

1 **Florida State Massage Therapy Association, Inc.**

2 *Bylaws*

3  
4 **Article I. Name, Offices, and Purpose**

5  
6 **Section 1. Name**

7 The name of the Association is the Florida State Massage Therapy Association, Inc., a not-for-  
8 profit corporation, that may be abbreviated as “FSMTA.”

9 The name, logo, trademark, service mark, patents, and any other related intellectual property are  
10 the rightful property of FSMTA and are reserved for FSMTA’s use. The FSMTA Executive Board  
11 may allow Members in good standing to use FSMTA’s name, logo, trademark, service mark,  
12 patents, and other related intellectual property.

13  
14 **Section 2. Offices**

15 The FSMTA Executive Board may establish a Principal Place of Business (Corporate  
16 Office/FSMTA Headquarters) in a location of their choosing as well as establishing any other  
17 additional offices, as necessary. The FSMTA Executive Board may alter or change any office,  
18 including the Principal Place of Business, as necessary.

19  
20 **Section 3. Objectives and Purposes**

21 The objectives and purposes of the FSMTA include but are not limited to:

- 22 1. Organizing and uniting its Members in a sense of community.
- 23 2. Promoting the scientific and practical efficacy of massage therapy as practiced by
- 24 Massage Therapists and Practitioners.
- 25 3. Advancing the education of its members through educational opportunities.
- 26 4. Establishing and promoting ethical guidelines.
- 27 5. Enhancing communication between FSMTA members and other healthcare
- 28 professionals.
- 29 6. Promoting the recognition of Massage and Practitioners as qualified healthcare
- 30 professionals.
- 31 7. Lobbying for recognition of the unique expertise of the massage profession.

33 **Article II. Membership**

34

35 **Section 1. General**

- 36 A. Admission to membership will be irrespective of race, color, creed, military status, national  
37 origin, sex, age, marital status, religion, sexual orientation, physical ability, or United  
38 States Supreme Court protected designations.
- 39 B. Members must be Florida Licensed Massage Therapists, or others following approval by  
40 the Executive Board, per Policies and Procedures.
- 41 C. Members will be governed by FSMTA: Articles of Incorporation, Bylaws, Policies and  
42 Procedures, Code of Ethics, Code of Conduct and Patient’s Bill of Rights.

43

44 **Section 2. Membership Classifications**

45 FSMTA Members will be assigned to one classification noted below. The FSMTA Membership  
46 list belongs to FSMTA and may only be used with the written permission of the Executive Board  
47 or Executive Committee.

- 48 A. LMT Member- A Licensed Massage Therapist who is licensed in accordance with the laws  
49 and rules of the State of Florida, or a massage therapist licensed in a jurisdiction other than  
50 Florida as defined in the Policies and Procedures.
- 51 B. Student Member- A student either enrolled in, or recently graduated from a massage  
52 therapy program or a massage apprenticeship as defined in Policies and Procedures.
- 53 C. Associate Member (includes Non LMT, National, International, Business and School  
54 Members)
- 55 1. An individual person in concurrence with the Objectives and Purposes of the  
56 FSMTA including a retired licensed massage therapist, or a massage therapist  
57 licensed in a jurisdiction other than Florida as defined in the Policies and  
58 Procedures.
- 59 2. Any business entity or association in concurrence with the Objectives and Purposes  
60 of the FSMTA. Each business entity or association will designate a representative  
61 as the Associate Member; the membership will be issued in the business entity or  
62 associate’s name.
- 63 D. Lifetime Member
- 64 1. Lifetime Member is a designation awarded by the Executive Board to honor an  
65 individual’s exemplary service, knowledge, or benefit to the FSMTA.
- 66 2. Lifetime Membership is offered for the duration of the member’s life during which  
67 dues are waived.
- 68 3. In the event that Lifetime Membership is awarded to an FSMTA Officer, the waiver  
69 of dues is not considered compensation, but an award in recognition for exemplary  
70 service.

71

72 **Section 3. Privileges**

73 A. Membership privileges are contingent upon application, application approval, payment of  
74 fees and dues, classification, assignment to a Chapter or At-Large membership; and  
75 otherwise, being a member in good standing as defined by the FSMTA Policies and  
76 Procedures, Code of Conduct and Code of Ethics.

77 B. Membership privileges by Membership Classification include:

- 78 1. LMT Members- possess one vote, may hold office, and chair or serve on an  
79 Executive or Chapter level committee. LMT Members-at-large relinquish any  
80 Chapter or Executive level privileges.
- 81 2. Student Members- may not vote, hold office, or chair committees, but may  
82 participate in Executive or Chapter level committees.
- 83 3. Associate Members (includes Non LMT, National, International, Business and  
84 School Members) may not vote, hold office, or chair committees, but may  
85 participate in Executive or Chapter level committees.
- 86 4. Lifetime Members- may not vote, hold office, or chair committees, but may  
87 participate in Executive and Chapter level committees. Lifetime Members that are  
88 simultaneously LMT Members may possess one vote and may hold office and chair  
89 or serve on an Executive or Chapter level committee. LMT Members At Large  
90 relinquish any Chapter level privileges. (This could mean that to retain full voting  
91 benefits and serve as an officer or committee chair, they would need to purchase an  
92 LMT Membership as well.)

93

94 **Section 4. Membership Dues**

95 A. The Membership Year extends for a 12-month period.

96 B. Annual Membership Payment One Time Payment per year:

- 97 1. Membership dues and renewals are due and payable each year on or before the date  
98 of membership expiration.
- 99 2. Membership dues remaining unpaid on their renewal date will be deemed  
100 delinquent, the Member will not be considered a Member in Good Standing, and  
101 membership will be revoked until payment for membership is brought up to date  
102 and the delinquent former Member petitions the Executive Board for readmission  
103 to membership.
- 104 3. The Executive Finance Committee may waive any member's dues for a period of  
105 one year for members in Good Standing who demonstrate financial hardship related  
106 to a catastrophic illness or other event.
- 107 4. The Executive Board will determine membership dues and fees, and their  
108 apportionment among the Chapters, in accordance with the FSMTA Bylaws,  
109 Policies and Procedures, Code of Ethics, Code of Conduct, and Patients' Bill of  
110 Rights.

- 111 C. Annual Membership Payment – Equally Divided Monthly Payments:  
112 1. FSMTA offers a monthly payment plan using auto debit/credit deduction for which  
113 Members sign up online and commit to 12 payments with any applicable fees.  
114 2. Automatic renewal is generally the lesser of a maximum period of 6 years or the  
115 expiration date of the credit/debit card.  
116 3. Members choosing to make equally divided monthly payments under this section  
117 are not permitted to participate in the insurance program with FSMTA’s current  
118 professional & general liability insurance provider.

119

## 120 **Section 5. Membership Application**

- 121 A. Membership applications will be completed in full and submitted with any required fees  
122 and dues to FSMTA headquarters.  
123 B. Membership in FSMTA is a privilege and not a right. Membership Privileges become  
124 effective only after the Membership Application is processed by FSMTA headquarters and  
125 the Membership has been approved by the Executive Board.  
126 C. The Executive Board will determine an Application Fee for new or delinquent Members.  
127 1. Delinquent members are members who have not paid their dues, by their expiration  
128 date.  
129 2. The application fee or late fee is not to exceed \$50.

130

## 131 **Section 6. Member Privacy**

132 Both the FSMTA membership list and member contact information are the legal property of the  
133 Association and shall be used only with the written permission of the Executive Board, or  
134 Executive Committee. Members may opt out of having their information given or sold to any third  
135 party.

136

## 137 **Article III. Meetings, Voting, Notice**

138

### 139 **Section 1. Annual Meeting**

- 140 A. The FSMTA Annual Business Meeting may be held at a date and time set by the Executive  
141 Committee whenever possible in conjunction with FSMTA Annual Convention.  
142 B. Notice will be provided to FSMTA Members at least 30 days in advance of the FSMTA  
143 Annual Business Meeting along with a copy of the Agenda and proposed Bylaws changes.  
144 Notice must be publicized via any FSMTA publication, email, U.S. Mail, or posting on the  
145 FSMTA home page. Any other social media outlet may be used in addition to these  
146 postings.

- 147 C. A quorum of the FSMTA Annual Meeting requires either the Executive President; the  
148 Executive 1st Vice President; or the Executive 2nd Vice President in attendance; including  
149 the Executive Board. LMT Members in good standing, registered and in attendance when  
150 the meeting begins. Once the Annual Meeting is called to order, the withdrawal or  
151 subsequent absence of any Member will not result in the meeting being cancelled or  
152 postponed.
- 153 D. Before adjournment of the FSMTA Annual Business Meeting, any newly elected officers  
154 will be installed by the Executive Director of Elections.
- 155 E. Individual persons may hold more than one position on the Executive Board, each  
156 individual person may only possess one vote.
- 157 F. Voting:
- 158 1. Bylaws changes require a (3/4) three fourths affirmative vote of the quorum of  
159 membership at the FSMTA Annual Meeting. The only exception to this is a vote  
160 for FSMTA Dissolution that requires a (3/4) three fourths super majority vote of  
161 the Executive Board of Directors.
  - 162 2. Policies and Procedure changes require a (2/3) two thirds vote of the Executive  
163 Board during a sanctioned meeting.
  - 164 3. All other voting requires a majority vote unless otherwise addressed in these  
165 Bylaws.
  - 166 4. Voting may be by U.S. Mail, in person ballot, voice, email or electronic means.

167

## 168 **Section 2. Executive Quarterly Meetings**

- 169 A. FSMTA Executive Quarterly Meetings will be held at a date and time set by the Executive  
170 Committee.
- 171 B. Notice will be provided to Executive Board Members at least 30 days in advance. Notice  
172 must be publicized via any FSMTA publication, email, U.S. Mail, or posting on the  
173 FSMTA home page. Any other social media outlet may be used in addition to these  
174 postings.
- 175 C. A quorum of the FSMTA Executive Quarterly Meeting requires either the Executive  
176 President; the Executive 1st Vice President; or the Executive 2nd Vice President in  
177 attendance; including the Executive Board. Once the Executive Quarterly Meeting is called  
178 to order, the withdrawal or subsequent absence of any Member will not result in the  
179 meeting being cancelled or postponed.
- 180 D. Individual persons may hold more than one position on the Executive Board, each  
181 individual person may only possess one vote.
- 182 E. Voting
- 183 1. Policies and Procedure changes require a (2/3) two thirds vote of the Executive  
184 Board during a sanctioned meeting.
  - 185 2. All other voting requires a majority vote unless otherwise addressed in these  
186 Bylaws.
  - 187 3. Voting may be by U.S. Mail, in person ballot, voice, email or electronic means.

### 189 **Section 3. Special Meetings**

- 190 A. Special Meetings may be held on the written request of any Executive Board Member who  
 191 provides specific details of the necessity of such a meeting to the Executive President. The  
 192 Executive President, at their discretion may either call for a Special Meeting or may  
 193 postpone the matter until the next scheduled Executive Quarterly Meeting. If the Special  
 194 Meeting is postponed, the Executive Board Member may petition the entire Executive  
 195 Board for a Special Meeting. The Executive Board may vote by a (2/3) two thirds majority  
 196 to hold such a meeting if the Executive President postpones it.
- 197 B. Special Meetings will be held at a date and time set by the Executive Committee.
- 198 C. Notice will be provided to Executive Board Members at least 15 days in advance. Notice  
 199 must be publicized via any FSMTA publication, email, U.S. Mail, or posting on the  
 200 FSMTA home page. Any other social media outlet may be used in addition to these  
 201 postings. Special Meetings are limited to addressing only issues provided in the Notice of  
 202 such a Special Meeting.
- 203 D. A quorum of a FSMTA Special Meeting requires either the Executive President; the  
 204 Executive 1st Vice President; or the Executive 2nd Vice President in attendance; including  
 205 the Executive Board. Once the Special Meeting is called to order, the withdrawal or  
 206 subsequent absence of any Member will not result in the meeting being cancelled or  
 207 postponed.
- 208 E. Individual persons may hold more than one position on the Executive Board, each  
 209 individual person may only possess one vote.
- 210 F. Voting
- 211 1. Policies and Procedure changes require a (2/3) two thirds vote of the Executive  
 212 Board during a special sanctioned meeting.
  - 213 2. All other voting requires a majority vote unless otherwise addressed in these  
 214 Bylaws.
  - 215 3. Voting may be by U.S. Mail, in person ballot, voice, email or electronic means.

216

### 217 **Section 4. Closed Sessions**

- 218 A. Closed Sessions: FSMTA meetings are open to FSMTA Members unless the Executive  
 219 Board requires a closed session. All closed sessions are subject to be kept in strict  
 220 confidence by those individuals participating. However, confidentiality will allow those  
 221 reports, findings, or recommendations be forwarded to the appropriate board or agency  
 222 including the Florida Department of Health. Closed sessions may be held for these reasons:
- 223 1. Disciplinary actions.
  - 224 2. Confidential negotiations, arbitration, or mediation.
  - 225 3. Personnel matters.
  - 226 4. Candidate reviews.
  - 227 5. Ballot preparation and vote tabulation.

228 6. Any other matter in which public disclosure might damage the FSMTA or  
229 individuals, associated with the FSMTA.

230

## 231 **Article IV. Governance**

232

### 233 **Section 1. Governing Authority of Executive Board**

234 The FSMTA will be governed by elected or appointed Members of the Executive Board who will  
235 act on behalf of and for the best interest of the FSMTA and its members in accordance with these  
236 Bylaws, FSMTA Policies and Procedures, and all applicable laws and regulations.

237

### 238 **Section 2. Composition of the Executive Board**

239 A. Elected by Members in good standing eligible to vote.

240 1. Executive President

241 2. Executive First Vice-President

242 3. Executive Second Vice-President

243 4. Executive Secretary

244 5. Executive Treasurer

245 6. All Chapter Presidents or their Representative

246 B. Appointed Positions

247 C. Executive Directors, Chairs and Special Committee Chairs are appointed by Executive  
248 President and confirmed by the Executive Board of Directors by a simple majority vote.  
249 Executive Chairs and Special Committee Chairs maybe listed in accordance with the  
250 Policies and Procedures of the FSMTA.

251 1. Executive Director of Communication

252 2. Executive Director of Educational Standards

253 3. Executive Director of Elections

254 4. Executive Director of Ethics

255 5. Executive Director FSMTA Events

256 a. Convention Chair

257 6. Executive Director of FSMTA Store

258 7. Executive Director of Legislative Affairs

259 8. Executive Director of Membership

260 9. Executive Director of Sports Team

261 10. Executive Director of Parliamentary Procedures

262 D. Additional Officers

263 Executive Immediate Past President is by succession as designated in the Policies and  
264 Procedures.

265

266 **Section 3. Voting Privileges for the Executive Board of Directors**

- 267 A. All Executive Board positions that are subject to election by FSMTA Membership shall be  
268 voting positions, excluding the Executive Immediate Past President.
- 269 B. The Executive President shall be entitled to vote at any meeting when vote is by ballot or  
270 when voting as any other member. In all other cases, the Executive President may, but is  
271 not obligated to, vote when such vote will affect the result, i.e. cause or break a tie.
- 272 C. Directors except for the Executive Director are voting positions on the Executive Board of  
273 Directors. Sub-Committee Chairs, Special Committees or ad hoc Committees do not have  
274 a vote.
- 275 D. An individual may hold more than one position. If an individual holds more than one voting  
276 position, that individual shall only have one vote.
- 277 E. Any Members of the Executive Board of Directors shall immediately disclose to the Board  
278 any conflict of interest on an issue which would provide economic gain or other advantage  
279 to them and shall refrain from voting on such issues.

280

281 **Section 4. Executive Board Meetings**

282 Quarterly, Annual, and Special Meetings

283 Executive Board Meetings will be held at least semiannually. The Executive President will set the  
284 agenda for each meeting and publish it at least seven (7) days in advance unless otherwise noted  
285 in the Bylaws.

286

287 **Section 5. Executive Committee**

- 288 A. The Executive Committee includes:
- 289 1. Executive President serving as Chair
  - 290 2. Executive First Vice President
  - 291 3. Executive Second Vice President
  - 292 4. Executive Treasurer
  - 293 5. Executive Secretary
- 294 B. The Executive Committee shall conduct, manage, and administer the day-to-day business  
295 of the FSMTA in the best interests of its members subject to the FSMTA Bylaws, Policies  
296 and Procedures, and any other Executive Board votes or decisions including but not limited  
297 to:
- 298 1. Taking minutes at all conferences and meetings.
  - 299 2. Acting on behalf of the Executive Board for emergency matters.
  - 300 3. Waiving eligibility requirements of chapter elected positions.
  - 301 4. Reporting to the Executive Board about all actions taken.
  - 302 5. Interacting with outside agencies, groups, and individuals.



- 303 C. The Executive Committee may not adopt or amend the Bylaws or modify or amend any  
304 action of either the Executive Board or any vote of the Voting Membership.
- 305 D. The EFC (Executive Finance Committee) is composed of the Executive Treasurer as Chair,  
306 the Executive President as Vice Chair, along with the Executive Director as advisor only  
307 with no vote. This committee also includes (1) one Executive Board Member that is not  
308 on the Executive Committee, and (2) two non-board FSMTA members. The Executive  
309 Treasurer chooses the committee members, and all appointees are to be approved by the  
310 Executive Board.
- 311 E. The Executive President and the Executive Treasurer serve on the EFC for the duration of  
312 their tenure on the Executive Committee. The term of the Executive Board member and  
313 one of the non-members will be reappointed in even numbered years, and the remaining  
314 non-member will be reappointed in odd numbered years.

315

## 316 **Article V. Executive Officers**

317

### 318 **Section 1. Executive Officers**

319 Executive Officers will be elected by Voting Members in good standing for a two-year term unless  
320 an officer resigns, and a successor is required. Executive Officers will meet eligibility  
321 requirements. The Executive President will automatically succeed to Executive Immediate Past  
322 President for a term concurrent with a newly elected Executive President. The Executive Officers  
323 will include:

- 324 1. Executive President, voting.
- 325 2. Executive First Vice President, voting.
- 326 3. Executive Second Vice President, voting.
- 327 4. Executive Treasurer, voting.
- 328 5. Executive Secretary, voting.
- 329 6. Executive Immediate Past President, non-voting.
- 330 7. Executive Director, non-voting

331

### 332 **Section 2. Executive Officer Duties**

- 333 A. The Executive President will function as the Chief Officer and the Official Spokesperson  
334 for the FSMTA.
- 335 B. The Executive Officers shall perform all duties customary to their office, as described in  
336 the Bylaws, Policies & Procedures, as directed by the Executive Board and LMT  
337 membership. Prescribed by parliamentary authority adopted by the FSMTA, all applicable  
338 laws, in the best interest of the FSMTA and its members.

339

340

### 341 **Section 3. Administration**

342 The Executive Committee may hire staff, to efficiently manage the day-to-day operations of the  
343 Association. The Executive Board may determine the need for a Management Company/Executive  
344 Director to carry out the efficient administration of the FSMTA. In the absence of an Executive  
345 Director, the Executive Committee will manage the day-to-day operations of the Association.

346

## 347 **Article VI. Executive Committees**

348

### 349 **Section 1. Directors and Committees**

350 A. Executive Directors are appointed by the Executive President and approved by a majority  
351 vote of the Executive Board. Executive Directors will serve for the lesser of a one-year  
352 term or until discharged by the Executive President.

353 B. Executive Special/Sub Committees will convene, as necessary. Executive Special/Sub  
354 Committee Chairs are appointed by the Executive President and approved by the Executive  
355 Board for a specified time, or until discharged by the Executive President. When the  
356 Executive Special/Sub Committee Chair is appointed, they will be given a time frame in  
357 which necessary information must be delivered to the Executive Board.

358 C. Executive Committee Members will be chosen by Executive Director and approved by the  
359 Executive Director.

360 D. FSMTA Standing Executive Directors:

- 361 1. Executive Director of Communication
- 362 2. Executive Director of Educational Standards
- 363 3. Executive Director of Elections
- 364 4. Executive Director of Ethics
- 365 5. Executive Director FSMTA Events
- 366 6. Executive Director of FSMTA Store
- 367 7. Executive Director of Legislative Affairs
- 368 8. Executive Director of Membership
- 369 9. Executive Director of Sports Team
- 370 10. Executive Director of Parliamentary Procedures

371

## 372 **Article VII. Chapters**

373

### 374 **Section 1. Chapter Representation**

375 Chapters are defined as distinct geographic representative assemblies of FSMTA members.

376

## 377 **Section 2. Chapter Charters**

378 FSMTA may have Chapters throughout the World. Each Chapter will hold a Charter bearing the  
379 name: FLORIDA STATE MASSAGE THERAPY ASSOCIATION, INC. \_\_\_\_\_

380 CHAPTER indicating the country, region, state, county, township or district locating the chapter.

381 A. Application for Chapter Charter may be made to the Executive Board providing the  
382 proposed Chapter:

383 1. Is not currently served by a chapter within fifty miles; and

384 2. At least twenty-five Members reside there; as defined in membership classification  
385 in these bylaws.

386 3. The proposed Chapter demonstrates that it can form a Chapter Board of five (5)  
387 voting Massage Members to govern it.

388 B. The authority to approve or revoke a Chapter is reserved to the Executive Board and  
389 requires a (2/3) two thirds majority vote.

390

## 391 **Section 3. Chapter Governing Authority**

392 A. Chapters will be governed by the FSMTA Bylaws, Policies & Procedures, and directives  
393 of the Executive Board.

394 B. Chapters and proposed Chapters agree that the Executive Finance Committee is authorized  
395 to take over Chapter funds and financial records when prudent, including, but not limited  
396 to the following situations:

397 1. Reasonable evidence exists that misappropriation of Chapter funds has occurred or  
398 is occurring.

399 2. A declaration of insufficient funds to operate.

400 3. Failure of a Chapter to conform to the Bylaws and Policies & Procedures.

401 4. Suit being filed against the Association or Chapter.

402 5. Revocation of a Chapter charter.

403 6. Reasonable evidence exists of impropriety or misfeasance on the part of any  
404 individual having access to Chapter funds.

405

## 406 **Section 4. Chapter Annual Business Meeting**

407 In addition to Regular Meetings, Chapters will designate an Annual Business Meeting to elect  
408 officers and will provide all Chapter Members in good standing with at least 14-day notice of its  
409 Chapter Annual Business Meeting. If a Chapter's Annual Business Meeting does not occur,  
410 elections may occur by electronic means. New officers may be installed at the next Chapter  
411 Meeting as long as the election process is in compliance with the local laws.

412

413 **Section 5. Regular Chapter Meetings**

414 Each Chapter shall annually hold a minimum of two regular meetings for the mutual benefit of its  
415 members, to discuss business pertaining to the FSMTA and the massage therapy profession. Notice  
416 for any regular meetings shall be provided at least 14 days before such meeting. The Chapter  
417 President will set the date, time, and place of each Regular Chapter Board Meeting. The Chapter  
418 President will provide an agenda to each Chapter Board Member at least 24 hours in advance of  
419 Regular Chapter Board Meetings.

420

421 **Section 6. Special Chapter Meetings**

422 Special Chapter meetings may be called by the Chapter or Executive President upon seven days’  
423 notice by electronic means. Special meetings may be called by members of the Chapter Board in  
424 a similar manner, upon written request made by a majority of the Chapter Board to the Chapter  
425 and Executive President. The agenda for this meeting will be provided with the Notice, and the  
426 meeting topic will be strictly limited to this Agenda. The Chapter President or Executive President  
427 may set the date, time, and place of a Special Chapter Board Meeting after providing at least seven  
428 (7) days electronic notice and an Agenda to Chapter Board Members. Special Meetings are limited  
429 to only matters listed in the Agenda. No meeting shall be held without the Chapter President or  
430 one of the Chapter Vice-Presidents in attendance.

431

432 **Section 7. Quorum and Voting at Chapter & Chapter Board Meetings**

- 433 A. Quorum is defined as a majority of the Chapter’s Board of Directors present when the  
434 Chapter Meeting is called to order and two (2) Chapter Board Members must be in  
435 attendance. The withdrawal or subsequent absence of any voting Member in good standing  
436 will not result in the meeting being cancelled or postponed. Individual persons may hold  
437 more than one position on the Chapter Board, but each individual person, no matter the  
438 number of positions, will possess only one vote.
- 439 B. Voting Members in good standing are defined as all Voting Members whose membership  
440 is paid, not subject to disciplinary action or is currently on probation by the Executive  
441 Board of Directors.
- 442 C. Each Voting Member will have one vote.
- 443 D. Unless otherwise indicated, all votes will be decided by a majority of voting Members in  
444 good standing.
- 445 E. All Chapter Board positions subject to appointment by the Chapter President as Chairs of  
446 Chapter Committees.
- 447 F. Elected Chapter Board members are voting positions on the Chapter Board. Appointed  
448 Standing Chapter board members have a vote on the Chapter Board. Sub-Committee  
449 Chairs, Special Committees or ad hoc do not have a vote.

450 G. Chapter Board of Directors shall immediately disclose to the Executive Board of Directors  
451 any conflict of interest on an issue which would provide economic gain or other advantage  
452 to them and shall refrain from voting on such issues.

453

## 454 **Section 8. Chapter Board Governing Authority**

455 The chapters will follow the rules and regulations set forth by FSMTA Bylaws, Policies and  
456 Procedures, decisions of the Executive Board of Directors, Executive Committee, and will adhere  
457 to the decisions of their Chapter Board. Chapter Boards may not amend either FSMTA Bylaws or  
458 Policies and Procedures.

459

## 460 **Section 9. Chapter Officers and Chapter Board**

461 Chapter Officers will be elected by Voting Members in good standing for two-year terms unless  
462 an officer resigns, and successor is required. Chapter Officers will meet eligibility requirements.  
463 The Chapter President will automatically succeed to Immediate Past Chapter President voting  
464 member of the Board, for a term concurrent with a newly elected Chapter President. Chapter  
465 Officers will manage Chapter activities in accordance with the FSMTA Bylaws, Policies and  
466 Procedures, decisions of the Executive Board of Directors and Executive Committee.

467 The Chapter Board includes:

### 468 A. Elected Chapter Board Officers

- 469 1. Chapter President
- 470 2. Chapter First Vice President
- 471 3. Chapter Second Vice President
- 472 4. Chapter Secretary
- 473 5. Chapter Treasurer
- 474 6. Immediate Past President by succession non-voting member, Advisor

### 475 B. Appointed Standing Chapter Board Members by Chapter President:

- 476 1. Chapter Hospitality Chair
- 477 2. Chapter Sports Massage Chair
- 478 3. Chapter Educational Standards Chair

479

## 480 **Section 10. Chapter Board Powers and Duties**

481 A. The Chapter Board will manage each FSMTA Chapter in accordance with the FSMTA  
482 Bylaws, Policies and Procedures, Rules and Regulations, Executive Committee. and/or  
483 Executive Board directions in the best interests of FSMTA while following local, state,  
484 federal and international laws.

- 485 B. The Chapter Board may not conflict with any FSMTA action, adopt, or utilize any  
486 alternative Bylaws, Policies and Procedures, Rules or Regulations or obligate in any way  
487 the FSMTA either financially or legally.  
488 C. The Chapter Board, on behalf of itself or the LMT Membership, may petition the Executive  
489 Board for ratification or reversal of decisions made by the Executive Finance Committee.

490

## 491 **Section 11. Chapters and Chapter Election Schedules**

492 The Chapters' elections should be completed on or before January 1st of each chapter's election  
493 year. Election schedules are in accordance with the Policies and Procedures of the FSMTA.

494

## 495 **Section 12. Chapter Standing Committees**

496 Chapter Committee Chairs will be appointed by the Chapter President and approved by the Chapter  
497 Board and will serve a one-year term, or until discharged by the Chapter President. Committee  
498 members are appointed by Committee Chair.

- 499 1. Chapter Hospitality Chair  
500 2. Chapter Sports Team Chair  
501 3. Chapter Educational Standards Chair

502

## 503 **Section 13. Chapter Special Committees**

504 Chapter Special Committees will be convened as needed and will be used for a short term. When  
505 the Committee Chair is appointed, they will be given a time frame in which the needed information  
506 will be given to the Chapter Board. Chapter Special Committee Chairs are appointed by the  
507 Chapter President and approved by the Chapter Board for a specified time, or until discharged by  
508 the Chapter President. Chapter Elections Committee (only needed during Chapter elections.

509

## 510 **Article VIII. Election**

511

### 512 **Section 1. Elections for Executive and Chapter Office**

513 If not already appointed, the Executive President will nominate an Executive Director of Elections  
514 from among the members of the Executive Board at least twelve months before elections. The  
515 Executive Board will vote to approve the Executive Director of Elections by majority vote.

516

- 517 A. The Executive Director of Elections will then select 5 (five) past or present Executive  
518 Board Members to serve as members of the Executive Election Nominating Committee.  
519 These members will be approved by a majority vote of the Executive Board. This Executive  
520 Committee will solicit nominations for Executive Officers and determine the eligibility of  
521 the potential nominees based on the criteria listed in previous Articles. According to the  
522 local laws, the Executive Director of Elections is part of the Nominations Subcommittee;  
523 but does not have a vote and is only a liaison council to the Executive Board, and General  
524 Membership.
- 525 B. The Executive Director of Elections will then select 5 (five) past or present Executive  
526 Board Members to serve as members of the Executive Election Balloting Committee.  
527 These members will be approved by a majority vote of the Executive Board, to create,  
528 distribute, validate, and count the ballots.
- 529 C. The Executive Director of Elections will communicate directly with the Message Message  
530 Editor for publication of candidate statements. The Elections Ballot must be in accordance  
531 with the US EAC Standards. The Sample Ballot must be published to the general  
532 membership 15 days prior to the general election and can be published in various forms of  
533 communication to ensure that the general membership will be informed.
- 534 D. The Executive Director of Elections will communicate directly with the Executive Director  
535 of Ethics and/or the FSMTA Legal Counsel regarding issues related to candidate eligibility.
- 536 E. All Executive Elections Committee and Subcommittee deliberations will be confidential  
537 unless appealed to the Executive Board.
- 538 F. The Executive President may not serve on the Executive Elections Committee or its  
539 Subcommittees.
- 540 G. The Executive Director of Parliamentary Procedures shall be a non-voting ex-officio  
541 member of the Elections Committee and its Sub-Committees.
- 542 H. The Executive Director of Elections shall have direct access to the FSMTA/Chapter  
543 membership list at time of close of nominations and balloting.

544

545 **Section 2. Elections Procedures for Executive and Chapter Office**

- 546 A. Nominations
  - 547 1. Executive Director of Elections will publish date of election.
  - 548 2. Nominating Subcommittees will:
    - 549 a. Determine the opening and closing dates for nominations.
    - 550 b. Nomination for Executive Office will be at least 30 days and for Chapter Office  
551 at least 20 days.
    - 552 c. Prepare nomination applications.
    - 553 d. Determine candidate eligibility as well as conflicts of interest as defined in  
554 Bylaws and Policy & Procedures.
    - 555 e. Communicate with Executive Director of Elections /Chapter Elections Chair.

556

557 B. Campaigns

- 558 1. Eligible nominees will be provided with equal opportunities to address the  
559 membership through a campaign message before any voting takes place.  
560 a. Executive Committee Nominees may publish a campaign message through  
561 the Executive Elections Chair in Message Magazine, original and  
562 unaltered, limited to 250 words.  
563 b. Campaign statements may be posted on the FSMTA Website and in Social  
564 Media as long as they are unaltered from their original form.  
565 c. Chapter nominees may publish campaign messages limited to 250 words in  
566 their Chapter newsletters.
- 567 2. Candidates and their agents or designees are prohibited from  
568 electioneering/distributing any campaign materials including buttons, hats, t-shirts,  
569 documents, or other items in any Executive/Chapter meeting spaces, functions, or  
570 post on Social Media sites during a sanctioned meeting/function.
- 571 3. All campaign complaints should be reported to the Executive Director of Elections  
572 in writing, including all supporting documentation regarding the alleged violation,  
573 who will investigate such complaints and determine any necessary intervention  
574 with the Executive Nominating Subcommittee. Such intervention may include a  
575 determination of candidate ineligibility and removal of the candidate from the  
576 ballot. Adverse determinations will be reported to the Executive Director of Ethics.  
577 Any appeal will be submitted to the Executive Board.
- 578 4. Candidates may attend FSMTA and allied industry functions in the capacity of a  
579 member, or as appropriate for the performance of duties of a currently held office,  
580 or position. The candidates shall not use such occasions for the purpose of  
581 electioneering.
- 582 5. Violation of these campaign procedures may cause an action of the Executive  
583 Board in accordance with Policies and Procedures.

584 C. Candidates Debates

- 585 1. A debate can be held at the Executive Director of Elections' discretion.  
586 2. No membership funds can be used by any Executive Director, support staff or  
587 candidates to attend or participate in the debate.  
588 3. No Per Diem, mileage, hotel rooms, or ERR can be submitted for reimbursement  
589 for this event out of the membership general funds.  
590 4. Sponsorship can be obtained through advertising. Advertisements must be for a  
591 product or service. Advertisements cannot promote a candidate running for office.  
592 5. A site designated for the debate must be published 15 business days prior to the  
593 opening of the balloting period of the election.  
594 6. All candidates must approve the rules of the debate prior to arrival at the debate  
595 site.  
596 7. All questions except rapid-fire questions must be given to the candidates 4 (four)  
597 hours prior to the debate.



- 598 8. All candidates shall get equal time for closing remarks at the end of the debate for  
599 the office which they are seeking.  
600 9. The order in which the candidates will be asked questions shall be determined by  
601 lottery prior to the delivery of questions to the candidates in preparation for the  
602 debate.

#### 603 D. Balloting

- 604 1. The Executive Balloting Subcommittee will create, distribute, validate, and count  
605 the ballots. Ballots may be either written or electronic.  
606 2. The Executive Nominating Subcommittee will provide written notice of voting  
607 procedures to the FSMTA membership in compliance with US EAC Standards.  
608 3. If a position is not contested, the Executive/Chapter Balloting Subcommittee may  
609 waive the necessity for a vote and declare a winner.  
610 4. The prevailing individual in any contest will be determined by a simple majority of  
611 the votes cast.  
612 5. The Executive Director of Elections will announce the election outcome at the  
613 Annual Business Meeting.  
614 6. All ballots will be retained until the Executive/Chapter Board votes to destroy the  
615 ballots shall be reflected in the minutes. Ballots will be automatically destroyed at  
616 the opening of the next Executive/Chapter election cycle.

617

### 618 **Section 3. Specific Election Procedures for Chapter Elections**

- 619 A. If not already appointed, the Chapter President will nominate a Chapter Elections Chair  
620 from among the members of the Chapter at least three (3) months before elections. The  
621 Chapter Board will vote to approve the Chapter Elections Chair by majority vote. If there  
622 is no Chapter Elections Chair, the Executive Director of Elections can serve in that  
623 position.
- 624 1. The Chapter Elections Chairperson will then select three Chapter Members who are  
625 not running for a position to serve as members of the Chapter Election Nominating  
626 Committee. These members will be approved by a majority vote of the Chapter  
627 Board. This Committee will solicit nominations for Chapter Office and determine  
628 the eligibility of the potential nominees based on the criteria listed in previous  
629 articles.
  - 630 2. The Chapter Elections Chair will then select three Chapter Members who are not  
631 running for a position, to serve as members of the Chapter Election Balloting  
632 Committee. These members will be approved by a majority vote of the Chapter  
633 Board to create, distribute, validate, and count the ballots.
  - 634 3. The Chapter Elections Chair will communicate directly with the Executive Director  
635 of Elections regarding issues related to candidate eligibility.
  - 636 4. All Chapter Elections Committee and Subcommittee deliberations will be  
637 confidential unless appealed to the Executive Elections Committee.

638                   5. The Chapter President may not serve on the Chapter Elections Committee or its  
639                   subcommittees.

640

641 **Section 4. Candidate Eligibility for Chapter Office**

642           A. Candidate for nomination to a Chapter Office shall satisfy the following requirements:

- 643                   1. Must be LMT Member in good standing.
- 644                   2. Must possess a valid government ID submitted to the Chapter Election Nominating  
645                   Committee at the time of application.
- 646                   3. Must complete submitted application to the Chapter Election Nominating Committee,  
647                   including the specified office, qualifications for office, and signed consent for  
648                   nomination.

649           B. A candidate for nomination to Chapter Office shall, in addition to the requirements in  
650           paragraph A above, satisfy the requirement of:

- 651                   1. Membership assignment to the Chapter.
- 652                   2. A candidate for nomination to Chapter President shall additionally meet the following  
653                   requirement:
  - 654                           a. held a position on the Chapter Board for six (6) months, or
  - 655                           b. held a Chapter Committee Chair position for one (1) year.

656           C. Any candidate for nomination to a Chapter Office concurrently an officer, director,  
657           committee chair, employee, independent contractor, or otherwise serving any other  
658           organization, association, company, corporation, or board where a potential conflict of  
659           interest with the FSMTA exists, shall immediately notify the Chapter Election Nominating  
660           Committee.

661           D. The Chapter Election Nominating Sub-Committee of the Chapter Election Committee shall  
662           determine if conflict of interest or dual relationship exists for a candidate as.

663           E. Appeal of a Chapter Election Nominating Sub-Committee decision may be made to the  
664           Executive Board which shall make the final determination.

665

666 **Section 5. Candidate Eligibility for Executive Board Office**

- 667           A. Must be a Voting Member in good standing.
- 668           B. Must possess a valid government issued ID submitted to the Executive Election  
669           Nominating Committee at the time of application.
- 670           C. Must have completed and submitted an application to the Executive Election Committee.
- 671           D. Must have served on the Chapter Board for at least six (6) months prior to the election.
- 672           E. Must have already held a position on the Executive Board for at least 24 months prior to  
673           the election if the candidate is running for Executive President.
- 674           F. Any candidate for nomination to an Executive Office concurrently an officer, director,  
675           committee chair, employee, independent contractor, or otherwise serving any other  
676           organization, association, company, corporation, or board where a potential conflict of

- 677 interest with the FSMTA exists, shall immediately notify the Executive Election  
678 Nominating Committee.
- 679 G. Must have been declared eligible to run by the Executive Nominating Committee.
- 680 H. Candidates declared ineligible by the Executive Nominating Committee may appeal in  
681 writing to the Executive Board and may be allowed to run based on a (2/3) two thirds  
682 majority vote.
- 683 I. Executive Committee Officers may not run more than two (2) consecutive elected terms in  
684 the same office.

685

## 686 **Section 6. Election Challenges**

687 Any Voting Member may challenge any election outcome in which that member is eligible to vote  
688 by filing a written challenge with the Executive Director of Ethics and the Executive Director at  
689 FSMTA Headquarters within 14 calendar days of disclosure of the results of the Executive  
690 /Chapter elections.

691

## 692 **Section 7. Installation of Officers and Term Commencement**

693 Executive/Chapter Officers can only be installed by the Executive Director of Elections/Chapter  
694 Elections Chair. Executive Officers will be installed by the Executive Director of Elections at the  
695 Annual Business Meeting. The term of Executive Committee Officers will begin the first day  
696 after the Annual convention, or the first day after the Annual Business Meeting if not held during  
697 the Annual Convention. The term of Chapter Officers will begin the first day after the Chapter  
698 installation of officers is completed.

699 Any person elected or appointed to any position referenced in these Bylaws should immediately  
700 notify the Executive President, Executive Director of Ethics, or any other member of the Executive  
701 Committee of any conflict of interest between that person's duty to the FSMTA and any duty to  
702 any other competing organization, association, or business interest potentially adverse to FSMTA  
703 interests. Further, if any person elected or appointed to any position referenced in these Bylaws is  
704 beholden to, or under the control of any other person elected or appointed to any position  
705 referenced in these Bylaws, that person should also report a conflict of interest. Conflicts of interest  
706 and potential disqualifications should be reported to the Executive Director of Ethics for evaluation  
707 by the Executive Ethics Committee. The Executive Ethics Committee will investigate, evaluate,  
708 and report any conflicts necessitating disqualification to the Executive Committee, unless the  
709 complaint is against a member of the Executive Committee. In that case, the Executive Ethics  
710 Committee will consult with legal counsel for further action. The Executive Board of Directors  
711 may disqualify a person elected or appointed to any position referenced in these Bylaws by a 2/3  
712 majority vote.

713

## 714 **Section 8. Vacancies**

715 A. Executive vacancies may be created by resignation, disqualification, disablement, or death.  
716 Elected or appointed officers who resign remain responsible for intentional acts and omissions  
717 while serving FSMTA. Vacancies in any elected or appointed offices referenced in these  
718 Bylaws should first be filled by succession whereby the President is succeeded by the First  
719 Vice President, then by the Second Vice President, then by the Secretary, then by the Treasurer,  
720 if the succeeding candidate is willing and able. A vacancy in the office of Immediate Past  
721 President will not be filled. If there is no successor, a vacancy in any elected office may be  
722 filled by an eligible candidate. To fill an executive vacancy, the Executive Board may waive  
723 eligibility requirements for an election that is outside their election cycle. All other Elections  
724 procedures will be followed. Subsequently elected or confirmed officers will serve for the  
725 remainder of the term of office.

726  
727 B. Chapter vacancies may be created by resignation, disqualification, disablement, or death.  
728 Elected or appointed officers who resign remain responsible for intentional acts and omissions  
729 while serving FSMTA. Vacancies in any elected or appointed offices referenced in these  
730 Bylaws should first be filled by succession whereby the President is succeeded by the First  
731 Vice President, then by the Second Vice President, then by the Secretary, then by the Treasurer,  
732 if the succeeding candidate is willing and able. A vacancy in the office of Immediate Past  
733 President will not be filled. If there is no successor, a vacancy in any elected office may be  
734 filled by an eligible candidate. To fill a chapter vacancy, the Executive Committee may waive  
735 eligibility requirements for an election that is outside their election cycle. All other Elections  
736 procedures will be followed. Subsequently elected or confirmed officers will serve for the  
737 remainder of the term of office.

738

739 **Article IX. Financial Records**

740

741 **Section 1. Fiscal Year**

742 The fiscal year will be from January 1st through December 31st.

743

744 **Section 2. Accounts**

745 All accounts and checks require two signatures. The Executive Committee Members are  
746 signatories. The Executive Treasurer is the Chair, the Executive President is the Vice Chair and  
747 Executive Director serves as Advisor. If there is a delay that would harm the FSMTA, one  
748 signature (i.e. Executive Director) will suffice with Executive Finance Committee approval. This  
749 must be noted and provided to the Executive Secretary for documentation purposes.

750

- 751 A. On the Executive Committee, President and Treasurer are signatories on the account and the  
752 Executive Director is Ex Officio.  
753 B. When Executive Committee members are on the financial instrument or the check is made out  
754 to either of the two required signatories on the account, another member of the respective  
755 Executive Committee will sign.

756

### 757 **Section 3. Bonding**

758 All signatories will be bondable and covered by Directors insurance, including all Executive Board  
759 members/Chapter Board members and only three (3) committee chairs.

760

### 761 **Section 4. Financial Audit**

762 Financial Audits or Financial Reviews will be completed following majority vote of the Executive  
763 Board.

764

### 765 **Section 5. Real Estate**

766 FSMTA may purchase or sell Real Estate as necessary to conduct its business. The total value of  
767 any indebtedness for such real estate will not exceed one million dollars, subject to the approval  
768 by a TWO THIRDS (2/3) vote of the Executive Board of FSMTA.

769

### 770 **Section 6. Indebtedness or Liability**

771 The highest amount of indebtedness or liability to which the FSMTA may, at any time, obligate  
772 itself, shall at no time exceed two-thirds (2/3) of the value of the property of the FSMTA.

773

### 774 **Section 7. Records**

775 FSMTA will maintain any Executive and/or Chapter records required by law are stored digitally  
776 and/or housed at FSMTA Headquarters or designated storage facility. Permanent records,  
777 including but not limited to, financial records, minutes of meetings, Bylaws, Policies &  
778 Procedures, Amendments, Chapter Charters, and records of all other action taken.

779

### 780 **Section 8. Corporate Seal**

781 FSMTA will possess a corporate seal that will be affixed to all required documents and housed at  
782 FSMTA Headquarters as needed.

783

784 **Section 9. Trademark**

785 The name, initials, symbols, and logos of the association will be service marked, registered, and/or  
786 licensed, as appropriate, by and for the FSMTA as needed.

787

788 **Article X. Ethics Committee & Judicial Affairs**

789

790 The Executive Director of Ethics will be appointed, with the confirmation of the Executive Board  
791 of Directors, four members to the Executive Ethics Committee: one designated as the Executive  
792 Ethics Vice Chair. The Executive Ethics Committee will determine whether any FSMTA Member,  
793 who has a justifiable complaint/grievance against them, is in violation of any FSMTA Bylaws,  
794 Policies, Procedures, Ethics, Code of Conduct or Patients' Bill of Rights. Membership may be  
795 revoked for the following, but are not limited to:

796

797 **Section 1. Issues Subjecting Members to Discipline**

798 A. Members charged or convicted of any criminal offense including but not limited to  
799 violence, human trafficking, or improper patient contact in any State or Federal  
800 jurisdiction.

801 B. Members who have had their professional license revoked or suspended by a regulatory  
802 board.

803 C. Members subject to discipline that have not complied either with their agreement to any  
804 Sanctions or Remediation with the Executive Director of Ethics, or with any discipline  
805 imposed by the Executive Board.

806 D. Members who have violated FSMTA Code of Ethics/Code of Conduct or Patients' Bill of  
807 Rights and are currently on probation or completing the directives of the Committee and/or  
808 Executive Board.

809 E. Any Executive Board member or Chapter Board member that is not in attendance for more  
810 than two (2) consecutive sanctioned meetings shall be considered derelict in their duty to  
811 FSMTA and may be removed by a (2/3) two thirds majority vote of their respective  
812 Executive or Chapter Board.

813 F. A Special Election will be convened to fill a vacancy for any Executive or Chapter office  
814 with nomination(s) for replacement(s) once the candidate(s) is/are approved by the  
815 Executive Elections Committee.

816

817 **Section 2. Complaint of Violation**

818 The Executive Ethics Committee will evaluate complaints against members, in compliance with  
819 the following:

820

- 821 A. Complaints must be in writing on the approved Grievance(s) Form and submitted to the  
822 Executive Director of Ethics within 30 days of the incident(s). Complaints about the  
823 Executive Director of Ethics should be submitted to the Executive Director of Elections  
824 and follow the same procedure. Initial Complaints will be investigated in a confidential  
825 manner and presented to the Executive Ethics Committee, within 14 days of receiving the  
826 grievance/complaint.
- 827 B. Upon the Executive Ethics Committee determination, by majority vote, that the complaint  
828 is without merit, the complainant will be notified, and confidentiality maintained within 14  
829 days of Executive Ethics Committee Meeting with an explanation.
- 830 C. If the Executive Ethics Committee determines, by a majority vote, that the complaint is  
831 valid, the subject of the complaint will be informed of the complaint against him or her,  
832 within 14 days and will be provided with 14 days to respond.
- 833 D. During the Executive Ethics Committee investigation, the Complaint and the investigation  
834 are considered confidential. If either party breaks the investigations' confidentiality, the  
835 Executive Ethics Committee may recommend sanction and/or remediation of the Party that  
836 breached confidentiality.

837

### 838 **Section 3. Sanctions and Remediation**

839 If the Executive Ethics Committee determines, by a majority vote, that remediation is required,  
840 the remediation may include, but is not limited to:

841

- 842 A. Reprimands: A member may receive up to three written warnings within a twelve-month  
843 period and be subject to fines of up to \$500.
- 844 B. Probation: Probationary terms may be of the following durations: (3) three months, (6) six  
845 months, (1) one year, or term of office (up to 2 years) with fines of up to \$500.00. The  
846 probationer cannot participate in any elections, and if the member is an Executive /Chapter  
847 Board Member, the officer loses the right to vote and must continue to complete their  
848 duties. If an officer does not complete their duties, that officer may be found to be in  
849 Dereliction of Duty and subject to further discipline.
- 850 C. Suspension: Terms include of suspension may be of the following durations: (6) six  
851 months, (1) one year, or term of office (up to 2 years) with fines of up to \$500.00. The  
852 member cannot participate in any elections and, if they are a Chapter/ Executive Board  
853 Member, they lose the right to vote. The Board Member cannot perform Chapter/ Executive  
854 duties until the suspension is completed. The duties are to be handled by another  
855 Executive/Chapter Board Member chosen by the affected Executive Board or Chapter.

- 856 D. Membership Revocation: Membership Revocation will immediately forfeit all rights,  
857 privileges, and benefits of Membership which may include fines of up to \$500. Persons  
858 subject to Membership Revocation may reapply for membership after (2) two years  
859 provided all fines and conditions imposed by the Executive Board are met.
- 860 E. Expulsion: Expulsion will result in permanent loss of membership as well as all rights,  
861 privileges, and benefits which may include fines of up to \$500.

862

## 863 **Section 4. Grievance Process**

864 The Executive Ethics Committee will investigate all Complaints confidentially. If there is a finding  
865 that the Complaint was not substantiated, the Executive Ethics Committee will notify the  
866 Complainant and the Subject of the Complaint that there was no cause and that FSMTA will not  
867 proceed with any discipline. The Executive Ethics Committee will report to the Executive Board  
868 that it investigated “x” number of Complaints that were not found to be valid, and the case will be  
869 closed. If the Executive Ethics Committee finds that the Complaint was substantiated, the  
870 Executive Ethics Committee will notify the Complainant and the Subject of the Complaint that  
871 cause was found. The Executive Ethics Committee will notify the Subject of the Complaint of any  
872 recommended Sanctions or Remediation. If the Subject of the Complaint agrees to comply with  
873 the Sanctions or Remediation, the Executive Ethics Committee will report to the Executive Board  
874 that an investigation revealed a violation and that the Subject agreed to the Sanctions and  
875 Remediation. The Complaint and any Sanctions and /or Remediation will be held confidential  
876 except where any fines are paid directly to the Executive Treasurer then Sanctions will be tracked  
877 by the Executive Director of Ethics and /or the Executive Director of Elections, if necessary,  
878 passed to any succeeding Director. If practical, and in the absence of any reporting or other legal  
879 requirements to the contrary, confidentiality will be maintained. If the Subject does not agree to  
880 comply, the Subject of the Complaint may appeal to the Executive Board at the next regularly  
881 scheduled Quarterly Meeting.

882

## 883 **Section 5. Grievance Process Appeals**

884 For the purposes of an appeal, the Executive Director of Ethics will provide copies of the  
885 Complaint, any response from the Subject of the Complaint, and the investigative findings of the  
886 Executive Ethics Committee to the Executive Board. The matter will no longer be held  
887 confidential. The Executive Board will consider the Complaint and Response at the next scheduled  
888 Quarterly Meeting. The Executive Director of Ethics will present the Complaint. The Subject of  
889 the Complaint will be permitted to respond. The Executive Director of Ethics may then rebut the  
890 Subject and the Complainant may have a chance to present their side. The Complainant and the  
891 Subject of the Complaint will be asked to leave. The Executive Board Meeting and the Executive  
892 Board will deliberate in closed session, determine whether or not there was a violation and what  
893 Sanctions or Remediation, if any, are necessary. The Executive Board may or may not follow the  
894 Executive Ethics Committee’s recommendations for Sanctions or Remediation. The Complainant  
895 and the Subject of the Complaint will be notified of the outcome of the Executive Board’s vote;



896 all deliberations of the Executive Board and any votes cast will be held strictly confidential.  
897 Sanctions and Remediation require a majority vote. Failure of the Subject to comply with the  
898 Executive Board's determination will expose the Subject to further discipline including possible  
899 expulsion.

900

## 901 **Article XI. Bylaws and Policies and Procedures Amendments**

902

### 903 **Section 1. Bylaws**

- 904 A. A 30-day notice to the FSMTA Board of Directors is required in order to change the Bylaws  
905 via Amendment(s).  
906 B. Voting is to be held at the Annual Business Meeting and requires a (2/3) two-thirds  
907 affirmative vote of the quorum present.

908

### 909 **Section 2. Policy and Procedures**

- 910 A. A 14-day notice is required to amend Policies and Procedures.  
911 B. Voting to pass amendments requires a (2/3) two-thirds affirmative vote of the quorum  
912 present during an Executive Board Meeting.  
913 C. Any other voting requires a simple majority vote of the quorum, or as otherwise stated in  
914 Bylaws or Policy and Procedures.  
915 D. These Bylaws supersede all Policies and Procedures.

916

## 917 **Article XII. Dissolution**

918

919 The FSMTA may be dissolved upon (3/4) three fourths super majority vote of the Executive Board  
920 of Directors.

921 The FSMTA shall use its funds only to accomplish the objectives and purposes specified in these  
922 Bylaws and no part of said funds shall inure, or be distributed, to the members of the FSMTA. In  
923 the event that the Corporation is dissolved, either as a result of the action of the Executive Board  
924 or by proclamation of the Secretary of State, the assets of the Corporation shall be disposed of in  
925 the following manner: If the assets were dissolved for purposes of forming another association,  
926 the assets would go to the successor corporation and/or to one or more regularly organized and  
927 qualified charitable, educational, scientific, or philanthropic non-profit or not-for-profit  
928 organizations to be elected by the Executive Board, and in accordance with all applicable laws.  
929 Members shall be notified within thirty (30) days of an Executive Board decision to dissolve the  
930 Corporation.

931

932 These Bylaws were restated on June 17, 2021 and replaced any preceding Bylaws.

933

934 Executive President- Crystal A. Howard

935

936 \_\_\_\_\_

937 Executive 1st Vice President- Patrick Ian McIntosh

938

939 \_\_\_\_\_

940 Executive 2nd Vice President- Rebecca Pollock

941

942 \_\_\_\_\_

943 Executive Treasurer- Lori Mears

944

945 \_\_\_\_\_

946 Executive Secretary- Kathryn Holcomb-Kirby

947

948 \_\_\_\_\_