

**Washington State Chiropractic Association**  
**BY LAWS**

1. Statement of Purpose

The general purpose of this Corporation is to protect and promote the Chiropractic Profession; for health care education, research and professional trade league purposes; such other activities within the meaning of Section 501 (c) (6) of the Internal Revenue Code of 1954, as amended, and as may be determined in the future.

2. Basic Tenets

The following represents a conceptual philosophy rather than a required course of corporate action. The intention is to set forth basic underlying concepts to guide, rather than rule, the activities of the Corporation and its Members. These Tenets are not intended to define a preferred scope of practice.

- A. Chiropractic is a Philosophy, science, and are of things natural; a system of adjusting the segment of the spinal column and its immediate articulations, for the correction of the cause for Dis-ease.
- B. The Philosophy of Chiropractic is base upon the premise that Dis-ease or abnormal function may result from interference with normal nerve function (or expression of mental impulses), and that if there is no interference to the nerve system, the body has the innate intelligence and the ability to maintain and restore health within the limitation of matter and genetic predisposition.
- C. The science of Chiropractic deals with the relationship between articulations of the vertebral column and the nerve system, and the role for this relationship in the restoration and maintenance of health. Chiropractors attempt to correct the subluxation complex and restore integrity of the motor unit and its neuronal components which in turn removes the abnormal neuronal influence.
- D. The Art of Chiropractic employs a scientific and specific adjustment to the vertebral column, and other articulations, for the correction of a cause of disease. Chiropractors also employ preparatory procedures to facilitate the correction of the subluxation complex and supportive procedures to help stabilize the injured motor unit.
- E. The Practice of Chiropractic consists of the analysis of interference to normal nerve function, at the level of the spine, and the correction thereof by an adjustment for the abnormal deviations of the segments of the vertebral column, and other articulation, for the restoration and

maintenance of health without the use of drugs or surgery. Chiropractors stress preventative measures as a prime factor in the maintenance of health. It further recognizes the obligation for prudent patient assessment (diagnosis/analysis) and responsible referral which is incumbent upon all portal of entry/direct access/primary care professionals, even as it protect the unique chiropractic practice objective of removing spinal subluxation induced nerve interference.

3. Statement of Mission

To create and maintain an ever improving environment in which chiropractors serve their patients, their community, and each other to afford health and vitality to all.

4. Membership

A. Active Membership Qualification

Any person licensed to practice Chiropractic in the state of Washington may be elected to active membership with full voting rights and, if otherwise qualified, to hold elected office in the Corporation, proven (1) he or she is approved by a majority vote of the Board of Directors, and upon satisfaction of the requirements and procedures may be promulgated from time to time by the Board of Directors; (2) had no pending criminal action against him or her; (3) has no history of criminal convictions of proceedings involving moral turpitude or dishonesty or actions contradictory to the purposes of the Corporation; and (4) completes application procedures in the manner prescribed by the Board of Directors.

B. Other Classes of Membership

1. Student Members: Any person that is actively enrolled in, or a graduate of, a chiropractic college or school, and who is not otherwise eligible under any other membership classification and is approved by a majority vote of the Board of Directors, and upon satisfaction of the requirements and procedures as may be promulgated from time to time by the Board of Directors, may be elected to student membership. Student Members shall have no voting rights and may not hold elected office in the Corporation.
2. Retired Members: Persons who were active members in good standing and have retired from practice may elect to transfer their membership status to Retired Member upon approval by a majority vote of the Board of Directors and upon satisfaction of the requirements and procedures as may be promulgated from time to time by the Board of Directors. Retired Members shall be entitled to vote and to hold an

elected office. Retired Members shall have such privileges as determined by the Board of Directors.

3. Associate Members: Persons who are licensed in another state or, if licensed in the state of Washington, do not hold Washington state residency, and would otherwise qualify as an active member, will have the status of Associate Member upon approval by a majority vote of the Board of Directors and upon satisfaction of the requirements and procedures as may be promulgated from time to time by the Board of Directors. Associate Members shall have no voting rights and may not hold elected office in the Corporation. Associate Members shall have such privileges as determined by the Board of Directors.
4. Corporate Members: Organizations, upon approval by the Board of Directors and upon satisfaction of the requirements and procedures may be promulgated from time to time by the Board of Directors, may be granted status as Corporate Members of this Corporation. Corporate Members shall have no voting rights and may not hold elected office in the Corporation. Corporate Members shall have such privileges as determined by the Board of Directors.
5. Paraprofessional Members: Chiropractic assistants, x-ray technicians, front desk staff, accounting staff and other chiropractic clinic staff, upon approval by the Board of Directors and upon satisfaction of the requirements and procedures as may be promulgated from time to time by the Board of Directors, may be granted status as Paraprofessional Members of this Corporation. Paraprofessional Members shall have no voting rights and may not hold elected office in the Corporation. Paraprofessional Members shall have such privileges as determined by the Board of Directors.

#### C. Membership Dues

1. Due Date: Membership dues are payable on a schedule to be set by majority vote of the Board of Directors.
2. Failure to Pay Dues: Membership privileges will cease for anyone whose dues are ninety (90) days delinquent, or for cause determined by the Board of Directors.
3. Amount: The Board of Directors shall establish and approve an Annual Dues schedule each year, which shall set forth the amount of annual dues payable by each class of Member of the Corporation.

5. Board of Directors

The Board will be made up of a President, Vice President (titled: President-elect), Immediate Past President, nine Directors, and a representative to the Congress of Chiropractic State Associations, known as COCSA. The President will designate one director to serve as Secretary and one director to serve as Treasurer. Officers of the Board are the President, President-elect, Immediate Past President, Secretary and Treasurer. All members of the Board are voting members. The Board will organize itself and carry out all the traditional duties and responsibilities of a Board of Directors.

A. Elections

1. The President, President-elect and Immediate Past President will be one continuous three-year term. A member elected as President-elect will serve the first year as President-elect, the second year as President and the third year as Immediate Past President. The President-elect position will be elected annually by the membership. To be nominated for President-elect, a candidate may be nominated by the nomination committee or needs twenty-five (25) endorsements in writing from statewide voting members. These endorsements must be submitted to the Corporation office by November 1<sup>st</sup> for a candidate to qualify for that year's ballot. To qualify for election as a President, a person must have been a voting member of the Corporation for at least five years. The nominating committee members will be the most recent three past presidents and two current board members appointed by the President. They will nominate a candidate for President-Elect by October 1<sup>st</sup>.

2. Directors will serve a three-year staggered term with approximately one-third of the Directors elected annually. The Directors will be elected one member from each Congressional District in the state
3. At this time in 1999, the state of Washington has nine Congressional Districts. To qualify for election as a Director, a person must have been a voting member of the Corporation for at least two years. To be nominated for a Director, a candidate need ten (10) written endorsements from voting members within their district.
4. At the Annual meeting of the Corporation the Board of Directors will elect a member in good standing to represent the Corporation as the COCSA Representative. The COCSA Representative will be an annual term.

**B. Voting**

All positions will be elected utilizing mail-in ballots. Ballots will be sent out by the Corporation office in November and must be postmarked by December 31<sup>st</sup> to be valid and counted. The President-Elect will be elected at -large. Directors will be elected from within their respective district.

**C. Installation**

The new Officers and Members of the Board will be installed at the next Annual Meeting following the election.

**D. Vacancies**

A majority vote of the Board will replace an open Board position to complete an unfinished term. Directors will be replaced by a member from the same district.

**E. Removal**

Any or all of the Officers or Directors may be removed by a majority vote of the association members having voting rights at any Annual Meeting or Special Meeting.

**F. Quorum**

A quorum for a Board of Directors meeting will be fifty (50) percent of those on the Board at the time of the meeting.

**6. Meetings**


- A. The Annual Meeting of the Corporation shall be held each year. The Board will designate the time and place of the Annual Meeting. The membership is to receive at least thirty (30) days written notice of the date, time, and place of the meeting. Only members enrolled and in good standing as of the notice date are eligible to vote at the Annual Meeting. Members holding one-tenth of the votes entitled to be cast shall constitute a quorum. General proxies will not be allowed. Absentee ballots are allowed.
  - B. Board Meetings will be scheduled as needed with at least two weeks written notice to Board members that a meeting will take place. Board member attendance at a Board Meeting can be in person, or by phone.
  - C. Special Meetings may be called by the President or the Board of Directors. A Special Meeting of members may be called by members having one-twentieth of the votes entitled to be cast at such meeting.
7. Offices  
The principal office of the Corporation in the state of Washington shall be located in the County of King.
  8. Staff  
The Board will hire the Executive Director of the Corporation and be responsible to see a constructive, thoughtful annual review of the Executive Director takes place. The Executive Director will hire other staff as directed by the Board. The Executive Director shall be an Ex-Official member of the Board.
  9. Fiscal Year  
The fiscal year for the Corporation shall be the calendar year.
  10. Amendments to Bylaws  
These Bylaws may be amended at any Board Meeting by a two-thirds majority of Board members present and meeting the quorum requirement. Notice of any proposed changes to the Bylaws must go out with written meeting notice to the membership at least two weeks in advance of the meeting in which the Bylaws changes will be considered.
  11. Savings Clause  
If any part or portion of these Bylaws shall be, or shall be deemed, illegal, inoperative, ineffectual, or violative of any existing State law or regulation, shall not reduce or affect the remaining parts and provisions of these Bylaws, and same shall continue in full force and effect for all purposes.
  12. Distribution of Assets Upon Dissolution

In the event of dissolution of this Corporation, the net assets of the Corporation shall be distributed only to a recipient or recipients, to be selected by majority vote of the Board of Directors, that would or shall qualify for exemption as an organization described in Section 501 © of the Internal Revenue Code.

No part or portion of the assets, holding, income or other property of the Corporation shall inure to the benefit of or be distributed to any Member in such capacity.

Nothing contained in this section, however, shall prevent or prohibit the payment of fees, expenses, reimbursements or other compensation due to any person for services rendered to the Corporation in the capacity of director, officer, employee or agent, notwithstanding the Member status of such individual, as provided in these Bylaws.

These Bylaws were approved by the membership of the Washington State Chiropractic Association on August 4, 1999.

Attested to by   
Dan Briggs, DC, WSCA Board Secretary

On this 9 day of June, 2005.