

BY-LAWS OF THE NATIONAL ASSOCIATION OF DISABILITY EXAMINERS

PREAMBLE

We, invested with the responsibility for determining the extent of physical, emotional, and mental impairments and the work limitation imposed there from upon persons claiming benefits emanating from contractual agreements or from gratuity, do unite under this constitution to establish the National Association of Disability Examiners, Inc., to develop the public trust in our integrity and judgment. To this end, we hereby affirm that we seek the equity of the applicant and the contractor and of the development of the full potential of the applicant through adequate rehabilitation services.

Article I – By-Laws

This document shall be known as the By-Laws of the National Association of Disability Examiners, Inc., adopted pursuant to Article XII of its Constitution.

Article II - Definitions

For the purpose of these By-Laws:

- 1) Association means the National Association of Disability Examiners.
- 2) Region means any one of the geographical areas of the Association which shall be adopted by the Board of Directors of the Association for this organization. The number or name of each Region shall be adopted by the Board of Directors.
- 3) Disability Examiner means an employee of a Disability program having the responsibility (acting independently or as a member of a team, board, or panel) for determining whether disability as defined by his/her agency is established by the evidence presented. A Disability Examiner may be responsible for obtaining such evidence, interviewing applicants, or other

ancillary activities, with the decision making responsibility being the essential characteristic in determining whether a particular employee is a Disability Examiner. Any person trained and experienced in making such determinations who is presently acting in a consulting capacity, even if in a restricted aspect of the decision making process, shall be considered to be a Disability Examiner.

- 4) Chapter means a unit organized at a local level to carry out the purpose of the Association. Chapters may be organized in geographical and political entities, such as States, Counties, and Cities. The formation of a Chapter must be approved by the Board of Directors. Such approval may be withdrawn by the Board of Directors for inactivity or other reasons.

Article III – Classes of Membership

Section 1. Full Members

- A. Any Disability Examiner as defined in Article II of the By-Laws.
- B. Any person employed by a Federal or State Agency empowered to revise or recommend revision of the disability decision.
- C. Any person who supervises Disability Examiners or who administers any agency whose principal function is the rendering or substantive review of disability determinations.
- D. Any person serving as a member of the faculty of any college or university department or program providing specific education in the field of disability determination.
- E. A medical or vocational professional who performs consulting medical or vocational services for a disability program.

- F. Any retired person, who at the time of retirement was a Full Member in good standing.
- G. Any person employed by a disability program.
- H. Any person not in the preceding categories, but who was a Full Member in good standing as of June 30, 1977 and who wishes to retain the classification of Full Member.

Section 2. Associate Member

An Associate Member shall be any person having special interest in the evaluation of claims for disability benefits, not otherwise eligible for Full Membership.

Section 3. Corporate Member

A Corporate Member shall be any corporation/organization interested in the documentation and/or evaluation of medical and/or vocational information submitted in support of applications for benefits under the Disability program.

Article IV – General Membership Meeting

Section 1. General Membership Meeting Established

The members of the Association, by adoption of By-Laws that provide for a General Membership Meeting, transfer their control of the Association to said General Membership Meeting as herein provided.

Section 2. Powers of the General Membership Meeting

The General Membership Meeting:

- A. Shall be the law-making and policy-making body of the Association.
- B. Shall elect the officers of the Association. They shall also certify the members of the Board of Directors, who have been elected by the various Regions.

- C. May adopt amendments to these By-Laws as herein provided.

- D. May delegate to the Board of Directors any of its powers except those of the election of officers, certification of the Board of Directors, and establishment of annual dues.

Section 3. Members of the General Membership Meeting

Membership in the General Membership Meeting shall consist of membership from each Chapter, or from the State if there is no organized Chapter. Each Chapter, or State, shall be entitled to one vote for each member.

Section 4. Meeting of the General Membership

There shall be an annual meeting of the General Membership at the same time as the annual NADE Conference.

Section 5. Proxy Vote

If no member of a chapter is able to be present at the General Membership Meeting, the Chapter may provide written proxy to another member of their Region. Upon presentation of the proxy to the Chairman of the Elections and Credentials Committee, said member may cast the votes of that Chapter. If a Chapter is not represented at the General Membership Meeting, and no proxy was appointed, the Regional Director from that

Chapter's Region would be empowered to cast the total number of votes from that Chapter. Chapters having no members shall have no vote. If a Regional Director is unable to attend the General Membership Meeting, he/she may provide a written proxy to a member of his/her Region. Upon presentation of the proxy to the Chairman of the Nominations and Elections Committee, he/she may cast the votes of the Chapters in his/her Region not represented in the General Membership Meeting.

Section 6. Elections at the General Membership Meeting

- A. In all elections, each chapter, or state, shall be entitled to one vote for each member as determined by the most current membership printout issued prior to the General Membership Meeting. Disagreements with the membership printout shall be resolved between the Membership Committee Chair and the appropriate Regional Director and then reported to the Nominations and Elections Committee Chair before voting begins. The Elections and Credentials Committee Chair will verify membership with the Membership Committee Chair prior to the election.
- B. Contested elections will be resolved by majority vote in secret ballot. If no candidate receives a majority of the votes cast, there will be a runoff election between the two candidates with the highest number of votes.
- C. Each state or chapter shall vote separately. A member of the Nominations and Elections Committee shall issue the proper number of ballots to the Regional Directors. Each state or chapter may split their authorized votes in any whole number combination.
- D. The Nominations and Elections Chair will appoint Committee members to count the ballots and report the results to the General Membership Meeting. Candidates may have an observer at the counting of ballots provided the name of the observer is submitted in writing to the Nominations and Elections Committee Chair at least one hour prior to the convening of the General Membership Meeting. The observer may not interfere in any way with the counting of the ballots.

Article V – Board of Directors

Section 1. Powers of the Board of Directors

The Board of Directors shall:

- A. Plan, publicize and sponsor meetings of the membership.
- B. Adopt a budget and administer the business affairs of the Association.
- C. Propose resolutions and other policy statements to the General Membership Meeting for its consideration.
- D. Hear and act upon reports of all committees.
- E. Authorize the appointment of special committees.
- F. Authorize the establishment of Regional, State or Local NADE Chapters and approve constitutions for such Chapters, if applicable.
- G. Establish policies for rebate vouchers for officers and other members applying for expenses, including payment of travel funds as appropriate, a reasonable and appropriate per-diem allowance, and conference registration fees. Full transportation and full per-diem will be paid to all Board members, unless such payment should be provided by another organization.
- H. Establish fiscal procedures for the use of funds and payment of expenses.
- I. Make provisions for the payment of all liabilities on dissolution of the Corporation and disposing of all assets in such manner as is prescribed by laws governing non-profit corporations.

Section 2. Executive Committee

There shall be an Executive Committee of the Board to consist of the officers and the Immediate Past-President of the Association. This Committee shall have the power to act for the Board in emergency situations and shall submit a report of any and all actions to the full Board immediately. Meetings of the Committee may be conducted by telephone.

Section 3. Filling Vacancies

- A. Elected Officers – The Board of Directors shall have the authority to fill, by vote of its own members, the elected offices which have become vacant between elections, including vacancies in its own membership. Officers thus elected shall serve only until the next annual meeting of the Association.

- B. Regional Directors - Any vacancy created by a Regional Director shall be filled under the procedures established by the Geographical Region in which the vacancy occurs. Regional Directors thus elected shall complete the remaining portion of the two (2) year term, subject to ratification by the Board of Directors at its next meeting.

Section 4. Meeting of the Board of Directors

The Board of Directors shall meet at the time and place of the annual meeting of the Association. Special meetings of the Board may be held

upon the call of the President, or upon the written request of a majority of Board members. Should a Board member be unable to attend a meeting, he is authorized to appoint, in writing, a NADE member to serve in his place and have full speaking and voting powers.

“Whenever any matter of business requiring Board action is presented to the President, and if a special meeting of the Board in person is not deemed advisable or possible, the President may hold a special meeting of the Board by mail, conference call, and/or email, if deemed appropriate, setting forth the specific issue or proposal on which a decision is sought. Such meeting shall be conducted under the regulations of the Board, and the results shall deem an official act of the Board. Forty-eight (48) hours notice of the time and place of all meetings of the Board shall be given by the Secretary.”

Section 5. Quorum

A majority of the members of the Board of Directors shall constitute a quorum for transacting business.

Section 6. Proxy Vote

Members of the Board of Directors may authorize another association member to vote by proxy provided a written authorization be submitted to the President prior to the meeting and approved by the Board of Directors.

Section 7. Terms of Office

The terms of outgoing Board members shall end and the terms of incoming Board members shall begin at the moment the gavel is passed to the new President during the General Membership Meeting. Unless specified elsewhere, and except in instances of elections to fill a vacancy, elected officers shall serve one (1) year terms and Regional Directors shall serve two (2) year terms. The Immediate Past-President shall serve on the Board of Directors for one (1) year.

Article VI – Impeachment of Officer

A. Impeachment is the removal of any elected officer for:

1. Willful violation of any provision of the Constitution or By-Laws
- or
2. Failure to perform the duties of the office as set forth in the Constitution and By-Laws

B. The authority to investigate charges, conduct a hearing, and remove an officer shall remain with the Board of Directors. However, recommendations for such action can be submitted by the General Membership.

C. An officer may be removed by the following process:

1. The Board, by a majority vote, will call an impeachment hearing. It may convene by teleconference if that is the most feasible method.
2. The charges against the officer must be specified and Article(s) and Section(s) that have been violated must be cited.

3. The officer in question must be provided with a copy of the charges and given ten (10) days written notice to appear for the hearing. The officer will be given the opportunity to speak to the charges. Failure of the officer to attend the hearing or to respond to the charges will result in an immediate vote for impeachment.
 4. The highest ranking officer whose performance is not in question shall preside at the hearing.
 5. A three-quarters (3/4) majority vote of the members of the Board of Directors is required for impeachment.
- D. If the officer is impeached, the office shall immediately be declared vacant and filled by the usual procedure.

Article VII – Duties of Officers

Section 1. Duties of the President

The President shall:

- A. Serve in office for one (1) year.
- B. Serve as official representative of the Association.
- C. Call meetings of the General Membership and Board of Directors.
- D. Appoint the Publications Director and the Membership Director to terms of one (1) year each, with approval of the Board of Directors, with the provision that either or each can be reappointed to succeeding terms, with Board approval. Each of the two will have a position on the Board for the duration of their terms.
- E. Preside over meetings of the Association, General Membership, and Board of Directors.

- F. Appoint, with approval of the Board of Directors, membership to all standing and special committees.
- G. Serve as ex-officio member with voting privileges on all Association Committees.
- H. Establish a membership monetary incentive program, upon approval of the Board.
- I. Be responsible for securing a position bond to cover any and all persons handling funds of the organization on the National level, as designated by the Board of Directors.

Section 2. Duties of the President-Elect

The President-Elect shall assume the presidency no later than at the adjournment of the annual meeting of the Association next following his election. If the presidency should become vacant, he shall serve as President until such time as the Board of Directors shall fill the vacancy. During his year as President-Elect, the President-Elect shall chair the Program Committee.

Section 3. Duties of the Regional Directors

A. In addition to those duties noted elsewhere in the Constitution & By-Laws, Regional Directors shall maintain written communication with each Chapter in his/her Region a minimum of at least once per yearly quarter. This will provide two-way access to information and to note his/her action in response to queries from the Board of Directors.

B. Any Regional Director found to be negligent in the duties of his/her office as set forth in the National Constitution & By-Laws, may be impeached from office prior to culmination of his/her two (2) year term, by vote of a simple majority of the voting strength within his/her Region, provided said Region notifies the Board of Directors in writing within thirty days prior to intended voting, noting area of deficiency on the part of the Director.

Section 4. Duties of the Secretary

The Secretary shall be responsible for maintaining the records of the Association. The Secretary shall dispose of outdated records in the manner prescribed by the Board of Directors.

Section 5. Duties of the Treasurer

The Treasurer shall:

- A. Maintain the financial records and safeguard the funds of the Association.
- B. Provide quarterly summaries of the financial records to the Board of Directors.
- C. Contact a Certified Public Accountant to audit the financial records annually.
- D. Provide a copy of the Auditor's report for the Secretary to be entered in the minutes of the Board of Directors.
- E. Enter a copy of the Auditor's report into the financial records before they are passed on to the succeeding Treasurer.
- F. Prepare a proposed budget for the Association to be submitted to the Board of Directors for adoption, including adequate funds for the aforementioned position bond.

Section 6. Additional Duties

At the direction of the Board of Directors, all officers may be assigned duties not ordinarily associated with their positions.

Article VIII– Standing Committee

Section 1. Appointment of Standing Committees

During the first Board meeting following the Annual meeting, and with the approval of the Board of Directors, the President shall name the chairmen of the Standing Committees except for the Program Committee.

Section 2. Standing Committees and their Duties

- A. Membership Committee: The Committee shall organize and direct the recruitment for the Association and make recommendations to the Board of Directors with respect to such activities.

The Committee will be chaired by the Membership Director who will provide monthly reports to the Board of Directors and Regional Presidents.

- B. Nominations and Elections Committee: The Committee shall obtain slates of candidates for each office becoming vacant at the time of the annual meeting. The Committee will advise the membership of the candidate's identities not less than sixty (60) days prior to the annual meeting. Nominations from the floor of the General Membership Meeting will be allowed and honored. The Committee shall recommend rules and regulations governing the certification of voting members to the General Membership Meeting; shall supervise the process of registering and seating members; shall conduct an election in accordance with the policies approved by the Board of Directors; and shall perform such other related duties as assigned by the Board of Directors.

- C. Resolutions Committee: This Committee shall obtain resolutions from the Membership and will present them for action by the members of the General Membership Meeting.

- D. Constitution/By-Laws Chairperson: This Chairperson shall study the governing documents of the Association for possible revision or amendment; and shall receive and study suggestions for revisions or amendment; and shall present recommendations to the Board of Directors and General Membership Meeting.
- E. Awards and Citation Committee: The Committee shall, with the President, consider all nominations and select the recipients of the various awards given at the annual meeting. The Committee shall, with President, determine the recipients of any other awards or citations.
- F. Legislative Committee: This Committee shall monitor any and all legislation that may be of interest to the Membership. This Committee will be chaired by the Legislative Director.
- G. Professional Development Committee: The Committee shall receive applications for certification and names of those who have attained the level of certification. The Committee shall work to further the professional enlightenment of the Membership through coordination of or with various education programs in the field of Disability Determinations.
- H. Historian: The Historian shall receive, organize and retain such records of the past and present Association activities so as to provide documentation of the growth and history of the Association.
- I. DDS Administrators/SSA Liaison Chairperson: This Chairperson shall serve as a point of contact between NADE and the DDS Administrators. The Liaison will be responsible for an open line of information-sharing with SSA, NCDDD, the National Council of Social Security Managers Association (NCSSMA), the Association of Administrative Law Judges (AALJ) and any other group of mutual concern.
- J. Litigation Monitoring Chairperson: This Chairperson shall identify and track all litigation involving the SSA Disability Program. This includes monitoring court cases, tracking and recording court orders by State and Circuit Court Districts and reporting these findings to the membership.

- K. National Disability Professionals Week (NDPW) Committee: This Committee shall promote and execute all ideas and plans for the celebration of NDPW. The Committee shall coordinate all promotional activities for this week with the Council of Chapter Presidents, the NADE Advocate Director and all Regional Directors to maximize involvement of the membership.

- L. Non-Dues Revenue Committee: This Committee shall be responsible for all non-dues revenue for NADE. This shall include the promotion and sales of NADE merchandise and advertising through the NADE website, the NADE Advocate and National and Regional Conference activities.

- M. Organ Donor/Transplant Committee: This Committee shall assure the availability of all organ donation and transplantation promotional information for all NADE State, Regional and National Conferences.

- N. Strategic Plan Committee: This Committee shall review and make recommendations for revision and updating the NADE Strategic Plan. This Committee shall receive and study suggestions for the Strategic Plan and will present recommendations to the Board of Directors and General Membership.

- O. Information Technology (IT) Chairperson: This Chairperson shall be responsible for maintaining contact with SSA and other groups for mutual concern regarding all IT issues.

- P. Hearing Officer Committee: This Committee shall monitor and develop recommendations to the Board on activities and issues relating to the Disability Hearing process and the Hearing Officers function.

- Q. Medical Consultants Committee: This Committee shall monitor and develop recommendations to the Board on activities and issues that are of concern to the DDS Medical consultants. They

Shall provide input on proposed Medical Listing changes prior to publication.

R. Professional Relations Committee: This committee shall monitor issues of concern to Professional Relation Officers and work with the NADE President to determine the best manner to address these concurs and issues.

S. Retiree Committee: This committee shall review the Strategic Plan and work with the NADE President in determining any necessary changes and actions that needs to be implemented.

Section 3. Ad-Hoc Committees

Ad-Hoc Committees will be approved by the Board of Directors for any item deemed critical to NADE for any duration necessary for information to be gathered, shared and resolved. The president shall name the Chairperson (s) for the Ad-Hoc Committees. Ad-Hoc Committees may be created and dissolved as deemed necessary by the NADE Board of Directors.

Article IX - Additional Duties and Responsibilities

In addition to the duties and responsibilities specified in Articles V through VII of these By-Laws, the officers and appointees shall follow any specific guidelines or commands given or approved by the Board of Directors in the form of official communiqués or procedural manuals.

Article X – Finances and Rebates

Section 1. Finances

Funds of the Association may be paid to Chapters or to members for services rendered in the processing of the Membership applications and preparation of Membership Certificates.

Section 2. Amount of Rebates

The Association shall refund to all Regions up to 20% of the membership fees paid by those persons holding membership in the area served by the Region each year. Rebates shall be based on membership as of the closing date used for voting purposes and shall be paid prior to January 1 of the following year. The Regional Director shall indicate to the Treasurer whether the rebates should be sent to the Region or to the Chapters each year, based on the Region's procedure.

Section 3. Determination of Escrow Account

The escrow amount shall be determined by the membership figures of the prior membership year.

Section 4. Escrow Balance

Said amount must be held in escrow by the Association Treasurer until the end of the membership year, at which time should it not have been requested by the Regional Director, it will revert to the general fund of the revenues of the Association.

Article XI - Amendments

The By-Laws of the Association may be amended as follows:

1) An amendment may be proposed by any member at the General Membership Meeting. If an amendment so proposed is approved by a majority of those present and voting at the General Membership Meeting, it shall be referred for study to the Constitution/By-Laws Committee. The Committee shall report to the Board of Directors prior to the next annual meeting. At that meeting, the Board of Directors shall vote on the amendment;

or

2) An amendment may also be proposed by a member of the Board of Directors at any meeting of the Board of Directors. If an amendment so proposed is ratified by a full majority of the Board of Directors, it shall become effective immediately upon ratification at the General Membership Meeting by a majority of the members voting.

Article XII – Rules of Order

The most recent edition of Robert’s Rules of Order shall govern meetings of the General Membership and the Board of Directors, except when they are in conflict with the governing documents of the Association or rules adopted by the General Membership or the Board of Directors.

(Amended in Covington, Kentury-2009)

(Amended in Albany, New York – 2010)

