Washington State Association for the Treatment of Opioid Dependence

# BY-LAWS

(revised 1/1/2023)

## ARTICLE I

Name and Location

The name of this organization shall be The Washington State Association for the Treatment of Opioid Dependence (WSATOD).

Its principal office shall be in the city of residence of the Chairperson during his or her tenure.

## ARTICLE II

Purpose

1. Promote good will and cooperation among its members.
2. Promote the growth and development of opioid treatment programs.
3. Assist the general public in its understanding of opioid use disorder and medication assisted treatment.
4. Encourage collaborative relationships with other behavioral health agencies and primary care providers.
5. Enhance the quality of patient care in the provision of services to opioid use disordered individuals and their families.
6. Advise its members as to changes in applicable laws and regulations and advancements in medication assisted treatment as well as any legislative issues.

## ARTICLE III

Membership

1. Any Opioid Treatment Program (OTP) in Washington State can be a member of WSATOD by payment of the designated annual dues.

2. **Member in Good Standing:** A Member in Good Standing is defined as a member who has paid their annual dues in full no later than the second General Membership meeting of the Calendar Year.

3. **Members in Good Standing are entitled to:**
   a. Attend general membership meetings and bring issues of concern to the Chairperson and members in attendance.
   b. Hold officer positions.
   c. Participate in Ad Hoc or Standing WSATOD Committees.
   d. Receive WSATOD publications and services.

4. **Member Not in Good Standing:**
   A Member who has not paid their annual dues by the second General Membership Meeting will be considered "Not in Good Standing". Upon payment of their annual dues, they will return to being "Members in Good Standing".

   a. A Member Not in Good Standing may attend any General Membership Meeting or function of the Association; however, they may not attend any meeting designated as an "Executive Session".

   b. A Member Not in Good Standing who is also a Voting Member is not eligible to vote or be counted when determining a quorum.

   c. No employee, officer or agent of the Member may exercise duties as an Officer of WSATOD during a period when the member is Not in Good Standing.

5. **Voting Member:**
   A Member in Good Standing who is either a Program Sponsor or the designated Proxy of the Program Sponsor is considered a Voting Member.

6. **Associate Member:**
   Associate Members will pay annual dues. An Associate member does not vote and is not counted when determining a quorum. Due to his/her special status with respect to OTPs, the State Opioid Treatment Authority (SOTA) is considered an Associate Member but is exempt from annual dues.

## ARTICLE IV
Meetings

1. **General Membership Meetings:**
   Regular meetings of WSATOD are General Membership Meetings. These meetings are open to the public.

   a. General Membership Meetings are to be held no less than semi-annually at a site designated by the chairperson of WSATOD.

   b. Order of Business for General Membership Meetings
      1. Presentation of minutes from the preceding meeting.
      2. Chairperson's Report
      3. Treasurer's report
      4. Reports of committees
      5. Old and unfinished business

6. New business
7. Announcements
8. Adjournment

2. **Executive Sessions:**
   WSATOD Meetings that are closed to non-members.
   a. A motion approved by a simple majority of the voting members present authorizes an Executive Session.

3. **Special Meeting:**
   a. The Chairperson or any Voting Members may call a Special Meeting of the Association when it is determined to be in the best interest of the Association.
   b. Notice of a Special Meeting shall be sent to all members at least five days before the requested date for the Special Meeting.
   c. The Special Meeting Notice will state the reason for the Meeting and who called the Meeting.
   d. No other business but that specified in the notice may be transacted without unanimous consent of all present.

4. **Cancellation of a General Meeting:**
   For good cause, the Chairperson may cancel any general meetings by providing reasonable notice of same at any reasonable and prudent time prior to the scheduled meeting.

5. Minutes of each General Meeting will be typed and distributed to members within one month after the meeting.

## ARTICLE V

Voting

1. At all meetings, all votes shall be voice vote, unless otherwise required.

2. **Voting Member:**
   A Member in Good Standing who is either a Program Sponsor or the designated Proxy of the Program Sponsor is considered a Voting Member.

3. Each federally accredited Opioid Treatment Program dispensary will be assigned one vote per organization vs per dispensary.

4. **Quorum**:
   A simple majority of WSATOD Voting Members will constitute a Quorum.

5. **Determination of A Quorum**:
   The Secretary/Treasurer will determine and record the number of Voting Members present at the meeting and advise the Chairperson if a quorum is present.

6. **Absence of a Quorum**:
   If the Secretary/Treasurer determines that a quorum is not present, an informal meeting may be conducted; however, motions or official voting shall not be permitted.

7. **Change in Proxy:**
   If the Program Sponsor changes their Designated Proxy, they must advise the Secretary/ Treasurer in advance of a Meeting.

8. **Ineligibility to Vote:**
   Members Not in Good Standing are ineligible to vote.

9. **Majority:**
   Unless otherwise specified in these By-Laws, approval of a motion is determined by a simple majority of the Voting Members present at the meeting.

## ARTICLE VI

Finances

1. **WSATOD Annual Budget**:
   The Secretary/Treasurer will draft and present for approval an Annual Budget to the Members at the last General Membership Meeting of the Fiscal Year.

2. **Membership Dues:**
   Membership Dues for a Fiscal Year will be in accordance with AATOD annual dues. The annual budget will include, at least, the cost of travel for the Chair to attend the American Association for the Treatment of Opioid Dependence (AATOD) Board meetings and annual dues for WSATOD membership in AATOD.

   a. The amount of Annual Membership dues must be approved by a majority vote of the Members.

   b. The Secretary / Treasurer will provide Membership Dues Invoices to all Members no later than the first General Membership Meeting of the Fiscal Year.

   c. To remain in Good Standing, Members must pay their Membership Dues prior to the second General Membership Meeting of the Fiscal Year.

3. **Non-budgeted Expenditures:**
   Any expenditure of non-budgeted WSATOD funds must be approved by the membership. In the event of an emergency, the Chairperson can conduct an electronic vote (by telephone, fax or email). If approved, the vote will be recorded in the minutes of the next meeting.

4. **Fiscal Year:**
   The Fiscal Year for WSATOD corresponds to the calendar year, starting January 1 and ending December 31.

## ARTICLE VII

Officers

1. **Officers:**
   The Officers of the Association will be the Chair, Vice Chair, and the Secretary/Treasurer.

2. **Elections:**
   Officers will be elected at the last General Membership Meeting of the Fiscal Year.

3. **Qualifications:**
   Any Voting Member can hold WSATOD office.

4. **Term of Office:**
   Officers will be elected to serve a term of four years with an option of additional terms

5. **Chairperson Removal:**
   Meeting by Vice Chair, quorum and member vote.

6. **Duties and Responsibilities of the Officers:**

   **Chairperson:**
   **The duties of the Chairperson are:**
   a. Conduct and preside at all WSATOD Meetings.
   b. Serve as the State's representative to the AATOD Board of Directors.
   c. Ensure the membership is informed of the results and decisions of AATOD Board Meetings.
   d. Represent and speak on behalf of the Association to the public.
   e. Work closely with the state Health Care Authority and Department of Health on matters of importance related to Opioid Use Disorder.
   f. Oversee Bi-Law Revisions
   g. Committee Oversight
   h. Appoint Website Maintenance

   **Vice Chairperson:**
   **The duties of the Vice Chairperson are:**
   a. Conduct and preside at WSATOD Meetings in the Chairperson's absence.

7. **Secretary/Treasurer:**
   **The duties of the Secretary / Treasurer are:**
   a. Record the minutes of all meetings
   b. Provide meeting notices, dues invoices and any other correspondence as needed to the general membership.
   c. Ensure payment of all WSATOD financial obligations.
   d. Maintain all WSATOD Financial Records.
   e. Prepare and present to the General Membership the Annual Budget.
   f. Organize Elections.
   g. Advise the Chairperson on rules of order at meetings.

## ARTICLE IX
Committees and Duties

- Licensing/Credentialing/Audit
- Technical Assistance
- Government Relations
- IT/Promotions/Website

## ARTICLE X
Amendment of the By-laws

These By-laws may be amended or repealed by a quorum vote, provided that Voting Members were notified of the proposed amendments in writing not less than twenty (20) days prior to the date of the vote. By-laws modifications may be approved either during a meeting or through an electronic means(e.g., email).

## ARTICLE XI
Fees

**Yearly membership fees:**

$180.00 per Dispensary AATOD
$500.00 per Agency WSATOD

## Active Members:

| Organization/Clinic | Job Title | Sponsor | Preferred Contact Info. |
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