

ARIZONA ASSOCIATION OF CHIROPRACTIC

The Arizona Association of Chiropractic (AAC) is a professional, nonprofit corporation comprised of individual members, organized to advocate for Doctors of Chiropractic, chiropractic patients, and the chiropractic profession in Arizona.

BYLAWS

ARTICLE I - Name

The name of the organization shall be Arizona Association of Chiropractic, a not-for-profit Arizona Corporation, hereinafter referred to as the AAC, the Association, or the Corporation.

ARTICLE II – Purposes

The purposes of the Arizona Association of Chiropractic (AAC) are to:

Serve as the unified voice and representative organization for the chiropractic profession in the State of Arizona.

Advocate for policies and legislation that promote public health, safeguard patient access to chiropractic care, and protect the professional rights and responsibilities of Doctors of Chiropractic.

Advance public understanding and trust in chiropractic as an informed, effective, and essential component of integrated health care.

Foster collaboration and professional respect among Doctors of Chiropractic, other health care professionals, insurers, educational institutions, and governmental or community organizations to improve patient outcomes and strengthen the health care system.

ARTICLE III – Membership

SECTION A - Voting Membership Categories

Individual Member: An Individual Member must be a Doctor of Chiropractic, licensed to practice in Arizona whose completed application has been approved by the Board of Directors and is current with their dues.

Additional Categories: The Board of Directors may, by majority vote, establish new membership categories or modify or discontinue membership categories as needed to serve the profession and the Association's purposes. These actions do not constitute an amendment to the Bylaws under Article X.

SECTION B - Voting

Eligibility to Vote

Only Individual Members in good standing are eligible to vote on any matter before the Association or its committees.

Method of Voting

Voting shall occur during a duly called meeting, whether in person or through approved virtual or electronic means. Proxy voting is not permitted.

Ballots

The Board of Directors may call for a written or secure digital ballot when appropriate. Digital ballots shall provide reasonable measures to ensure member authentication, vote confidentiality, and accurate tabulation.

SECTION C - Application Process

Applications for membership shall be submitted using official forms or digital platforms provided by the Association and shall require approval by the Board of Directors (or its designee).

Processing of Applications

Membership applications shall be reviewed and processed under the direction of the Executive Director in accordance with established policies and procedures.

Eligibility Review

If any question arises regarding an applicant's qualifications or eligibility for membership, the matter shall be reviewed and determined by the Board of Directors, whose decision shall be final.

Non-Transferability

Membership in the Association is personal to the member and may not be transferred or assigned, whether voluntarily, involuntarily, or by operation of law.

SECTION D - Cancellation for Non-payment of Dues

Membership may be suspended or terminated if dues remain unpaid ninety (90) days after the due date. A reminder notice shall be sent before termination or suspension occurs.

A member suspended for non-payment of dues may be reinstated upon payment of past-due amounts, subject to the approval of the Board of Directors.

Termination for Cause

Membership may also be terminated for conduct that violates these Bylaws, the Association's policies, or that is detrimental to the Association or the chiropractic profession.

Prior to termination the President shall review and evaluate the matter. The Board of Directors shall determine if termination for cause is appropriate.

ARTICLE IV – Meetings

Section A – Presiding Officers

Meetings of the Association shall be presided over by the President, or, if he or she is not present or there is none, by the Vice President, or, if he or she is not present or there is none, by the Past President, or, if he or she is not present or there is none, by a person chosen by the Board of Directors. If no such person is present, the majority of the members who are present shall choose any person present to act as Chair of the meeting.

Section B - Annual Meeting

The Association shall hold at least one (1) Annual Meeting of the membership each year, where all members in good standing are encouraged to attend.

The Board of Directors shall determine the date, time, and format of the Annual Meeting, which may be held in person, virtually, or in a hybrid format.

The meeting shall cover the transaction of any business properly brought before the Association.

Meeting led by presiding officer.

In an election year, the meeting shall include the election of Officers and Delegates,

Notice: Notice of the Annual Meeting shall be provided to all members stating the date, time, format and location (if applicable) no fewer than fifteen (15) days prior to the meeting.

Quorum: Five (5) members of the Board of Directors, and Four (4) Members of the AAC general membership shall constitute a quorum for an Annual Meeting. No business shall be conducted unless a quorum is present. Once established, the quorum shall be deemed to continue for the duration of the meeting.

Section C- Action Without a Meeting

The Board of Directors may take action without a meeting by providing a dated and written or secure electronic ballot with a due date provided clearly on the ballot.

The Secretary or Executive Director shall distribute the ballot describing the action and allowing members to vote for or against it.

ARTICLE V – Dues

Dues, discounts, payment schedules, and effective dates of changes shall be determined by the Board of Directors.

ARTICLE VI - Board of Directors

SECTION A: Composition

The Board of Directors is composed of duly elected and duly appointed members:

- President (duly elected)
- Immediate Past-President (duly elected)
- Vice-President (duly elected)
- Secretary (duly elected)
- Treasurer (duly elected)
- Executive Delegate (duly elected)
- Director of Elections (duly elected)
- Two (2) At-Large Delegates (duly elected)
- Parliamentarian (non-voting member, duly appointed)

SECTION B - Qualifications

All members of the Board of Directors must be voting members of the Association, in good standing. To be elected President, one must also have served on the Board of Directors for at least one of the past two years immediately preceding the election.

SECTION C - Vacancy

Vacancies in the Board of Directors except that of the President will be filled by majority vote of those present at a properly constituted meeting of the Board of Directors. Should the position of President become vacant, the Vice-President shall assume the position of the President. Should the Vice-President be unable or unwilling to assume the position, the Immediate Past President shall assume the position of President. Should the Immediate Past President be unable or unwilling to assume the position, the existing members of the Board of Directors shall choose a President from qualified members of the Board of Directors by majority vote for the remainder of the current term.

SECTION D - Powers and Meetings

Business and Affairs: The business and affairs of the Corporation shall be managed solely by the Board of Directors. The Board of Directors is vested with the power to oversee all business of the AAC and to control its property and resources. The Board of Directors shall approve a fiscal year budget.

Meetings: The Board of Directors shall meet no less than seven (7) times per year, at such date, time, and place as set by the president. One of the seven (7) Board of Directors meetings shall include the Annual Meeting of the Members.

Quorum: Five (5) members of the nine (9) member Board of Directors shall constitute a quorum, except for the Annual Meeting requirements as stated in Article IV, section A.

SECTION E: Removal from Office

A Board of Directors member may be removed from office with cause, by two-thirds (2/3) vote of those present at a properly constituted Board of Director meeting called for such a purpose.

ARTICLE VII - Duties & Responsibilities

SECTION A: President

The President shall preside at all meetings of the Board of Directors and the Annual Meeting. The President shall direct the Executive Director in carrying out the business operations of the Association. The President shall appoint the Chairs of all committees and appoint a Parliamentarian to preside over meetings when necessary. The President, with approval of the Board of Directors, shall have the authority to employ or contract with an Executive Director to carry out the daily operations of the Association. In the absence of an Executive Director, the President shall assume the duties of the Executive Director.

SECTION B: Immediate Past President

The Immediate Past President shall assume such duties as assigned and defined by the President.

SECTION C: Vice President

The Vice President shall assume such duties as assigned and defined by the President.

In the absence of the President, or in the event of the President's death, inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the office of the President.

SECTION D: Secretary

The Secretary shall assume such duties as assigned and defined by the President and shall work with the Executive Director in maintaining all policy records of the AAC, maintaining a list of all committees, keeping the minutes of all meetings and proceedings of the Board of Directors, seeing that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, have charge of all the corporate books and records that are not already the responsibility of the Treasurer, and in general perform all of the duties as, from time to time may be assigned to him or her by the President.

SECTION E: Treasurer

The Treasurer shall assume such duties as assigned and defined by the President and shall work with the Executive Director in maintaining custody of all the funds and securities of the AAC except such as may be required by law to be deposited with any state official. The treasurer shall work with the Executive Director in preparing all tax filings, financial statements, and financial reports, as required by law.

SECTION F: Executive Delegate

The Executive Delegate shall assume such duties as assigned and defined by the President and shall coordinate the activities of the Association committees and At-Large Delegates, as requested.

SECTION G: Director of Elections

The Director of Elections shall assume such duties as assigned and defined by the President and shall oversee the nominations process prior to Association elections and create a Ballot Counting Committee made up of two (2) members of the Board of Directors and a member of the Association staff.

Section H: At-Large Delegates

The At-Large Delegates shall assume such duties as assigned and defined by the President and shall work as liaisons with the Executive Delegate in representing all members.

SECTION I: Executive Director

The Executive Director shall operate under the direction of the President, in consultation with the Board of Directors.

The President provides day-to-day oversight of the Executive Director, who in turn manages all staff, contractors, and volunteers.

ARTICLE VIII- Committees

AAC committees shall be formed or disbanded as deemed necessary by the President. The President shall appoint all committee Chairpersons. The Chairperson may appoint committee members and coordinate all committee activities. Committee members may report directly to their respective Chairpersons. Committee Chairpersons will work directly with the President and the Executive Director.

ARTICLE IX- Terms of Office, Nominations, and Elections

SECTION A: Terms of Office

The term of office for all elected Officers and Delegates of the Board of Directors shall be two (2) years. Each Board member shall hold office until their successor is duly elected and qualified.

Transitional Provision: Upon adoption of these revised Bylaws, the terms of all currently serving elected Officers and Delegates shall be adjusted to two (2) years, with the current year of service counted as the first year of those terms. These Officers and Delegates shall continue in office until the completion of their two-year term or until their successors are duly elected and qualified, whichever occurs first.

No Board member may hold the same elected office for more than two (2) consecutive two-year terms. After serving two consecutive terms in a specific elected office, the individual must sit out for one full two-year term before being eligible to hold that same elected office again.

Partial terms of more than one year shall be considered full term for the purposes of this section. Service in one elected office shall not affect eligibility for another elected office, provided that the term limits for each elected office are observed.

Terms of elected office may be amended by a two thirds (2/3) vote of the Board of Directors. Such actions shall not constitute an amendment to these Bylaws under Article X.

SECTION B: Call for Nominations and Elections

The Director of Elections shall oversee the nomination and election process.

A call for nominations shall be made to members in good standing no less than 60 days prior to the end of the current term. This may be done using any method deemed appropriate by the Board. Members in good standing may be self-nominated. Any nominated person, or person who nominates themselves, shall be included on the official ballot provided such nominee meets all qualifications set forth in ARTICLE VI, SECTION C of these Bylaws.

All Board of Director positions shall be included in the election ballot that shall be delivered to the membership, with the due date clearly stated in the official ballot, no less than 30 days prior to the end of the current term. All ballots must be submitted within ten (10) days of distribution. For a ballot to be valid and counted it must include the member's name and Arizona chiropractic license number.

All elected members will be notified of election results within seven (7) days of the Director of Elections validating and counting the ballots. A notification of acceptance of the position must be provided to the Director of Elections, within seven (7) days of notice of election results.

Notification from the newly elected Board of Directors will appear in the first publication printed or otherwise published and distributed after receipt of all acceptance notifications.

ARTICLE X - Bylaws Amendments

All members in good standing of the AAC are eligible to cast a vote on any Board of Directors' proposed amendments to the Bylaws.

All ballots must be submitted within ten (10) days of distribution, with the due date clearly stated on the ballot.

All proposed amendments to the Bylaws shall be approved by a majority of the votes cast.

ARTICLE XI - Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern all questions of procedure not specified in the Bylaws, Articles of Incorporation, or other policies of the AAC.

The President may appoint a Parliamentarian who will serve *ex-officio* (without vote) and shall have the knowledge of parliamentary rules, the Bylaws, Articles of Incorporation, and other policies of the AAC. The Parliamentarian shall be an advisor to the Board.

Any Board of Director member, or AAC staff person may ask for a ruling on a point of order (i.e. challenge an action being taken or request an interpretation of a rule).

The Parliamentarian's rulings shall be considered final.

ARTICLE XII – Compensation

No AAC Board of Directors member or committee member shall receive compensation for services rendered in their official capacity, except for separate professional services rendered specifically at the request of the Board. A majority vote of the Board is required to authorize such compensation.

Compensation for the Executive Director shall be determined the President with approval via a majority vote of the Board of Directors.

ARTICLE XIII - Financial Obligations

Only the President or his designee may enter into a contract in the name of or on behalf of the AAC unless such authority is granted to an agent by majority vote of the Board of Directors. Such authority may be general or confined to specific instances.

All checks, drafts, or other orders for the payment of money, or notes or other evidence of indebtedness issued on the name of the AAC shall be signed by the Treasurer, Executive Director, or by the President. Amounts over \$25,000 require two signatures.

All funds of the AAC not otherwise employed shall be deposited to the credit of AAC in such banks, trust companies, or depositories as the Board of Directors may select.

All general financial records of the AAC shall be open to inspection by any member of the Board of Directors upon request.

ARTICLE XIV - Prohibition against Sharing in AAC Earnings

No board or committee member, employee, or other person connected with AAC, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit for the operations of the corporation, provided that this shall not prevent the payment of any such person of such reasonable compensation for services rendered to or for the AAC in effecting any of its purposes or reimbursement for necessary and reasonable out-of-pocket expenses as shall be fixed by the Board of Directors.

No board or committee member, employee, or other person connected with the AAC, or any other private individual shall be entitled to share in the distribution of any of the AAC's assets upon dissolution of the AAC. Upon such dissolution the Board shall, after paying or making provisions for the payment of all of the liabilities of the AAC, either dispose of all of the assets of the AAC exclusively for one or more exempt purposes, within the meaning of section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Code"), or distribute the assets to one or more organizations that shall then qualify as exempt organizations under section 501(c)(3) or 501(c)(6) of the Code. Any such assets not so disposed of or distributed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the AAC is then located, exclusively for the purpose of the AAC or to such organizations as the court may determine are organized and operated exclusively for such purposes.

ARTICLE XV - Indemnification and Insurance

The AAC shall indemnify its officers and staff against expenses incurred in actions by or in right of the AAC to the full extent permitted and as provided in section 10-3851 of Arizona Revised Statutes and to the fullest extent authorized by Arizona Law.

The AAC shall also provide Directors and Officers Liability Insurance to cover officers and staff as deemed appropriate.

ARTICLE XVI - Affiliated Transactions

Section A: Affiliated Transactions

No contract or other transaction between the Corporation and Interested Persons (as hereinafter defined), including the sale, lease, or exchange of property to or from Interested Persons, the lending or borrowing of monies to or from Interested Persons by the Corporation or the payment of compensation by the Corporation for services provided by Interested Persons, shall be void or voidable because of the relationship or interest between the Corporation and the Interested Persons or because any Interested Person is present at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such transaction or because he, her or their votes are counted for such purpose if: The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of any Interested Person(s); or

The contract or transaction is fair and reasonable to the Corporation at the time the contract or transaction is authorized, approved, or ratified in the light of circumstances known to those entitled to vote thereon at that time.

As Used herein, the term "Interested Persons" shall mean any member, director, or officer of the Corporation, or any corporation, firm, association or other entity in which one or more of the Corporation's members, directors or officers are directors, officer or member or are financially interested.

Any person seeking to establish that a contract or transaction described herein is void or voidable for any reason set forth herein shall first prove, by a preponderance of the evidence, that the provisions of subparagraph (a) and (b) of Section 1 are not applicable.

Section B: Loans to Directors and Officers

Notwithstanding anything herein to the contrary, the Corporation shall not lend money to or use its credit to assist its directors, whether or not employees, or officers. Any director or officer who assents to or participates in the making of any such loan shall be liable to the Corporation for the amount of such loan until the repayment of the loan.

ARTICLE XVII – AAC Code of Ethics

Commitment to Patient Care

Members shall place the health, welfare, and best interests of their patients above all else, providing care with honesty, compassion, and respect for human dignity.

Professional Integrity

Members shall maintain the highest standards of personal and professional integrity, avoiding any behavior or practice that could discredit the chiropractic profession or the Association.

Competence and Continuing Education

Members shall commit to lifelong learning and professional development, maintaining current knowledge and skills to ensure the delivery of safe, effective, and evidence-informed chiropractic care.

Honesty in Representation

Members shall represent their qualifications, credentials, and scope of practice truthfully to patients, colleagues, and the public.

Confidentiality

Members shall respect the privacy and confidentiality of all patient information, disclosing it only when authorized or required by law.

Ethical Business Practices

Members shall conduct all professional and business affairs with honesty, fairness, and transparency, avoiding conflicts of interest and deceptive practices.

Collaboration and Respect

Members shall foster a spirit of cooperation and mutual respect with other healthcare professionals, working collaboratively to enhance patient outcomes and advance public

health.

Service and Leadership

Members shall uphold the values of the Arizona Association of Chiropractic by serving their patients, colleagues, and communities with integrity, leadership, and dedication to the public good.

ARTICLE XVIII - Administrative Office

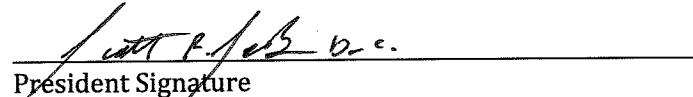
The AAC shall locate their administrative office at any location selected by the Board of Directors.

The undersigned certifies that the foregoing Bylaws were previously reviewed and then duly adopted by the Board of Directors of the Arizona Association of Chiropractic.


President Signature

Date: 1/19/2026

The undersigned certifies that the foregoing Bylaws were duly adopted by the Voting Membership of the Arizona Association of Chiropractic.


President Signature

Date: 1/19/2026