

## ARTICLE V – BOARD OF DIRECTORS

### *Section 1 - Composition*

- a. The voting Board of Directors shall be composed of the elected officers of the Association including: President, President-Elect, Vice President, Vice President-Elect, Past President, Secretary, Treasurer, six Regional Representatives and National Legislative Councilors if said Councilor(s) are members of the Association. The President shall be the Chairperson of the Executive Board.
- b. The non voting Board of Directors shall include: National Legislative Councilor(s) if said Councilor(s) are not members of the Association, Newsletter Editor(s), Committee Chairs and/or associate member who has been appointed by the President to serve as an ex officio member.

### *Section 2 - Decisions*

All decisions of the Board of Directors shall be approved by a majority vote of the Board of Directors, provided a quorum of at least fifty-one percent (51%) of the voting members of the Board of Directors are present and voting, except for decisions on special matters requiring other than a majority vote as specified in the By-Laws.

### *Section 3 - Meetings*

All meetings of the Board of Directors shall be called by the Chairperson of the Board. The Board of Directors shall meet at least twice a year.

### *Section 4 - Responsibilities*

The Board of Directors shall be the governing body of the Association and shall exercise the following powers and duties:

- a. Formulate the policies of the Association in accordance with Articles of Incorporation and the By-Laws.
- b. Select time and place of Association meetings.
- c. Transact all business of the Association between Association meetings.
- d. Approve standing and ad hoc committees (who shall be appointed by the President under provisions of Article VI, Section 5c) as deemed necessary by majority vote.
- e. Vote on and accept or reject applications for membership in instances where there is a question of eligibility in accordance with Article III, Section 3.
- f. Report all actions of the Board of Directors' recommendations to the membership at each annual meeting of the Association.
- g. Keep informed of the existing ASHA legislation which may affect the State.
- h. Keep the Councilor(s) to the ASHA Legislative Council informed of or as to existing legislation concerning the Association if said Councilor(s) is not a member of the Association.