

**BYLAWS OF THE  
MISSOURI/KANSAS ASSOCIATION FOR  
CARDIOVASCULAR AND PULMONARY REHABILITATION**

**ARTICLE I  
NAME**

**Section 1. Name:**

This organization shall be known as the Missouri/Kansas Association for Cardiovascular and Pulmonary Rehabilitation or MOKSACVPR.

**Section 2. Use Of The Name:**

The name of this organization shall not be used for any purpose without specific written permission from the President after approval by the Executive Board.

**ARTICLE II  
MISSION**

**Section 1. Objectives:**

The objectives of the Association are:

- Promote high quality of cardiovascular and pulmonary rehabilitation
- Provide professional educational opportunities
- Promote increased public and professional awareness of cardiovascular and pulmonary health
- Provide a network of resources and establish professional standards for cardiovascular and pulmonary rehabilitation providers.

**ARTICLE III**

**MEMBERSHIP**

**Section 1. Membership:**

Any individual residing in Kansas, Missouri or any other area who is involved or has an interest in cardiovascular and pulmonary health and/or rehabilitation shall be eligible for professional membership. This individual shall be declared a member of the Association upon payment of the annual dues. The amount of yearly dues will be set by the membership committee and approved by the Executive Board.

A professional member of the association shall be eligible to vote on all Association matters, to receive all Association mailings, to hold office in the Association, to attend all

meetings at member fees and shall receive all other benefits deemed by the Association to full members.

**Section 2. Dues:**

The annual dues for all current members shall be payable on or before February 1<sup>st</sup> of each year. Members whose dues are not paid prior to February 1<sup>st</sup> shall be automatically dropped from membership in the Association. New memberships may be issued at any time with yearly dues payable in full at the time of application and renewal prior to February 1<sup>st</sup> each year.

**Section 3. Resignation:**

Any member desiring to resign from the Association shall submit a written resignation to the Membership Committee. NO refund of dues shall be made.

**Section 4. Discipline:**

Any member of the Association may be disciplined or expelled for conduct, which, in the opinion of the Board of Directors, is derogatory to the dignity of or inconsistent with the purposes of the Association. The expulsion of a member may be ordered only upon the affirmative vote of two-thirds of the Board of Directors present at a regular or special meeting, provided a quorum takes action, and only after such member has been informed of the charges against him/her and has been given an opportunity to refute such charges before the Board of Directors.

## **ARTICLE IV OFFICERS**

**Section 1. Officers:**

The officers of the Association shall be a President, President-elect, Past-President, Secretary, Treasurer and elected Members-at-Large, one represented from each state. These officers shall perform the duties prescribed by these Bylaws and by Robert's Rules of Order.

**Section 2. Election of Officers:**

Voting shall be conducted by ballot distributed either by mail or electronically to all current members at least one month prior to the fall meeting. Only members-in-good-standing according to Article III shall be eligible to vote. There shall be only one official ballot for the election of officers that shall contain all the names of those candidates duly nominated according to the provisions of these Bylaws. The candidate receiving the largest number of votes will be elected by plurality vote. In the event of a tie vote for a member of the executive board, not including the Members-at-Large, a second written vote will be conducted at the annual fall conference. A tie vote for the Members-at-Large will result in both nominees serving a term as Member-at-Large.

**Section 3. Election of the Members-at-Large:**

Voting shall be conducted according to the method specified above in Section 2. As for Election of Officers. One Member-at-Large shall be from the State of Kansas and one from the State of Missouri.

**Section 4. Term of Office:**

Officers shall be elected to serve one-year terms with the exception of the Treasurer who shall serve a two-year term. The officer's term shall begin on the date of the annual fall conference at which they are elected. No member shall hold more than one office at a time.

**Section 5. Eligibility:**

Only members-in-good-standing shall be eligible to serve as officers of this Association.

**Section 6. Vacancies:**

In the case of death, incapacity or resignation of any officer, except the President-elect, during a term of office, the vacancy shall be filled by the action of the remainder of the Executive Board. In the case of a vacancy in the office of President-elect, the Nominating Committee may appoint a member-in-good-standing and hold an Executive Board meeting to vote on acceptance.

**Section 7. President:**

The President shall be the chief executive officer of the Association. The President shall serve as Chairperson of the Executive Board; shall call the Executive Board meetings provided for in Article V, Section 3; shall fill vacancies on committees; and shall appoint chairpersons and members of special committees; and shall be an ex-officio member of all committees, except the nominating committee. The President shall have general supervision, direction and control of the business and affairs of the Association. The President shall preside at all meetings of the members and shall have such other powers and duties as may be assigned from time to time by the Executive Board.

**Section 8. President-Elect**

In the absence or disability of the President, the President-elect shall perform all the duties of the President and in so acting shall have all powers of the President. The President-elect shall accept applications for membership on all standing committees of the Association. The President-elect shall be the President of the Association after one term as President-elect unless the officer is removed according to Article IV, Section 11.

**Section 9. Secretary:**

The Secretary shall give notice of all meetings as required by these Bylaws and shall keep and maintain official records and minutes of all meetings of members and the Executive Board.

**Section 10. Treasurer:**

The Treasurer shall receive and safely keep all funds of the Association and deposit them in such bank or banks as may be designated by the Executive Board. Such funds shall be paid out by checks of the Association, signed by an officer and a second designated member as authorized by the Executive Board. The Treasurer shall have the power to give receipts and releases in the Association's name for cash. The Treasurer shall have such other powers and perform such other duties as may be assigned from time to time by the Executive Board.

**Section 11. Past-President:**

The Past-President shall serve as an advisor to and as an ex-officio member of the Executive Board. The Past-President shall be made a regular member of the Education Committee.

**Section 12. Members-at-Large:**

The Members-at-Large will serve as representatives of their states by acting as active members of the executive board. Each Member-at-Large will serve one term on a committee as designated by the president.

**Section 13. Removal:**

Any elected officer may be removed by a two-thirds vote of the general membership whenever, in its judgement, the interest of the Association would thereby best be served.

**Section 14. Resignation:**

Any officer may resign by submitting a written resignation, with a thirty-day notice, to the Executive Board.

**Section 15. Reimbursement:**

Present officers mentioned above and including the Chairperson of the following committees will be reimbursed for travel, registration and/or lodging up to \$300.00/year to attend regular board meetings. Reimbursement will be distributed at the end of each term. Board members must have participated in a minimum of 75% of all board meetings held during the term. This will include: Chairpersons representing: Education and Program Committee, Membership Committee, Nominating Committee, Program Certification Committee, Standards and Issues Committee, and the Newsletter/Website Committee. The reimbursement will cover the existing officers in which the year they are actively serving. The incoming, elected Board taking office in October will begin this benefit the following January. Board Members must submit receipts and an Expense Report for covered items.

## **Article V**

### **Regulation of Corporate Compliance**

The affairs of the society shall be subject to the following provisions.

#### **Section 1.**

Neither the members of the Association nor the Board of Directors shall have power or authority to do any act that will prevent the society from being an organization described in Section 501c(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

#### **Section 2.**

No part of the net earnings of the Society shall inure to the benefit of, or be distributable to its members or any other private person, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered.

#### **Section 3.**

Notwithstanding any other provision of these Articles, no substantial part of the activities of the Association shall be or consist of carrying on propaganda or otherwise attempting to influence legislation. The Association shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

## **Article VI**

### **Amendments**

#### **Section 1.**

Amendments to this constitution may be initiated by a proposal signed by at least five (5) professional members in good standing; said proposal shall be delivered to the President in writing by mail or electronically, at least sixty (60) days prior to the annual meeting. Within thirty (30) days thereafter the Secretary shall mail or send electronic notices of the proposed amendment to the professional members of the Association. The proposed amendment may then be voted on electronically or at the annual meeting and passed by two-thirds majority of the professional members who are represented.

#### **Section 2.**

Amendments may also be initiated by a majority vote of the Board of Directors at least sixty (30) days prior to the annual meeting. In such case, the nominating committee shall electronically mail notice of the proposed amendment to the professional members with the information.

#### **Section 3.**

The amended Constitution shall be signed by the President and President-elect confirming the Society's majority vote of acceptance, and to declare the Bylaws adopted as written.

## **Article VII Dissolution**

### **Section 1.**

The Association shall not be dissolved while twenty Members in good standing dissent. No proposal for dissolution shall be considered unless four weeks notice in writing is given to each member of the Board of Directors and each Member in good standing.

### **Section 2.**

In the event of the Dissolution of the Association, its assets shall be distributed to an organization or organizations engaged in activities similar to those for which this Association was established, provided that such organization or organizations are exempt from taxation under regulations of the United States Internal Revenue Service. The Board of Directors shall be responsible for selecting the organization or organizations in accordance with the stipulations contained in this section.

## **STANDING COMMITTEES AND POSITIONS**

### **Education and Program Committee**

The Program Committee prepares and arranges the annual meeting and other educational programs offered by the Association. This committee is responsible for compiling research information from available literature for recommendation and distribution to the general membership.

### **Membership Committee:**

This committee is responsible for recruiting and securing members and for maintaining a current membership list.

### **Nominating Committee:**

This committee selects at least two candidates for each office. These candidates are presented to the general membership for confirmation of election at the annual meeting of members.

### **Standards and Issues Committee**

This committee is responsible for establishing standards of practice for cardiovascular and pulmonary rehabilitation and for programs to evaluate the practice of cardiovascular and pulmonary rehabilitation in the States. The committee addresses current issues regarding third party reimbursement and acts as a liaison with insurers to promote Cardiovascular and Pulmonary Rehabilitation.

**Newsletter/Website:**

This committee is responsible for web-site development, updating, submission of material and coordination with web-site developer. This committee is also responsible for the newsletter that is published quarterly and mailed to the members of the Association.

**Program Certification Committee:**

This committee is responsible for reviewing state applications for cardiac and pulmonary program certification and follow established procedures by AACVPR to facilitate this process.

**Reimbursement and Legislative Contact Person:**

Reimbursement Contact Person (RCP)—A Reimbursement Contact Person represents MOKSACVPR regarding all payor reimbursement policies for Cardiac and/or Pulmonary issues. The RCP may represent one or both issues. The individual shall be appointed by the President with input from the Board of Directors.

Legislative Contact Person (LCP)—A Legislative Contact Person represents MOKSACVPR regarding all legislation for Cardiac and/or Pulmonary issues. The LCP may represent one or both issues. The individual shall be appointed by the President with input from the Board of Directors.

An individual can be both an RCP and LCP and may represent both states if the President and Board of Directors deem the person qualified to do so. The RCP and LCP are members of the Standards and Issues Committee.

**Reviewed: 1/01**

**Revised: 8/01**

**Revised: 10/04**

**Revised: 12/04**

**Revised: 6/05**

**Revised: 9/06**