

# By-Laws

In these By-Laws, the Arkansas Public Health Association, Inc., may be referred to as "the Association."

## Article I. Members

**Section 1.** Any person or group engaged in public health work, directly or indirectly, and/or interested in the advancement of public health in the State of Arkansas may apply for membership. The only reason for disapproval of membership shall be documented activities directly damaging to the Association, e.g., illegal voting at meetings, theft of Association funds, or activities contrary to the purposes of the Association as determined by the Executive Council.

**Section 2.** There shall be six (6) types of membership recognized by the Association with various rights and responsibilities (and membership dues) for each. The membership types shall be:

- A. Individual Member,
- B. Advocate Member,
- C. Institutional Member,
- D. Student Member,
- E. Retired Member, and
- F. Honorary/Lifetime Member.

**Section 3. Individual Member.** Any person who meets the criteria of Section I (above) may apply for Individual Membership. Each Individual Member has the right, responsibility, and obligation of voting and participating in all Association activities and business except those specifically designated to elected or appointed officials of the Association.

**Section 4. Institutional Member.** Any supporting/patron, firm, association, business, corporation, foundation or other group entity or individual which meets the criteria of Section I may apply for supporting membership. This membership is established to promote the above groups/individuals to financially support the Association's projects and be appropriately recognized for that support. They may also work together to identify and promote projects of mutual interest and value. A supporting member has no voting rights, but each is encouraged to appoint a representative to attend activities, meetings, etc., and to act as liaison with the Association. This financial support will be broken-down by the following categories:

1. Diamond \$1,000 and above
2. Gold \$500
3. Silver \$250
4. Bronze \$100

Note: Persons within institution, firm, etc. are encouraged to apply for Individual Membership.

**Section 5. Student Member.** Any person currently enrolled as a full time student in any recognized educational institution may apply for Student Membership. Student Membership is encouraged as a means of learning about public health issues and activities in Arkansas. Student Members are encouraged to apply for Individual Member status at any time or when student status ends. Student Members have no voting rights.

**Section 6. Retired Member.** Any Individual Member who is retired from the field of public health and has been an Individual Member in good standing for at least five (5) consecutive years prior to applying may apply for Retired Member status. Retired Membership recognized the long involvement and concern of an Individual Member in the Association. Retired Members have all the rights, responsibilities, and obligations of Individual Members but with reduced membership dues.

**Section 7. Honorary/Lifetime Member.** The Association recognizes outstanding persons by conferring Honorary/Lifetime Member status. Any voting member may make a nomination through a signed petition of five percent (5%) of the voting members and supporting documentation to the Executive Council. A member of the Executive Council may also nominate by submitting supporting documentation to the Executive Council. Honorary/Lifetime Members shall be selected by vote of the Executive Council: at least two-thirds (2/3) majority vote of the Council shall be necessary for approval. Honorary/Lifetime Membership shall be in effect for life and shall be recognized at the first Annual Meeting of the Membership following approval. Honorary/Lifetime Members have full voting rights.

Note: An Honorary/Lifetime Member may be an Individual Member or Retired Member, if appropriate, (and retain Individual Member's rights and responsibilities) but such membership is not required.

**Section 8. Membership Dues.** The term of membership shall be from July 1 through June 30.

Membership dues may be paid at any time during the term but full term dues must be paid.

All members have voting privileges if membership dues are paid prior to the close of voting at the Annual Meeting. Member's name must appear on the current computer membership listing or the member must present a current membership card before voting at the Annual Meeting.

Membership dues statements are sent to all members as of the previous annual meeting July 1.

**Membership dues amounts (annual):**

Individual Member - \$26.00

Advocate Member - \$50.00

Institutional Member - See Section 4

Student Member - \$ 5.00

Retired Member - \$ 5.00

Honorary/Lifetime Member - No Dues

## **Article II. Affiliation**

**Section I.** The Arkansas Public Health Association, Inc. may affiliate with any other National, Regional or State group with similar purposes and objectives. Liaisons to affiliate groups except those listed in Article III, Section II, will be appointed by the President with approval of two-thirds (2/3) majority of the Executive Council.

**Section 2.** Sections may be established as petitioned but not limited to the following:

- a. Administrative
- b. Public Health Nursing
- c. Environmental
- d. Office Professionals
- e. Public Health Technicians
- f. Social Workers
- g. Nutritionists
- h. Health Educators

Additional sections may be established as indicated upon petition from the group desiring to form such section and approval by the Executive Council and the Association. (Such new sections shall have a minimum of 25 members.)

A section may be discontinued or combined with another section upon request from the section and recommendation of the Executive Council with final approval by the Association.

Each section shall elect from its Active Membership a Chairman and Vice-Chairman. The Chairman shall be a member of the Executive Council and shall preside at all section meetings. He shall be responsible for the section program for the annual meeting. The Vice-Chairman shall serve as Chairman in the absence of the Chairman. In the absence of both the Chairman and Vice-Chairman, the President of the Association shall appoint a Chairman pro tempore who shall serve during the absence of the section officers.

Meetings of each professional section shall be at least semi-annually to be considered active and for the representatives to the Executive Council to retain voting rights.

Copies of minutes of each meeting must be forwarded to the Secretary of the Executive Council no later than thirty days following the meeting.

Persons attending section programs at the Annual Association Meeting must be active members of the Association.

## **Article III. Elected Officials**

**Section I.** The Elected Officials of this Association shall be

- A. President,
- B. President-Elect,
- C. First Vice-President,

- D. Second Vice President
- E Secretary,
- F. Treasurer,
- G. Members-at-Large, six (6)
- H. Representative to the American Public Health Association,
- I. Representative to the Southern Health Association,
- J. Representative to the Arkansas State Board of Health.

**Section 2.** Elected officers shall begin their duties immediately following the close of the Annual Meeting at which their election is confirmed.

**Section 3.** A majority of all votes cast shall be required to elect. If no candidate receives a majority on the first ballot, the two candidates receiving the highest number of votes shall participate in a run-off to be held at the Annual Meeting to obtain majority election. The nomination committee shall be responsible for drawing names for positions on ballot.

**Section 4.** The duties of officers shall be such as are implied by their respective titles and which usually pertain to their respective offices, together with such other duties as are specified in these By-laws or may be delegated to them by the Executive Council.

**Section 5.** The duties of the officers shall be as follows:

**A. The President shall be Chairperson of the Executive Council,** shall preside at the Annual Meeting of the Association, and shall appoint all necessary committees and chairpersons thereof, unless otherwise specified within these By-laws. The President shall have general supervision over the affairs of the Association, subject to the approval of the Executive Council, including appointment of persons to unexpired terms of office. The President represents the Association at the American Public Health Association Annual Meeting and the Southern Health Association Meeting

**B. The First Vice-President** shall be Chairperson of the Special Projects Committee and shall have powers and duties as the President when so acting, shall have all the powers of and subject to all the restrictions of the office of President. In case of death, disability, or resignation of the President, he/she shall automatically assume the Presidency for the remainder of the unexpired term. The First Vice-President represents the Association (if the President cannot attend) at the American Public Health Association Annual Meeting and the Southern Health Association Meeting.

**C. The Second Vice-President** shall be the Chairperson of the Public Relations Committee. He/she shall supervise external and assist internal communications for the Association and shall have other powers and duties as the President may from time to time direct.

**D. The President-Elect** shall serve as the Chairperson of the Program Committee, shall oversee the function of other committees deemed appropriate by the President, and shall perform other duties as may be assigned by the President. During term of office, the President-Elect shall learn about and make preparation to assume the duties of the Presidency. He/she shall automatically assume the Presidency of the Association at the expiration of the term of the President. The President-Elect

represents the Association (if the President or First Vice-President cannot attend) at the American Public Health Association Annual Meeting and the Southern Health Association Meeting. Attends President-Elect Conference sponsored by the American Public Health Association.

**E. The Secretary** shall be Chairperson of the Membership Committee; shall have custody of all records and papers; give notice of time, place, and purpose of all meetings; records, prepares and distribute minutes to each Executive Council Member for review and correction two (2) weeks after each meeting; declares quorum of voting membership of all members; maintain lists of voting status and type of membership of all members; and manage the correspondence of the Association. The Secretary will mail dues statements July 1 to all members as of the previous annual meeting.

**F. The Treasurer** shall have charge of all funds of the Association, and shall make deposits in a bank approved by the Executive Council. The Treasurer shall furnish financial statements at each Executive Council Meeting and at the Annual Meeting of all members. The annual report shall include the results of an audit conducted by a person not affiliated with the Association. Disbursements shall be made only by check, which must be signed by the Treasurer and one of three (President, Immediate Past President and Secretary) other persons authorized annually by the Executive Council. The Treasurer shall be bonded in the amount of \$5,000.

**G. Members-at Large** (six) shall serve on the Executive Council as representatives of the general membership and shall perform other duties as assigned by President or Council.

The terms shall be staggered, 2 members serving a one (1) year term, 2 members serving a two (2) year term and 2 members serving a three (3) year term, and should represent all sections of the state.

**H. Representative to the American Public Health Association's Governing Council** shall be elected for a period of three (3) years. Said Representative must be a member of both the Association and the American Public Health Association, Inc. Representative to the American Public Health Association shall serve as the contact person between American Public Health Association and the Arkansas Public Health Association. Said Representative is responsible for disseminating information received from American Public Health Association to the members of the Arkansas Public Health Association and vice versa. Said Representative represents Arkansas Public Health Association on the American Public Health Association Governing Council, maintains liaison with other Representatives of other offciates and serves on the committee on affiliates, if elected.

**I. Representative to the Southern Health Association Governing Association** shall be elected for a period of three (3) years. Said Representative must be a member of the Association and the Southern Health Association. Said Representative serves as the primary contact person between Southern Health Association and the Arkansas Public Health Association. This Representative serves on committees or special task forces as charged by the President or Council, provides information to Southern Health Association as requested by the Southern Health Governing Council.

**J. Representative to the Arkansas State Board of Health** shall serve for a period of four (4) years. Said Representative must be a member in good standing of APHA. Three (3) candidates for the office shall be elected by the membership and shall be submitted to the Governor for appointment to the Board position.

Said Representative serves on committees or special task forces as charged by the President or Council. Said Representative follows up on request from Arkansas Board of Health.

**Section 6.** Any person having been convicted of a felony shall not serve as an officer. Any officer failing to perform his or her duties according to the By-Laws may be removed by a 2/3 vote of the Executive Council.

#### **Article IV. Parliamentary Procedures**

**Section 1.** All business meetings of the Association, including Executive Council meetings, shall be conducted according to the Parliamentary Procedures set forth in Robert's Rules of Order and as interpreted by the Parliamentarian.

**Section 2.** The President of the Association shall appoint the parliamentarian for all business meetings and the appointee shall be knowledgeable of parliamentary procedures.

#### **Article V. Executive Council**

**Section 1.** The affairs of this Association shall be controlled and managed by the Executive Council.

**Section 2.** The members of the Executive Council shall be the elected officials of the Association: President, First Vice-President, Second Vice-President, President-Elect, Secretary, Treasurer, Members-at-Large, Representative to the American Public Health Association, Representative to the Southern Health Association, Immediate Past-President of the Association, Representative to the State Board of Health and a representative of each professional section. The above list consists of the only voting members of the Executive Council.

**Section 3.** The functions of the Executive Council shall be to:

- A. Execute the powers listed in Article VIII of the Articles of the Association,
- B. Issue position statements of the Association on matters related to public health,
- C. Approve plans for the Annual Meeting of the Association, and
- D. Remove Officers who fail to perform the job function listed in Article III, or who perform activities directly damaging to the Association, according to written documentation.

**Section 4.** Meetings of the Executive Council shall be at least quarterly. Meetings may be called by the President or a majority of the Executive Council.

Any Association member may attend Council meetings, but only members of the Executive Council may vote on Council business. (Article V - Section II and Article VI, Section 1).

**Section 5.** At all meetings, at least two-thirds (2/3) of the Members of the Executive Council must be present to constitute a quorum and conduct business. Members shall be present in person or by proxy.

Council Members may designate a person to act as proxy for the purpose of constituting a quorum and voting on Council business. Such designation must be in writing and signed by the member. The person designated as proxy may be another member of the Council or any other member in good standing of the Association.

## **Article VI. Committees**

**Section I.** The President shall appoint all necessary committee chairpersons needed to carry out the functions of the Association, except as otherwise designated in these By-laws. There shall be constituted the following committees with duties and responsibilities of each committee defined in the Association's Procedures Manual as approved by the Executive Council. The Committee Chairpersons appointed by the President shall be non-voting members of the Executive Council (Article V, Section II)

A. Chairpersons shall be members of the Executive Council as specified in Article III, Section V,

1. Special Projects Committee - First Vice President
2. Public Relations Committee - Second Vice President
3. Program Committee - President-Elect
4. Membership Committee - Secretary
5. Nominating Committee - Immediate Past President

B. Chairpersons shall be appointed by President

1. Awards Committee
2. History/Retiree Committee
3. Legislative and Resolutions Committee
4. Audit and Finance Committee
5. Hospitality Committee
6. Procedures Manual Committee
7. Ads Committee
8. Registration Committee
9. Exhibits Committee
10. Arrangements Committee
11. Constitution and By-Laws Committee
12. Entertainment Committee

C. Executive Committee - President, President-Elect, Secretary, Treasurer and four members of the Executive Council, two of whom shall be appointed by the presiding president and two of whom shall be elected by the Executive Council.

## **Article VII. Annual Meeting of the Membership**

## **Section I. Annual Meeting**

There shall be an Annual Meeting of the members of this Association for the purpose of confirming the election of officers, and for transacting such other business as may properly come before the membership. The date and place of the meeting shall be set by the Executive Council but must take place before June 30 of each year. Written or printed notice of the annual meeting, (stating place, date and hour of the meeting) shall be sent to each member of this Association, not less than thirty (30) days nor more than sixty (60) days prior to each meeting. The notice will be addressed to each member at his/her residence or place of business, according to records of the Association.

## **Section 2. Voting**

A. Only such persons designated as eligible to vote in Article I shall be entitled to vote. Each such member shall be entitled to one vote.

B. Absentee voting shall be provided based on the following criteria:

1. Must be a member in good standing at the time of the request for absentee ballot.
2. Submit request in writing to the chair of the Nomination Committee.
3. Membership as noted in #1 is verified by the Secretary of the Association in writing.
4. A numbered ballot is returned to the member requesting absentee ballot in a sealed envelope addressed to that member only. This number is maintained on verification form by the nominating committee.
5. Ballot in a sealed envelope is sent or presented to the Nomination Committee prior to or during the voting period at the Annual Convention.
6. The slate of officers is presented to each member of the Association not less than thirty (30) days nor more than sixty (60) prior to the Annual Meeting.

## **Article VIII. Amendments**

**Section 1.** These By-laws of the Association may be amended, altered, or repealed by a majority of the members voting at any Annual Meeting, or special meeting called for that purpose. All proposed amendments shall be approved by a two-thirds (2/3) majority vote of the Executive Council and a copy thereof shall be mailed to each member not less than thirty days prior to the Annual Meeting.