



**ASHA**  
American  
Speech-Language-Hearing  
Association

# BYLAWS OF THE AMERICAN SPEECH- LANGUAGE-HEARING ASSOCIATION

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## BYLAWS

### ARTICLE I – NAME AND SEAL

The name of this corporation shall be American Speech-Language-Hearing Association (hereinafter called "the Association" or "ASHA"), and the seal of the Association shall be:



## ARTICLE II – PURPOSES

The purposes of this Association shall be

- To encourage basic scientific study of the processes of individual human communication with special reference to speech, language, hearing, and related disorders;
- To promote high standards and ethics for the academic and clinical preparation of individuals entering the discipline of human communication sciences and disorders;
- To promote the acquisition of new knowledge and skills for those within the discipline;
- To promote investigation, prevention, and the diagnosis and treatment of disorders of human communication and related disorders;
- To foster improvement of clinical services and intervention procedures concerning such disorders;
- To stimulate exchange of information among persons and organizations, and to disseminate such information;
- To inform the public about communication sciences and disorders, related disorders, and the professionals who provide services;
- To advocate on behalf of persons with communication and related disorders;
- To promote the individual and collective professional interests of the members of the Association.

## ARTICLE III – MEMBERS

### 3.1. ELIGIBILITY

3.1.1. Members must hold (1) a graduate degree with major emphasis in speech-language pathology, audiology, or speech, language, or hearing science; or (2) a graduate degree and present evidence of active research, interest, and performance in the field of human communication. The Association's Board of Directors may establish additional classes of membership such as, but not limited to, Life Membership and Disability Life Membership.

3.1.2. The requirements for membership may be waived in special instances by majority vote of the Board of Directors.

3.1.3. Members must agree to abide by the Code of Ethics of the Association.

3.1.4. Members engaged in the provision of clinical services in audiology or speech-language pathology must hold the appropriate Certificate of Clinical Competence in the profession(s) in

which they are providing clinical services or be in the certification process and supervised by an individual who holds the appropriate Certificate of Clinical Competence.

### **3.2. DUES**

3.2.1. The annual dues for members of the Association shall be determined by the Board of Directors. A member whose dues are in arrears shall be automatically removed from membership after being duly notified.

3.2.2. In accordance with the policies of the Association adopted from time to time, dues may be waived or reduced for members who (1) are eligible for Life Membership, (2) become totally disabled, or (3) experience an extreme catastrophic event as determined by the Board of Directors.

### **3.3. RIGHTS RESERVED TO MEMBERS**

The following rights are reserved to the members of the Association:

3.3.1. Election of voting members of the Board of Directors pursuant to Section 4.4.

3.3.2. Privilege of removal of voting members of the Board of Directors, pursuant to Section 4.7.

3.3.3. Initiation of amendments to these Bylaws pursuant to Section 15.2.

## **ARTICLE IV – BOARD OF DIRECTORS**

### **4.1. POWER AND AUTHORITY**

4.1.1. The Association shall be governed by the Board of Directors.

4.1.2. The Board of Directors is the single governing body of the Association and shall actively promote the objectives of the Association, operating in accordance with and administering and implementing the programs and policies established by these Bylaws and by the Board of Directors. Members of the Board of Directors are elected to serve by and are accountable to the members of the Association.

### **4.2. COMPOSITION**

The Board of Directors shall consist of 17 members as follows:

- President, who shall serve as Chair of the Board of Directors and coordinate the functions of the Board of Directors, and who shall automatically become Immediate Past President at the end of his or her term as President.

- President-Elect, who shall serve as Chair of the Board of Directors in the absence of the President and who shall automatically become President at the end of his or her term as President-Elect
- Immediate Past President
- Vice President for Academic Affairs in Audiology
- Vice President for Academic Affairs in Speech-Language Pathology
- Vice President for Audiology Practice
- Vice President for Speech-Language Pathology Practice
- Vice President for Finance
- Vice President for Government Affairs and Public Policy
- Vice President for Planning
- Vice President for Science and Research
- Vice President for Standards and Ethics in Audiology
- Vice President for Standards and Ethics in Speech-Language Pathology
- Board Member at Large in Audiology
- Board Member at Large in Speech-Language Pathology
- National Student Speech Language Hearing Association (NSSLHA) National Advisor
- Chief Executive Officer of the Association, who shall serve as a nonvoting member

The President, President-Elect, Immediate Past President, the Vice Presidents, the at Large Board Members, and the NSSLHA National Advisor shall perform such duties and have such other authority and powers as the Board of Directors may from time to time prescribe, or as the President may from time to time delegate.

### 4.3. NOMINATIONS

4.3.1. A nominating committee shall consist of nine members, including the President-Elect and the Immediate Past President, serving as Chair. The term of office for the President-Elect and Immediate Past President shall be for 1 year. All other committee members shall be appointed by the Committee on Committees. Their term of office shall be for 2 years, or until their successor is appointed, and shall begin on January 1. Their terms shall be staggered.

#### 4.3.2. Duties

The Nominating Committee shall present one candidate for each office to be elected by the membership, except for the BOD Member at Large in Audiology and the BOD Member at Large in Speech-Language Pathology. The committee shall present a slate of at least two candidates but no more than three for these two positions.

Policy and procedures documents may include a method for members to express opinions of candidates, before voting begins, as well as a method to alter the ballot.

### 4.4. ELECTIONS

4.4.1. Election of President-Elect and Vice Presidents by members as indicated in Section 3.3.1 shall be by electronic or nonelectronic ballot conducted by the National Office. In each case where a candidate withdraws from a national election after the slate has been prepared, the Nominating Committee shall submit a new candidate. A majority vote shall elect.

4.4.2. Election of the BOD Member at Large in Audiology and the BOD Member at Large in Speech-Language Pathology by members as indicated in 3.3.1 shall be by electronic or nonelectronic ballot conducted by the National Office. A plurality vote shall elect, and a tie shall be determined by lot. In each case where a candidate withdraws from a national election after the ballots have been prepared, the candidates remaining shall constitute the slate.

4.4.3. All members may vote for the voting members of the Board of Directors pursuant to Section 3.3.1, with the exception of the specific profession-designated Board of Director offices as indicated in Sections 4.4.4 and 4.4.5.

4.4.4. Only ASHA members who are certified audiologists may vote for the following audiology Board of Director offices:

- Vice President for Academic Affairs in Audiology
- Vice President for Audiology Practice
- Vice President for Standards and Ethics in Audiology
- Board Member at Large in Audiology

4.4.5. Only ASHA members who are certified speech-language pathologists may vote for the following speech-language pathology Board of Director offices:

- Vice President for Academic Affairs in Speech-Language Pathology
- Vice President for Speech-Language Pathology Practice
- Vice President for Standards and Ethics in Speech-Language Pathology
- Board Member at Large in Speech-Language Pathology

4.4.6. Members who hold no certification shall declare the area (audiology or speech-language pathology) for which they wish to vote.

4.4.7. Members who hold dual certification may vote for all specific profession-designated Board of Directors offices (audiology and speech-language pathology).

#### **4.5. TERMS OF OFFICE AND TERM LIMITS**

4.5.1. The President-Elect shall serve three consecutive 1-year terms, as President-Elect, President, and Immediate Past President, respectively or until a successor is elected.

4.5.2. Each Vice President and at Large Board Members shall be elected for a term of 3 years or until their successors are elected.

4.5.3 No elected director shall serve two full consecutive terms in the same office.

4.5.4. All terms of office shall begin on January 1.

#### **4.6. VACANCIES**

A vacancy in any position on the Board of Directors shall be filled in accordance with the following procedures:

1. If the vacancy is in the presidency, the President-Elect shall automatically become President for the remainder of that term and the term for which elected.
2. If the vacancy is in the office of President-Elect, the Board of Directors shall elect a member of the Association to fulfill the duties and obligations of the office, but such person shall not succeed to the presidency. At the next election, a President and a President-Elect shall be elected via separate elections.
3. If the vacancy is in the office of a Vice President or an at Large Board Member, the Board of Directors shall elect a member of the Association to serve for the unexpired portion of the term of that Vice President or at Large Board Member.

4. If the vacancy occurs in the office of Immediate Past President, the last former President willing to serve shall complete the unexpired portion of the term.

#### **4.7. REMOVAL FROM OFFICE**

Any elected member of the Board of Directors may be removed from office (1) by a vote of two thirds of the current members of the Board of Directors, or (2) by a written petition signed by 2% of the members of the Association on the last annual count and approval of the petition by two thirds of the members of the Association voting (voting may occur by electronic or nonelectronic ballot), or (3) if no longer a member in good standing of the Association.

#### **4.8. MEETINGS**

The Board of Directors shall meet at least three times each year at such times and places as the President may determine. A quorum shall consist of two thirds of the voting members of the Board of Directors.

#### **4.9. COMMITTEES, BOARDS, COUNCILS, AND WORKING GROUPS**

4.9.1. The Board of Directors may establish and dissolve standing committees, boards, councils, ad hoc committees, working groups, and other entities necessary to conduct the Association's business, and designate and change their charges and determine their size, member qualifications, and terms.

4.9.2. The Board of Directors shall constitute a Committee on Committees, the President-Elect serving as chair. This committee shall appoint members to all committees, boards, councils, working groups, and other entities necessary to conduct the Association's business, except appointments or elections otherwise specified in these Bylaws.

### **ARTICLE V – CONDUCT OF BUSINESS**

The Board of Directors, committees, councils, boards, and other working groups may conduct business by electronic or nonelectronic means including mail, telephone, fax, computer, or other appropriate means provided that all members have access to the information and/or debate through one or more of the means listed.



## ARTICLE VI – NATIONAL OFFICE

### 6.1. RESPONSIBILITIES

The Association shall maintain a National Office that shall constitute a permanent repository for Association records and shall carry out the procedures and policies of the Association under the direction of the Board of Directors.

### 6.2. CHIEF EXECUTIVE OFFICER

6.2.1. The Chief Executive Officer shall be appointed by the Board of Directors and shall serve at the pleasure of the Board. The Chief Executive Officer serves as the chief administrative officer of the Association. The Chief Executive Officer monitors work assigned to the National Office staff and provides periodic reports to the Board of Directors. The Chief Executive Officer shall supervise and have general charge of all operating functions and activities of the Association and shall be charged with carrying out the policies, programs, orders, and resolutions of the Board of Directors. The Chief Executive Officer may employ, discharge and supervise, and determine the compensation of, employees of the Association. The Chief Executive Officer shall perform such other duties and shall have such other authority and powers as the Board of Directors may from time to time prescribe, shall keep the Board of Directors, officers, and committees of the Association fully informed as to the business and affairs of the Association and shall consult freely with them concerning its business and affairs.

6.2.2. The Chief Executive Officer (or designee) shall serve as an ex officio nonvoting member, unless otherwise stipulated, of all committees, boards, and councils established by the Board of Directors.

## ARTICLE VII – PROFESSIONAL STANDARDS AND ETHICS

### 7.1. COUNCIL FOR CLINICAL CERTIFICATION IN AUDIOLOGY AND SPEECH-LANGUAGE PATHOLOGY

The Association, by action of the Board of Directors, shall establish and maintain programs of clinical certification, advanced clinical specialty certification, and assistants certification. The Association shall establish the Council for Clinical Certification in Audiology and Speech-Language Pathology (CFCC), which shall: define the standards for clinical certification and apply those standards in the certification of individuals; define the standards for clinical specialty certification; and make essential certification decisions as listed in the semi-autonomous entities agreement. The CFCC will accept, process, and rule on applications submitted for the creation of

a Specialty Board and will monitor each Specialty Board in the implementation of mechanisms to verify compliance with the specific clinical specialty certification requirements. Members of the CFCC shall be appointed following policies established by the CFCC. The CFCC shall have final authority to establish and revise the standards and processes for: clinical certification of audiologists and speech-language pathologists, clinical specialty certification, and assistants certification; and to suspend or withdraw clinical certification of audiologists and speech-language pathologists, and certification of assistants, in cases where certification was granted on the basis of inaccurate information or where the individuals failed to comply with the certification maintenance requirements. Subject to the application of established appeal procedures, all decisions of the CFCC including those above, as well as initial denial, suspension, withdrawal, or reinstatement of certification, shall be final. The CFCC authorizes the Board of Ethics to apply the Code of Ethics to certificate holders and to apply the Assistants Code of Conduct (hereafter, "Code of Conduct") to certified assistants for violations and to impose sanction(s).

## **7.2. COUNCIL ON ACADEMIC ACCREDITATION IN AUDIOLOGY AND SPEECH-LANGUAGE PATHOLOGY**

The Association, by action of the Board of Directors, shall establish and maintain a program of academic accreditation. The Association shall establish the Council on Academic Accreditation in Audiology and Speech-Language Pathology (CAA), which shall define the standards for the accreditation of graduate education programs and apply those standards in the accreditation of such programs. The CAA may also develop standards and processes for approval for programs that prepare support personnel. Members of the CAA shall be appointed following policies established by the CAA, and the CAA shall have final authority to establish the standards and processes for academic accreditation. Subject to the application of established appeal procedures, the decisions of the CAA concerning the award, withholding, or withdrawal of academic accreditation shall be final.

## **7.3. BOARD OF ETHICS**

The Association shall establish a Board of Ethics that shall (1) formulate, publish, and, from time to time, amend a Code of Ethics containing the professional responsibilities by which members and certificate holders shall be bound and a Code of Conduct by which certified assistants shall be bound; (2) develop educational programs and materials on ethics for distribution to members and certificate holders, certified assistants, academic programs, and others; (3) adjudicate complaints alleging violations of the Code of Ethics and the Code of Conduct; and (4) make essential decisions as listed in the semi-autonomous entities agreement. Members of the Board of

Ethics shall be appointed by the Committee on Committees. The Board of Directors shall approve any revisions to (1) the Code of Ethics, (2) the Code of Conduct, and (3) the procedures formulated by the Board of Ethics for processing allegations of Code of Ethics and Code of Conduct violations to ensure that they comply with basic due process considerations. The Board of Ethics shall determine sanctions for violations in its discretion as it deems appropriate, including a Reprimand; Censure; Suspension of membership and/or certification; Revocation of membership and/or certification; Withholding of membership and/or certification; ethics examination; and/or continuing education hours. Any appeal from a Board of Ethics Further Consideration shall be decided by the ASHA Ethics Appeal Panel.

## **ARTICLE VIII— PUBLICATIONS**

8.1. The Association shall (1) produce at least one regularly scheduled publication that shall serve as the official organ of the Association and be known as The ASHA Leader, (2) publish scholarly journals as recommended by the Publications Board and approved by the Board of Directors, and (3) create other publications approved by the Board of Directors.

8.2. Members/International Affiliates (except Spouse Members and members who become Life Members after January 1, 1999) shall receive The ASHA Leader and, if they so elect in their annual membership renewal, such other current periodicals, including scholarly journals regularly published by the Association, from which they can select one free with their annual membership dues.

## **ARTICLE IX— DISCRIMINATION**

The Association shall not discriminate on the basis of age, disability, ethnicity, gender expression/gender identity, national origin, race, religion, sex, sexual orientation, or veteran status. All programs and activities of the Association shall be conducted in furtherance of this policy.

## **ARTICLE X – HONORS AND FELLOWSHIP**

### **10.1. HONORS OF THE ASSOCIATION**

The Honors of the Association recognize distinguished contributions to the discipline of communication sciences and disorders and are the highest honors the Association can give. The Honors of the Association may be presented to an individual member or an International Affiliate upon recommendation by the Committee on Honors and approved by 75% vote of the Board of Directors voting on the recommendation.

## **10.2. FELLOWSHIP**

Fellowship is an award recognizing professional or scientific achievement and may be awarded to a member or an International Affiliate on approval by two-thirds vote of the Committee on Honors.

## **ARTICLE XI – RECOGNITION OF OTHER ORGANIZATIONS**

### **11.1. STATE SPEECH-LANGUAGE-HEARING ASSOCIATIONS**

#### **11.1.1. Purpose**

Recognition provides official identification of state speech-language-hearing associations that represent the professions of speech-language pathology and audiology.

#### **11.1.2. Method of Recognition**

A state association that desires recognition shall petition in writing to the Board of Directors. Recognition shall be granted and maintained at the discretion of the Board of Directors (a) one association that represents both professions of speech-language pathology and audiology (b) two associations, one representing speech-language pathology and one representing audiology, with a formalized agreement to collaborate and jointly represent the interests of both professions within the state; or (c) two associations, one representing speech-language pathology as well as audiology, and one representing audiology, with a formalized agreement to collaborate and jointly represent the interests of both professions within the state. Recognition shall be available only to those state associations with purposes and membership requirements that are consistent with those of the Association and that are independent and not controlled, directly or indirectly, by any other organization.

### **11.2. STUDENT SPEECH-LANGUAGE-HEARING ORGANIZATIONS**

11.2.1. The Association recognizes the National Student Speech Language Hearing Association as the sole national student association in the discipline of communication sciences and disorders.

11.2.2. The Board of Directors may work with other student organizations for the benefit of students who are in preparation for entering the professions.

## **ARTICLE XII – SPECIAL INTEREST GROUPS**

### **12.1. ESTABLISHMENT AND PURPOSE**

There shall be established Special Interest Groups (SIGs) to promote the development of knowledge and skills through educational programs, research, publications, and the exchange of information in specialized scientific and professional areas within the Association. A new SIG is formed by a two-thirds vote of the Board of Directors upon submission of a formal proposal and recommendation by the Board of SIG Coordinators. All actions of the SIGs shall be consistent with Association policies and procedures and in accordance with the guidelines and operational procedures developed by the Board of SIG Coordinators and approved by the Board of Directors.

### **12.2. POLICY**

SIGs may make recommendations concerning Association policy. However, the SIGs and their affiliates shall not make any public statement or take positions on behalf of the Association or the SIG without having obtained approval from the Board of Directors in accordance with the established guidelines and procedures.

### **12.3. BYLAWS**

SIGs may adopt their own bylaws that govern SIG operations but shall not be autonomous, have any separate legal status, or have the power to enter into contracts or incur liability on their own behalf or in their own name.

### **12.4. FINANCES**

SIGs shall operate within the approved annual operating budget and will not maintain separate accounts or hold assets in their own name outside of ASHA.

### **12.5. BOARD OF SIG COORDINATORS**

There shall be a Board of SIG Coordinators composed of the coordinator of each SIG, a chair, an Executive Council member of NSSLHA, and an ex officio member. The Board of SIG Coordinators shall coordinate activities and facilitate communication among the various SIGs, develop guidelines and operational procedures for SIGs approved by the Board of Directors, communicate and cooperate with the various organizational components of the Association to promote the SIGs' goals, ensure that the SIGs are operating within the approved annual operating budget, and prepare reports of SIGs' activities. The Board of SIGs Coordinators and all SIG activities shall be monitored by the Board of Directors.

## ARTICLE XIII – PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and to the extent they are not inconsistent with these Bylaws, the Articles of Incorporation, or with any policies or rules of order the Association may adopt.

## ARTICLE XIV – INDEMNIFICATION

The Association shall indemnify all officers; directors; employees, committee, council, and board members; and all other volunteers of the Association for their activities conducted according to the policies and procedures of the association, and shall purchase insurance for such indemnification to the extent determined by the Board of Directors.

## ARTICLE XV– AMENDMENTS

These Bylaws may be amended by either of the following procedures:

15.1. By the Board of Directors by two-thirds vote of its members, except that any amendment involving a matter reserved to members under Section 3.3 shall, after the required Board of Directors approval, be submitted to members for vote and shall require for adoption a two-thirds vote of those members of the Association voting within 21 days from the mailing or electronic posting of the ballot.

15.2. By written petition by 2% of the members of the Association based on the last annual count adopted by the Board by a two-thirds vote, except that any amendment involving a matter reserved to the members under Section 3.3 shall, after the required approval of the Board of Directors, be submitted to the members as prescribed in Section 15.1.

15.3. By a simple majority vote of its members, the Board of Directors may make editorial changes so long as they do not change substance or meaning. Such changes shall include (a) changing the placement of one or more sentences; (b) the numbering of articles or sections; (c) changing approved terminology in order to make it uniform or consistent. and (d) punctuation, capitalization, spelling, grammar, details of style, and other purely editorial matters. These changes shall take effect upon such action, and shall be followed by proper publication to the Membership.