

AMFTRB BYLAWS

ARTICLE I

Name

The name of this Association shall be the “Association of Marital and Family Therapy Regulatory Boards.” The Association shall also be known as “AMFTRB.” Hereinafter, it shall be referred to as “the Association.”

ARTICLE II

Purpose

This Association shall be the association of statutorily constituted bodies, including administrative agencies, which are legally responsible for the regulation of marital and family therapists in their respective jurisdictions. It is organized (1) to facilitate communication among its member boards concerning the regulation of marital and family therapists; (2) to sponsor collaboration among the member boards in developing compatible standards for marital and family therapy services; (3) to interface with other marital and family therapy organizations, with legislative, judicial, regulatory, and executive governmental bodies and with other groups or associations whose areas of interest may coincide with those of the Association; (4) to aid its member boards in fulfilling statutory, professional, public, and ethical obligations; (5) to develop, conduct and maintain the “Marital and Family Therapy National Examination”; and (6) to engage in and encourage research on matters related to the legal regulation of marital and family therapists.

ARTICLE III

Membership

Section 1. Member Boards

An organization is eligible to apply for membership in the Association as a member board if it is the statutorily constituted body or administrative agency (hereinafter it shall be referred to as “member board”) which is legally responsible for the regulation of marital and family therapists in its respective jurisdiction (state, province, nation, territory or District of Columbia). An organization shall not be eligible if it primarily regulates another profession, with marital and family therapy deemed a sub-specialty of that other profession.

Section 2. Election to Membership

The Board of Directors of the Association (hereinafter it shall be referred to as “the Board”) shall admit a board into the membership of the Association at any time upon receipt of appropriate written evidence that the board conforms to the above definitions and subscribes in principle to the purposes of the Association. In case of competing applications for membership from a jurisdiction having more than one board purporting to regulate marital and family therapists, the Board is authorized to determine which board shall become the member board.

Section 3. Dues

A. Amount of Dues

(1) The amount of the annual dues for member boards shall be decided by a vote of the Board.

A. Payment of Dues

(2) Dues of member boards shall be due thirty (30) days prior to each annual meeting of the Association.

(3) The Board, upon written request of a member board, may waive payment of membership dues if the member board is unable to pay dues because of state statute, regulation or policy.

Section 4. Termination and Suspension of Membership

A. Affiliation with the Association may be terminated at any time by action of the member board, provided such application for termination shall be submitted to the Board in writing.

B. Affiliation with the Association may be terminated when so ordered by two-thirds (2/3) of the delegates present and voting at any meeting of the Association at which a quorum is present, provided that written notice that such action is to be considered shall have been sent by the Secretary of the Association to all delegates and to the chairs and/or administrators of member boards not less than thirty (30) days prior to the meeting. The member board in question shall have an opportunity to be heard with representation by council before the vote is taken.

C. Affiliation with the Association shall be suspended when a member board fails to pay its annual dues by the due date, except when payment of dues has been waived.

Section 5. Reinstatement

A member board that has terminated membership while in good standing or been suspended from membership for non-payment of dues may be reinstated by the Board following written application in the manner provided in ARTICLE III, Section 2, of these Bylaws and payment of the current year's dues and a maximum of two (2) years dues in arrears.

Section 6. Transfer of Membership

Membership in this Association is not transferable or assignable.

ARTICLE IV

Voting and Powers of the Member Board

Section 1. Voting

A. Each member board shall be entitled to one (1) vote at all meetings and on all mail or electronic ballots of the Association.

B. The vote of each member board shall be cast by one (1) delegate from the member board to be chosen by the member board in such manner and for such term of office as the member board elects.

(1) Delegates of member boards shall be seated by the Secretary of the Association upon receipt of appropriate credentials from the chair and/or administrator of the member board, and shall serve until replaced by action of the member board.

- (2) Each member board may name an alternate delegate who may attend meetings of the Association and participate in its deliberations without voting.
- (3) In the absence of a delegate, the alternate delegate may be seated by the Secretary of the Association as a delegate *pro tempore*.
- (4) On any ballot of the Association, the right to vote is vested only in the delegates of the member boards, including delegates *pro tempore*.
- (5) A member of the Association's Board may vote only if he/she is the delegate from a member board as each member board shall be entitled to only one (1) vote at all meetings.

C. Persons other than delegates who attend meetings of the Association may participate in the deliberations of the Association but shall not vote on any ballot of the Association, including instances in which such non-delegates are officers, members of the Board, or committee members.

Section 2. Vested Powers

The power to amend the Articles of Incorporation and the Bylaws, to elect and remove officers and members of the Board, to approve the annual budget, and to terminate membership in the Association of a member board shall be vested in the delegates from the member boards.

Section 3. General Functions

The Association, by a vote of the delegates, may promulgate policies and recommend procedures regarding the regulation of marital and family therapy; make recommendations to member boards or to other marital and family therapy organizations; develop, conduct and maintain the "Marital and Family Therapy National Examination"; initiate investigations or studies of such problems as it may designate; and take such other actions not in conflict with these Bylaws as it deems necessary, expedient, or desirable to fulfill and implement its stated purposes.

Section 4. Limitations

No action of this Association shall be construed in any manner whatsoever as binding on the member boards when such action interferes with, restricts or otherwise impinges upon the sovereignty of the individual member boards in the performance of their separate obligations or responsibilities.

ARTICLE V BOARD OF DIRECTORS

Section 1. Designation

The Board of Directors shall consist of six (6) members: President, President-Elect, Secretary, and Treasurer, one (1) Member-at-Large and Past-President.

Section 2. Duties and Powers of the Board

- A. The affairs, business, government and management of this Association shall be vested in the Board. The Board shall be authorized to adopt and publish such policies, procedures and rules as may be necessary and appropriate, and to exercise authority over all of the Association's business and funds. The Board may delegate to committees, change, and revoke such functions and powers, as it deems appropriate.

- B. The Board shall submit a budget of anticipated revenue and expenses for the following calendar year to the delegates for approval at each annual meeting of the Association.

Section 3. Qualifications for Nomination and Election

- A. "Member of a member board" shall mean, for this Section, any appointed person to a member board or any person employed by the member board that the member board chooses to be a delegate or alternate delegate.
- B. To qualify for nomination and election as an officer of the Association, the person must either:
 - (1) be a member of a member board with experience as a delegate or alternate delegate from that board to the Association's Annual Meeting; or
 - (2) have been a member of a member board with experience as a delegate or alternate delegate from that board to the Association's Annual Meeting whose term on the member board has ended not more than five years from the date on which the Association term will begin.
- C. The person may not be a committee or board member of a national or international professional mental health association or of a state or provincial division of a mental health association and also hold office in the Association.

Section 4. Duties and Powers of the Members of the Board

In addition to that which is provided elsewhere in these Bylaws, the Board Members of the Association shall have the following duties and powers.

- A. **President.** The President shall be the Chief Officer of the Association and of the Board of Directors and shall perform such duties as are customary for presiding officers. Subject to the directives of the Board, the President may represent the Association, appoint committees and perform such other duties as required to carry out the policies and serve the purposes of the Association. The President shall serve as an ex-officio member of all committees except the Elections Committee.
- B. **President-Elect.** The President-Elect shall assist the President in the discharge of presidential duties; shall officiate for the President during his or her absence or incapacity or at the President's request; shall perform and be vested with all the powers and duties of the President in the case of disability or absence of the President, either at the President's request or by a two-thirds majority vote of the currently seated Board of Directors. Such a vote may be made through a telephone conference call, mail, facsimile, e-mail ballot, videoconference, meeting or any combination of the foregoing methods. At the time of the decision, a date must be set for review of this decision; shall assume the office of President should a vacancy occur; shall monitor all meetings using the then current edition of **Roberts' Rules of Order**; shall review the Bylaws and make suggestions for changes (if any) during the second year of his or her term; and shall perform such other duties as may be assigned by the Board.
- C. **Secretary.** The Secretary shall record minutes of all proceedings of the Association and of the Board; shall be responsible, in conjunction with the Executive Director, for maintaining a history of the Association; and shall perform such other duties as may be assigned by the Board of Directors.

- D. **Treasurer.** The Treasurer shall keep or cause to be kept true and accurate accounts of the financial transactions of the Board; oversee the work of the accountant in all areas, including financial transactions, managing investments, and preparation of tax forms; report on the financial transactions and financial status of the Association at each Annual Meeting; oversee the preparation of the annual budget; and perform such other duties as may be assigned by the Board.
- E. **Members-at-Large.** The Member-at-Large shall assist the President and the Board in the discharge of the business of the Association, taking on special assignments as deemed important by the President or the Board.
- F. **Past-President.** The Past-President will assist the President and the Board in the discharge of the business of Association.

Section 5. Terms

- A. The regular term of all Board Members shall commence on January 1st of the year immediately following their election. All Board Members shall serve as specified in these Bylaws until a successor is elected, subject to restrictions found in these Bylaws. A Board Member shall complete the term to which he/she is elected even if their term on their member board has ended.
- B. The President shall serve a term of two (2) years
- C. The President-Elect shall be elected in odd numbered years to serve a term of two (2) years, and shall succeed to the office of President at the end of that two (2) year period.
- D. The Secretary shall be elected in odd numbered years to serve a term of two (2) years.
- E. The Treasurer shall be elected in even numbered years to serve a term of two (2) years.
- F. The Member-at-Large shall be elected in alternate years and shall serve a term of two (2) years.
- G. The Past-President shall serve a term of one year; at the invitation of the President, the Past-President may serve a second year.
- H. No Board Member shall hold more than one office at any one time.
- I. Board members shall serve no more than two (2) consecutive terms in the same office.

Section 6. Elections

- A. Elections shall be held annually at a time to be determined by and according to procedures established by the Board.
- B. The ballot shall be comprised of a slate of nominations submitted by the Elections Committee.
- C. The Elections Committee will strive to develop a geographically diverse slate of nominations.
- D. A person shall be considered elected upon receiving the most votes on the ballots returned by the

end of the voting period.

Section 7. Removal

- A. **Removal by Member Delegates:** A board member may be removed from office prior to the end of that person's term by a two-thirds (2/3) majority of the member delegates present and voting at any meeting of the association at which a quorum is present.
- B. **Removal by the Board of Directors:** A board member may be removed from office prior to the end of that person's term for reasons of incapacity, malfeasance in office, or conviction of a felony or crime of moral turpitude while in office by an affirmative vote of two-thirds of all current members of the Board of Directors. Member Boards will be notified within 30 days when a board member is removed by the Board of Directors.

Section 8. Vacancies

- A. If a vacancy occurs for any reason before the expiration of the term of office of President, said office shall be filled by the president-elect, who shall then continue in office through the term for which elected.
- B. If a vacancy occurs in the office of President-Elect, Secretary, Treasurer or Member-at-large, said office shall be filled by a qualified person selected by the Board until the next annual election, at which time any term of office still unexpired shall be filled by special election.
- C. If a vacancy occurs in the office of Past-President, the office will remain vacant.

Section 9. Meetings of the Board of Directors

- A. The Board shall meet at a time and place determined by a vote of its members, or a meeting may be called by the President on written request of two (2) or more of its members.
- B. The Board shall meet at least twice a year, at least once in person and other meetings may be via teleconferencing. Notice of all meetings of the Board shall be mailed or e-mailed to the Board members and posted on the Association's Web page as notification to all delegates not less than ten (10) days before the meeting.
- C. Four (4) members of the Board shall constitute a quorum.
- D. A majority vote of Board members present shall be required to carry any motion made at a meeting of the Board. A tie vote will carry a motion.
- E. Each member of the Board shall be entitled to one vote and may participate and vote in person only, unless the Board votes to allow a member to participate by telephone or e-mail.
- F. Between meetings of the Board, the President may recommend action to the Board and ask for approval of said action via e-mail. This action will then have the standing of an action taken at a regular Board meeting. The Secretary will include this action as an addendum to the next set of minutes.

ARTICLE VI

Executive Director

Section 1. Authorization

The Board of Directors may employ an Executive Director who shall oversee Central Office services. This Executive Director shall be responsible to the Board of Directors, and shall perform such duties as determined by the Board of Directors.

Section 2. Duties

The Executive Director shall maintain an office, which will be the official address of the Association and engage in activities that promote and maintain the purposes of the Association as delineated in Article II.

ARTICLE VII

Administrator of the Exam

Section 1. Authorization

The Board may employ an Administrator of the Exam who shall oversee the development and administration of the "Marital and Family Therapy National Examination." This Administrator of the Exam shall be responsible to the Board of Directors, and shall perform such duties as determined by the Board of Directors.

Section 2. Duties

The Administrator of the Exam shall be responsible for the primary contact with the contractor(s) named by the Board to develop and administer the "Marital and Family Therapy National Examination" including contract negotiations, item development, examination construction, item bank maintenance, and any other activities pertinent to promoting the continued effectiveness of the examination.

ARTICLE VIII

Meetings

Section 1. Annual Meeting

- A. The Annual Meeting of the Association shall be held each year at a time and place to be determined by the Board.
- B. Notice of the Annual Meeting shall be mailed to, e-mailed to and/or posted on the AMFTRB Web page for the member boards not less than sixty (60) days prior to the meeting date.

Section 2. Quorum

- A. Delegates representing a simple majority (which is $\frac{1}{2}$ plus 1) of all the member boards shall constitute a quorum for the transaction of business at any meeting of the Association.

- B. In the absence of a quorum, those in attendance may proceed with the business of the Association, but any action taken will become official only after a mail or e-mail ballot in which the action is ratified by a simple majority of all member boards.

Section 3. Conduct of Meetings

In the absence of any provisions in the Articles of Incorporation or these Bylaws to the contrary, all meetings of the Association, of the Board, and of any other committee created by the Association shall be governed by the parliamentary rules and usages contained in the then current edition of **Roberts' Rules of Order**.

ARTICLE IX Committees

Section 1. Authorization

Such Committees as are necessary to carry out the functions of the Association may be created by the Board of Directors and shall operate under the mandate given to them by the Board of Directors.

Section 2. Committee Membership

The Chair and Members of such committees shall be appointed and their term of service specified by the President, subject to approval by the Board.

Section 3. Elections Committee

- A. The Elections Committee shall be a standing committee responsible for supervising the election of the officers of the Association and members of the Board. The Elections Committee shall prepare and submit annually to the delegates, at a time to be determined by the Board, a mail or e-mail ballot of candidates eligible and willing to serve in each position to be filled.
- B. The Elections Committee shall consist of three (3) members appointed by the President, subject to approval by the Board of Directors, to serve a term of three (3) years, staggered so that one may be appointed each year.
- C. Members of the Elections Committee must, when appointed, be a member of a member board with experience as a delegate or alternate delegate or a person employed by the member board with experience as a delegate or alternate delegate.
- D. No current member of the Board shall serve on the Elections Committee.

ARTICLE X Amendments

Section 1. Notice of Proposed Amendments

Amendments to these Bylaws may be proposed by any delegate or any member of the Board by submitting the proposal in writing to the Secretary of the Association. If approved by a vote of the

Board, the proposed amendment shall then be transmitted to all delegates by the Secretary of the Association by mail or e-mail, and/or by posting on the AMFTRB Web page not less than thirty (30) days prior to the distribution of a mail or e-mail ballot or prior to the Annual Meeting of the Association.

Section 2. Ratification

These Bylaws may be amended in the following ways:

- a. by a mail or e-mail ballot in which the proposed amendment(s) is (are) ratified by a two-thirds (2/3) vote of all delegates; ballots must be returned within 30 days of the date on the ballot;
- b. by a two-thirds (2/3) vote of delegates at a meeting of the Association with a quorum.

ARTICLE XI

Association Accountancy

Section 1. Authorization

The Board may employ an Accountant or Accounting agency who shall be responsible for maintaining accounts of the Association's financial responsibilities. This Accountant shall be responsible to the Board of Directors, working with the Executive Director and Treasurer, and shall perform such duties as determined by the Board of Directors.

Section 2. Duties

The Accountant or accounting agency shall be responsible for receiving and disbursing funds as authorized by the Board, act as the custodian of the funds of the Board and of any securities which are the property of the Association, maintain an account of the Association's funds and report on the financial transactions and financial status of the Association to the Board, preparing a report for each Annual Meeting, work with the Treasurer and Executive Director to prepare the annual budget, and perform such duties as may be assigned by the Board.

Articles I-IX were ratified by a vote of the delegates on the AMFTRB Web site, voting was completed by October 21, 2006, and the vote was certified by the Board on November 11, 2006.

Article X was ratified by a mail vote of the delegates, and the vote was certified by the Board on June 23, 2006.

Bylaws were updated and, with the addition of Article XI, ratified by a vote of the delegates on the AMFTRB Web site, and voting was completed by February 17, 2009.