



AMERICAN  
SPEECH-LANGUAGE-  
HEARING  
ASSOCIATION

# Bylaws of the American Speech-Language- Hearing Association

Reference this material as: American Speech-Language-Hearing Association. (2008). *Bylaws of the American Speech-Language-Hearing Association* [Bylaws]. Available from [www.asha.org/policy](http://www.asha.org/policy).

Index terms: ASHA governance, certification, accreditation, Special Interest Divisions

DOI: 10.1044/policy.BY2008-00284

---

© Copyright 2008 American Speech-Language-Hearing Association. All rights reserved.

*Disclaimer:* The American Speech-Language-Hearing Association disclaims any liability to any party for the accuracy, completeness, or availability of these documents, or for any damages arising out of the use of the documents and any information they contain.

**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

1. To encourage basic scientific study of the processes of individual human communication with special reference to speech, language, hearing, and related disorders;
2. To promote high standards and ethics for the academic and clinical preparation of individuals entering the discipline of human communication sciences and disorders;
3. To promote the acquisition of new knowledge and skills for those within the discipline;
4. To promote investigation, prevention, and the diagnosis and treatment of disorders of human communication and related disorders;
5. To foster improvement of clinical services and intervention procedures concerning such disorders;
6. To stimulate exchange of information among persons and organizations, and to disseminate such information;
7. To inform the public about communication sciences and disorders, related disorders, and the professionals who provide services;
8. To advocate on behalf of persons with communication and related disorders;
9. 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. Nomination and election of members of the Advisory Councils pursuant to Section 5.3 and 5.4.

3.3.3. Privilege of removal of voting members of the Board of Directors, pursuant to Section 4.7, and Advisory Council members, pursuant to Section 5.7.

3.3.4. Initiation of amendments to these Bylaws pursuant to Section 16.2.

## ***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 16 members as follows:

1. 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.
2. 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
3. Immediate Past President
4. Vice President for Academic Affairs in Audiology
5. Vice President for Academic Affairs in Speech-Language Pathology

6. Vice President for Audiology Practice
7. Vice President for Speech-Language Pathology Practice
8. Vice President for Finance
9. Vice President for Government Relations and Public Policy
10. Vice President for Planning
11. Vice President for Science and Research
12. Vice President for Standards and Ethics in Audiology
13. Vice President for Standards and Ethics in Speech-Language Pathology
14. Chair of the Audiology Advisory Council
15. Chair of the Speech-Language Pathology Advisory Council
16. Executive Director of the Association, who shall serve as a nonvoting member

The President, President-Elect, Immediate Past President, the Vice Presidents, and Chairs 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**

A committee consisting of six members and the Immediate Past President serving as Chair shall present a slate of no more than three but at least two candidates for each office to be elected by the membership. Three members of the committee shall be elected to staggered 2-year terms by each of the Advisory Councils, and their term of office shall begin on January 1.

#### **4.4. Elections**

4.4.1. Election of each director 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.

4.4.2. All members may vote for the voting members of the Board of Directors pursuant to 3.3.1, with the exception of the specific profession-designated Board of Director offices as indicated in 4.4.3 and 4.4.4. Advisory Council Chairs are elected as indicated in 4.4.6 and 4.4.7.

4.4.3. 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

4.4.4. 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

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

4.4.6. The Chair of the Audiology Advisory Council shall be elected by and from the members of the Audiology Advisory Council.

4.4.7. The Chair of the Speech-Language Pathology Advisory Council shall be elected by and from the members of the Speech-Language Pathology Advisory Council.

#### **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 shall be elected for a term of 3 years or until their successors are elected.

4.5.3. Each Advisory Council Chair shall be elected for a term of 3 years or until their successors are elected. An Advisory Council Chair whose term as an Advisory Council member expires during his or her term as Chair shall have the term as Advisory Council member automatically extended until the end of the term as Advisory Council Chair.

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

4.5.5. 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, the Board of Directors shall elect a member of the Association to serve for the unexpired portion of the term of that Vice President.
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.
5. If a vacancy occurs in the office of Advisory Council Chair, the applicable Advisory Council will hold an election to fill the vacancy for 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 Vice Presidents and the President-Elect 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 — Advisory Councils****5.1. Responsibilities**

An Audiology Advisory Council and a Speech-Language Pathology Advisory Council shall be established to identify and discuss issues of concern to members and provide advice to the Board of Directors. The Advisory Councils and its members shall not make any public statement or take positions on behalf of the Association or the Advisory Council without having obtained approval from the Board of Directors. Each Advisory Council shall have the following responsibilities:

1. Identify, analyze, discuss, and prioritize issues of concern to members.
2. Advise the Board of Directors on issues that need to be considered as the Association engages in planning to advance the purposes of the Association.
3. Provide advice to the Board of Directors on issues the Board of Directors brings to the Advisory Councils.
4. Review ASHA's approved budget and forecasts and provide input and recommendations on budget items to consider in the development of the next year's budget, including the need for any dues increase.
5. Participate in the peer review of all ASHA policy documents.
6. Review and comment on policy documents prior to final approval by the Board of Directors.
7. Elect representatives from eligible members of the Association to the following committees and boards:
  - a. Committee on Honors
  - b. Committee on Nominations and Elections
  - c. Financial Planning Board
  - d. Government Relations and Public Policy Board

**5.2. Composition**

5.2.1. Each Advisory Council will have 53 members, 1 from each of the 50 states, 1 from the District of Columbia, 1 from the National Student Speech Language Hearing Association (NSSLHA), and 1 from members who reside outside the United States.

5.2.2. Members of the Audiology Advisory Council will be ASHA members who are certified audiologists or hearing scientists and who declare affiliation with this council. Members of the Speech-Language Pathology Advisory Council will be ASHA members who are certified in speech-language pathology or speech or language scientists and who declare affiliation with this council.

5.2.3. Student members of the Advisory Councils must be members in good standing of NSSLHA.

### **5.3. Nominations**

A member of the Association may submit nominations and be a candidate for election to the Audiology Advisory Council or the Speech-Language Pathology Advisory Council only from the constituency in which the member resides. Each member is entitled to nominate up to two individuals from that member's constituency.

### **5.4. Elections**

Each member shall receive an election ballot and may vote for one nominee from that member's constituency. Audiology members within the constituency will vote for nominees for the Audiology Advisory Council. Speech-language pathology members within the constituency will vote for nominees for the Speech-Language Pathology Advisory Council. Members who hold no certification or dual certification shall declare the area (audiology or speech-language pathology) for which they wish to vote. NSSLHA representatives to the Advisory Councils will be determined by NSSLHA election procedures.

### **5.5. Terms of Office and Term Limits**

Members of the Advisory Councils shall be elected to staggered 3-year terms or until their successors are elected, and their term of office shall begin on January 1 of the year determined for each such member by the Committee on Nominations and Elections. Terms of office for NSSLHA members of the Advisory Councils shall be determined by NSSLHA and shall not exceed 3 years. No person shall be eligible to serve more than two consecutive terms. Individuals are eligible for nomination and election after sitting out one term.

### **5.6. Vacancies**

If an Advisory Council member (1) changes residence to another constituency or (2) for any reason no longer fulfills the requirement for election to his or her seat or (3) advises the Chair of the Advisory Council that he or she is no longer willing to serve, the member shall no longer serve as a member of the Advisory Council. The Board of Directors shall elect a member of the Association from the constituency in which the resigning/former member resides to serve for the unexpired portion of the term of the Advisory Council member.

### **5.7. Removal From Advisory Council**

Any elected member of an Advisory Council, except those elected by NSSLHA, may be removed from office

1. by a vote of two thirds of the current members of the Advisory Council, or
2. by a written petition for removal signed by 10% of the total number of members of the profession represented by the Advisory Council residing in the member's constituency submitted to the President and approval of the petition by two

thirds of the members of the Association representing the member's profession residing in that member's constituency who vote in response to the electronic or nonelectronic submission of the petition, or

3. if the member is absent from the constituent area he or she represents for more than 20 consecutive weeks, or
4. if no longer a member in good standing of the Association, he or she may be removed by the Board of Directors.

#### **5.8. Meetings**

5.8.1. Advisory Councils shall hold one meeting during the first 6 months of the year for which ASHA will pay expenses consistent with the ASHA expense policy. These meetings shall be called by the Advisory Council Chairs with at least a 90-day notice for in-person meetings.

5.8.2. An additional meeting of an Advisory Council may be held during the ASHA Convention as determined by the Advisory Council. ASHA will not provide financial, travel, or stipend support for Advisory Council members who attend this meeting.

#### ***Article VI — Conduct of Business***

The Board of Directors, Advisory Councils, 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 VII — National Office***

##### **7.1. 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.

##### **7.2. Executive Director**

7.2.1. The Executive Director shall be appointed by the Board of Directors and shall serve at the pleasure of the Board. The Executive Director serves as the chief administrative officer of the Association. The Executive Director monitors work assigned to the National Office staff and provides periodic reports to the Board of Directors. The Executive Director 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 Executive Director may employ, discharge and supervise, and determine the compensation of, employees of the Association. The Executive Director 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.

7.2.2. The Executive Director (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 VIII — Professional Standards and Ethics****8.1. Council for Clinical Certification in Audiology and Speech-Language Pathology**

The Association, by action of the Board of Directors, shall establish and maintain a program of 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. Members of the CFCC shall be appointed following policies established by the CFCC. The CFCC shall have final authority to establish the standards and processes for clinical certification of speech-language pathologists and audiologists and recognition programs for support personnel, and to suspend or withdraw certification of speech-language pathologists and audiologists in cases where certification was granted on the basis of inaccurate information or where the individuals fail 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.

**8.2. 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.

**8.3. 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 (hereinafter the “Code”) containing the professional responsibilities by which members and certificate holders shall be bound; (2) develop educational programs and materials on ethics for distribution to members and certificate holders, academic programs, and other agencies and associations; and (3) adjudicate complaints alleging violations of the Code. Members of the Board of Ethics shall be appointed by the Committee on Committees. The Board of Ethics shall review all proposed amendments to the Code and forward recommendations regarding the proposed revisions to the Board of Directors. The Code and all amendments shall be subject to approval by the Board of Directors. The Board of Ethics shall formulate and publish procedures that shall be used for the processing of alleged violations of the Code, including a reasonable opportunity to be heard through counsel of one's own choosing. The Board of Ethics shall determine sanctions for violations in its discretion as it deems appropriate, including revoking membership and/or certification. Revocation of membership and/or certification requires a two-thirds vote of the Board of Ethics. Any appeal from a Board of Ethics action shall be decided by a panel of the Board of Directors, whose decisions shall be final.

**Article IX — Publications**

9.1. 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.

9.2. 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 X — Discrimination**

The Association shall not discriminate on the basis of race, national origin, religion, age, gender, gender identification, sex, sexual orientation, or handicapping condition. All programs and activities of the Association shall be conducted in furtherance of this policy.

**Article XI — Honors and Fellowship****11.1. 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 upon recommendation by the Committee on Honors and approved by 75% vote of the Board of Directors voting on the recommendation.

**11.2. Fellowship**

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

**Article XII — Recognition of Other Organizations****12.1. State Speech-Language-Hearing Associations***12.1.1. Purpose*

Recognition provides official identification of state speech-language-hearing associations.

*12.1.2. 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 to only one association in each state and 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.

**12.2. Student Speech-Language-Hearing Organizations**

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

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

### ***Article XIII — Special Interest Divisions***

#### **13.1. Establishment and Purpose**

There shall be established special interest divisions (“divisions”) 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 division is formed by a two-thirds vote of the Board of Directors upon submission of a formal proposal and recommendation by the Board of Division Coordinators. All actions of the divisions shall be consistent with Association policies and procedures and in accordance with the guidelines and operational procedures developed by the Board of Division Coordinators and approved by the Board of Directors.

#### **13.2. Policy**

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

#### **13.3. Bylaws**

Divisions may adopt their own bylaws 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.

#### **13.4. Finances**

Divisions shall be financially self-supporting but will not maintain separate accounts or hold assets in their own name outside of ASHA.

#### **13.5. Board of Division Coordinators**

There shall be a Board of Division Coordinators composed of the coordinator of each division, a chair, an Executive Council member of NSSLHA, and ex officio members. The Board of Division Coordinators shall coordinate activities and facilitate communication among the various divisions, develop guidelines and operational procedures for divisions approved by the Board of Directors, communicate and cooperate with the various organizational components of the Association to promote the divisions' goals, ensure that the divisions are financially self-supporting, and prepare annual budgets and reports of division activities. The Board of Division Coordinators and all division activities shall be monitored by the Board of Directors.

### ***Article XIV — 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 XV — 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 XVI— Amendments***

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

16.1. 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.

16.2. 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 16.1.