



CONNECTICUT ASSOCIATION OF
THERAPEUTIC RECREATION DIRECTORS, INC.

BYLAWS

REVISED: June 2007
Updated: October 2009
Revised: March 2017

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ARTICLE I – NAME, OFFICES

SECTION 1. NAME - This Corporation shall be known as the Connecticut Association of Therapeutic Recreation Directors, Inc., hereinafter referred to as C.A.T.R.D.

SECTION 2. OFFICES - The principal office of the corporation shall be initially at such place in the City of Bristol in the State of Connecticut as the Board of Trustees shall designate. The corporation may also have such other offices within or without the State of Connecticut as the Board of Trustees may from time to time designate.

ARTICLE II – PURPOSES, NON-PROFIT CORPORATION

SECTION 1. PURPOSE - The nature of the activities to be conducted, or the purposes to be promoted or carried out by the corporation are as follows:

- (a) To promote and conduct continuing education with an emphasis on the major developments in therapeutic recreation and other topics of current interest; to advance the field. To identify the realm and scope of the therapeutic recreation profession.
- (b) To develop educational programs for members and the general public to encourage greater understanding of therapeutic recreation and the needs of persons with special needs.
- (c) To foster and encourage the understanding of therapeutic recreation to the general public, other professions and regulatory agencies and to promote the awareness of therapeutic recreation.

SECTION 2. NON-PROFIT

- (a) This corporation is a non-profit corporation organized under the Non-stock Corporation Act of the Connecticut General Statutes, as amended, and as such it shall not have or issue shares of stock or pay any dividends.
- (b) No part of the earnings of the corporation shall inure to the benefit of any member, trustee or officer of the corporation, or any private individual (except that reasonable compensation may be paid and expenses reimbursed for services rendered to or for the corporation in effecting one or more of its stated purposes) and no member, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation. Notwithstanding any other provision of these by-laws, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization tax exempt as described in Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended from time to time. This corporation shall have perpetual existence, but in the event of its dissolution or liquidation all of its assets of whatever nature shall be distributed to a non-profit corporation qualified under Section 501 (c)(3) or to another tax exempt organization with similar purposes, to be used exclusively for the purposes set forth in Article II, Section 1 above.
- (c) To operate exclusively within the provision of Section 501 (c) (3) of the Internal Revenue Code, as the same may be amended from time to time.

ARTICLE III – MEMBERS

SECTION 1. CLASSES - The Corporation shall have four (4) classes of members, designated as “professional members,” “associate members,” “honorary members,” and “lifetime member.” Membership is renewed annually.

SECTION 2. PROFESSIONAL MEMBERS - There shall be one class entitled “professional members” which shall consist of individuals who are employed and provide therapeutic recreation services and who meet one or more of the following educational requirements:

- A Masters, Bachelors or Associates Degree with a major emphasis in therapeutic recreation
- Completed a Connecticut certificate program in therapeutic recreation
- A Bachelors Degree in a related field and one year full time employment in therapeutic recreation
- A Bachelors Degree in a related field and 6 credit hours in therapeutic recreation
- An Associates Degree in a related field and two years of full time employment in therapeutic recreation
- An Associated Degree in a related field and nine credit hours in therapeutic recreation
- Individuals employed on or before the date these bylaws were adopted are eligible to be professional members as long as they continued to be employed to provide therapeutic recreation services and who pay the annual dues as prescribed under the bylaws of the corporation.
- Members of this class shall each be entitled to one (1) vote at all meetings of the corporation or on matters by mail in ballot or e-mail ballot as provided for in the bylaws of the corporation and to vote for the election of the Board of Trustees within a region as specified in Article V, Section (c) hereof. Members of this class shall be entitled to hold any office of the corporation in accordance with this Certificate and the Bylaws.

SECTION 3. ASSOCIATE MEMBERS - There shall be one class entitled “associate members” which shall consist of individuals who do not meet the criteria for “professional” membership but having an interest in or being supportive of the therapeutic recreation profession qualify as “associate” members. Members of this class shall have no voting rights and shall not be entitled to hold office but may have the opportunity to participate in advisory, nonvoting, capacity on committees.

SECTION 4. LIFETIME MEMBER - Upon their twenty-sixth year the professional member must provide written documentation from their employer that he / she has been in the field for twenty-five years. To be eligible, the member must be a current professional member in good standing, as well as have been a member of CATRD for at the State level for a minimum of ten years. A lifetime member currently employed in Therapeutic Recreation may hold an elected office. Retired lifetime members may not hold an elected office.

SECTION 5. HONORARY MEMBERS - There shall be one class entitled “honorary members” which shall consist of individuals selected and designated by the Board of Trustees for outstanding contributions to the field of Therapeutic Recreation. There shall be no dues for honorary members and the members of this class shall have no voting rights and shall not be entitled to hold office.

SECTION 6. PROFESSIONAL MEMBER IN GOOD STANDING - A professional member in good standing shall be one whose dues are current.

SECTION 7. VOTING AND OTHER RIGHTS - Each professional and lifetime member of the corporation in good standing shall be entitled to one (1) vote on each matter submitted to the membership. Each member in good standing is eligible to vote for a Region Representative to the Board of Trustees within the Region where he/she is employed.

ARTICLE IV – FINANCES

SECTION 1. DUES - This Corporation may levy dues and assessments upon the professional and associate members of the corporation. The Board of Trustees shall have the authority to set dues and assessments for professional and associate members and to modify the same from time to time following notification to the regions one month prior to the effective date of the action.

SECTION 2. FISCAL YEAR - The fiscal year of the corporation shall be January 1 to December 31.

- (a) Dues shall be payable to the membership chairperson by the member's anniversary date.
- (b) Membership shall be forfeited if dues are not paid within thirty (30) days of the members' anniversary date.

ARTICLE V – MEETINGS OF MEMBERS

SECTION 1. PLACE OF MEETINGS - All meetings of the members shall be held at the principal office of the corporation or at such other place within or without the State of Connecticut as from time to time may be designated by resolution of the Board of Trustees.

SECTION 2. REGIONAL ELECTIONS - The regional meetings of the members at which the trustees and alternates are elected shall be held prior to the September Board of Trustees Meeting.

SECTION 3. ASSOCIATION ANNUAL MEETING - There shall be an annual meeting of the members during the fall seminar which shall be held in either October or November of each year, at such time and place as shall be designated by the Board of Trustees. At the Annual meeting such business as may properly come before the meeting shall be transacted other than election of trustees and alternates.

SECTION 4. SPECIAL ASSOCIATION MEETINGS - Special Association meetings of the members shall be called by the President whenever, in his/her opinion, such meetings shall be necessary, or by the President or another officer on the written request of at least three (3) members of the Board of Trustees, or of at least twenty-five (25) members in good standing, filed with the Secretary, which request shall state the purpose for which the special meeting is requested. If the President or another officer does not call such a special meeting within fifteen (15) days after the filing of such a request, the trustees or members who filed the request may call the special meeting.

SECTION 5. NOTICE OF ASSOCIATION MEETINGS - Written notice of each meeting of members shall be given by or at the direction of the President or Secretary or the trustees or members calling the meeting to each member by leaving such notice at his/her residence or usual place of business or by mailing a copy thereof addressed to him/her at his/her last known post office address as shown on the list of members, postage prepaid, not less than fourteen (14) days nor more than fifty (50) days before the date of the meeting. Each notice of a meeting of members shall state the place, day and hour of the meeting. The general purposes for which a special meeting is called shall be stated in the notice thereof.

SECTION 6. BUSINESS CONDUCTED AT ASSOCIATION MEETINGS - At special meetings of the members no business other than that stated in the notice thereof shall be transacted. At any annual meeting of members, any matter relating to the affairs of the corporation may be brought up for action, provided, that unless stated in a written notice of the meeting, no by-laws may be brought up for adoption, amendment or repeal.

SECTION 7. QUORUM - Twenty-five (25) percent of members present and eligible to vote shall constitute a quorum for the transaction of business at any meeting of the members.

ARTICLE VI – TRUSTEES AND OFFICERS

SECTION 1. EXECUTIVE OFFICERS

- A. **President and Vice President:** Candidates for President and Vice President shall be current elected members of the Board of Trustees and shall have served as members of the Board for at least one year before they assume office.
- B. **Secretary and Treasurer:** Candidates for Secretary and Treasurer shall be current elected or appointed member of the Board of Trustees and shall have served as a member of the Board of Trustees for at least one year before they assume office.

SECTION 2. POWERS - The property, business and affairs of the corporation shall be managed and controlled by or under the direction of the Board of Trustees. The Board of Trustees shall be equivalent to a Board of Directors.

SECTION 3. QUALIFICATIONS - To be eligible to serve as a Trustee, the candidate must be and remain a professional member in good standing. Trustees must be employed in the field of therapeutic recreation. Should employment be terminated the trustee's term will expire in one (1) year following the date of termination, if no other employment in therapeutic recreation is obtained.

SECTION 4. NUMBER, ELECTION, TERM OF OFFICE - The Trustees of the corporation shall be chosen as follows: The Executive Committee shall be nominated and elected by the Board of Trustees in September of the appropriate year and shall commence their term in January of that year.

- A. **Number.** There shall be one (1) trustee from each of the eleven regions plus the Executive Board consisting of the President, Vice President, Secretary and Treasurer. Only these persons may vote at a Board Meeting, with eleven trustees each representing his/her particular region and the Executive Board representing the total body. The Immediate Past President will be a nonvoting member of the Executive Board.
 - ◆ If and when a regional representative is elected to the Executive Board, he/she shall be replaced by another representative from the particular region whenever possible.
 - ◆ Additional Board members, such as Parliamentarian, Membership Chairman, and the like, who are not elected regional representative, may be appointed by the President, but shall have no vote.
 - ◆ Alternates may be requested to attend board meetings as designated by the President, but shall have no vote if the regular delegate is present.
- B. **Manor of Elections.** The Trustees shall be elected within each region consistent with the procedure established in these bylaws.

- C. **Nominating Procedures for Executive Board, Board of Trustees.** There will be three (3) professional members of the nominating committee. The Past President shall serve as Chair of the nominating Committee in July of the appropriate year. Two (2) members of the Nominating Committee will be appointed by resolution of the Board of Trustees and accepted by majority vote. Present officers are not eligible as members of the nominating committee. The nominating committee will present a slate of officers to the board in September for elections. Following the nominating committee report the President shall call for nominations from the floor. All nominees shall meet the qualifications outlined in Article III, Section 2.
- D. **Regional Elections of Trustees.** The regional elections shall be held by the professional members of CATRD in good standing in the region present and voting. Regions shall elect a Trustee and an alternate trustee according to the following schedule: even number regions, even year, odd number regions, odd year. Any professional member's name may be placed in nomination at the time of such meeting in addition to the names offered by the nominating committee. Notices shall be sent to professional members of CATRD advising of the election in the region. Region Representatives shall assume their duties in September each year. An alternate trustee may vote at a Board of Trustees meeting in the absence of the trustee.

SECTION 5. MEETING NOTICE - An Annual Meeting of Trustees for organizational purposes shall be held with not less than two (2) days notice within thirty (30) days following the Annual Meeting of Members. Other meetings of the Board of Trustees, regular or special, may be held either within or without the state, at such place as the Board of Trustees shall determine. Regular meetings may be scheduled in advance by resolution at a preceding meeting, and in such case no further notice of such regularly scheduled meeting need be furnished. Special meetings of the Trustees may be called by the President or by any three (3) trustees. In such case, at least two (2) days written or oral notice shall be given to each trustee. Neither the business to be transacted at nor the purpose of any regular meeting need be specified in any notice of such meeting.

SECTION 6. QUORUM - A majority of the number of trusteeships at the time shall constitute a quorum for the transaction of business at meetings of the Board of Trustees. The act of a majority of the Trustees present at a meeting at which a quorum is present at the time of the act shall be the act of the Board of Trustees unless the act of a great number is required by law or by these bylaws.

SECTION 7. WAIVER OF NOTICE - Waiver of any required notice of any Trustees' meeting shall be deemed effective if executed by all the trustees, any trustee present at a trustees' meeting who does not protest prior to or at the commencement of the meeting the lack of proper notice, shall be deemed to have waived notice of such meeting.

SECTION 8. TRUSTEES' CONSENT - Any resolution in writing, approved and signed by all trustees, shall have the same force and effect as if the same were a vote passed by all the trustees at a meeting duly called and held for that purpose, and such resolution shall be recorded by the Secretary in the minute book of this corporation.

SECTION 9. COMMITTEES - The Board of Trustees may appoint such standing committees and/or special committees of trustees and/or members as it deems advisable.

SECTION 10. LIAISON REPRESENTATIVE - The Board of Trustees may appoint representatives to act as liaisons as it deems advisable and shall prescribe the duties and functions thereof.

ARTICLE VII – BOARD OF TRUSTEES AND THEIR DUTIES

SECTION 1. EXECUTIVE OFFICERS - The officers of the corporation shall be a President, Vice President, Secretary and a Treasurer who shall be elected by the Board of Trustees. The officers shall thereafter be elected by the Board of Trustees to serve for two (2) years or until their successors have been elected and qualified in their stead. No more than one (1) office may be held at any one time by the same person. The duties of the officers of the corporation shall be such as are prescribed by the Board of Trustees and these by-laws. Each officer shall also be a member of the Board of Trustees. No officer shall be eligible for re-election to the same position **for more than 3** consecutive terms.

SECTION 2. PRESIDENT - The President shall be the chief executive officer of the corporation and shall have, subject to the direction and control of the Board of Trustees, the general control and management of the business and affairs of the corporation, and such powers, authority and duties as are customary for such office. He/she shall act as chairperson of the Board of Trustees and he/she shall preside at all meetings of the Board of Trustees, and of the members of the corporation. The region from which the President comes shall elect a replacement trustee to the Board if possible.

SECTION 3. IMMEDIATE PAST PRESIDENT - The person elected to the office of President shall, upon completion of his/her two (2) year term as President, serve an additional two (2) year term as Immediate Past President. He/she shall perform such duties as may from time to time be assigned to him/her by the Board of Trustees to include but not be limited to chairing the nominating committee. He/she shall not have a vote.

SECTION 4. VICE PRESIDENT - The Vice President shall perform such duties as may from time to time be assigned to him/her by the Board of Trustees or delegated to him/her by the President. In case of the death, disability or absence of the President, the Vice President shall fulfill all the duties and be vested with all the powers and authority of the President. The Vice President shall chair the conference/seminar committee.

SECTION 5. SECRETARY - The Secretary shall record and retain the minutes of the proceedings of all meetings of the Board of Trustees and shall issue all notices required by law or by these by-laws, and shall discharge all other duties required of such officer by law, by delegation from time to time by the Board of Trustees or the President, or as are incident to the office of Secretary. He/she shall maintain a list of members and shall have the custody of the seal of this corporation and all books, records and papers of this corporation and updated membership list.

SECTION 6. TREASURER - The Treasurer shall have charge and custody of and be responsible for all funds and securities of this corporation, keep full and accurate accounts of receipts and disbursements of this corporation, deposit all money and valuable effects in the name and to the credit of this corporation in depositories designed by the Board of Trustees, sign all checks, and, in general perform such duties as may from time to time be assigned to him/her by the Board of Trustees or by the President or as are incident to the office of Treasurer. The Treasurer shall report on the fiscal affairs of the corporation to the Board of Trustees at each meeting, and shall present a detailed written financial report to the Annual Meeting of Members.

SECTION 7. REGION REPRESENTATIVES TO THE BOARD OF TRUSTEES - The Region Representative to the Board of Trustees shall act as liaison between the Board of Trustees and his/her designated region. They are responsible for providing written reports to the Board of Trustees and to their regions. They must be currently employed in the region they represent and must be available to attend region and Board of Trustee meetings. Should they terminate their employment they must notify their region and the CATRD Board of Trustees, and a successor may be chosen by their region within ninety (90) days. **Should the region choose to keep said representative in place then Article 6, Section 3 will be followed: "the representative's term to the board will expire one (1) year following the date of termination, if no other employment in therapeutic recreation is obtained." (October 2009)**

SECTION 8. TERMS OF OFFICE - Each officer shall serve for a term of two (2) years and until his/her successor is duly appointed and qualified. Vacancies among the offices, other than the office of Immediate Past President, by reason of death, resignation or other causes shall be filled by the Board of Trustees for the unexpired term.

ARTICLE VIII -- REGIONS

SECTION 1. PROFESSIONAL MEMBERS - All members of the corporation should join the region in which they are employed.

SECTION 2. REGION MEETINGS - The regions should meet as able, sponsor programs and other activities in keeping with the philosophy of the Connecticut Association of Therapeutic Recreation Directors.

SECTION 3. Each region is responsible for submitting minutes of their region meeting to the President of the Board of Trustees.

SECTION 4 REGION BYLAWS - Regions may have procedural bylaws, which shall be effective upon approval of the Board of Trustees for the operation of the region. No region bylaws shall be approved which conflict with the Certificate of Incorporation or the Bylaws of this corporation.

SECTION 5. Each region shall do nothing in the operation of its affairs which conflicts with the Certificate of Incorporation of this corporation or the Bylaws.

ARTICLE IX – MISCELLANEOUS PROVISIONS

SECTION 1. RULES FOR MEETING - The current edition of Robert's Rules of Order, Newly Revised, shall govern the conduct of all meetings of members and of the Board of Trustees, and of any committee of the corporation or region meetings.

SECTION 2. AUDIT COMMITTEE - The President shall appoint an Audit Committee as needed to examine the books, records and accounts of the corporation.

SECTION 3. AMENDMENT

- (a) These by-laws may be altered or amended or repealed by the affirmative vote of two-thirds (2/3) of the members of the corporation present and voting at meeting of the members at which a quorum is present and for which written notice of the meeting setting for the proposed amendment has been furnished to each member not less than seven (7) days before the meeting, provided that such amendment shall be proposed by the Board of Trustees or by the signed petition of twenty-five (25) members.
- (b) These bylaws may also be altered, amended, or repealed at any time by a mail in voting ballot. Copies of the bylaws reflecting the proposed changes will be sent or delivered to professional members at least thirty (30) days in advance of the voting deadline. Professional members shall cast a vote by mailing a return ballot before the deadline for voting on changes. An affirmative vote of two-thirds (2/3) of the returned ballots is required for amendment.
- (c) No amendment to the bylaws shall be effective which shall adversely affect the status of the corporation as a tax-exempt organization described in Section 501 (c) of the Internal Revenue Code.