

# By-Laws

- **ARTICLE I - NAME**
- **ARTICLE II - PURPOSE**
- **ARTICLE III - MEMBERSHIP**
- **ARTICLE IV - OFFICERS**
- **ARTICLE V - COMMITTEES**
- **ARTICLE VI - BOARD OF DIRECTORS**
- **ARTICLE VII - EXECUTIVE COMMITTEE**
- **ARTICLE VIII - AMENDMENTS**
- **ARTICLE IX - DEFINITIONS**

In 1998, in Louisville, Kentucky, a majority of the NAHO membership attending the National Association of Hearing Officials, Inc. annual meeting approved the original bylaws for NAHO for purposes of incorporation. The original bylaws have been amended as follows by a majority of the NAHO membership attending the annual membership meetings on October 17, 2000, in Norfolk, Virginia; November 6, 2007, in Santa Fe, New Mexico; September 22, 2009, in Boise, Idaho; November 15, 2011, in Santa Fe, New Mexico; September 17, 2013, in St. Paul, Minnesota; November 18, 2014, in Charleston, South Carolina; and October 27, 2015, in Scottsdale, Arizona.

## **ARTICLE I - NAME**

**Section 1.** The name of the Association shall be the National Association of Hearing Officials, Inc. (NAHO).

## **ARTICLE II - PURPOSE**

**Section 1.** The purpose of the Association is to provide a forum at national, state and regional levels for training and discussion of matters pertaining to administrative hearings and matters of mutual concern to members of the Association. The Association will gather and share information and material for the continuing education and certification of its members and provide a common meeting ground where those persons charged with the performance of administrative hearings may come together for this purpose.

## **ARTICLE III - MEMBERSHIP**

**Section 1.** Regular membership shall be open to all current and former administrative hearing officials. Associate membership, granted by a vote of the Membership Committee, shall be open to anyone who is not a hearing official, but provides support for hearing officials or makes a contribution to the administrative hearing process through their work, their scholarship, or their efforts on behalf of NAHO. Associate members shall have no voting rights or be eligible for certification. The Board of Directors shall have the power to resolve all questions, issues, and interpretations regarding eligibility criteria for membership.

**Section 2.** All applications for membership must be submitted on the prescribed application to NAHO. The membership committee shall review applications for completeness and determine whether the applicant meets the eligibility criteria for membership. If any applicant's eligibility is questionable, the committee shall submit the application to the Board of Directors for resolution.

**Section 3.** For the purpose of this Association, there shall be six regions being Northeast, Central, Southwest, Southeast, Mountain and Western, defined as follows:

- **NORTHEAST** Connecticut, Delaware, District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Puerto Rico, Rhode Island, Vermont, and Virgin Islands.
- **SOUTHEAST** Alabama, Florida, Georgia, Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Virginia, and West Virginia
- **CENTRAL** Illinois, Indiana, Iowa, Michigan, Minnesota, Missouri, Ohio, and Wisconsin
- **WESTERN** Alaska, Arizona, California, Guam, Hawaii, Idaho, Nevada, Oregon, Utah, Washington, and American Samoa
- **SOUTHWEST** Arkansas, Louisiana, New Mexico, Oklahoma, and Texas
- **MOUNTAIN** Colorado, Kansas, Montana, Nebraska, North Dakota, South Dakota, and Wyoming

**Section 4.** Members and associate members of the Association shall pay annual dues to NAHO, in the amount set by the Board of Directors.

#### **ARTICLE IV - OFFICERS**

**Section 1.** The officers of the Association shall be elected by the membership at large by a majority vote and shall consist of the President, Vice President, Secretary and Treasurer. Six (6) Regional Representatives shall be elected to serve as members of the Board of Directors by the members of their respective regions. The term of office shall extend two (2) years from every other January 1 through every other December 31. All officers may serve two years and may be re-elected. However, no person may serve more than two (2) consecutive full terms in any one office.

**Section 2.** The President shall preside at all annual meetings of the Association and at all meetings of the Board of Directors. The President shall: make an annual report to the membership concerning the activities of the Association; appoint members and designate chairpersons of such committees as may be necessary to promote the objectives of the Association; work with past presidents of the Association to ensure its continuity and stability; make appointments, with the majority consent of the remaining membership of the Board of Directors, to fill any vacant position on the Board of Directors which will not otherwise be filled by immediate regular election. With the exception of the Conference Planning Committee, the President shall appoint the members and chairpersons of the standing committees and other committees, to serve at the pleasure of the President. The President shall appoint a Parliamentarian to be present at each business meeting for the purpose of maintaining correct parliamentary procedure. The Parliamentarian will serve a yearly term from January 1 through December 31 and may be reappointed at the pleasure of the President.

**Section 3.** The Vice President shall perform official functions of the President during the absence or the incapacity of the President. The Vice President shall assist the President in developing and carrying out the programs and activities of the Association, and shall carry out the other duties, as assigned by the President. The Vice President shall chair the Conference Planning Committee.

**Section 4.** The Secretary shall prepare and submit to the President minutes of the Board of Directors and the annual meeting of the Association; shall be responsible for correspondence and such other related matters as shall be referred by the President; and shall take the place of the President if both the President and the Vice President are absent or unable to serve. The Secretary shall be the

custodian of the records for the Association and shall maintain and distribute as directed by the Board of Directors all records, books, pamphlets, tapes, and other materials acquired by the Association for dissemination to its members or affiliated organizations.

**Section 5.** The Treasurer shall be responsible for the financial affairs of the Association. All expenses for reimbursement incurred by members/officers of the Association in the course of NAHO business shall be submitted to the Treasurer to be reviewed and approved for payment. All bank accounts established in the name of NAHO must have the approval of the Treasurer and no payments shall be made from such accounts by anyone other than the Treasurer unless the Treasurer has given written prior authorization.

**Section 6.** The Regional Representatives shall be responsible for maintaining a current list of members in their region. This list shall also include current state administrators of each respective region. The Regional Representatives shall be members of the Membership Committee and communicate with current NAHO members and recruit prospective members in their region and address concerns before the Board of Directors. The Regional Representatives may serve on committees as appointed by the President.

## **ARTICLE V - COMMITTEES**

**Section 1.** Standing committees of the Association shall be the Nominating Committee, the By-Laws and Policies Committee, the Membership Committee, the Conference Planning Committee, the Certification Committee, and the Budget and Finance Committee. The President shall appoint these committees and the chairperson to serve at the President's pleasure with the exception of the Conference Planning Committee.

**Section 2.** The Nominating Committee shall consist of a chairperson and one member from the Northeast, Central, or Southeast Region, and one member from the Southwest, Mountain, or Western Region. No Association member shall receive consecutive appointments as chairperson and no one shall serve on the Committee at the same time they are on the ballot for election to any position. The Nominating Committee shall nominate a minimum of one candidate for each of the offices to be filled at the next regular election, which shall be held every other year by ballot. The nomination of candidates will also be open to the membership. New officers will be installed at the annual conference and will take office on January 1 of every other year. Election to national office shall be by plurality of votes cast and non-complying ballots may be voided. Only active members with current dues paid shall be eligible to vote. Members of the Board of Directors will cast secret ballots to break any tie vote.

The Nominating Committee shall:

- Announce an election and request nominations for office;
- Receive all self-declarations of candidacy as well as nominations from the membership;
- Ensure that candidates nominated for the Board of Directors have current dues paid and are eligible for the respective positions by virtue of membership and according to the Bylaws;
- Prepare a slate of consenting candidates for each office who are subject to election by the membership;
- Prepare a slate of all candidates for all offices; and submits the complete listing of candidates and their qualifications to the Board of Directors for approval;

- Prepare six (6) ballots, one for each region, listing candidates for the offices of President, Vice President, Secretary, Treasurer, the Regional Representative, and their qualifications; and
- Distribute this ballot to all members at least 45 days prior to the annual conference, with notice that they must be returned to the Committee Chairperson no more than 30 days before the conference.

Thereafter, the Nominating Committee shall:

- Meet within ten (10) calendar days after the ballots were required to be returned to review all ballots received; and
- Submit the official results to the President prior to the annual meeting of the Board of Directors, who shall make the results known to the membership at the annual conference, on the Association web page, and in the Association newsletter.

**Section 3.** The Bylaws and Policies Committee has the responsibility of maintaining the Bylaws and the NAHO General Policy Manual. . The Committee continually reviews the Bylaws and Policy Manual to determine where change is needed and works with other committees and the Board to develop a more viable Association structure/organization.

**Section 4.** The Membership Committee is responsible for processing applications for new and renewed membership and for maintaining an accurate listing of membership. The Committee also develops and implements plans to increase and sustain membership and determines appropriate means to address membership needs.

**Section 5.** The Conference Planning Committee shall be chaired by the Vice President who shall appoint its members. This committee has the responsibility to plan the content of the annual conference and to carry out all duties necessary to conduct this conference.

**Section 6.** The Certification Committee shall receive and process applications for certification and recertification, and coordinate efforts with the Conference Curriculum Committee to assist candidates in meeting requirements. The Certification Committee shall review applications and make recommendations on individual applications to the Board. It is the responsibility of the Board to determine the requirements for certification and recertification and to consider and take action to grant certification or recertification of an individual.

**Section 7.** The Budget and Finance Committee is responsible for establishing and maintaining adequate internal controls, verifying the accuracy of financial records, and compliance with state and federal laws.

**Section 8.** Each committee shall keep accurate records to present a progress report at the mid-year Board meeting and at the annual conference.

## **ARTICLE VI - BOARD OF DIRECTORS**

**Section 1.** The Board of Directors shall be composed of the officers, the Immediate Past President of the Association, one At-Large Member appointed for a two-year term by the President upon the approval of a majority of the Board of Directors, and one representative from each of the six regions elected by the regional membership.

**Section 2.** The Board of Directors shall meet at least annually, at the time of the annual meeting and at other times by such other means as determined by the President.

**Section 3.** The Board of Directors shall consider objectives and plans for presentation to the membership at the annual meeting; shall plan the annual meeting; shall approve plans for regional structure; shall solicit, select, and approve the site of the annual conference; and shall carry responsibility with the President for the business of the Association that must be transacted between annual meetings. This Board shall have the authority to enter into any contracts on behalf of the Association as they deem necessary and appropriate.

**Section 4.** The order of business and parliamentary procedure for the conducting of such business shall be conducted in accordance with "Robert's Rules of Order, Revised" when not in conflict with the Association's Bylaws. The order of business may be altered or suspended at any meeting by a majority vote of the members present.

**Section 5.** The business at the annual meeting of the Association and at any special meetings shall be carried out by those members present. Meetings may utilize electronic methods of participation for some or all members.

**Section 6.** The Board of Directors will have an annual line-item budget for expenses incurred for meetings and conferences with receipts when funding is not otherwise available. Any amount over this budgeted amount must be submitted to the Board of Directors for prior approval by a majority vote and monies available.

**Section 7.** The Board of Directors may remove any member from his or her position or office after three unexcused absences in any consecutive twelve-month period. Removal is accomplished by vote of a majority of the Board members present and eligible to vote at a regularly scheduled meeting of the Board.

**Section 8.** Board members must be current on dues. Lapse in dues of more than two months may constitute cause for removal from the Board.

**Section 9.** The Board of Directors is responsible to set the requirements for certification and recertification. The Board is responsible to consider the recommendations of the Certification Committee on individual candidates and determine whether to grant certification of an individual.

**Section 10.** NAHO shall indemnify all past and present officers and members of the Board to the fullest extent permitted by applicable law against any and all expenses including, without limitation, investigation expenses and expert witnesses' and attorneys' fees and expenses, judgments, fines, taxes and related penalties and interest, and amounts paid in settlement actually and reasonably incurred by such officers or members net of any related insurance proceeds received or paid on their behalf in connection with any present or future threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative proceeding based upon, arising from, relating to, or by reason of status as an officer or member of the Board; provided that no indemnification may be made if a judgment or other final adjudication establishes that the acts of an officer or member of the Board were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated or that said officer or member of the Board gained in fact a personal financial profit or other advantage to which said

officer or member was not legally entitled; and further provided that any compromise or settlement payment shall be approved by a majority vote of the members of the Board who are not at that time parties to the proceeding.

#### **ARTICLE VII - EXECUTIVE COMMITTEE**

**Section 1.** The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and Immediate Past President.

**Section 2.** The Executive Committee shall have the power between meetings of the Board of Directors, and in the absence of a quorum of the Board, to take final action consistent with established policies of the Association in matters which the Executive Committee determines to be urgent, and such action shall be reported to the Board. All other action shall be subject to confirmation of the Board of Directors by whichever procedure the Executive Committee may deem necessary.

#### **ARTICLE VIII - AMENDMENTS**

**Section 1.** These Bylaws may be amended by the majority vote of members attending the annual meeting held at the annual conference. The members of record thirty (30) days prior to the annual conference will be sent notice of the recommended amendments.

**Section 2.** The NAHO Board of Directors shall comply with all criteria governing the Association as established by the Board or approved by the general membership.

**Section 3.** Non-substantive changes to Bylaws. The NAHO Board of Directors may correct any of the following.

- a. Capitalization or punctuation, as needed to maintain consistency within the Bylaws;
- b. Typographical, spelling, or grammatical errors;
- c. Lettering and numbering; and
- d. Cross-references cited incorrectly because of subsequent repeal, amendment, or reorganization of the articles or sections.

The Bylaws and Resolutions Committee will retrospectively review any of the changes to Bylaws and policies and recommend any needed non-substantive changes to the Bylaws to be considered for the approval of the Board of Directors.

**ARTICLE IX - DEFINITIONS** In these bylaws, unless the context or subject matter otherwise provides:

- “Absence” means lack of attendance at a meeting of the Board of Directors. An “excused absence” is absence from a particular meeting with the approval of the President or Vice President, which exempts the Board member from the obligation to attend that meeting. An “unexcused absence” is absence from a particular meeting without the approval of the President or Vice President.

- “Administrative hearing” means a fair, impartial opportunity to be heard on the issue(s) in question for the purpose of resolving contested agency actions.
- “Administrative hearing official” means an official appointed by a government agency to conduct administrative hearings. A hearing official, also known as an “administrative law judge,” “hearing officer,” or “hearing examiner,” determines facts based on evidence and argument presented at a hearing, reviews relevant law and rules, and renders a decision on the issue(s) in question.
- “Associate member” means one who has some affiliation with the administrative hearings process and who is granted partial rights and privileges in NAHO. An “active associate member” is one who is current on all fees assessed as a condition for associate membership. An “inactive associate member” is one whose active associate membership has lapsed due to non-payment of fees assessed as a condition for associate membership. Associate members do not have voting rights.
- “Incapacity” means a lack of physical or mental abilities which results in the inability of a member of the Board of Directors to fulfill the duties or responsibilities of office. An incapacity may be temporary or permanent.
- “Member” means one who meets the qualifications for membership in NAHO by virtue of being a current or former administrative hearing official, and who is in good standing. An “active member” is one who is current on all fees assessed as a condition for membership. An “inactive member” is one whose active membership has lapsed due to non-payment of fees assessed as a condition for membership. Only active members have voting rights and other privileges.
- “Prescribed application for membership” is a printed form which must be completed for application and consideration for NAHO membership. The form is available on NAHO’s website or by contacting the NAHO Membership Committee.

*These Bylaws were last revised on September 11, 2018 by a vote of the Association membership at the Annual General Membership Meeting.*

© National Association of Hearing Officials  
PO Box 330865  
Fort Worth, TX 76163-0865