

Texas Council of Chiropractic Orthopedists

Constitution and Bylaws

Revised and Adopted 3/27/2021

Article I *Identity, Organization Structure, & Mission Statement*

Section 1 Identity: This organization shall be known as the Texas Council of Chiropractic Orthopedists identified herein as "Council."

Section 2 Structure: This organization shall be maintained according to Section 501(c)(3) of the Internal Revenue Code and is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 3 Mission: To serve the membership as an organization for professional development through dialogue, fellowship, and collaborative research; and to provide the chiropractic profession with an organized resource of experts in the fields of chiropractic orthopedics, neuromusculoskeletal medicine, and related specialties.

Article II *Objectives*

Section 1 To assist in the advancement of chiropractic science and healing art.

Section 2 To promote research in chiropractic orthopedics, neuromusculoskeletal medicine, and related specialties.

Section 3 To encourage interprofessional relations.

Section 4 To cooperate with the ACA and its Council on Chiropractic Orthopedics when appropriate.

Section 5 To encourage the sharing of educational material, case studies, manipulative and therapeutic techniques, and impairment & disability evaluation procedures within Council membership routinely and in cooperation with professional endeavors upon assignment.

Section 6 To promote, facilitate, and instruct courses in chiropractic orthopedics, neuromusculoskeletal medicine, and related specialties.

Section 7 To develop Council members' skills necessary for effective communication, reporting, and providing medico-legal testimony as expert witness.

Section 8 To serve in its official capacity as a Sponsor of Continuing Education Courses for the Texas Board of Chiropractic Examiners per Rule §73.3 of the Texas Administrative Code, Title 22, Part 3, Chapter 73.

Article III *Membership*

Section 1 Member: A member may be any licensed Doctor of Chiropractic who meets the following requirements:

- A) Successful completion of a post-graduate course in chiropractic orthopedics, neuromusculoskeletal medicine, or other related chiropractic specialty diplomate-level course of study with a minimum of 300 hours of didactic and clinical studies, or successful completion of a chiropractic or medical residency program.
- B) Invitation through sponsorship by a current member in good standing.
- C) Application properly submitted, reviewed, and accepted.
- D) Payment of dues.

Section 2 Applications: Applications for membership shall be on a form approved by the Council.

Section 3 Dues: Dues shall be determined by majority vote, payable annually on or before April 1 of each fiscal year. Dues are considered delinquent if not received by the Council Treasurer by April 30.

Section 4 Member in Good Standing: A member in good standing shall be current in financial obligations to the Council, hold a professional state license in good standing, and maintain generally accepted ethical standards.

Article IV *Meetings*

Section 1 Annual Meeting: An annual meeting of the members shall be held in March, one of the purposes of which shall be the election of officers.

Section 2 Notice of Annual Meeting: The Secretary of the Council shall provide written notice to the membership at least thirty (30) days prior to the date of the scheduled meeting.

Section 3 Special Meeting: A special meeting may be called at any time by the President or at least two (2) other Executive Officers, or upon written request of 30% of the members entitled to vote.

Section 4 Fiscal Year: The fiscal year of the Council shall be from April 1 to March 31.

Section 5 Meeting Location: Meetings may be scheduled in locations to accommodate the membership in consideration of travel efficiencies.

Article V Quorum

Section 1 Five (5) members with voting privileges, 2 of whom are Executive Officers shall constitute a quorum at any regular or special meeting of the Council.

Article VI Voting

Section 1 Each member with voting privileges, in good standing, shall be entitled to one (1) vote per item.

Section 2 Voting method shall be at the discretion of the President and may include proxy ballot.

Article VII Executive Officers

Section 1 Executive Officers: The executive officers of the Council shall consist of a President, Vice-president, Secretary, and Treasurer, or a Secretary-Treasurer.

Section 2 Term of Office: Executive Officers are elected by the Council for two (2) year terms and may not serve more than two (2) consecutive terms in the same office.

Section 3 Nominations and Elections: Nominations of officers shall be made by the Nomination Committee and from the floor at the annual meeting. The election shall take place during the same meeting.

Section 4 President: The President shall organize and preside over all Council meetings. The President shall assume responsibility for the general and active management of the business of the Council, possess the general powers and assume the duties of supervision and management usually vested in the office of the President of the Council, select and activate committees as appropriate or necessary, and assign committee members and designate committee chairs.

Section 5 Vice-president: The Vice-president shall in the absence of the President, preside over meetings and otherwise fulfill the duties of the office of the President.

Section 6 Secretary-Treasurer, Secretary or Treasurer:

- A) Treasurer: The Treasurer shall have custody of all Council funds and shall keep in books belonging to the Council full and accurate accounts of all receipts and disbursements. The Treasurer shall deposit all monies in such depositories as may be designated by the Council and shall render to the membership, whenever requested by them, an accurate account of the financial condition of the Council. Treasurer shall provide a report during annual meetings, and Treasurer's books shall be disclosed upon request of the Council. The Treasurer shall receive all fees and keep an accurate record of the source of these fees and

- any other monies received in the name of the Council. All disbursements shall be made by check and all checks shall require the signature of the Treasurer and of the President. The Treasurer shall be prepared to advise on the budget and reveal any expenditures upon request of the Council.
- B) Secretary: The Secretary shall record the minutes of all Council meetings including a record of attendance, all motions made, seconds, votes, and outcomes, maintain a current and accurate database of the membership including contact information; and issue authorized membership certificates to each new member upon acceptance into the Council. The Secretary shall cause all articles proposed for publication in the name of the Council to be edited by qualified persons who will constitute the Publication Review Committee.
 - C) Secretary-Treasurer: The positions of Secretary and Treasurer may be held by one individual known as Secretary-Treasurer who shall assume all responsibilities of the Secretary and Treasurer.

Section 7 Vacancy: In case of a vacancy, the President, or in the absence of the President, the Vice-president, or in the absent of the President and Vice-president, the Secretary shall appoint a council member in good standing to fill the vacancy until an election can be held at the next annual meeting.

Section 8 Officers and Committee Members: Unless otherwise provided, all officers and members of committees shall hold office until the annual meeting or until their successors are elected or appointed and qualified.

Article VIII *Procedure*

Section 1 Robert's Rules of Order, with reasonable modification for efficiency and fairness, shall govern all questions of order and regularity were the same do not conflict with the bylaws of this Council.

Article IX *Committees*

Section 1 Committees in general: Standing committees shall include 1) Executive Committee, 2) Nominations Committee, and 3) Membership Committee. Standing committee members are assigned according to the terms and Sections of this Article. All other committees shall be appointed and activated as necessary by the President with the approval of the Executive Committee. All committee chairpersons shall file a report in writing covering their activities and recommendations with the Executive Committee at least thirty (30) days prior to the annual meeting.

Section 2 Executive Committee: The Executive Committee shall include the President, Vice-president, Secretary, and Treasurer, or Secretary-Treasurer if the duties of the Secretary and Treasurer are combined in one office.

Section 3 Nominations Committee: This committee shall consist of a chairperson who is immediate past-President and two (2) other members not currently holding an executive office, selected by the Executive Committee. Its function is to select a slate of officers to present to the voting members at the annual meeting.

Section 4 Membership Committee: Any number of members shall be appointed to this committee by the President with the approval of the Executive Committee. This committee shall promote membership in this Council by encouraging licensed Doctors of Chiropractic to attend graduate courses in chiropractic orthopedics and neuromusculoskeletal medicine and shall further promote and encourage membership in this Council through recruitment of qualified applicants.

Section 5 Credentials Committee: This committee shall follow the code of ethics by the ACA and the standards, rules and regulations as provided in Article IV, for the guidance of the membership of the Council. The committee shall also hear such questions of breach of ethics and unprofessional conduct as may be submitted to it in writing and recommend their decision to the Executive Committee for their action.

Section 6 Publication Review Committee: This committee shall consist of qualified persons appointed by the Executive Committee. This committee shall review articles which are to be published in which the author is writing for the TCCO. The committee shall also review articles which are written by a member when the member is using his TCCO membership as one of his qualifications. In this case, the author shall submit the article before publication to the members of the Executive Committee, and if no response is received within two (2) weeks, the author shall consider it approved.

Section 7 Finance Committee: A chairperson appointed by the President and approved by the Executive Committee shall serve as an auditing committee. This committee shall report its findings at each annual general membership meeting.

Section 8 Legislative Committee: This committee shall be available to represent the Council to the legislature consistent with our mission statement.

Section 9 Public Relations Committee: This committee shall promote the practice of chiropractic orthopedics through proper public relations programs in cooperation with the public relations department of the ACA.

Section 10 Research Committee: This committee shall promote and encourage research in the field of chiropractic orthopedics and neuromusculoskeletal medicine.

Section 11 Bylaws Committee: A committee shall be appointed to review and revise the bylaws of this organization when the Executive Committee deems it necessary.

Section 12 Course Sponsorship Committee: This committee receives requests from continuing education (CE) providers for TCCO sponsorship, reviews the course material for which sponsorship is requested with respect to TCCO course sponsorship criteria and Texas Board of Chiropractic Examiners (TBCE) rules, provides the requestor with a notice of certification or denial in a timely manner, and communicates with the TBCE as necessary to fulfill our obligations as an approved CE sponsor.

Article X *Amendments*

Section 1 These Bylaws may be amended only upon the affirmative vote of the majority of the members present entitled to vote at a regular or special meeting called for that purpose, providing that all proposed amendments shall be filed with the Secretary at least sixty (60) days prior to the date of such meeting, and the Secretary shall have mailed a copy to each member at least thirty (30) days prior to such meeting.

Article XI *Dissolution*

Section 1 Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.