

BY-LAWS OF THE
ROCKY MOUNTAIN STUDENT
ATHLETIC TRAINERS' ASSOCIATION

ARTICLE I

NAME AND GEOGRAPHIC AREA

The name of this association shall be ROCKY MOUNTAIN STUDENT ATHLETIC TRAINERS' ASSOCIATION and exists as a part of the Rocky Mountain Athletic Trainers' Association, Inc. (RMATA). The geographic area from which the membership of the Association shall be drawn includes the states of Arizona, Colorado, New Mexico, Utah, and Wyoming, which is also the geographic area known as District 7 of the National Athletic Trainers Association, Inc. (NATA). Throughout these By-Laws and in any and all official records, documents, correspondence, and publications of the Association, the organization may be variously referred to as "the Association" or "RMSATA," all of which designations shall be synonymous. For the most part, throughout these By-Laws the organization shall be referred to as "the Association."

ARTICLE II

PURPOSE AND MISSION

The purpose and mission of the Rocky Mountain Student Athletic Trainers' Association, Inc. shall be:

(a)

ARTICLE III

MEMBERSHIP

The RMSATA shall be a voluntary membership Association. Voting members must be non-certified student members of the RMATA in good standing.

(a) The definition of each class of membership shall be the same as set forth in the By-Laws of the NATA. The Board of Directors shall establish policies and procedures for membership in the Association.

(b) Rights and Duties.

(1) Voting members shall have the right to vote in all elections and other business matters of the Association, and the duty to advance the interests and support the By-Laws of the Association.

(2) All other members shall have such rights and duties as are established by resolution of the Board of Directors of the Association.

(d) Application for Membership.

(1) All persons who are members of the RMSATA at the time these By-Laws are adopted, are automatically deemed members of the same classification in the Association.

(2) All persons who are accepted as non-certified student members in the RMATA shall be members of the Association.

(3) Non-certified student members of the NATA in good standing who relocate into the geographic area encompassed by the Association shall be included on the membership rolls of the Association.

ARTICLE IV

VOTING PRIVILEGES

Each member in good standing shall be entitled to one vote on each matter submitted for a vote of the membership.

ARTICLE V

DIRECTORS

(a) Number of Directors. The Board of Directors shall consist of seven (7) persons, namely, the President and Secretary as defined below, and one representative from each of the five (5) states which make up the geographic area of the Association.

(b) Election and Term of Office. The President and Secretary shall be elected and serve terms of office in accordance with the provisions of Article VI below. The state representatives shall be selected by their respective state associations in accordance with terms, conditions and methods established by those state associations; provided, however, that each state representative must be a non-certified student member of the RMATA in good standing.

(c) Powers of Directors. All powers of the Association shall be exercised, and the business and affairs of the Association shall be conducted and controlled by the Board of Directors, which shall have the following powers and limitations:

(1) To establish, and appoint members to, such committees as may be appropriate or necessary to fulfill the purpose and mission of the Association.

(2) To establish policies and procedures for conducting the business of the Board and the Association.

(3) To take any other action necessary to fulfill the purpose and mission of the Association and serve the interests of the members.

(4) All actions of the RMSATA shall conform to the By-Laws and policies and procedures of the RMATA.

(5) The Board of Directors of the RMATA may, to protect the integrity of the RMATA, nullify any action of the RMSATA.

(d) One or more advisors appointed by the RMATA Board of Directors shall serve as advisory members to the RMSATA Board of Directors.

(e) Vacancies. If for any reason a vacancy should occur on the Board of Directors, the Board shall appoint a replacement to fill the vacated position until such time as a replacement is selected by the membership through the designated electoral process.

(1) The electoral process for selecting a replacement for the offices of President and Secretary is set forth in Article VI below.

(2) Determination of the electoral process for selecting a replacement for state representatives to the Board shall be the responsibility of their respective state associations.

(3) A person appointed by the Board as a replacement for a state representative shall be a member of the Association in good standing, residing in the state represented.

(f) Meetings of the Board.

(1) Annual Meeting. The annual meeting of the Board of Directors shall be held in conjunction with, and at the location of, the annual clinical symposium of the RMATA.

(2) Other Regular Meetings. Other regular meetings of the Board may be held at such times and places as may be designated by resolution of the Board, or by written consent of all members of the Board. The exact time and place of such regular meetings shall be determined by the President, and notice thereof shall be given in writing by the Secretary to all members of the Board not less than thirty (30) days prior to the scheduled meeting. Upon resolution or written consent of a majority of the Board, and provided the notice requirement is met, any such meeting may be conducted by telephone conference call.

(3) Special Meetings. Special meetings of the Board of Directors may be called

by the President or by any two members of the Board of Directors for any purpose(s). The time and place of the meeting shall be determined by the President, or the two Board members calling the meeting, and written notice of the time, and place and purpose(s) of any such special meeting shall be given in writing by the Secretary, or the Board members calling the meeting, to each Board member not less than ten (10) days prior to the date of the special meeting. The business conducted at any such meeting shall be limited to the purpose(s) indicated. If the special meeting is attended by all members of the Board, the notice requirements and limitations as to purpose(s) may be waived by a majority vote of the Board. Written acknowledgment of such waiver by those voting in favor thereof shall be made a part of the minutes of the meeting. Upon resolution or written consent of a majority of the Board, and provided the notice requirement is met, any such meeting may be conducted by telephone conference call.

(g) Quorum. The presence at any meeting of the Board of four (4) members shall constitute a quorum for the transaction of any and all business; provided, however, that a Board member entering in the minutes a written notice of protest of the meeting for reasons of inadequate notice, shall not be included in the numerical determination of the presence of a quorum.

(h) Adjournment. In the absence of a quorum at any meeting, the majority of the Board present, may adjourn the meeting to another time and place. Written notice of the time and place of rescheduling an adjourned meeting shall be given by the Secretary to all members of the Board not less than thirty (30) days prior to the adjourned meeting.

(i) Executive Session. At any meeting of the Board, including those adjourned for lack of a quorum, the Board may adjourn into Executive Session and may exclude any person not elected to the Board of Directors and may also exclude a Board member if the matter under discussion may lead to the removal of the member under Article IX below. The Board shall establish written policies and procedures pertaining to the conduct of Executive Sessions. Unless minutes of the Executive Session are recorded, a summary of the matters discussed at Executive Session shall be entered into the minutes of the next meeting of the Board of Directors, subject to such protections of confidentiality and privilege as may be deemed necessary by a majority of the participants in the Executive Session.

(j) Compensation. Directors shall receive no compensation for their services as members of the Board of Directors; provided, however, that the RMATA Board of Directors may adopt policies and procedures providing for reimbursement of Directors for their expenses incurred in attendance at meetings of the Board or in carrying out their duly assigned responsibilities as Board members.

ARTICLE VI

OFFICERS

(a) Officers. The officers of the Association shall be a President and Secretary. The same person may not hold any two offices.

(b) Election. The President and Secretary shall be elected by the membership of the Association in accordance with the following provisions, terms and conditions:

(1) The President and Secretary shall have been non-certified members of the NATA for a period of not less than one (1) year immediately prior to their nomination.

(2) Any member nominated for office in the RMSATA must have served on the RMSATA Board of Directors or upon a committee of the RMSATA.

(3) Nominations for the offices of President and Secretary may be submitted in writing, to the Secretary, prior to, or received from the floor during, the annual business meeting of the Association. A quorum shall not be needed to receive nominations.

(4) Following the submission of nominations at the annual meeting of the Association, a written ballot of the voting membership shall be conducted at the meeting with a majority vote required for election to the office. A quorum shall not be needed for this election.

(5) The Board shall establish policies and procedures for conducting elections.

(d) Terms of Office.

(1) The term of office of the President and Secretary shall be one (1) year, commencing thirty (30) days following at the annual business meeting of the Association. The same person may be elected to not more than two (2) successive terms of the same office.

(e) Vacancies. The Board shall establish policies and procedures for selection of a replacement for the remainder of that term of office, should the office of President or Secretary be vacated before completion of a term.

(f) Compensation. Officers shall receive no compensation for their services as officers of the Association; provided, however, that the RMATA Board of Directors may adopt policies and procedures providing for reimbursement of officers for their expenses incurred in attendance at meetings of the Board of the Association or in carrying out their duly assigned responsibilities as officers.

ARTICLE VII

POWERS AND DUTIES OF OFFICERS

(a) President.

- (1) To serve as official spokesperson for the Association.
- (2) To chair all meetings of the Board of Directors.
- (3) To preside over all meetings of the Association.
- (4) To make such appointments as are called for by the By-Laws of the Association, or determined by resolution of the Board.
- (5) To facilitate, oversee, and maintain accurate record of all financial matters of the Association.

(b) Secretary.

- (1) To serve as custodian of all records and documents of the Association.
- (2) To record and distribute minutes of meetings of the Board of Directors.
- (3) To record and distribute minutes of meetings of the Association.
- (4) To chair meetings of the Board and preside over meetings of the Association at which the President is not in attendance, in which event the Secretary shall assign to another member of the Board of Directors of the Association the responsibility for recording the minutes of such meeting.
- (5) To facilitate preparation and transmittal of all correspondence of the Association.
- (6) To maintain an accurate and current mailing list of the membership of the Association.
- (7) To facilitate and oversee the preparation, distribution, receipt, and tabulation of ballots in all elections and other votes of the membership conducted by ballot.
- (8) To advise the President and Board of Directors concerning matters of parliamentary procedure.
- (9) To assure that meetings of the Board and of the Association are conducted in compliance with "Robert's Rules of Order."

(d) Appointed Officers. The powers and duties of appointed officers shall be determined by the policies and procedures established by the Board.

ARTICLE VIII

STANDING COMMITTEES

The Board of Directors may establish standing committees to assist in fulfilling the purposes of the Association and serving the interests of the members. The Board shall establish specific policies and procedures governing the creation and implementation of standing committees; provided that the Board may not assign to a standing committee the final responsibility for making binding agreements, expending funds, or taking any other final action in behalf of the Board or the Association.

ARTICLE IX

REMOVAL FROM OFFICE

The Board shall adopt specific policies and procedures for the removal from office of officers, directors, and appointees, which policies and procedures shall be distributed in writing to all members of the Association. Such policies and procedures shall incorporate principles of due process and fundamental fairness, and be subject to the following guidelines:

- (a) Removal from elected office shall be by majority vote of the Board of Directors, with approval from the advisor appointed by the RMATA. The grounds shall be embezzlement, malfeasance in office, neglect of duties, and actions contrary to or in violation of the By-Laws.
- (b) An officer removed from office shall be replaced in accordance with Article VI above.
- (c) In addition to the foregoing, any state association may adopt its own policies and procedures for removal from office of its designated state representative to the Board of Directors of the Association.
- (d) Removal of appointed officers shall be pursuant to the policies and procedures established by the Board.

ARTICLE X

MEETINGS OF THE MEMBERSHIP

- (a) Annual Meeting. The annual meeting of the Association shall be conducted during the annual clinical symposium of the RMATA.
 - (1) The agenda of the annual meeting shall be determined by the President and distributed in writing to the Board of Directors not less than one week prior to the date of the meeting. At that time the agenda shall also be made available, upon written request, to any member of the Association.

(d) Quorum. Attendance at any meeting of the Association by twenty (20) percent of the members of the Association in good standing shall constitute a quorum for conducting business at the meeting except as specifically provided in these By-Laws.

ARTICLE XI

BALLOT BY MAIL

Except as provided within these By-Laws, any matter of Association business may be submitted to a vote of the membership by mail ballot. The Board shall adopt policies and procedures for conducting such ballots.

ARTICLE XII

AMENDMENT OF THE BY-LAWS

These By-Laws may be amended, altered, changed, supplemented or repealed only in accordance with the following provisions, terms and conditions:

(a) Any proposed change to the By-Laws shall be set forth in writing, indicating the exact terminology of the change(s) and the reasons for the change(s), and submitted to the President and Secretary not less than 90 days prior to the annual meeting of the Association.

(1) The President shall then include the proposed change(s) on the agenda of the scheduled meeting.

(2) The Secretary shall distribute copies of the proposed change(s) and reasons to the membership of the Association. Publication in the RMATA newsletter is sufficient to meet this requirement.

(3) In addition to distribution of copies of the proposed change(s) to the membership, the change(s) and reasons shall be read to the members in attendance at the meeting of the Association during which the change is to be considered.

(b) Any change in the By-Laws shall require a two-thirds (2/3) majority vote of the members in attendance at the meeting of the Association during which the change is considered.

(c) If a quorum is not attained at the meeting the amendment is to be voted upon, then a mail vote of the membership shall be conducted, with a two-thirds (2/3) majority of those returning valid ballots shall be required to adopt such an amendment.