



Approved September 24, 2014

BYLAWS
of the
IAYT CERTIFICATION COMMITTEE

Article I – Name

This committee shall be known as the IAYT Certification Committee, and is referred to in these Bylaws as the "Committee."

Article II – Committee Office

The office of the Committee shall be the principal IAYT administrative office, unless another location is specified by the IAYT Board of Directors.

Article III – Purpose of The Committee

The purpose of the Committee shall be to develop and implement criteria, policies and procedures for certifying yoga therapists—and to issue an IAYT certification credential—in accordance with the IAYT Board of Director's initial charge to the Committee, as may be subsequently amended or added to by the Board. Any certification criteria and policies developed by the Committee shall be approved by the IAYT Board prior to implementation.

Article IV – Non-Partisan Activity

The Committee shall operate in a non-partisan manner. No substantial part of the activities of the Committee shall consist of the publication or dissemination of materials with the purpose of attempting to influence legislation; nor shall the Committee participate or intervene in any political campaign on behalf of any candidate for public office or for or against any clause or measure being submitted to the people for a vote. The Committee shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its purpose.

Article V – Organization

The Committee shall be a standing, semi-autonomous committee of the IAYT Board of Directors with authority to evaluate the training and experience of individual yoga therapists, and to determine whether they meet the certification criteria and policies developed by the Committee and approved by the IAYT Board of Directors. The Committee shall be governed by these Bylaws and shall observe all applicable laws and regulations.

Article VI – Committee Members

1. Appointment, Resignation and Removal of Committee Members:
 - a. Committee members shall be appointed by the IAYT President in consultation



with the IAYT Executive Director, IAYT Board members, and current members of the Certification Committee. The term of appointment shall be three years, and Committee members may serve no more than two consecutive full terms. The IAYT President has the option of appointing some members initially for one-year and two-year terms to allow for staggered terms.

- b. If a Committee member resigns prior to completion of his/her term, the IAYT President may appoint a replacement to fill the unexpired portion of the former member's term.
- c. The IAYT Board of Directors may remove a Committee member at any time, with or without cause, by a majority vote of the Directors then serving. Additionally, a Committee member shall be removed automatically from office after two consecutive unexcused absences from regular meetings of the Committee.

2. Committee Size:

The Committee shall consist of 3 – 7 voting members, as specified by the IAYT Board of Directors, as follows:

- At least one member shall be a practicing yoga therapist (note that within two years following the implementation of the IAYT certification credential, all yoga therapists serving on the Committee will be required to be IAYT-certified);
- One member may be drawn from the faculty or staff of an accredited yoga therapy school/program.
- One member may be appointed as a representative of the general public who has no professional involvement with yoga, yoga therapy, or Ayurveda; and
- The remaining members may be drawn from among educators, researchers and practitioners of yoga therapy and related fields.

In addition to the voting members of the Committee, the IAYT Executive Director (or his/her designee) and one member of the IAYT Board designated by the President shall serve as ex officio, non-voting members of the Committee. Additionally, the Committee may utilize such advisors as it chooses; advisors shall not be considered members of the Committee, and shall serve at the Committee's discretion.

3. Meetings, Quorum, Decision-Making and Minutes:

The following provisions apply to the conduct of business:

- a. Regular meetings of the Committee shall be held according to a schedule set by the Committee in consultation with the IAYT Executive Director or Certification Manager.
- b. Special meetings of the Committee may be called, as deemed necessary, by either the Chair of the Committee, the President of IAYT, the Executive Director of IAYT, or the Certification Manager.
- c. Notice of meetings shall be provided by regular mail or email at least 14 days in advance of the meeting.
- d. A majority of Committee members shall constitute a quorum for the transaction of business at any meeting.
- e. Participation by electronic means shall be allowed in any meeting by means of conference telephone or other similar equipment allowing all participants to hear



each other, and such participation shall constitute presence in person at such meeting.

- f. Actions shall be taken on affirmative vote of a majority of Committee members voting at any regular or special meeting at which a quorum of members is present. Proposals for action may be placed before the Committee by any Committee member.
- g. The draft minutes of Committee meetings shall be sent to each member for review prior to adoption, and shall not become part of the official records of the Committee until approved by the Committee.

4. Compensation:

All committee members shall serve without compensation, including officers. Committee members may, at the discretion of IAYT, be reimbursed for travel and other expenses associated with Committee service.

Article VII – Officers

1. Designation of Officers:

The officers of the Committee shall be a Chair, Vice-Chair, and Secretary; the Vice-Chair and Secretary positions may be held by a single individual.

1. Election, Term and Compensation of Officers:

- a. The officers of the Committee shall hold office for a one-year term.
- b. The Committee shall elect officers every year at a regularly scheduled Committee meeting that has been designated by the IAYT Board of Directors as the annual meeting; officers may be reelected.
- c. An officer may be removed, with or without cause, by a majority vote at any Committee meeting at which a quorum of members is present. An officer may resign at any time on written notice to the Committee, and the Committee may elect a member to serve the unexpired term.

3. Chair:

The Chair shall preside at all meetings of the Committee, and shall perform such other duties as are prescribed in the Bylaws and in IAYT policies, as the Committee or the IAYT Board may specify, and as are incident to the office. The Chair shall have authority to execute in the name of the Committee any written instruments to be executed by the Committee (except where by law a signature of another officer is required). The Chair shall be responsible for drafting meeting agendas in consultation with the IAYT Executive Director and Certification Manager.

4. Vice-Chair:

The Vice-Chair shall assume and perform the duties of the Chair in the absence or disability of the Chair, or whenever the office of Committee Chair is vacant. The Vice-Chair shall have such titles, perform such other duties and have such other powers as the



Committee or the IAYT Board may prescribe from time to time.

5. Secretary:

The Secretary shall keep or cause to be kept, at the principal administrative office of IAYT or such other place as the IAYT Board may designate, written minutes of all Committee meetings containing: (i) the date and location of the meeting, (ii) the names of members who were present, and (iii) a record all of motions adopted and other actions taken by the Committee. The Secretary shall give notice of regular and special meetings of the Committee in conformance with these Bylaws. The Secretary shall perform such other duties and have such other powers as the Committee or IAYT Board may prescribe from time to time. The Chair may designate an Assistant Secretary to assume and perform the duties of the Secretary in the absence or disability of the Secretary.

Article VIII – Executive Committee

An Executive Committee composed of the Chair, Vice-Chair, Secretary, and Certification Manager (or the IAYT Executive Director if there is no Committee Manager) shall have authority to act on urgent items between Committee meetings, the urgency of the items to be determined by the Committee Chair, the IAYT President, the IAYT Executive Director, or the Certification Manager. The Executive Committee shall report all actions to the Certification Committee at the next Committee meeting or sooner.

Article IX – Reports

The Committee shall provide to the IAYT Board of Directors a copy of the minutes of all Committee meetings, and shall provide such other information to the IAYT Board as may be requested.

The Committee shall provide periodic reports to its communities of interest as it decides or as requested by the IAYT Board.

Article X – Appeals

Should a yoga therapist be denied yoga therapist certification by the Committee or its designee, the individual may appeal the decision accordance with the IAYT Certification Appeal Policy.

Article XI – Indemnification

Each Committee member and officer of the Committee (and his heirs, executors and administrators) shall be indemnified by IAYT against all claims, liabilities, judgments, settlements, costs and expenses, including all attorneys' fees, reasonably incurred by him or her or imposed upon him or her in connection with or resulting from any action, suit, proceeding or claim to which he is or may be made a party by reason of his being or having been a Committee member or officer of the Committee (whether or not a Committee member or officer at the time such costs or expenses are incurred by or imposed upon him or her), except in relation to matters as to which he or she shall have been finally adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of his or her duties as such Committee member or officer. This provision shall not be deemed to be



exclusive of any other rights to which such person may be entitled under any bylaw, agreement, vote of the IAYT Board, or otherwise.

Article XII – Conflict of Interest

Committee members shall observe a conflict of interest policy specified by the IAYT Board of Directors.

Article XIII – Amendment of Bylaws

These Bylaws may be modified, amended or rescinded by an affirmative vote of two-thirds of the IAYT Board of Directors present at any meeting in which a quorum is present.