# NEBRASKA OCCUPATIONAL THERAPY ASSOCIATION, INCORPORATED BYLAWS 

Founded in 1969

Article I. NAME
1.1 Name. The name of this organization shall be the Nebraska Occupational Therapy Association, Inc., hereinafter sometimes called NOTA.

## Article II. MISSION STATEMENT

2.1 Mission. The mission of the Nebraska Occupational Therapy Association is to advance the occupational therapy profession in Nebraska through advocacy, policy, and professional development. We strive to build a membership of occupational therapy practitioners who take actionable steps to promote the highest standards of evidence-based care. Our aim is to develop impactful leaders in the profession, in order to benefit our consumers and stakeholders, across all practice settings, populations, and geographic locations in Nebraska.
2.2 Vision. We envision the Nebraska Occupational Therapy Association as a collaborative community of occupational therapy leaders who emphasize the distinct value of occupational therapy in maximizing quality of life through participation in meaningful occupations that promote recovery, rehabilitation, and wellness.

## Article III. OFFICES

3.1 Principal Office. The principal office of NOTA shall be located in the City of Omaha, Douglas County, Nebraska P.O. Box 540881 Omaha, NE 68154. Located at 139 S 144th Street Omaha, NE 68131.
3.2 Registered Office. NOTA shall have and continuously maintain in the State of Nebraska a registered office and a registered agent whose office is identical with such registered office, as required by the Nebraska Nonprofit Corporation Act. The registered office may be, but need not be identical with the principal office in the State of Nebraska, and the address of the registered office may be changed at the discretion of the Executive Board.

## Article IV. MEMBERS

4.1 Members. Only persons who have paid current active membership dues shall be deemed to comprise the active members of NOTA. Residence within the State of Nebraska is not necessary to be eligible for membership.
4.2 Classes of Members. There shall be the following classes of membership:
(i.) Occupational Therapist - an occupational therapist initially certified by the National Board for Certification of Occupational Therapy and licensed in the State of Nebraska. Continued certification by the National Board for Certification of Occupational Therapy is preferred but not required. Rights and Privileges:
a. May vote in the affairs of NOTA.
b. May hold any office or chair for which he or she is eligible.
c. May be appointed and serve on committees.
d. Shall receive publications of NOTA.
e. Shall have reduced rate for attendance to NOTA sponsored continuing education events when that rate is offered.
(ii.) Occupational Therapy Assistant - an occupational therapy assistant initially certified by the National Board for Certification of Occupational Therapy and licensed in the state of Nebraska. Continued certification by the National Board for Certification of Occupational Therapy is preferred but not required. Rights and Privileges:
a. May vote in the affairs of NOTA.
b. May hold any office or chair for which he or she is eligible.
c. May be appointed and serve on committees.
d. Shall receive publications of NOTA.
e. Shall have reduced rate for attendance to NOTA sponsored continuing education events when that rate is offered.
(iii.) Occupational Therapy Student - an individual currently enrolled in an accredited and approved occupational therapy curriculum. Rights and Privileges:
a. May vote in the affairs of NOTA.
b. Is not eligible to hold elected office.
c. May be appointed and serve on committees.
d. Shall receive publications of NOTA.
(iv.) Occupational Therapist or Assistant, Retired - a previous occupational therapy provider who is no longer providing occupational therapy services. Rights and Privileges:
a. May vote in the affairs of NOTA.
b. Is not eligible to hold elected office.
c. May be appointed and serve on committees.
d. Shall receive publications of NOTA.
(v.) Associate Member - any individual who does not otherwise qualify but is interested in occupational therapy, its use and development. Rights and Privileges:
a. Is not eligible to vote in the affairs of NOTA.
b. Is not eligible to hold elected office.
c. May be appointed and serve on committees.
d. Shall receive publications of NOTA.
4.3 Removal of Members. Any member who has not paid member dues at the end of the grace period ( 30 days post expiration of membership), will be removed from membership.
4.4 Reinstatement of Members. Any member that has been removed from membership can be reinstated following payment of annual dues amount per membership class, with no additional reinstatement fee.
4.5 Membership Year. NOTA will have a continuous enrollment process for membership. Dues may be paid at any time throughout the year for accreditation to the membership year.
4.6 Membership Dues. The Executive Board shall determine the annual dues for all classes of membership. The Executive Board may offer incentives to increase membership.
4.7 Membership Recognition. The Executive Board will annually call for nomination from the membership for recognition of achievements in support of NOTA and the community. Nominees must be members in good standing with NOTA. Recognition may/may not be given annually. Recognition will be awarded at the NOTA Annual Conference. Recognition areas are as follows:
(i.) NOTA Contributor of the Year-must be a member of NOTA as outlined in section 4.2.i, 4.2.ii, 4.2.iv, or 4.2.v. This individual is recognized for one's outstanding service to NOTA.
(ii.) NOTA Practitioner of the Year - must be a member of NOTA as outlined in section 4.2.i or 4.2.ii. This individual is recognized for one's responsibility, leadership, enthusiasm, and creativity in the practice of occupational therapy in Nebraska.
(iii.) NOTA Student of the Year - must be a member of NOTA as outlined in section 4.2.iii. This individual is recognized for one's leadership and excellence, and in recognition of one's significant contribution to NOTA at the student level in the areas of organizational activities, community service, and advocacy.
The Executive Board reserves the right to amend, add, or remove the current membership recognitions at any time.

## Article V. OFFICERS

5.1 Elected Officers. The elected officers are the voting members of the NOTA Executive Board. The officers of NOTA shall consist of a:
(i.) President
(ii.) Vice President of Academia
(iii.) Vice President of Acute Care
(iv.) Vice President of Hands \& Orthopedics
(v.) Vice President of Mental Health \& Wellness
(vi.) Vice President of Neurorehabilitation
(vii.) Vice President of Pediatrics
(viii.) Vice President of Policy $\boldsymbol{\&}$ Advocacy
(ix.) Vice President of Rural Health \& Community Services
(x.) Vice President of School-Based Practice
(xi.) Vice President of Skilled Care, Long-Term Care, \& Home Health
(xii.) Secretary
(xiii.) Treasurer

These officers shall perform duties prescribed by these Bylaws, standard operating procedures, and other such duties applicable to the office.
5.2 Eligibility to Hold Office. To be eligible to hold office a member must be in good standing within NOTA and, in addition, must be an active member in good standing of the American Occupational Therapy Association. The Executive Board officer may reside in a border state, but must be licensed to practice in the State of Nebraska.
(i.) President - Shall have held a minimum of one term within the Executive Board of NOTA and must be a member of NOTA as outlined in section 4.2.i, 4.2.ii, or 4.2.iv. If there is one or less candidates from the executive board who do meet these criteria in full, then the Executive Board may consider alternative appointment.
(ii.) Vice President(s) - Shall have held a minimum of one (1) year of practice experience in their respective area of interest, submit a resume to the Board as evidence of practice experience, and must be a member of NOTA as outlined in section 4.2.i, 4.2.ii, or 4.2.iv.
(iii.) Secretary and Treasurer - Must be a member of NOTA as outlined in section 4.2.i, 4.2.ii, or 4.2.iv.
5.3 Appointed Officers. In addition to the officers described in section 5.1, additional NON-voting officers of the NOTA Executive board shall consist of:
(i.) Administrative Assistant - Shall be contracted by NOTA to provide the organization and management of NOTA. The Executive Board shall confirm the position with a quorum vote. The Executive Board will review and renew the contract annually. The contract may be terminated upon written agreement of both parties. The party seeking to terminate must provide thirty days written notice to the other party.
(ii.) American Occupational Therapy Association Representative Assembly (AOTA $\boldsymbol{R A})$ Representative - Shall be appointed through a national vote by the AOTA and serves as a liaison of AOTA to the state of Nebraska.
(iii.) NOTA Registered Lobbyist - Shall be contracted by NOTA to provide legislative insight and direction to the board. The Executive board shall confirm the position with a quorum vote. The Executive Board will review and renew the contract annually. The contract may be terminated upon written agreement of both parties. The party seeking to terminate must provide thirty days written notice to the other party.
(iv.) Conference Chair(s) \& Conference Chair Elect(s) - Shall be appointed by the President and Executive Board to serve a conference cycle of two years. The first year, the conference chair elect(s) train under the conference chair(s). Then, in the second year, the previous conference chair elect(s) become the conference chair(s) and lead the conference planning while training the next incoming conference chair elect(s). The minimum number of conference chairs shall be one with the maximum conference chairs determined by the President.
(v.) All Student Occupational Therapy Association Elective Representatives - one student representative shall be chosen from each occupational therapy and occupational therapy assistant schools for a one (1) year term. The student representative must:
a. Be in good standing in an accredited program in Nebraska.
b. Have completed a minimum of one semester of coursework in an accredited occupational therapy or occupational therapy assistant program.
c. Be a student member of NOTA in good standing as outlined in sections 4.2.iii.
(vi.) Committee(s) \& Chair(s) Position - Shall be appointed by a Executive Board

Member and approved by the President and shall serve an annual term. Appointment of a Committee or Chair position is not required and is the decision of the Executive

Board. A Chair position cannot be duly appointed to another chair position unless approved by the President.

These officers shall perform duties prescribed by these Bylaws, standard operating procedures, and other such duties applicable to the office. Appointed officers are NON-voting members at NOTA meetings and proceedings. Positions may be appointed, dissolved, or combined based on the needs of the Executive Board or Association by recommendation of the President and quorum vote of the Executive Board.
5.4 Elections for President. The Executive Board shall prepare a slate from nominations of NOTA's Executive Board. A Presidential candidate must have held a minimum of one term within the Executive Board of NOTA and must be a member of NOTA as outlined in section 4.2.i, 4.2.ii, or 4.2.iv. Election of NOTA's President shall take place in the Spring of every even numbered year. The President shall be elected by majority vote of current voting Executive Board members.
5.5 Elections for Executive Board Members (non-President). The Executive Board shall prepare a slate from nominations of NOTA members at least six weeks prior to the calendar year. All elections shall be completed 15 days prior to the end of the calendar year. Write-in candidates must meet the qualifications as stated in Article IV to be eligible for any office and provide written consent to serve if elected. The Executive board, except for the President, shall be elected by individual vote of NOTA voting members by sequential electronic ballot, which is tabulated and otherwise monitored by NOTA's Administrative Assistant. Ballots must have a method of authenticating the eligibility of each voter (e.g., a member number).

The ballot shall be electronically mailed to voting members of NOTA and returned to NOTA's Administrative Assistant by the deadline before the elections shall be closed. NOTA's Administrative Assistant shall retain all ballots until the offices are taken after which the ballots shall be destroyed. The ballot shall state the deadline date. The election shall be closed on this deadline date at 11:59 PM. In the event of a tie vote, there shall be a ballot vote by the voting members present at the next regular meeting of the Executive Board. The results shall be announced in official publications of NOTA. The newly elected officers will be notified by NOTA's Administrative Assistant within three days of finalization of ballot counting.
5.6 Other Elections. AOTA Representative election will be conducted by AOTA and is separate from the NOTA slate of candidates. NOTA may assist AOTA in the election of the AOTA representative according to AOTA policies and procedures. Special elections will be conducted in the same manner as outlined in section 5.5.
5.6 Term of Office. The term of office for the Executive Board Officers shall be two (2) years. No elected officer shall be eligible to serve for more than two (2) consecutive terms in the same office. An elected officer serving more than half a term is considered to have served a full term in that office, including in the case of appointment to that office.

The officers of NOTA for the next fiscal year shall be elected by the members prior to the fiscal year; the election of officers shall be staggered in accordance with the following schedule:
(i.) Officers elected in even-numbered years:
a. President
b. Vice President of Acute Care
c. Vice President of Mental Health \& Wellness
d. Vice President of Pediatrics
e. Vice President of Rural Health \& Community Services
f. Vice President of Skilled Care, Long-Term Care, \& Home Health
g. Treasurer
(ii.) Officers elected in odd-numbered years:
a. Vice President of Academia
b. Vice President of Hands \& Orthopedics
c. Vice President of Neurorehabilitation
d. Vice President of Policy \& Advocacy
e. Vice President of School-Based Practice
f. Secretary
5.7 Dismissal. Any officer elected or appointed by the Executive Board may be removed by the Executive Board whenever by a majority vote of the voting members of the Board for failure to maintain the qualifications of the office, neglect or failure to perform duties, or unethical professional behavior as stated in the Nebraska licensure law, or regulations for practicing occupational therapy, or convicted of a felony. Such removal shall be without prejudice to the contract rights, if any, of the officer so removed.
5.8 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise may be appointed by the Executive Board within thirty days of the vacancy and the appointee will serve for the unexpired portion of the term. In the case of a vacancy in the office of President, the Vice President of Policy \& Advocacy shall assume the vacant position by a majority vote of the Executive Board and shall serve the remainder of the presidential term.

## Article VI. MEETINGS

6.1 Regular Meetings. NOTA will meet monthly. The meeting shall be held at such a place as shall be determined by the Executive Board; the place of meeting shall be announced in the notice of meeting sent to each member. Meetings of the Executive Board may be carried out in person, via teleconference, or via e-mail. Members of the Executive Board must be responsible for responding to the requests outlined in the meeting within the timeline set in the meeting. The President will call at least one (1) face to face meeting annually.
6.2 Special Meetings. Special meetings of the members shall be called at any time by the President, a written request of a majority of the Executive Board, or by a petition of voting members of NOTA in good standing. The purpose of a special meeting must be stated and only that business may be transacted at the meeting. Voting may be made in person, by phone, by email, or mail. Minutes of special Executive Board meetings may be made available to the membership through the NOTA website.
6.3 Notice of Meetings. A ten-day notification of Executive Board meetings is required. A proposed agenda shall be prepared and distributed prior to the meeting.
6.4 Attendance. Meetings and conference calls are attended by all elected and appointed officers of the Executive Board. NOTA members and non-members are welcome to attend board meetings by notifying via email NOTA's Administrative Assistant.
6.5 Rights at Board Meetings. Voting members of the Executive Board shall have the right to make and second motions, give reports, speak to any issue, and vote. Non-voting members of the Executive Board shall have the right to give reports and speak to any issue; the non-voting members do NOT have the right to make or second motions for vote. Invited guests of the Executive Board shall have the right to give reports and speak to issues that directly pertain to the reason that individual was invited; they shall not speak to other issues unless directly requested to do so by the President. Other individuals attending Executive Board meetings do not have the right to speak to issues unless specifically requested to do so by the President. Exceptions to this policy may be made by approving the change using Modern Parliamentary Procedure of that particular meeting. Visitors who wish to speak may approach the President and request permission.
6.6 Quorum. A simple majority of the voting members of the Executive Board shall constitute a quorum for the transaction of business at any meeting.
6.7 Voting. The rights of members of NOTA to vote shall include election of members of the Executive Board and any issue brought forward by the Executive Board to the membership. Voting may be conducted through an electronic survey system or in writing. Each member in good standing is allowed to cast only one vote for each slated candidate or issue.

## Article VII. AFFAIRS OF NOTA

The business and affairs of NOTA shall be managed by its Executive Board.
7.1 Duties of the Executive Board. The officers shall have the duties set forth thereafter and such other duties as may be determined by the Executive Board from time to time.
(i.) Executive Board: The Executive Board shall be responsible for establishing the strategic plan and creating a budget of the organization. A representative should attend as many state, district, or national meetings as possible. The Executive Board:
a. Establishes and maintains a relationship with AOTA and shares AOTA correspondence.
b. Ensures job descriptions exist for all positions throughout the organization and incorporates training for each position.
c. Ensures each elected and appointed member carries out responsibilities.
d. Promotes membership.
e. Manages internal conflict or member concerns in a timely diplomatic and fair manner and seeks assistance when needed.
f. Supervises and controls all the business and affairs of NOTA.
g. Establishes a calendar of meeting and events.
h. Oversees fundraising activities of the benefit of NOTA.
i. Oversees all NOTA committees and liaisons.
(ii.) President: The President shall be the principal executive and shall, in general, supervise and control all of the business and affairs of the NOTA. The President shall:
a. Attend the annual meeting of AOTA.
b. Serve as the office liaison to AOTA.
c. Preside at all meetings of the members and of the Executive Board.
d. May sign with the Secretary or other proper officer of NOTA authorized by the Executive Board, any deeds, mortgages, bonds, contracts, or other instruments which the Executive Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of by these Bylaws of by statute to some other officer or agent of the Corporation.
e. In general, shall perform all duties incident to the office of President and such other duties as may be prescribed by the Executive Board.
f. Agrees to serve as a liaison to the successive President for one-year after one's presidential term has ended.
(iii.) Vice Presidents: A Vice President shall be elected within a designated specialty area. The Vice President must have a minimum one year of experience within the respective practice area; this will be verified with submission of a resume when applying for the position. The Vice Presidents shall:
a. Serve as apprentices to the president in preparation for a term.
b. In the absence of the President or in the event of the President's inability or refusal to act, the Vice President of Policy \& Advocacy, will perform the duties of the President, and when so acting, shall have all powers of and be subject to all the restrictions upon the President.
c. Perform such other duties assigned to him or her through the standard operating procedures and by the President or the Executive Board.
(iv.) Treasurer: The Treasurer shall ensure NOTA maintains accurate financial records, conducts its fiscal affairs in accordance with policies and budget adopted by the Executive Board, and disburses funds subject to the Executive Board's policies and directives. The Treasurer shall:
a. Coordinate with NOTA's Administrative Assistant all financial documents to be completed on behalf of NOTA.
b. Manage and oversee the financial budget for the benefit of NOTA.
c. In general, perform all duties incident to the office of Treasurer and such other duties as assigned by the standard operating procedures and President, Vice Presidents or the Executive Board.
(v.) Secretary: The Secretary be the recording secretary of NOTA. The Secretary shall:
a. Keep the minutes of the meetings of the Executive Board in one or more books provided for that purpose.
b. See that all notices are duly given in accordance with the provisions of these Bylaws or as a required by law.
c. Be custodian of the corporate records.
d. Keep a register of the Post Office address of each Executive Board member which shall be furnished to the Secretary by such member.
e. In general, perform all duties incident of the office of Secretary and such other studies assigned by the standard operating procedures and President, Vice Presidents, or the Executive Board.
(vi.) Administrative Assistant: The Administrative Assistant is contracted by NOTA and shall be the corresponding secretary of NOTA. The Administrative Assistant shall:
a. Coordinate with NOTA's Treasurer all financial documents to be completed on behalf of NOTA.
b. Have charge and give receipts for monies due and deposit all such funds in the name of NOTA in such banks or other depositories as shall be selected in accordance with the provisions of these Bylaws.
c. Ensure successful operation of all affairs of NOTA.
d. In general, perform all duties incident to the position and such other duties as assigned by the standard operating procedures and President, Vice Presidents or the Executive Board.
(vii.) American Occupational Therapy Association Representative (AOTA RA): The American Occupational Therapy Association Representative shall:
a. Communicate with the Executive Board and members of NOTA pertinent information from AOTA.
b. Represent the state of Nebraska at the national RA meetings.
(viii.) NOTA Registered Lobbyist: The NOTA Registered Lobbyist is contracted by NOTA and shall:
a. Provide professional legislative monitoring and lobbying services to the NOTA.
b. Collaborate with the President and Vice President of Policy \& Advocacy to ensure successful advocacy of the occupational therapy profession.
(ix.) Conference Chair(s) \& Conference Chair Elect(s): The Conference Chair(s) and Conference Chair Elect(s) shall:
a. Plan the NOTA Annual conference in collaboration, as needed, with the Executive Board.
b. Provide monthly updates to the Executive Board on conference planning progression.
c. In general, perform all duties incident to the position and such other duties as assigned by the standard operating procedures and President or the Executive Board.
(x.) All Student Occupational Therapy Association Elective Representatives: The Student Occupational Therapy Association Representatives shall:
a. Provide a student perspective to Executive Board initiatives during the meetings.
b. Complete projects as assigned by the Executive Board.
c. Collaborate between schools to host a pre-conference student program at the Annual NOTA Conference.
d. In general, perform all duties incident to the position and such other duties as assigned by the standard operating procedures and President, Vice Presidents or the Executive Board.
(xi.) Committee(s) \& Chair(s) Position: Committee and Chair positions under the direction of a voting Executive Board member shall:
a. Provide leadership and support to one's respective Executive Board leader.
b. In general, perform all duties incident to the position and such other duties as assigned by the standard operating procedures and President or the Executive Board.

### 7.2 Contracts, Checks, Deposits, and Funds.

(i.) Contracts: The Executive Board may authorize any officer or officers, agent or agents of NOTA, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of NOTA, and such authority may be general or confined to specific instances.
(ii.) Checks, Drafts, or Other Orders for Payment: All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of NOTA, shall be signed by such officer or officers, agent or agents of NOTA and in such manner as shall, from time to time, be determined by resolution of the Executive Board. In the absence of such determination by the Executive Board, such instrument shall be signed by the Treasurer, Administrative Assistant, or President.
(iii.) Deposits: All funds of NOTA shall be deposited from time to time to the credit of NOTA in such banks, trust companies, or other depositories as the Executive Board may select.
(iv.) Source of Funds: The Executive Board may accept on behalf of NOTA any contribution, gift, bequest, or devise for the general purposes or for any special purpose of NOTA. All dues, if any, to be assessed against the members of NOTA shall be in such amounts and for such period as shall be determined from time to time by the Executive Board.
7.3 Books and Records. NOTA shall keep in a cloud storage company correct and complete books and records of account. NOTA shall also keep minutes of the proceedings of its members and the Executive Board, and shall keep within a cloud storage company a record giving the names and addresses of the members entitled to vote. All books and records of NOTA will be held by the Administrative Assistant and may be inspected by any member or the member's agent or attorney of any proper purpose at any reasonable time.
7.4 Fiscal Year. The Executive Board shall establish the fiscal year of NOTA.
7.5 Annual Audit. NOTA may, but shall not be required to, cause an audit to be made by a certified public accountant or a public accountant of the accounts of NOTA showing all income and disbursements at the close of the fiscal year.
7.6 Waiver of Notice. Whenever any notice is required to be given under the provisions of the Nebraska Nonprofit Corporation Act or under the provisions of the Articles of Incorporation or these Bylaws of NOTA, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.
7.7 Informal Action. Any action required by law to be taken at a meeting of members or at a meeting of the Executive Board, or any action which may be taken as such meetings, may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all of the members or by all of the Executive Board members as the case may be.

## Article VIII. DISSOLUTION

8.1 Dissolution. In the event of the dissolution of the Nebraska Occupational Therapy Association, Inc., its assets remaining after payment of, or provision of payment of, all debts and liabilities shall be distributed to such corporations which are organized and operated exclusively for charitable purpose and which have established their tax-exempt status under section 501(c)(3) of the Internal Revenue Code as the Executive Board shall determine.

## Article IX. ETHICS

9.1 Ethics. NOTA supports the Code of Ethics stated in the law and regulations pertaining to the practice of Occupational Therapy in the state of Nebraska. Any member who loses his or her license to practice shall be denied professional membership in NOTA for the duration of the suspension or termination of the license to practice. NOTA supports the AOTA's Code of Ethics and its enforcement procedures.

## Article X. PARLIAMENTARY AUTHORITY

10.1 Parliamentary Procedures. Modern Parliamentary Procedure shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

## Article XI. STANDING RULES

11.1 Standing Rules. In order to comply with the specific provision of the NOTA's Bylaws, the Executive Board may from time to time establish standing rules, which shall have the same force and effect as the Bylaws. Standing Rules may be amended, rescinded, or suspended by a majority vote by the Executive Board with notice.

## Article XII. PUBLIC RELATIONS

12.1 External Communications. Affairs conducted by the Executive Board shall be done with the highest regard. Communications on behalf of NOTA will be conducted through the NOTA email system, utilize letterhead with the NOTA logo, utilize NOTA's branding fonts and colors as able, and include the name and email of the NOTA representative. All members of the NOTA Executive Board will contribute to maintaining and updating content for NOTA publications and on the NOTA website.
12.2. Social Media. Executive Board members or NOTA's Social Media Chairperson may post to NOTA's social media platforms of behalf of the association, complying with external communication expectations identified section 12.1.

