

**The OTCC Bylaws were updated in December 2023 and are open for public comment from December 26, 2023 – January 26, 2024. To provide feedback/public comments, please send an email to the OTCC Executive Director, Amanda Perry: [amanda@asmii.net](mailto:amanda@asmii.net) before close of business on Friday, January 26, 2024.**



# OCCUPATIONAL THERAPY COMPACT COMMISSION BYLAWS – 2024



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## ARTICLE I: COMMISSION PURPOSE, FUNCTION, & BYLAWS

### Section 1: Purpose

Pursuant to the terms of the Occupational Therapy Interstate Compact, (the “Compact”), the Occupational Therapy Compact Commission (the “Commission”) is established as a joint government agency of the member states to fulfill the Compact objectives through a means of joint cooperative action among the member states. This is accomplished by developing a comprehensive process that facilitates the exchange of information in the areas of licensure and investigative authority of member state Occupational Therapy Licensing Boards and providing for mutual recognition of Occupational Therapy and Occupational Therapy Assistant licenses by all member states, under the terms of the Compact and through the issuance of privileges to practice, thereby enhancing the portability and mobility of licenses and ensuring and promoting public protection.

### Section 2: Functions

In pursuit of the fundamental objectives set forth in the Compact, the Commission shall, as necessary or required, exercise all the powers and fulfill all the duties delegated to it by the member states. The Commission’s activities shall include but are not limited to all powers and duties as outlined in Section 8.C. of the Compact and as otherwise provided by the Compact, or as determined by the Commission to be warranted by, and consistent with, the objectives and intent of the Compact. The provisions of the Compact shall be reasonably and liberally construed to accomplish the purposes of the Compact.

### Section 3: Bylaws

As required by the Compact, these Bylaws shall govern the management and operations of the Commission. As adopted and subsequently amended, these Bylaws shall remain subject to the terms of the Compact.

## ARTICLE II: MEMBERSHIP

### Section 1: Membership Defined

The Commission membership shall be comprised as provided by the Compact. Each member state shall have and be limited to one delegate selected by that member state’s Licensing Board. The delegate shall be a current member of the Licensing Board, who is an Occupational Therapist or Occupational Therapy Assistant or public member of the Licensing Board or an Administrator of the Licensing Board. Each member state shall forward the names of its delegate and alternate delegate to the Chair of the Commission or designee by executing the nomination form which affirms that they are the appropriate appointing authority. The delegate and alternate delegate must execute the Code of Conduct Form and have it on file with the OTCC before voting on any Commission business.

A state may designate a person to serve in place of the appointed delegate as his or her alternate delegate with respect to Commission business, including attending Commission meetings and voting. The appointed delegate or the properly appointed alternate delegate must notify the Chair of the Commission or designee of the identity of the alternate delegate and the scope and duration of the representation, prior to each meeting wherein the alternate delegate will be serving on behalf of the delegate.

The alternate delegate's service must be limited in scope and the Commission may determine the number of meetings at which the delegate may have an excused absence during their term.

The Chair of the Commission shall promptly advise the member state of the need to appoint a new delegate whenever a vacancy occurs. Any delegate may be removed or suspended from office as provided by the law of the state from which the delegate is appointed. The member state board shall fill any vacancy occurring on the Commission with a successor delegate who is a current member or administrator of a Licensing Board, within 90 days of a vacancy.

## ARTICLE III: EXECUTIVE COMMITTEE

### Section 1: Composition

The Commission shall establish an Executive Committee, which shall be empowered to act on behalf of the Commission between Commission meetings, except for rulemaking or amendment of the Compact. The power of the Executive Committee to act on behalf of the Commission shall be subject to the Bylaws, Rules, and provisions of the Compact.

The Executive Committee shall consist of seven (7) voting members who are elected by the Commission from the current membership of the Commission and two (2) ex-officios, consisting of one nonvoting member from a recognized national Occupational Therapy professional association and one nonvoting member from a recognized national Occupational Therapy certification organization. The ex-officio members shall be selected by their respective organizations. Of the seven (7) voting members elected to the Executive Committee, four (4) members shall be designated as Chair, Vice-Chair, Secretary and Treasurer of the Commission. Members of the Executive Committee shall serve a term of two years or until a successor is elected. No person shall serve more than two (2) terms consecutively in the same office. Three (3) remaining voting members of the Executive Committee shall be members-at-large chosen from the current membership of the Commission and elected by the Commission.

The election of the Executive Committee shall be as follows:

1. *Chair*: The chair shall be elected in odd numbered years.
2. *Vice Chair*: The vice chair shall be elected in even numbered years.
3. *Treasurer*: The treasurer shall be elected in even numbered years.
4. *Secretary*: The secretary shall be elected in odd numbered years.
5. *Members-at-Large (3 positions)*: The members-at-large shall be two members elected in even numbered years; one member elected in odd numbered years.

The Executive Committee shall give seven (7) days' notice of its meetings, posted on the Commission website and as otherwise determined by the Commission to provide notice to persons interested in the business of the Commission. Special meetings of the Executive Committee may be called at the discretion of the Chair without seven (7) days' notice if a majority of the committee members vote to waive the seven (7) day notice period during the special meeting.

Appointed alternate delegates may not vote on behalf of the elected delegate during Executive Committee meetings.

## Section 2: Duties And Qualifications

The Commission's officers shall perform all duties of their respective offices as the Compact and these Bylaws provide. Their duties shall include, but are not limited to, the following:

1. *Chair*: The Chair shall call and preside over Commission and Executive Committee meetings; prepare agendas for the meetings; act on Commission's behalf between Commission meetings.
2. *Vice Chair*: The Vice Chair shall perform the duties of the Chair in their absence or at the Chair's direction. In the event of a vacancy in the Chair's office, the Vice Chair shall serve until the Commission elects a new Chair.
3. *Treasurer*: The Treasurer, with the assistance of the Executive Director of the Compact, shall monitor the Commission's fiscal policies and procedures and serve as chair of the Finance Committee.
4. *Secretary*: The Secretary, with the assistance of the Executive Director of the Compact, shall keep minutes of all Commission meetings and shall act as the custodian of all documents and records pertaining to the status of the Compact and business of the Commission. The Commission may allow the Executive Director to serve as Secretary of the Commission provided that the Executive Director will not be a member of the Commission.

The Executive Committee shall:

- a. Recommend to the entire Commission changes to the rules or bylaws, changes to this Compact legislation, fees paid by Compact member states such as annual dues, and any commission Compact fee charged to licensees for the compact privilege.
- b. Ensure Compact administration services are appropriately provided, contractual or otherwise.
- c. Approve a budget as prepared and recommended by the Finance Committee.
- d. Maintain financial records on behalf of the Commission.
- e. Monitor Compact compliance of member states and provide compliance reports to the Commission.
- f. Establish additional committees as necessary; and
- g. Perform other duties as provided in rules or bylaws and administer the affairs of the Commission in a manner consistent with the Bylaws and purpose of the Commission.
- h. Hold meetings in person, virtually, or via hybrid means as necessary.

## Section 3: Removal Of Executive Committee Members

Any Executive Committee member may be removed from office for good cause by a two-third (2/3rd) majority vote of the Commission.

#### Section 4: Vacancies And Elections

Upon the resignation, removal, or death of a member of the Executive Committee, such vacancy shall be announced to the Commission by the Chair or designee.

An Elections Committee shall send a call for nominations 30 days prior to the election, shall announce a slate of candidates to the Commission 20 days prior to the election, shall announce voting by electronic ballot 10 days prior to the election and shall verify and report the results of the election to the Commission.

Any election resulting in a tie vote will be decided by a runoff election between the Delegates with the highest votes. No Commissioner shall be nominated or eligible to serve on the Executive Committee if from a member state in default of its obligations under the Compact.

### ARTICLE IV: COMMISSION PERSONNEL

#### Section 1: Duties of the Executive Director

The Commission, through its Executive Committee, may contract for an Executive Director of the Compact. As the Commission's principal administrator, the Executive Director shall also perform such other duties as may be delegated by the Commission, the Executive Committee or required by the

- a. Compact and the Bylaws, including, but not limited to, the following:
- b. Serve at its discretion and act as Secretary to the Commission but shall not be a Member of the Commission.
- c. Hire and supervise such other staff as may be authorized by the Commission.
- d. Establish and manage the Commission's office or offices as determined by the Commission.
- e. Report to the Executive Committee actions of the Secretariat taken on behalf of the Commission.
- f. Recommend general policies and program initiatives for the Commission's consideration.
- g. Recommend for the Commission's consideration administrative personnel policies governing the recruitment, hiring, management, compensation, and dismissal of Commission staff.
- h. Implement and monitor administration of all policies, programs, and initiatives adopted by the Commission.
- i. Prepare draft annual budgets, in consultation with the Treasurer, for the Commission's consideration.
- j. Monitor the Commission's financial performance for compliance with approved budgets and policies and maintain accurate records of the Commission's financial account(s).
- k. Execute contracts on behalf of the Commission as directed.
- l. Receive service of process on behalf of the Commission.
- m. Prepare and disseminate all required reports and notices directed by the Commission.
- n. Assist the members of the Executive Committee in the performance of its duties.



- o. Speak on behalf and represent the Commission.
- p. In collaboration with legal counsel, ensure the legal integrity of the Commission; and
- q. Report about policy, regulatory, political, legal, or other developments of relevance to the Commission's operation.

## ARTICLE V: MEETINGS OF THE FULL COMMISSION

### Section 1: Meetings and Notice

The full Commission shall meet at least once a year at a time and place as determined by the Commission. Additional meetings shall be held as determined by the Executive Committee. Members may participate in meetings in person or by electronic means as is necessary. Special meetings of the full Commission may be scheduled at the discretion of the Chair or shall be called upon at the request of a majority of Delegates.

All Delegates shall be given notice of full Commission meetings at least thirty (30) days prior to the scheduled date. Agendas shall be provided to all Delegates no later than seven (7) days prior to any meeting of the full Commission. If an amendment to an agenda is made after an agenda has been noticed, but forty-eight (48) hours prior to a regular meeting, or twenty-four (24) hours prior to a special meeting, then the agenda is amended upon the posting of the amended agenda. The full Commission or any Committee of the Commission may vote to accept an agenda as amended.

All Commission meetings shall be open to the public, except as set forth in Commission Rules or as otherwise provided by the Compact. Prior public notice of full Commission meetings shall be as follows: publication of notice of each meeting of the full Commission will be posted at least thirty (30) days prior to the meeting on the Commission website or another website designated by the Commission and distribution by e-mail to interested parties who have requested in writing to receive such meeting notices. A meeting may be closed to the public if the Commission determines by a majority vote of the Delegates that there exists at least one of the conditions for closing a meeting, as provided by the Compact or authorized Rules or as certified by legal counsel to the Commission.

### Section 2: Quorum

A majority of Delegates shall constitute a quorum for the transaction of business, except as otherwise required in these Bylaws. The presence of a quorum must be established before any vote of the Commission can be taken.

### Section 3: Voting

Each Delegate is entitled to one vote. A Delegate shall vote on their own behalf and shall not delegate the vote to another Delegate, except as permitted by a designation allowed under Article II. Any question submitted for a vote of the Commission shall be determined by a simple majority, except as otherwise required by the Compact or the Bylaws.

## Section 4: Procedure

The rules contained in the then current edition of Robert's Rules of Order Newly Revised shall govern the parliamentary procedures of the commission and its committees in all cases not provided for in these Bylaws or in any policies and procedures or any special rules of order which are duly adopted by the Commission.

## Section 5: Public Participation in Meetings

Upon prior written request to the Commission, any person who desires to present a statement on a matter on the agenda shall be afforded an opportunity to present an oral statement at an open meeting. The Chair may, depending on the circumstances, allow any person who desires an opportunity to present a statement on a matter that is on the agenda even in the absence of a prior written request to the Commission. The Chair may limit the time and manner of public statements at any open meeting.

# ARTICLE VI: COMMITTEES OTHER THAN THE EXECUTIVE COMMITTEE

## Section 1: Creation Of Committees

1. The Executive Committee shall determine the need for the creation of a committee and appointment of its members as needed and provide a list of charges to the committee.
2. A committee shall be designated as either Ad Hoc or Standing.
3. The addition of a standing committee requires a Bylaws amendment.

## Section 2: Appointment of Committee Members:

1. The Executive Committee shall direct the Executive Director to request volunteers from member states to serve as committee members. Only appointed delegates or officially appointed alternate delegates may vote.
2. The Executive Committee shall appoint chairs, vice-chairs, and members to committees to provide the expertise needed to fulfill committee charges.
  - a. Volunteers for committee membership shall be required to provide personal bios and all relevant experience and interest with respect to the committee position and duties.
3. The Executive Director shall staff the committee and shall appoint other staff or consultants as needed to provide support and expertise.
4. The chair or designee will be responsible for reporting on the progress and/or recommendations of the committee at the Executive Committee and full Commission meetings, as requested by the Executive Committee.

## Section 3: Terms of Appointment

1. Chairs and members will be appointed to a two-year term, which can be renewed once or for the duration of the committee, whichever comes first.

- a. Members who do not wish to be reappointed must notify the Executive Director as soon as possible; and
  - b. Committee members, other than Executive Committee members, term limits may be extended by the Executive Committee up to two additional terms as deemed necessary to achieve the purposes of the Compact.
2. A vacancy on a committee may be filled by the Executive Committee at its discretion.
3. The member state shall notify the Executive Director when committee members are no longer affiliated with their member state.
4. The Executive Committee shall make all reasonable efforts to ensure diversity of membership among Committee members.

#### Section 4: Standing Committees

1. *Rules Committee*: A Rules Committee shall be established as a standing committee to develop uniform Compact rules and bylaw amendments and policies for consideration by the Commission and concurrent implementation by the states and to review existing rules and recommend necessary changes to the Commission for consideration.
2. *Compliance Committee*: A Compliance Committee shall be established as a standing committee to monitor a member state's compliance with the terms of the Compact and its authorized rules.
3. *Finance Committee*: A Finance Committee shall be established as a standing committee to provide financial oversight and ensure the Commission is operating within its budget and is developing financial resources to achieve its purposes.
4. *Elections Committee*: An Elections Committee shall be established as a standing committee to:
  - a. Inform the Commissioners on the responsibilities of the office.
  - b. Encourage participation by the Commissioners in the elections process.
  - c. Announce nominations deadline and anticipated vacancies of the Executive Committee of the Commission.
  - d. Communicate with incumbents to determine if they wish to run for re- election.
  - e. Accept qualified nominees and prepare a slate of candidates for the election of the officers or members at large of the Executive Committee.
  - f. Present a list of candidates to the Commission including the terms of office expiration dates; and
  - g. Tally/verify the election results and report to the Commission.
5. *Public Relations Committee*: A Public Relations Committee shall be established as a standing committee to:
  - a. Collaborate with the Executive Director to create an onboarding process and materials for new member state delegates and administrative staff.
  - b. Create press releases; Develop a marketing plan to promote the benefits and utilization of the Compact.
  - c. Suggest updates to the website and informational items to media sources.
  - d. Create additional public relations documents and provide presentations regarding the work of the Commission.

Other standing and ad hoc committees may be created by the Commission as they are determined to be necessary by the Commission by 2/3 vote. The composition, procedures, duties, budget, and tenure of all committees (if not outlined in bylaws) shall be determined through policies approved by the Commission. The Commission may dissolve any committee it determines is no longer needed.

After review of the bios of the eligible, interested candidates, the Executive Committee shall appoint the chair and vice chair of each committee and establish the composition of each committee, except that the Treasurer shall serve as the chair of the Finance Committee and the Chair of the Commission shall chair the Executive Committee. The chairperson, vice-chairperson, and executive director of the commission shall be considered ex-officio members of each established committee. The Executive Committee may establish or appoint Committees and determine duties of Committees on behalf of the Commission and in accordance with the Compact and Bylaws. The Commission may dissolve any committee it determines is no longer needed.

All Committees shall give seven (7) days' notice of their meetings, posted on their website, and as otherwise determined by the Commission to provide notice to persons interested in the business of the Commission. Special meetings of Committees may be called at the discretion of the Chair without seven (7) days' notice if a majority of the committee members vote to waive the seven (7) day notice period during the special meeting. Meetings may be held in person, virtually, or via hybrid means as necessary.

These committees are not subject to the requirements of Section 8. E. 1. of the OT Compact and Article V of these Bylaws.

## ARTICLE VII: FINANCE

### Section 1: Fiscal Year

The Commission's fiscal year shall begin on October 1 and end on September 30. Membership fees, in an amount to be determined by the Commission, are payable by October 1 of each year.

### Section 2: Budget

The Commission shall operate on an annual budget cycle and shall, in any given year, adopt budgets for the following fiscal year or years as provided by the Compact.

### Section 3: Accounting And Audit

The Commission, with the assistance of the Executive Director, shall keep accurate and timely accounts of its internal receipts and disbursements of the Commission funds. The receipts and disbursements of Commission funds are to be audited annually by an independent certified or licensed accountant. The independent audit report shall be made available to the public.

### Section 4: Costs And Expense Reimbursement

Unless expenses are otherwise covered, subject to the availability of budgeted funds and the pre-approval by Executive Director in consultation with Treasurer, delegates shall be reimbursed for any actual and necessary expenses incurred pursuant to their attendance at a convened meeting of the Commission or its committees as provided by the Compact in accordance with U.S. General Services Administration (GSA) Travel Management Policy. (<https://www.gsa.gov/policy-regulations/policy/travel-management-policy>)

Reimbursement for items and occurrences not addressed by GSA's Travel Management Policy will be determined by the Executive Director in consultation with the Commission's Treasurer.

## ARTICLE VIII: ADOPTION AND AMENDMENT OF BYLAWS

### Section 1: Process

Any Bylaw may be adopted, amended, or repealed by a majority vote of the Delegates, provided that written notice and the full text of the proposed action is provided to all Delegates at least thirty (30) days prior to the meeting at which the action is to be considered. Failing the required notice, a two-third (2/3rd) majority vote of the Delegates shall be required for such action.

## ARTICLE IX: QUALIFIED IMMUNITY, DEFENSE, AND INDEMNIFICATION

### Section 1: Immunity

The Commission, its Delegates, officers, Executive Director, and employees shall be immune from suit and liability, either personally or in their official capacity, for any claim for damage to or loss of property or personal injury or other civil liability caused or arising out of or relating to any actual or alleged act, error, or omission that occurred, or that such person had a reasonable basis for believing occurred within the scope of Commission employment, duties, or responsibilities; provided, that any such person shall not be protected from suit or liability, or both, for any damage, loss, injury, or liability caused by the intentional or willful and wanton misconduct of any such person.

### Section 2: Defense

Subject to the provisions of the Compact and Rules promulgated thereunder, the Commission shall defend the Delegate of a Member State, his or her representatives or employees, or the Commission, and its representatives or employees in any civil action seeking to impose liability against such person arising out of or relating to any actual or alleged act, error or omission that occurred within the scope of Commission employment, duties, or responsibilities or that such person had a reasonable basis for believing occurred within the scope of Commission employment, duties or responsibilities; provided, that the actual or alleged act, error, or omission did not result from gross negligence or intentional wrongdoing on the part of such person.

### Section 3: Indemnification

The Commission shall indemnify and hold the Delegate of a Member State, his or her representatives or employees, or the Commission, and its representatives or employees, harmless in the amount of any settlement or judgement obtained against such person arising out of or relating to any actual or alleged act, error, or omission that occurred within the scope of Commission employment, duties, or responsibilities that such person had a reasonable basis for believing occurred within the scope of Commission employment, duties, or responsibilities; provided, that the actual or alleged act, error, or omission did not result from gross negligence or intentional wrongdoing on the part of such person.

The Commission shall not bear any costs related to a State that is found to be in default or that has been terminated from the Compact, unless agreed upon in writing between the Commission and the defaulting State.

## ARTICLE X: WITHDRAWAL

### Section 1: Withdrawal According to the Compact

Member states may withdraw from the Compact only as provided by the Compact.

## ARTICLE XI: DISSOLUTION OF THE COMMISSION

### Section 1: Commission Dissolution

The Compact shall dissolve effective upon the date of the withdrawal or the termination by default of a member state, which reduces membership in the Compact to one member state as provided by the Compact.

Upon dissolution, the Compact becomes null and void and shall be of no further force or effect, and the business and affairs of the Commission shall be concluded in an orderly manner and according to applicable laws.