

AMERICAN ORGANIZATION FOR BODYWORK THERAPIES OF ASIA

A Not-For-Profit Corporation



BYLAWS

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Article 1: Organization Name, Offices, and Purpose

Section 1: Name

The name of the Organization shall be the AMERICAN ORGANIZATION FOR BODYWORK THERAPIES OF ASIA (hereinafter referred to as the AOBTA[®] or the Organization).

Section 2: Title Designations

The name American Organization for Bodywork Therapies of Asia, AOBTA[®], its logo, or any other insignia or title included in this article are registered trademarks of AOBTA and shall be used only in the formats approved by the Board of Directors.

Section 3: Offices

- A. The principal office of the AOBTA will be the address listed in the incorporation documents filed in Delaware.
- B. The AOBTA may also have an office or offices within or outside of the state of Delaware, as the Board of Directors may, from time to time, designate. Normally, the administrative office will be determined by the President subject to the approval of the Board of Directors.

Section 4: Purpose

This organization has been founded for the following purposes:

- A. To provide the primary forum and organization for Students, Practitioners, and Instructors of Asian Bodywork Therapy at the local, state, regional, and national levels to pursue all legitimate purposes, as set forth below.
- B. To preserve the standards of the practice of Asian Bodywork Therapy.
- C. To preserve the standards of education and advance the art and science of Asian Bodywork Therapy.
- D. To educate and enhance the general public's understanding and appreciation of the nature and scope of the practice of Asian Bodywork Therapy.
- E. To provide a forum for the sharing of knowledge in the field of Asian Bodywork Therapy and related disciplines, as well as foster a spirit of cooperation and encourage the exchange of ideas and techniques among its members.
- F. To participate in the establishment of legislation and regulation that is supportive of the Asian Bodywork Therapy profession.
- G. To provide education, services, and other benefits that supports the professional development of its members.
- H. To protect and preserve the professional rights of its members.
- I. To promote national certification for Asian Bodywork Therapy.
- J. To develop and establish continuing education programs.
- K. To promote, encourage, and support Asian Bodywork Therapy research.
- L. To conduct activities related to the purposes stated in this article and to undertake other desirable activities as the Board of Directors may determine.

Article 2: Definitions

Section 1: Asian Bodywork Therapy

The treatment of the human body/mind/spirit, including the electromagnetic or energetic field which surrounds, infuses, and brings that body to life, by pressure and/or manipulation. Asian Bodywork Therapy is based upon Chinese Medical principles for assessing and evaluating the energetic system. It uses traditional Asian techniques and treatment strategies to primarily affect and balance the energetic system for the purpose of treating the human body, emotions, mind, energy field, and spirit for the promotion, maintenance, and restoration of health.

Section 2: Asian Bodywork Therapist

An Asian Bodywork Therapist is a Health Care Provider who is capable of employing the principles and techniques as described in Article 2, Section 1, for the promotion, maintenance, and restoration of health.

Article 3: Membership

Section 1: Statement of Policy

- A. The Board of Directors shall have final authority on any issue regarding membership eligibility.
- B. This organization shall make no distinctions related to gender, age, race, creed or national origin, marital status, religion, sexual orientation, or physical challenges.

Section 2: Categories of Membership

- A. Membership in the AOBTA shall be divided into eleven (11) categories:
 - 1. Student Member
 - 2. Allied Member
 - 3. Associate Member
 - 4. Certified Practitioner
 - 5. Registered Instructor
 - 6. Certified Instructor
 - 7. COSP Member (Council of Schools and Programs)
 - 8. Retired Member
 - 9. Honorary Member
 - 10. Supporting Member
 - 11. Affiliate Member
- B. A Voting member in the Organization is an individual who is an Associate Member, Certified Practitioner, Registered Instructor, Certified Instructor, or Retired Member.
- C. The professional levels of membership are Certified Practitioner, Registered Instructor, and Certified Instructor. All other levels of membership are considered non-professional.

Section 3: Definitions of Categories of Membership

- A. Student Member: Shall be pursuing a course of study in Asian Bodywork Therapy. A student member may be studying in either a school or apprenticeship track that meets the requirements as set forth by the Education Committee.
- B. Allied Member: Shall be a practitioner of another profession who has completed at least 30 hours of Asian Bodywork Therapy instruction as set forth by the Education Committee.
- C. Associate Member: Shall have completed 150 hours of instruction and 100 documented treatments as set forth by the Education Committee, shall be entitled to all privileges of membership in the Organization, and shall share equally in its responsibilities.
- D. Certified Practitioner: Shall have completed at least 500 hours of instruction as set forth by the Education Committee, shall be entitled to all privileges of membership in the Organization, and shall share equally in its responsibilities.
- E. Registered Instructor: Shall have met the requirements as set forth by the Education Committee, shall be entitled to all privileges of membership in the Organization, and shall share equally in its responsibilities.
- F. Certified Instructor: Shall have met the requirements as set forth by the Education Committee, shall be entitled to all privileges of membership in the Organization, and shall share equally in its responsibilities.
- G. COSP Member (Council of Schools and Programs): Shall be a school or program providing professional Asian Bodywork Therapy training that meets or exceeds the criteria for the Certified Practitioner level of membership, and meets other requirements as set forth by the Organization.
- H. Retired Member: Shall be an optional membership level for any professional level member who is no longer in active practice, shall be entitled to all the privileges of membership in the Organization, and shall share equally in its responsibilities. A Retired Member may restore his or her professional level of membership at any time.
- I. Honorary Member: Shall be awarded by the Board of Directors for outstanding contributions to the profession of Asian Bodywork Therapy.

- J. Supporting Member: Shall be a person who is not an Asian Bodywork Therapist, but supports the Organization and the Asian Bodywork Therapy profession.
- K. Affiliate Member: Shall be awarded by the Board of Directors to other Organizations.

Article 4: Dues

Membership dues shall be set by the Board of Directors.

Article 5: National Transcript

To create national standardization of training and allow students to train under more than one instructor, as well as to accommodate extenuating circumstances that may interrupt a course of training with a single instructor or while enrolled in an AOBTA approved program or school, the Education Committee has created a National Transcript, as more specifically described in the Rules, Guidelines, and Procedures.

Article 6: National Board of Directors

Section 1: Composition and Responsibilities of the Board of Directors.

- A. The Board of Directors shall be Voting members of the Organization as defined in Bylaws Article 3, Section 2B.
- B. The Board of Directors shall oversee the administrative business and carry out the policies of the Organization. The Board of Directors shall operate in accordance with the Rules, Guidelines and Procedures.
- C. The Executive Committee of the Board of Directors shall include the President, Vice-President, Treasurer/Secretary, Director of Education, and Director of Membership.
- D. The Board of Directors shall consist of the following positions:
 - 1. President: Shall serve as the Chief Executive Officer and Chief Administrative Officer and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
 - 2. Vice-President: Shall preside over meetings in the absence of the President, replacing the President in case of his or her inability to function in office for the duration of the unexpired term or until a successor is elected. Shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
 - 3. Treasurer/Secretary: Shall chair the Finance Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
 - 4. Director of Education: Shall chair the Education Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
 - 5. Director of Membership: Shall chair the Membership Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
 - 6. Director of Member Services: Shall chair the Member Services Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
 - 7. Director of Communications: Shall chair the Communications Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.

8. Director of Events: Shall chair the Events Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
9. Director of the Council of Schools and Programs (COSP): Shall chair the COSP Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
10. Legislative Director: Shall chair the Legislative Committee and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.
11. Member-at-Large: Shall be responsible for representing member concerns to the Board of Directors and shall have such powers as are necessary for the functioning of the Organization, as prescribed by the Rules, Guidelines, and Procedures, within the scope of the Bylaws of the Organization.

Section 2: Election and Terms of Office of the Board of Directors

- A. Nominations and elections will be conducted as prescribed by the Rules, Guidelines, and Procedures.
- B. A nominee for any position on the Board of Directors must be a Voting member as defined in Bylaws Article 3, Section 2B.
- C. A nominee for any position on the Board of Directors must have no grievances pending against him or her at the time of the nomination.
- D. A nominee for any position on the Board of Directors must meet the qualifying standards set for the office for which he or she is nominated as prescribed by the Rules, Guidelines, and Procedures.
- E. Terms of office are as follows:
 1. The President, Director of Education, Member-at-Large, Director of Communications and Director of Member Services shall be elected every odd year, for a term of two years or until a successor is elected, not to exceed two consecutive elected terms.
 2. The Vice-President, Treasurer/Secretary, Director of Membership, Director of Events and Legislative Director shall be elected every even year, for a term of two years or until a successor is elected, not to exceed two consecutive elected terms.
 3. The Director of the Council of Schools and Programs (COSP) shall be elected every even year by the members of the Council of Schools and Programs, for a term of two years or until a successor is elected, not to exceed two consecutive elected terms.
- F. Newly elected members on the Board of Directors shall assume their offices on July 1st and attend the first board meeting following that date.
- G. Should a vacancy occur in any position on the Board of Directors, it shall be filled by appointment by the Executive Committee with the approval of the Board of Directors, to complete the current term.
- H. The Board of Directors may terminate any Board Member of the Organization, by a three-fourths (3/4) majority vote of no confidence, and fill that position as provided in Bylaws Article 6, Section 2G, in the following circumstances:
 1. Upon recommendation of the Executive Committee, in the event that the Board Member fails to diligently fulfill the duties and responsibilities of his or her position.
 2. Upon recommendation of the Ethics Committee, after due process of a Grievance Procedure, in the event of a grievance against a Board Member.

Section 3: Indemnification of the Board of Directors

The Organization shall indemnify individual members of the Board of Directors from liability connected with carrying out their duties and responsibilities in accordance with the Bylaws and Rules, Guidelines, and Procedures of the Organization.

Article 7: Committees and Task Forces

Section 1: Committees

The Board of Directors shall create such committees as are necessary for the functioning of the Organization, as more specifically described in the Rules, Guidelines, and Procedures.

Section 2: Task Forces

The Board of Directors shall create such task forces as are necessary for the functioning of the Organization, as more specifically described in the Rules, Guidelines, and Procedures.

Article 8: Congress of Representatives

Section 1: Purpose and Composition of the Congress of Representatives

- A. The purpose of the Congress of Representatives is to serve as a mechanism to represent local and regional concerns to the Board of Directors, as prescribed in the Rules, Guidelines, and Procedures.
- B. The Congress of Representatives shall operate in accordance with the Rules, Guidelines, and Procedures.
- C. The Congress of Representatives shall be made up of one State Representative for each twenty-five Voting members or portion thereof.
- D. The selection and operation of the State Representatives shall be in accordance with the Rules, Guidelines, and Procedures.

Section 2: Responsibilities of the Congress of Representatives

The Congress of Representatives shall:

- A. Have the authority, on behalf of any AOBTA Voting member, to submit proposals for amendments to the Bylaws to the Board of Directors.
- B. Monitor legislative activity as it concerns bodywork in general and Asian Bodywork Therapy in particular on the local, state, regional and national levels.
- C. Express and represent the interests of their respective state's membership.
- D. Possess such other powers and responsibilities assigned by the Board of Directors.

Article 9: Council of Schools and Programs (COSP)

The Council of Schools and Programs (COSP) is composed of the AOBTA approved schools and programs, and shall operate in accordance with the Rules, Guidelines, and Procedures.

Article 10: Meetings

Section 1: Membership Attendance at Meetings

- A. Any AOBTA member may attend and observe meetings of the organization. It is understood that observation means to silently observe.
- B. Persons observing the meeting may not speak at the meeting without the expressed permission of the Chairperson (for committee meetings) or the Board of Directors (for Board and National Membership meetings). Any member who wishes to address the committee or Board of Directors during a meeting must apply to the committee chairperson or to the Board of Directors for time on the meeting agenda in accordance with the Rules, Guidelines, and Procedures. Any address to the committee or Board of Directors meeting shall pertain only to issues of concern and/or direct relevance to the AOBTA or its members.
- C. With reference to meetings of the Board of Directors, any AOBTA member may observe any meeting of the Board of Directors, with the exception of those sessions as to which the Board exercises its right to executive session, as described in the Rules, Guidelines, and Procedures.

Section 2: National Membership Meetings

A national membership meeting shall be led by the Director of Membership at the National Convention of the Organization for the purpose of conducting such business as determined by the membership committee.

Section 3: Meetings of the Board of Directors

- A. The Board of Directors shall meet at least twice each year. When a National Convention is scheduled for the year, the Board will meet at the convention and at another time that year at the discretion of the Board.
- B. The Board of Directors shall operate in accordance with, and shall meet at such other times as prescribed by the Rules, Guidelines, and Procedures.

Section 4: Meetings of the Congress of Representatives

- A. The Congress of Representatives will meet at the National Convention of the Organization.
- B. The Congress of Representatives shall meet at such times as prescribed by the Rules, Guidelines, and Procedures.

Section 5: Meetings of the Council of Schools and Programs (COSP)

- A. The Council of Schools and Programs (COSP) will meet at the National Convention of the Organization.
- B. The Council of Schools and Programs (COSP) shall meet at such times as prescribed by the Rules, Guidelines, and Procedures.

Article 11: Rules of Order

It is the intention of this Organization to rule by consensus for the orderly conduct of business. The Board of Directors recognizes the inherent authority of the President to conduct all meetings in a businesslike manner.

Article 12: Voting

- A. Only Voting members, as defined in Bylaws Article 3, Section 2B, can vote.
- B. Voting procedures shall be those prescribed by the Rules, Guidelines, and Procedures.

Article 13: General Provisions

Section 1: Fiscal Year

The fiscal year shall be January 1 to December 31.

Section 2: Conflict of Interest

No member of the Board of Directors, the Council of Schools and Programs, or the Congress of Representatives may vote on any matter in which that member has a personal or financial conflict of interest.

Article 14: Amendments to the Bylaws and the Rules, Guidelines, and Procedures

- A. All amendments to the Bylaws must be approved by a two-third (2/3) majority of the Voting members voting.
- B. Any Voting member of the Organization may move to amend the Bylaws by submitting such motion in writing, with specific reference to Article and Section the member wishes to amend, to their State Representative at least six months prior to the annual elections. Any Voting member of the Organization may move to amend the Rules, Guidelines, and Procedures by

submitting such motion in writing, with specific reference to Article and Section the member wishes to amend, to their State Representative at any time.

- C. The Rules, Guidelines, and Procedures of the Organization are created concurrently with and as a companion to these Bylaws. The Rules, Guidelines and Procedures may be amended by the Board of Directors as it deems necessary to promote efficient functioning of the Organization.
- D. Any change in the Rules, Guidelines, and Procedures that pertains to the Congress of Representatives is subject to the approval of the Congress of Representatives and shall be enacted only after it has been approved.

Article 15: Code of Ethics

The Code of Ethics, more fully described in the Rules, Guidelines, and Procedures, may be amended by the Board of Directors as it feels necessary. The Board of Directors shall be responsible for notifying all members of any such amendments. No member shall be bound by any such amendment until proper notice has been given.

Article 16: Ethics Committee Grievance Procedure

The Ethics Committee shall operate its Grievance Procedures in accordance with the Rules, Guidelines, and Procedures. The Ethics Committee will ensure that all grievances will be processed in as simple, ethical, and expedient a manner as possible.

Article 17: State Chapters

Section 1: Purpose of State Chapters

A State Chapter is formed in order to implement the goals of the Organization.

Section 2: Operation of State Chapters

A State Chapter shall adopt the Bylaws and the Rules, Guidelines, and Procedures of the Organization, shall be governed by same, and shall be responsible to the National Board of Directors as provided in the Bylaws and the Rules, Guidelines, and Procedures.