority (i.e. 51%) of the voting members of the Board shall constitute a quorum.

Section 7.3 Voting.

In all matters requiring a vote, a quorum is needed, and a majority vote of the voting members in attendance (quorum or more) of the Board shall be required for a motion to pass, unless otherwise specified herein. No individual may concurrently hold more than one voting position.

Section 7.4 Nominations and Elections Committee.

The Nominations and Elections Committee shall consist of three current members of the association one of which is a board member not running in the current election. If all current board members are running for office, a non-board member will be appointed by majority vote of the board to chair the election committee.

The Nominations and Elections Committee shall be appointed, by a majority Board vote, at a reasonable time each year to conduct the election. The Nominations and Elections Committee shall submit to the Board for its approval, the proposed procedures for carrying out the annual election. The Nominations and Elections Committee shall determine the eligibility of those members seeking office and shall select for placement on the ballot the names of candidates for President, Secretary, Treasurer, and Members-at-Large.

Should any member of the Association find cause to contest the validity of the election procedures, they shall give written notice to the Chairperson of the Nominations and Elections Committee within thirty (30) days after the closing date of the election, after which time the election shall be incontestable.

a. Grounds for Contest. Contests may be raised based on alleged violations of the Bylaws, election rules, or any irregularities that may have affected the fairness or outcome of the election.

b. Contents of Notice. The notice shall clearly state the grounds for contest and include any supporting evidence or documentation. Further, the member contesting shall affirm, under penalty of perjury, that the information provided is true and accurate to the best of their knowledge.

c. Committee Review. Upon receipt of the written notice, the Nominations and Elections Committee shall promptly convene to review the contest. The Committee shall assess the validity of the contest based on objective criteria, including but not limited to substantial violations of election procedures and evidence of significant impact on the election outcome. The Committee shall reach a decision on the contest and communicate its findings to the Board and the member who raised the contest.

d. Timeframe. After the expiration of the thirty (30) days following the closing date of the election, the election results shall be deemed incontestable. The decision of the Nominations and Elections Committee shall be final, and no further challenges to the election results shall be considered.

Should any elected officer be unable to assume office on July 1, the subsequent highest-ranking candidate on the election return shall assume the position. In the event of a tie vote, a simple majority vote of the newly elected Board shall resolve the tie.

Section 7.5 Removal of a Board Member from office.

A Board Member may be removed from office for any of the following reasons:

a. Violation of Association's bylaws, code of conduct, or policies;

b. Failure to fulfill the duties and responsibilities associated with the position;

c. Failure to attend at least half of all Board meetings in a calendar year; and

d. Any conduct deemed detrimental to the best interests of the Association.

A motion for the removal of a Board Member may be initiated by any member of the Board. A two-thirds majority vote of the full Board shall be required to remove the Board Member from office.

a. Immediate Suspension. In cases where the alleged actions of the member, officer, or committee chair pose an immediate threat or harm to the Association, the Board may suspend the individual from their respective position pending the outcome of the removal process.

b. Notification. The Board Member in question shall be notified in writing of the motion for removal and shall have an opportunity to present a defense or explanation to the Board. Following the presentation of any defense or explanation, the Board shall vote on the motion for removal.

Section 7.55 Notice of Removal and Appeal Process for a Board Member removed from office

a. Board Members charged with engaging in such conduct as described in Section 7.5 will be given notice of the precise nature of the charge. Board Members shall also have the right to appeal in writing being removed to the Board.

b. Notice of Removal: If a Board Member is to be removed from office for misconduct they shall be provided with written notice specifying the reasons for their removal. The Board Member shall have a period of five (5) business days from the date of receiving such notice ("Time Period") to appeal the decision to the MMHCA Board.

c. Appeal Process: Upon receiving a notice of removal, the Board Member may appeal the decision by submitting a written appeal to the MMHCA Board within the Time Period. The appeal must outline the specific grounds on which the member is contesting the removal, along with all proofs.

d. Board Member Suspension: During the pendency of the appeal, the Board Member's duties as a Board member shall be suspended until a final determination is made by the Board.

e. Board Determination: The MMHCA Board shall review the appeal and make a determination within a reasonable period. If the appeal is successful, the Board Member shall be reinstated to office. However, if the appeal is denied, the suspension shall revert to removal, and the Board Member shall effective immediately cease to be a Board Member of the Association.

f. Confidentiality: All proceedings related to the appeal process and the Board's decision shall be treated with confidentiality and shared only with the parties directly involved in the process, as necessary.

Section 7.6 Property of the Association.

In the event the Association should be dissolved, none of its property or assets shall be distributed to any of its members, whether during or after the dissolution process. Instead, all of its property and assets shall be transferred to such organization(s) as the Board shall determine to have purposes or activities most nearly related to those of the Association; provided, however, that such organization(s) shall be exempt under the Internal Revenue Code or corresponding provisions of the Internal Revenue Laws.

If, for any reason, the transfer to an organization is not possible, the assets shall be distributed to the federal government or to a state or local government, for a public purpose, or to another non-profit organization as determined by the Board.

ARTICLE VIII
POST-ELECTION TRANSITION AND CONDUCT

Section 8.1 Transition Period.

Following the announcement of election results, there shall be a defined transition period during which outgoing Officers and Members at Large shall cooperate with incoming Officers and Members at Large to facilitate a seamless transition of responsibilities. Outgoing Officers shall provide necessary information, documents, and institutional knowledge to incoming Officers.

Section 8.2 Non-Interference.

Outgoing Board Members shall refrain from interfering with the activities, decisions, and initiatives of the newly elected Officers and Board members. Outgoing Board Members shall respect the authority and decisions of the newly elected Board Members and refrain from undermining their leadership publicly or privately.

Section 8.3 Confidentiality.

Outgoing Board Members shall maintain the confidentiality of any sensitive or proprietary information and refrain from disclosing such information to unauthorized individuals. Outgoing Officers and Board Members shall promptly return any Association-owned materials such as records, documents, passwords, communications, etc. in their possession to the Association.

ARTICLE IX
NON-DISPARAGEMENT

Section 9.1 Non-Disparagement.

All Board Members and General Members, shall conduct themselves with mutual respect and professionalism towards each other and the Association. No Board Member shall engage in any form of disparagement, which includes but is not limited to making negative, false, or harmful statements about the Association, its Officers, Board Members, or any individual associated with the Association, whether in oral, written, electronic, or any other form.

ARTICLE X
BYLAWS

Section 10.1 Amendment and Adoption.

These Bylaws may be amended and adopted by a two-third (2/3) majority vote of the Board. A copy of the amended version of the bylaws must be provided to each Board Member at least thirty (30) days prior to any Board meeting addressing a vote for a change in the bylaws.

Section 10.2 Notification of Bylaws Change.

It is the responsibility of the Secretary to notify all Board Members, and all Members of the Association of the revised and adopted bylaws and to make accessible to all a copy of the bylaws.

Section 10.3 Publication.

It shall be the responsibility of the Secretary of the Board to maintain a complete and current copy of the Association bylaws and to have the bylaws available upon request to membership.

ARTICLE XI
RULES OF ORDER AND COMMITTEES

Section 11.1 Parliamentary Authority.

The parliamentary authority for meetings of the Association will be Robert's Rules of Order, the most current revision. Some key principles and concepts of Robert's Rules of Order include:

a. Parliamentary Authority. Organizations may adopt Robert's Rules of Order as their parliamentary authority to govern their meetings and decision-making processes.

b. Presiding Officer. Meetings are typically presided over by a chair or president, who is responsible for maintaining order, recognizing speakers, and ensuring that the rules are followed.

c. Agenda. Meetings should have a predetermined agenda that outlines the order of business. Items are considered in the order they appear on the agenda unless the assembly decides to change the order.

d. Motions. Board Members can make motions to propose actions or decisions. Motions must be seconded, discussed, and voted upon. Various types of motions exist, including main motions, subsidiary motions, and privileged motions.

e. Voting. Voting is a central part of the decision-making process. The default method of voting is usually a majority vote, but different situations may require different voting methods.

f. Debate. Board members may engage in debate to express their views on a motion. The rules of debate help ensure that discussions are orderly and that each member has an opportunity to speak.

g. Quorum. A quorum, or the minimum number of Board Members required to conduct business, must be present for decisions to be valid.

h. Committees. Committees may be formed to handle specific tasks or issues. Committees follow similar rules to the main assembly but have their procedures.

i. Composition of Standing Committees.

- The Board shall have the authority to establish, or eliminate standing committees to address specific functions or responsibilities within the Association.
- Members of standing committees shall be appointed by the President with the approval of the Board.
- Members of standing committees shall serve for a term specified by the Board or until the completion of the committee's assigned task.

ii. Budget Committee. A standing committee known as the "Budget Committee" shall be established to oversee the development, review, and monitoring of the Association's budget.

- The Budget Committee shall be responsible for assisting in the development of the Association's annual budget and reviewing financial reports to ensure adherence to the approved budget.
- The Budget Committee shall submit the budget proposal to the Board by March of each year.
- The Budget Committee shall provide regular reports to the Board, summarizing budgetary performance and highlighting any financial concerns or opportunities.

If any part of these Bylaws are found to be unenforceable, that does not affect the enforceability of the remainder of the Bylaws.