

WASHINGTON STATE ATHLETIC TRAINERS' ASSOCIATION BYLAWS



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ARTICLE I - Membership

Section 1. Membership Criteria WSATA membership criteria are as follows:

- a. Individual who is current and in good standing as a National Athletic Trainers' Association (NATA) member is also recognized as a WSATA member.

Section 2. Classes. The membership to the corporation shall consist of three (3) classes of members.

- a. Certified Members- Those members, who hold certification and are in good standing with the Board of Certification (BOC) may attend meetings, hold any office, serve as chair of a committee or serve on any committee and are entitled to one (1) vote on any matter before the membership. Certified Members shall have the right to exercise such other privileges prescribed by the Board of Directors and set forth in these Bylaws.
- b. Certified-Retired Members- Those members who hold BOC certification and who have retired from his/her professional position and have followed the official BOC resignation of certification procedures. He/she may attend meetings and are entitled to one (1) vote on any matter before the membership
- c. Other Members - Members who do not possess BOC certification, who may be advancing toward certification or who are engaged in the athletic training profession. They may attend meetings but may not vote or serve on any committees. *R: 6/11*

Section 3. Application for Membership. Applications for membership shall be made to the NATA Membership Department and must include payment of the applicable national and district dues. Choosing to join the NATA will automatically enroll the member in both their state and district associations.

Section 4. Certification of Membership. A certificate of membership shall be administered through the NATA national office.

Section 5. Status of Membership. Membership in the corporation shall be personal, shall not survive the death of any individual member, and may not be transferred by any means.

Section 6. Termination of Membership. Sanctions may be imposed upon an individual member failing to follow the NATA Code of Ethics, NATA bylaws, policies and procedures, and membership standards, failed to uphold state practice law or if a member has committed a crime or felony. Upon which time the NATA would review each case individually and make a ruling on membership status. Please refer to the NATA Membership Standards and Sanctions document on the NATA website. *R: 6/11*

ARTICLE II - Meetings of Members

Section 1. Membership Business Meeting. All membership business meetings shall be for the transaction of corporation business and shall be held at a time and place set by the board of directors. Membership business meetings can include but are not limited to the NWATA/District 10 Clinical Symposium and Annual Meeting and the summer WSATA Clinical Symposium Annual Meeting.

Section 2. Notices of Meeting. Meeting notice may occur at the direction of any officer of the corporation either personally or through electronic mailing. Written, printed or electronic forms of communications stating the date, place and hour of the meeting shall be sent to each member entitled to vote not less than ten (10) days before the date of the meeting. If sent through electronic mail, such notice shall be deemed to be delivered by electronic record of delivery. *R: 6/11*

Section 3. Quorum. The quorum for a business meeting shall be twenty-five (25) voting members of the corporation. The vote of a majority of the votes entitled to be cast by the members present shall be necessary for the adoption of any matter voted upon by the members.

ARTICLE III - Executive Committee

Section 1. Definition. The Executive Committee is comprised of the president, vice-president, secretary and treasurer. *F: 6/11*

Section 2. Power and Qualifications. Such a committee shall have and exercise authority over the Board of Directors in the management of the corporation.

- a. The Executive Committee shall not have authority over the Board of Directors to amend, alter or repeal the Bylaws; elect, appoint or remove any member of any such committee or any representative or officer of the corporation; amend the Articles of Incorporation; adopt a plan of merger or adopt a plan of consolidation with another corporation; authorize the voluntary dissolution of the corporation or revoke proceedings therefore; adopt a plan for the distribution of the assets of the corporation not in the ordinary course of business; or amend, alter or repeal any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by such committee. The designation and appointment of any such committee and the delegation of authority to it shall not operate to relieve the Board of Directors or any individual director of any responsibility imposed upon it, him or her by law. *F: 6/11*

ARTICLE IV – Board of Directors

Section 1. Definition. The Board of Directors will be comprised of the President, Vice President, Secretary, Treasurer, Region I Representative, Region II Representative and the Region III Representative. Each member of the Board of Directors shall have one (1) vote on all matters presented to the committee.

Section 2. Elections. Board of Director elections will follow the guidelines as described in the articles of incorporation, and will occur either during the WSATA membership business meeting held in conjunction with the NWATA Clinical Symposium and Annual Meeting or WSATA Clinical Symposium and Annual Meeting and/or utilizing an on-line election process. The on-line election process would be available for the membership to vote for 2 week prior to the WSATA Business Meeting and closed on the date of the WSATA Business Meeting, as the elected official would be announced during the WSATA business meeting.

- a. If an officer determines to seek reelection for an additional term, the Board of Directors will seek a vote of confidence shall be conducted within five months of the expiration of the officers first term of office. The vote of confidence shall be conducted in the same manner as the election of Board of Director positions as stated above. If a majority of the Members casting ballots affirm the officer, his or her term of office shall be extended an additional term. If an officer does not receive an affirmative vote of confidence, then an election for the Office shall be held at the time and in the manner stated above. *F: 3/15*
- b. All nominations for Board of Directors positions shall be submitted to the Elections Committee Chair a minimum of three (3) weeks after the call for nominations. The Election Committee will narrow the list of nominated individuals to two (2) candidates. The Elections Committee Chair will determine the eligibility of the nominee, and then inform the membership of the nominees for each office by as soon as possible after the nomination period and before the NWATA/District 10 Annual Meeting, WSATA Business Meeting or electronic vote. A simple majority of the returned ballots is required for election. Results of the election will be made public to the membership at the Annual meeting and the newly elected officer also assumes duties at that meeting. *R: 3/11, 3/18*

Section 3. Qualifications.

- a. Certified and Student-Certified members in good standing with the National Athletic Trainers’

Association, Board of Certification and have a National Provider Identification number may be elected to positions on the Board of Directors. *R: 3/18*

Section 4. Number and Term.

- a. The Board of Directors, by amendment of these Bylaws, may increase or decrease the number of board members, provided that no decrease in number shall have the effect of shortening the term of any incumbent.
- b. Each such director shall hold office for the term for which he or she is elected until his or her successor shall have been elected and qualified.
- c. Elections shall be held according to established term schedule in the WSATA Policies and Procedures Manual and according to the listed term lengths and limits for each position. *R: 3/18*

Section 5. Duties.

- a. The Board of Directors shall carry out the mandates and policies of the WSATA as determined by the membership, subject to the provisions of the WSATA By-Laws.
- b. Subject to the provisions of these By-Laws, the By-Laws of the NWATA, the NATA and all resolutions and enactments of the membership, the Board of Directors has the power and authority to transact all business on behalf of the WSATA.
- c. The Board of Directors shall meet at regular intervals with a minimum of two (2) Board of Directors meetings a year. A simple majority shall constitute a quorum.
- d. The Board of Directors shall inform the membership of information and business of WSATA. If the opinion or vote of the membership is needed it will be asked for at that time. This will be done at the WSATA Annual Meeting and Clinical Symposium, WSATA Business Meeting at the NWATA Annual Meeting or by electronic correspondence. *R: 6/11*
- e. The Board of Directors shall make a report to the membership at each meeting.

Section 6. Vacancies.

- a. Vacancies created by death, resignation, removal, or disqualification of any officers, shall be filled through distribution of responsibilities within the remaining Board of Directors members or appointment of interim position by Board of Directors to fulfill the remainder of the vacated term.
 - i. If Past-President position is vacant, the office is appointed by the President (only Past- Presidents are eligible)
 - ii. A vacancy of the office of President shall be filled for the unexpired term by the Vice President. At the conclusion of the vacated term, this individual will then begin the sequence of President and Past President terms in succession. *R: 6/11*

ARTICLE V – Past President

Section 1. Selection. Succeeds to this position from President.

Section 2. Term of Office. One (1) year or appointed by the President.

Section 3. Functions and Responsibilities.

- a. Serve as a member of the Executive Committee and/or Board of Directors in an advisory role upon request by the acting Executive Committee.
- b. Serve as Elections Committee Chair and Parliamentarian for business meetings.
- c. The Past-President shall have no voting rights.
- d. Identify and promote current and former WSATA members for awards at the state, district, and national level. *F: 3/15 R: 3/18*

ARTICLE VI – President

Section 1. Selection. Elected by a majority vote of the eligible voting membership

Section 2. Term of Office. -Elected for a three (3) year term until he/she succeeds to the office Past President. May be elected to a second term of two (2) years. May not serve more than two (2) consecutive terms. Once succeeded as President then serves one (1) year as Past-President or until succeeded. *R: 3/18*

Section 3. Functions and Responsibilities.

- a. Serves as official spokesperson for the Board of Directors.
- b. Calls and resides over all meetings of the Board of Directors (including conference calls and appropriate computer technology) as deemed necessary and advisable.
- c. Calls and presides over all meetings of the WSATA as deemed necessary and advisable.
- d. Organize and oversee the arrangements for the WSATA Business Meetings and at the WSATA Annual Meeting and Clinical Symposium and the NWATA Annual Meeting and Clinical Symposium.
- e. Represent WSATA in all NATA communications.
- f. Represent WSATA at NWATA Executive Board meetings (including conference calls and appropriate computer technology). If the President is unable to represent WSATA at a NWATA meeting or required action, the President shall appoint a representative from the Executive Committee of WSATA.
- g. Implements the mandates and policies of the WSATA as determined by the Executive Committee, subject to the provisions of the By-Laws.
- h. Keeps the Executive Committee informed about WSATA affairs between Executive Committee meetings.
- i. Serves as ex-officio member of all WSATA committees.
- j. Appoints, with majority agreement of the Executive Committee, all committee chairpersons.
- k. Appoints, with majority agreement of the Executive Committee, all representatives of the WSATA to allied organizations.
- l. Transacts all business for and on behalf of the WSATA, subject to the provisions of the By-Laws. *F: 6/11*

ARTICLE VII – Vice President

Section 1. Selection. Elected by a majority vote of the eligible voting membership.

Section 2. Term of Office. Elected for a two (2) year term and may not serve more than two (2) consecutive terms. *R: 3/18*

Section 3. Functions and Responsibilities.

- a. Serve as a member of the Executive Committee.
- b. Serve in the absence of the President at all official meetings.
- c. Fulfill the duties of the President in the event that the office of the President becomes vacant before the conclusion of that term of office.
- d. Serve as an ex-officio member of all WSATA committees.
- e. Carry out additional duties as assigned by the President. *F: 6/11, R: 3/18*

ARTICLE VIII – Secretary

Section 1. Selection. Elected by a majority vote of the eligible voting membership.

Section 2. Term of Office. Elected for a two (2) year term and may not serve more than two (2) consecutive terms. *R: 3/18*

Section 3. Functions and Responsibilities.

- a. Serves as a member of the Executive Committee.
- b. Serves as custodian of all records, books, papers, and documents belonging to the WSATA, including WSATA By-Laws.
- c. Records minutes of all Executive Committee meetings and distributes necessary information to the WSATA membership. Records minutes of all WSATA meetings and distributes them to the membership.
- d. Conducts the official correspondence of the society including such matters as notifying members of meetings, officers of their election, committee persons of their appointment, and transactions between the WSATA and all other organizations.
- e. Maintains a current and accurate mailing list, using the employment address whenever possible, and keeps the official records of the WSATA membership.
- f. Maintains a summary report of financial records from the Treasurer.
- g. Maintains a record of committee chairpersons, committee members, and members of the Executive Committee.
- h. Provides the President with a detailed order of business, including reports and announcements, prior to each Executive Committee and WSATA Business Meetings.
- i. Brings to each meeting a copy of the By-Laws, voting membership roll, and a list of all standing and special committees.
- j. Oversee the publication and distribution of the WSATA Newsletter.
- k. Performs other duties as assigned by the President. *F: 6/11*

ARTICLE IX – Treasurer

Section 1. Selection. Elected by a majority vote of the eligible voting membership.

Section 2. Term of Office. Elected for a two (2) year term and may not serve more than two (2) consecutive terms. *R: 3/18*

Section 3. Functions and Responsibilities.

- a. Serves as a member of the Executive Committee.
- b. Possesses full power and complete responsibility to transact all financial business for, and on behalf of WSATA as approved by the Executive Committee.
- c. Commits WSATA to no financial obligations in excess of its available financial resources.
- d. Serves as custodian of all financial records belonging to the WSATA.
- e. Submits a financial report to the Executive Committee prior to all WSATA meetings and upon request.
- f. Submits a financial report to the membership at all WSATA Annual Meetings and at the WSATA Business Meeting held at the District 10 Meeting.
- g. Collects any special assessment/fees from the WSATA membership. Dues shall be collected as set forth by NWATA/NATA policy until a time when the NWATA provides autonomy to the states for independent dues collection.
- h. Maintains a permanent and accurate record of all receipts and disbursements of the WSATA.
- i. Receives and deposits all WSATA monies. WSATA funds shall be deposited in such depositories as the Executive Committee shall elect.
- j. Files yearly taxes on behalf of WSATA.
- k. Performs other duties as assigned by the President. *F: 6/11*

ARTICLE X– Region Representatives

Section 1. Selection. Elected by a majority vote of the eligible voting membership.

Section 2. Term of Office. Elected for a three (3) year term and may not serve more than two (2) consecutive terms.

Section 3. Functions and Responsibilities.

- a. Represent the regional membership at Board of Directors meetings.
- b. Serve to gather information from the regional membership and disseminate this information to the President and other members of the Executive Committee.
- c. Serve to distribute information from the Executive Committee and Board of Directors to regional membership.
- d. Provide regional information for distribution through the WSATA Newsletter.
- e. Assist the Honors & Awards Committee in identifying and submitting WSATA members for WSATA, NWATA and NATA awards and recognition.
- f. Assist the Governmental Affairs Committee with concerns regarding issues related to the Washington State Athletic Training Practice Act.
- g. Assist the Public Relations Committee with identifying noteworthy recognition of WSATA members.
- h. Other duties as assigned by the President. *F: 6/11*

Section 4. Regions.

- a. Region I – Adams, Asotin, Benton, Chelan, Columbia, Douglas, Ferry, Franklin, Garfield, Grant, Kittitas, Klickitat, Lincoln, Okanogan, Pend, Oreille, Spokane, Stevens, Walla Walla, Whitman and Yakima counties.
- b. Region II – Clallam, Clark, Cowlitz, Grays Harbor, Island, Kitsap, Lewis, Mason, Pacific, Pierce, Skamania, Thurston and Wahkiakum counties.
- c. Region III – King, San Juan, Skagit, Snohomish and Whatcom counties.
- d. The purpose of Regions will be solely to provide designated areas from which one member is elected to the WSATA Executive Committee. Regions shall have no structure or by-laws. Regions shall be governed by the WSATA By-Laws and shall not levy dues or special assignments.
- e. Region boundaries may be changed by two-thirds vote of the membership attending an association meeting at which there is a quorum.

ARTICLE XI - Meetings of the Board of Directors

Section 1. Annual Meeting. The annual meeting of the Board of Directors shall be held in conjunction with the WSATA Clinical Symposium and Annual Meeting that is held concurrently with the NWATA Clinical Symposium and Annual Business Meeting. Said meeting shall be held at the same place as the membership meeting unless some other place shall be specified by resolution of the membership at such meeting.

Section 2. Special Meetings. Special meetings of the Board of Directors may be held at any place and time, whenever called by the President, Vice-President, Secretary, Treasurer, or any three (3) Region Representatives.

Section 3. Notice of Meetings. No notice of the annual meeting of the Board of Directors shall be required. Notice of the time and place of any special meeting is given by the Secretary, or by the person or persons calling the meeting. Communication of special meetings can occur by way of the postal service, electronic mail or by personal communication at least three (3) days prior to the date on which the meeting is to be held. Attendance of a board member at any meeting shall constitute a waiver of notice of such meeting, except where the board member attends a meeting for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted nor the purpose of any meeting of the board of directors need be specified in the notice or any waiver of notice of such meeting.

Section 4. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business. At any meeting of the Board of Directors at which a quorum is present, any business may be transacted, the board may exercise all of its powers and the act of the majority of board members present shall be the act of the Board of Directors. A board member who is present at such a meeting shall be presumed to have assented to the action taken at that meeting unless the board member's dissent or abstention is entered in the minutes of the meeting or the board member files his or her written dissent or abstention to such action with either the person acting as secretary of the meeting before the adjournment of the meeting or by electronic mail to the secretary of the corporation immediately after the adjournment of the meeting.

Section 5. Meeting Communication. Members of the Board of Directors, or its committees, may participate in a meeting by means of a conference telephone or similar communications equipment. All persons participating in the meeting can effectively communicate with one other at the same time and participation by such means shall constitute presence in person at a meeting.

ARTICLE XII – Committees

Section 1. Committees of the Board. The Executive Board may establish committees at any time. The authority, responsibilities, and organization of each Board Committee shall be stated in writing.

ARTICLE XIII - Actions by Written Consent

Any corporate action required or permitted by the Articles of Incorporation or Bylaws, or by the laws of the State of Washington, to be taken at a meeting of the members or the Board of Directors (or its committees) of the corporation, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Board of Directors members (or its committees) entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote and may be described as such.

ARTICLE XIV - Waiver of Notice

A waiver of any notice required to be given, filed by person or persons entitled to such notice, whether before or after the time stated therein for the meeting, shall be the equivalent to the giving of such notice. *F: 6/11*

ARTICLE XV- Administrative and Financial Provisions

Section 1. Fiscal Year. The fiscal year of the corporation is April 1st through March 31st.

Section 2. Loans Prohibited. The corporation shall make no loans to any officer or to any region representative.

Section 3. Books and Records. The corporation shall keep ~~at~~ as its registered office at Washington State University Athletic Training Room, PO BOX 641602 Bohler Athletic Complex M-4, Washington State University, Pullman, Washington, 99164. The following will be kept in the possession of the current secretary and treasurer: articles and bylaws; a record of members, including names, addresses and classes of membership, if any; correct and adequate records of accounts and finances; a record of officers' and directors' names and addresses; minutes of the proceedings of the members, if any, the board, and any minutes which may be maintained by committees of the board. Records may be written or electronic if capable of being converted to writing. The records shall be open at any reasonable time to inspection by any member of more than three (3) months standing or a representative of more than five percent (5%) of the membership. Costs of inspecting or copying shall be borne by such member except for copies of articles or bylaws. Any such member must have a purpose for inspection reasonably related to membership interests. User sale of members' lists by such member if obtained by inspection is prohibited. *R: 3/18*

Section 4. Record Retention

To comply with legal requirements and standard business practice, WSATA policy is to dispose of and store business documents according to the schedule below.

Documents to be retained for the *life of the organization*:

- a. Tax returns
- b. Financial statements (audited)
- c. General ledgers
- d. Income tax filings and payment records
- e. Fixed asset records
- f. Legal files and documents relating to organization
- g. Minutes of Board of Directors meetings
- h. Minutes of committee or task force meetings

Documents to be retained for *seven years*:

(After three years, these should be stored offsite, with the destruction date listed on the carton)

- a. Cancelled checks and bank statements
- b. Bank reconciliations
- c. Vendor invoices
- d. Monthly un-audited financial statements
- e. Contracts (after expiration date)

Documents to be retained for three years:

- a. Deposit records

F: 3/18

Section 5. Limitations of Expenditures. No officer, director, employee, or committee shall expend any money not provided for in the budget as adopted or spend any money in excess of the budget allotment except by order of the board of directors or allowed in the by-laws. The board of directors shall not commit the association to any financial obligation in excess of its financial resources.

Section 6. Amendment of Bylaws. These bylaws may be altered, amended or repealed by the affirmative vote of a majority of the membership at the membership business meeting or by electronic vote. Technical corrections to the bylaws and constitution, such as spelling and formatting, may be made by majority vote of the board of directors. All proposed amendments to the Constitution or By-laws shall be submitted in writing (via written or electronic mail) to the Board of Directors at least six (6) weeks in advance of online voting. The Secretary shall distribute copies of the proposal to all voting members at least three (3) weeks in advance of online voting through either email or website communication. A proposed amendment to the Constitution or By-laws that has been properly submitted requires a majority online approval of the voting membership and shall be necessary for the adoption of said amendment. *R: 3/18*

Section 7. Rules and Regulations. The rules of procedure at meetings of the membership and of the board of directors of the corporation shall be the rules contained in Roberts' Rules of Order on Parliamentary Procedure, newly revised, so far as applicable and when not inconsistent with these Bylaws, the Articles of Incorporation or with any resolution of the board of directors.

ARTICLE XVI- PROHIBITION AGAINST SHARING IN CORPORATE EARNINGS

No Director, officer, or employee of, or member of, a Committee of or person connected with this Corporation, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit from the operation of the Corporation, provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the Corporation in effect in any of its purposes as shall

be fixed by the Board of Directors; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. All Directors of the Corporation shall be deemed to have expressly consented and agreed that, upon such dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation then remaining, after all debts have been satisfied, shall be distributed, transferred, conveyed, delivered, and paid over in such amounts as the Board of Directors may determine, or as may be determined by a court of competent jurisdiction upon allocation of the Board of Directors, exclusively to charitable, religious, scientific, literary, or educational organizations and in accordance with the Articles of Incorporation. *F: 3/18*

ARTICLE XVII- INVESTMENTS

Except as is otherwise provided in the Articles of Incorporation, the Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investment which a Trustee is or may hereafter be permitted by law to make, or any similar restriction. *F: 3/18*

ARTICLE XVIII INDEMNIFICATION

Section 1. Grant of Indemnification. Each person who was or is made a party or is threatened to be made a party to or is involved (including, without limitation, as a witness) in any threatened, pending, or completed action, suit or proceeding, whether formal or informal, civil, criminal, administrative or investigative (hereinafter a “proceeding”), by reason of the fact that he or she is or was a director or officer of the Corporation or who, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of this or another Corporation or of a partnership, joint venture, trust, other enterprise, or employee benefit plan, whether the basis of such proceeding is alleged action in an official capacity as a director or officer or in any capacity while serving as a director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by applicable law, as then in effect, against all expense, liability and loss (including attorneys’ fees, costs, judgments, fines, ERISA excise taxes or penalties and amounts to be paid in settlement) reasonably incurred or suffered by such person in connection therewith, and such indemnification shall continue as to a person who has ceased to be director or officer and shall inure to the benefit of his or her heir, executors and administrators.

Section 2. Advancement of Expenses. The right to indemnification conferred by the Articles and by this section shall include the right to be paid by the Corporation the expenses incurred in defending any such proceeding in advance of its final disposition, except where the Board of Directors shall have adopted a resolution expressly disapproving such advancement of expenses.

Section 3. Right to Enforce Indemnification. If a claim for indemnification is not paid in full by the Corporation within 60 days after a written claim has been received by the Corporation, or if a claim for expenses incurred in defending a proceeding in advance of its final disposition authorized under Section 11.2 is not paid within 20 days after a written claim has been received by the Corporation, the claimant may at any time thereafter bring suit against the Corporation to recover the unpaid amount of the claim and, to the extent successful in whole or in part, the claimant shall be entitled to be paid also the expense of prosecuting such claim.

Section 4. Nonexclusivity. The right to indemnification and the payment of expenses incurred in defending proceeding in advance of its final disposition conferred in this section shall be valid to the extent consistent with Washington law.

Section 5. Indemnification of Employees and Agents. The Corporation may, by action of its Board of Directors from time to time, provide indemnification and pay expenses in advance of the final disposition of a proceeding to employees and agents of the agents of the Corporation on the same terms and with the same scope and effect as the provisions of this section with respect to the indemnification and advancement of expenses of directors and officers of the Corporation or pursuant to rights granted pursuant to, or provided by Washington law or on such other terms as the Board may deem proper.

Section 6. Insurance and Other Security. The Corporation may maintain insurance, at its expense, to protect itself and any individual who is or was a director, officer, employee or agent of the Corporation or another Corporation, partnership, joint venture, trust or other enterprise against any liability asserted against or incurred by the individual in that capacity or arising from his or her status as an officer, director, agent, or employee, whether or not the Corporation would have the power to indemnify such person against the same liability under Washington Business Corporation Act. The Corporation may enter into contracts with any director or officer of the Corporation in furtherance of the provisions of this section and may create a trust fund, grant a security interest or use other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect indemnification as provided in this section.

Section 7. Amendment or Modification. This section may be altered at any time as provided in these Bylaws, but no such amendment shall have the effect of diminishing the rights of any person who is or was an officer or directors or director as to any acts or omissions prior to the effective date of such amendment.

Section 8. Effect of Section.

The rights conferred by this section shall be deemed to be contract rights between the Corporation and each person who is or was a director or officer. The Corporation expressly intends each such person to rely on the rights conferred hereby in performing his or her respective duties on behalf of the Corporation. *F: 3/18*

DOCUMENT CERTIFICATION

_____, being Secretary of Washington State Athletic Trainers' Association, hereby certifies that the foregoing By-laws were duly adopted by the membership on _____.

Secretary

Date

By-laws established: March 1996
R- Revised, F- Formed
R: 3/98, 3/02, 6/04, 6/11, 3/15, 3/18
F: 3/96, 3/04, 3/18