

**NRA CONSTITUTION**

National Rehabilitation Association  
Board of Directors Manual

**Constitution of the National Rehabilitation Association**

## **Article I – Name**

The name of the Association shall be the National Rehabilitation Association.

## **Article II – Purpose**

1. The National Rehabilitation Association is a member organization whose mission is to provide ethical and excellent practice in rehabilitation.
2. In order to reach the stated mission of the National Rehabilitation Association will adhere to the following values:
  - a. All People
  - b. Professionals in Rehabilitation
  - c. Visionary Leadership
  - d. Responsible Resource Management
  - e. Advocacy
  - f. Personal and Professional Enrichment
  - g. Relationships built on trust and integrity.

## **Article III – Definitions**

For the purpose of this Constitution –

1. Association shall mean the National Rehabilitation Association.
2. Assembly shall mean Delegate assembly of the National Rehabilitation Association.
3. Board shall mean Board of Directors of the National Rehabilitation Association.
4. Regions shall mean an administrative unit of the association comprised of a geographical area designated by the Board.
5. Chapter shall mean a State or Substitute Entity affiliated with the association for the purpose of advancing its objectives and policies at the local level.
6. Division shall mean an entity of the Association, which has been organized to promote professional interests and is subject to the Board of Directors approval.
7. Written/writing shall mean paper, mail, e-mail or other electronic media.
8. Meetings held via teleconference or video conference must be conducted by a technology that allows all persons participating to hear each other or see each other at the same time. This allows simultaneous communication to the deliberative character of the meeting.
9. Electronic voting shall mean a secured electronic voting procedure approved by the Board.

## **Article IV – Membership**

Membership in the Association shall be available to all persons or organizations interested in the rehabilitation of persons with disabilities. No member of the Association shall be denied membership to any organizational unit of the Association because of race, creed, national origin, sex, age, sexual orientation, or disability.

### **Section 1. Levels of Membership**

The available Levels of membership for this Association shall be:

1. Professional
2. Introductory Professional
3. Student

4. Affiliate
5. Stakeholder
6. Retiree
7. Organizational

Life membership is no longer offered to new or renewing members, but existing Life Members are recognized as members of the Association. Definitions of each Level of Membership and the dues for each Level shall be outlined in the Association Bylaws. Dues for any class of membership shall be approved by a majority vote of the Board before such increase may become effective.

## **Section 2. Privileges of Membership**

- a. All members of the Association shall be entitled to become members of a Chapter.
- b. All levels of membership may hold elected office at the National level except Affiliate, Retiree or Stakeholder.
- c. All members shall be entitled to participate in national meetings of the Association, meetings of their Region, meetings of their Chapter, and meetings of other units in their geographical area.
- d. Any employee designated by the organization of an Organization Membership is entitled to all the privileges of Professional Member.

## **Section 3. Meeting of Membership**

Except in unusual circumstances when the Board shall determine that it is not possible to hold such a meeting, there shall be at least one meeting of the membership of the Association during each calendar year at a time and place to be determined by the Board. These meetings may be conducted by assembling members at a meeting, conducted via teleconference or video conference.

## **Article V – Delegate Assembly**

### **Section 1. Power of the Delegate Assembly**

The Assembly:

- a. Shall be the policy-making body of the Association and shall perform such functions as are usually performed by such bodies.
- b. Shall adopt rules of procedure for the conduct of meetings of the Assembly.
- c. May pass resolutions pertinent to the purposes and objectives of the Association.
- d. May adopt amendments to this Constitution as herein provided.
- e. May delegate to the Board any of its powers except the adoption of amendments to this Constitution and the adoption of resolutions of the Association.
- f. Shall remain certified and continuously serve until a newly constituted assembly is certified.

### **Section 2. Members of the Delegate Assembly**

- a. Each Chapter of the Association shall be entitled to representation in the Assembly according to provisions established in the Bylaws of the Association.
- b. Past Presidents of the Association, incumbent Regional presidents and incumbent members of the Board shall be voting members of the Assembly. Such delegates

- shall be known as Constitutional Delegates. Constitutional Delegates may not be represented by proxy.
- c. A Chapter's apportionment of delegates as established in the Bylaws of the Association shall not be reduced for having one or more constitutional delegates in its membership.

### **Section 3. Meetings of the Delegate Assembly**

The Assembly shall convene for a regular meeting at the time and place of the meeting of the membership. Subsequent meetings may be called by the President or upon request by a majority of the members of the Board. These meetings may be conducted by assembling members at a meeting, conducted via teleconference or video conference.

### **Section 4. Representation by Proxy**

Any chapter entitled to more than one delegate may designate one or more of its members to represent by proxy such additional delegates to which it may be entitled. No delegate shall hold more than two proxies in addition to his and/or her own status as a delegate.

### **Section 5. Quorum**

Certified delegates whose combined voting strength constitutes one-third of the full voting strength of the Assembly shall constitute a quorum, provided at least one-third of the active chapters are represented.

### **Section 6. Method of Voting**

The method of voting shall be at the discretion of the President or by rules adopted by the Assembly.

## **Article VI – Board of Directors**

### **Section 1. Composition of the Board**

The Board of Directors shall consist of the President, President-Elect, Treasurer, Secretary, the immediate Past President, one member from each of the Regions herein provided for, one member from each recognized Division of the Association accorded representation on the Board, one student member at large with voting privileges, one student member in training at-large, three Members-at-Large. No individual may simultaneously hold more than one board position.

### **Section 2. Filling Vacancies**

The Board shall have authority to fill by the votes of its own members the offices of President, President-elect, Treasurer and Board Member-at-Large which have become vacant between elections. When a vacancy occurs in the office of President, President-Elect, Treasurer, or Secretary or Board Member-at-large position the vacancy may be filled for the unexpired term of office and filled in a timely fashion.

### **Section 3. Powers of the Board**

Powers of the Board shall include, but not be limited to:

- a. Adopting a fiscal year of the Association.
- b. Employing an Executive Director and/or contracting for such administrative functions, establishing compensation, the duties, terms, and conditions as appropriate for each.
- c. Establishing and maintaining a real or virtual national office.
- d. Adopting policies governing the fiscal affairs of the Association.
- e. Establishing standing committees, prescribing their functions and the terms of office of their members, confirming the appointment of members by the President and hearing and acting on reports.
- f. Establishing advisory groups, prescribing their functions and membership and hearing and acting on their reports.
- g. Serving as the final judge of the results of elections of the Association.
- h. Proposing resolutions and other policy statements to the Assembly.
- i. Instructing the President to call meetings of the membership and the Assembly, setting the time and place or teleconference/video conference connect information for such meetings and notifying the membership of such meetings through an official publication of the Association.
- j. Formulating and carrying out agreements with other organizations whose purposes are in harmony with those of the Association.
- k. Adopting and amending such Bylaws and rules/regulations as may be necessary for carrying out the activities authorized by this Constitution and the Assembly.
- l. Approving establishment, continuance, and dissolution of Chapters, Regions, and Divisions.
- m. Establishing dues for the classes of membership.
- n. Defining donor categories and benefits.

### **Section 4. Executive Committee**

- a. Composition. There shall be an Executive Committee of the Board composed of the President, President-Elect, Treasurer, Secretary, the immediate Past-President and three other members of the Board nominated by the incoming President and confirmed by the Board.
- b. Powers of Executive Committee. The Executive Committee will:
  1. Perform such functions of the Board as may be delegated to it by the Board.
  2. Perform between sessions of the Board all the functions of the Board necessary to assure the orderly operation of the Association, except such functions as the Board may reserve for itself.

### **Section 5. Terms of Board Members**

- a. All regional and Division representatives to the Board and at-large Board members shall be elected for a three-year term.
- b. Members of the Board representing Regions and Divisions shall be elected according to their bylaws.
- c. One Board Member-at-Large shall be elected each year for a term of three years. Elections shall be conducted under rules/regulations established by the Board. Elected Board Members-at-Large shall assume office on January 1 subsequent to their election.

- d. A Student Board Member-at-Large shall be elected for a term of three years. Elections shall be conducted under rules/regulations established by the Board. Elected Student Board Member at-large shall assume their office on January 1 subsequent to their election.
- e. Individual board members, regardless of their representative status, shall serve no more than six consecutive years on the Board of Directors. Following a one year absence from the board, an additional six years may be served. Elected officers are exempt from this requirement to allow them to serve out the remainder of their term of office. If upon completion of their elected term of office, they have exceeded six years on the board of directors, a one year absence is required prior to being reelected for an additional six years.

## **Article VII– Officers**

### **Section 1. Officers**

The officers of the Association shall be the President, President-Elect, Treasurer, Secretary and Immediate Past President.

### **Section 2. Terms of Officers**

- a. All officers except the Treasurer and Secretary shall be elected for a one year term.
- b. The Treasurer and Secretary shall be elected for a three year term.

### **Section 3. Election of Officers**

Officers shall be elected by a mail or secured electronic ballot. If an electronic ballot is used it must be a secure ballot procedure to be selected by the Executive Committee. The Election shall be conducted under rules/regulations adopted by the Board. Officers shall assume the offices to which they have been elected on January 1 subsequent to election.

### **Section 4. Duties of Officers**

The duties of officers shall be those usually pertaining to such positions, including the following specific duties assigned to each office.

- a. President
  1. Calling meetings of the Association, the Assembly, the Board and the Executive Committee.
  2. Presiding over meetings of the Assembly, the Board and the Executive Committee.
  3. Representing the Assembly and the Board in carrying out policies of the Association.
- b. President-Elect. The President-Elect shall serve on the Board and the Executive Committee and shall assume the Presidency on January 1 of the second year following being elected. If the President of the Association is unable to perform the duties of his/her office the President Elect shall serve as President until such time as the Board fills the vacancy or until the President is again able to assume the duties. President-Elect shall have such other duties as the Board may assign.

- c. Treasurer. The current treasurer shall serve as a member of the Executive committee and shall serve as the Chairperson of the Finance Committee. The Treasurer shall make financial policy recommendations to these bodies and to the Board. The Treasurer shall make a report of the financial status of the Association at least annually to the Board and to the Assembly. The Treasurer shall perform such other functions as may be assigned by the Board.
- d. Secretary. The Secretary shall serve as a member of the Executive committee. The secretary shall keep a record/minutes of all proceedings of the organization including the Executive Committee, the Board and the Assembly. The Secretary has the responsibility to distribute approved minutes of the proceedings and ensure that minutes are posted on the web site. The Secretary shall handle the Certification of delegates for the delegate assembly and submit a written report to the Board and the Assembly.
- e. The immediate Past President shall serve as the Chairperson of the nominating committee. The immediate Past President shall perform other duties as the Board may assign.

## **Section 5. Executive Director**

The Executive Director shall be the chief administrative officer of the Association unless the Board of Directors has contracted with another party to carry out similar administrative functions. The Executive Director or the contractor shall perform such functions as specified by the Board.

## **Article VIII – Nominations and Elections**

### **Section 1. Nominations**

- a. Nominating Committee. There shall be a nominating Committee composed of the immediate Past-President of the Association and one member elected by each Region as provided for in Article X of this Constitution. The immediate Past-President of the Association shall serve as chairperson of the committee but may vote only in case of a tie. Each Region shall make provision in its Constitution and/or Bylaws for the selection of one of its members to serve on the Nominating Committee of the Association and shall annually make such selections. Persons so selected shall assume a position on the Committee January 1 following their selection and shall serve until December 31 of that year.
- b. Duties of the Committee. The Nominating Committee shall convene at least ninety days prior to the next meeting of the membership and shall nominate two or more members for each office and Board member-at-large position which shall become vacant on December 31 of that year. The Committee shall report the nominations to the membership in an official publication of the Association at least sixty days prior to the next meeting of the membership.

### **Section 2. Elections**

Elections shall be conducted by mail or secured electronic ballot. If an electronic ballot is used it must be a secure ballot procedure to be selected by the Executive Committee.

The following rules will be included among those established by the Board.

1. The ballot shall be prepared, listing by lot the names of all nominees under the office for which they have been nominated.
2. The same number of blank spaces as there is offices to fill shall be provided under each office for write-in votes.
3. Electronic ballots will be destroyed 30 days following election or resolution of any disputes regarding the election.

## **Article IX – Divisions**

### **Section 1. Establishment of a Division**

The Board may authorize the formation of a division to help carry out the purposes of the association when a significant number of the members so request or the Board deems such an action appropriate. Divisions may be established to promote major scientific, professional or other interest groups. A Division may be recognized with or without representation on the Board under such policies as the Board may adopt. A division may not represent the Association in any matter of Association Policy.

### **Section 2. Support**

Divisions shall have access to core services from the Association, as determined by the Board.

### **Section 3. Operations**

- a. Divisions may establish dues in excess of the amount required to support core services. Such dues shall be collected by the association for expenditure by the division. All excess funds collected on behalf of a division will be held in a restricted revenue account and disbursed by the association at the request of the division; provided that no funds will be disbursed which are inconsistent with Federal or State law, this constitution and/or detrimental to the goodwill of the Association.
- b. Divisions shall elect officers and adopt rules of governance.
- c. Divisions may establish member eligibility criteria, provided that only association members meet the requirements for membership.
- d. Divisions shall submit Divisional bylaws to the Board for approval.
- e. A Division may present its viewpoint on any matter directly to the Board and/or the Assembly. The Board shall adopt provisions for reporting to divisions on actions taken on such matters as may be presented to it.

## **Article X – Regions**

### **Section 1. Purpose of Regions**

For the purpose of effecting greater membership participation in the affairs of the Association and in carrying out the provisions of this Constitution, the Board shall designate such regions as it deems necessary.

### **Section 2. Establishment of Regional Boundaries**

The boundaries of regions shall follow the boundaries of states. The Board shall designate the states within the region.

### **Section 3. Establishment of Regional Organizations**

Members of the Association, within a designated region may form an organization to carry out the functions and responsibilities of the region in accordance with the Constitution and Bylaws of the Association. Regional Organizations are administrative units of the Association and subject to the control of the Board.

### **Section 4. Membership in the Regional Organization**

All members of the Association in the geographical area designated as a region shall be members of the regional organization.

### **Section 5. Responsibilities of the Regional Organization**

- a. Each region may hold a conference at least once every two years. Bylaws of each regional organization may specify whether its conference may be held annually or biennially and, if biennially, whether in the even or odd numbered years.
- b. Regions may elect to support the purposes of the Association by activities other than by convening a bi-annual conference. Regions electing this option shall file a declaration of intent with the Board of Directors stipulating the details of activities to promote membership participation in the affairs of the Association. Annual report of activities conducted as part of the plan shall be filed with the Board as a condition of qualifying for financial assistance.
- c. Each Region shall provide for the election of one of its members to serve on the Board.
- d. Each Region shall annually designate one of its members to serve on the Association nominating committee.

### **Section 6. Funding**

Each Region complying with regulations of the Board governing regional activities shall receive such funds as the Board may allocate.

## **Article XI – Chapters**

### **Section 1. Who May Affiliate**

Members of the Association who live in a defined geographical area may form a chapter, the objectives of which are consistent with those of the Association. Those formed on a college or university campus by students and faculty shall be known as campus chapters. A Chapter may accept membership from persons not living within its defined geographical area.

### **Section 2. Responsibilities of the Chapter**

- a. A Chapter shall have as its objectives:
  1. Advancing the objectives and policies of the Association.
  2. Providing for the participation of its membership in the affairs of the Association.
  3. Providing a forum in which the policies of the Association can be discussed and the views of the membership communicated to the Board.

4. Conducting a membership campaign within the territory served by the Chapter.
  5. Assuming such other responsibilities as the Board may assign.
- b. A Chapter may not require payment of dues other than those specified by the board as a condition of membership but may engage in other means of revenue raising.
  - c. A chapter may not represent the association in any matter independent of national policy.
  - d. Chapters shall annually provide financial support to accomplish the activities of their regional representative to the Board.

### **Section 3. Refund of Dues to Chapters**

All chapters in good standing shall receive a fifteen (15) percent rebate per membership for the following membership categories

- Professional
- Introductory Professional
- Student
- Affiliate
- Stakeholder
- Retiree
- Organizational

In addition to this refund the Board may make refunds and/or special grants to Chapters under regulations adopted by the Board provided such regulations are published and applied uniformly to all Chapters in good standing.

### **Article XII – Amendments**

The Constitution of the Association may be amended as follows:

- a. An amendment approved by a majority of the Board may be adopted by a majority vote of the members of the Assembly present and voting at a regular meeting, provided the proposed change is published in an official publication of the Association at least 30 days prior to the meeting of the Assembly during which such action is taken.
- b. An amendment may be proposed by a delegate, provided the proposal is submitted in writing and is endorsed by at least twenty-five delegates. All such proposals shall be referred to the Board of Directors for study and recommendation to the next regular meeting of the Assembly. If ratified at such meeting by a majority of members present and voting the proposals shall be adopted.

### **Article XIII – Miscellaneous**

#### **Section 1. Saving Clause**

All provisions of the previous Constitution and Bylaws of the Association not specifically deleted or revised in this Constitution and not in conflict with this Constitution shall remain in effect until the Bylaws of the Association are adopted by the Board.

## **Section 2. Rules of Order**

Robert's Rules of Order Newly Revised shall govern meetings of the Assembly, Board and Executive Committee; provided they are not in conflict with the Constitution or Bylaws of the Association or rules adopted by the Assembly or the Board.

### **Article XIV: Conflict of Interest**

Members of the NRA Board shall not engage in any employment, activity or enterprise which has been or may be determined to be inconsistent, incompatible or in conflict with duties, functions, ethics or responsibilities of the NRA or Association membership.

### **Article XV: General**

#### **Section 1. General**

The effective date of this constitution will be December 4, 2023.

**Adopted: October 26, 2002 – Indianapolis, IN**

**Amended: November 10, 2006 – Orlando, FL**

**Amended: September 11, 2009 – Louisville, KY**

**Amended: October 14, 2011 – Salt Lake City, UT**

**Amended: August 17, 2013 - New York City, NY**

**Amended: October, 2018 – Oklahoma City, OK**

**Amended: December 4, 2023 – Washington, D.C.**

**Amended: November 19, 2024 – Washington, D.C.**