

# Montana Public Health Association

## CONSTITUTION

### ARTICLE I. Name

The name of this Association shall be the Montana Public Health Association, an affiliate of the American Public Health Association.

### ARTICLE II. Mission

The Montana Public Health Association is a diverse organization seeking optimal health, and working to shape public health policy, for all Montanans.

### ARTICLE III. Membership

Membership in this Association shall be open to any person or organization engaged in the field of public health or who is interested in public health. There are four types of membership: regular, organizational, retired, and student.

### ARTICLE IV. Government

**Section 1.** The government of this Association is composed of the members and the officers.

**Section 2.** The officers shall consist of President, President-Elect, immediate Past President, secretary, treasurer, five (5) elected Vice Presidents, Historian, section representatives, the ARGCC, and one Tribal Health Vice President

**Section 3.** The Executive Board shall consist of the Officers, one employee of DPHHS, Standing Committee Chairpersons. .

**Section 4.** The officers, except the immediate past President and the section representative, shall be elected in the manner and for the term as prescribed in the By-laws of the Association.

**Section 5.** Non-officer committee chairs and the DPHHS employee shall be recognized as ex-officio members with non-voting status in Executive Board matters.

### ARTICLE V. Amendments

**Section 1.** The Constitution may be amended:

- a) by a two-thirds (2/3) vote of the members present at any annual meeting of the Association, if members receive notice in writing of proposed amendments at least thirty (30) days prior to the annual meeting. Proposed amendments shall be referred to the Executive Board for study and recommendation. If a member is unable to attend the annual meeting(s) he will have the option of submitting a written vote at least 3 business days prior to the annual meeting.
- b) at any annual meeting by eighty-five percent (85%) of the members present without previous notice; or
- c) by majority vote, the Executive Board can conduct a mail survey, allowing thirty (30) days for response; amendments are carried if two-thirds of those responding reply affirmatively.

## BY-LAWS

### ARTICLE I. Membership

**Section 1:** Regular Membership – Any person may become a member by paying the annual dues. Membership shall allow the right to vote, to receive correspondence of the Association, to hold office, and to serve on committees.

**Section 2:** Organizational Membership – Any non-governmental agency may become an organizational member by paying membership dues. The agency shall be entitled to one vote and will receive correspondence of the Association.

**Section 3:** Retired Membership- Any retired public health worker may become a member by paying the annual retired membership dues. Retired members shall have the rights and privileges of individual members.

**Section 4:** Student Membership – Any student may become a member by paying the annual student membership dues. Student members shall not be entitled to vote or to hold office, but will receive correspondence of the Association.

### ARTICLE II. Organizational Year

The organizational year shall be July 1 through June 30.

### ARTICLE III. Dues

**Section 1:** Regular membership annual dues of the Association are \$50.

**Section 2:** Non-governmental agencies may elect to become members of the Association by paying twice the annual dues. (\$100)

**Section 3:** Members sixty-two (62) years of age or older who are not employed may elect to pay fifty percent (50%) of the annual dues. (\$25)

**Section 4:** Members who are in full time study may elect to pay fifty percent (50%) of the annual dues. (\$25)

**Section 5:** The fiscal year for the Association shall be July 1 through June 30

### ARTICLE IV. The Executive Board

**Section 1:** Functions of the Executive Board:

- a) to transact the business of this Association between annual meetings, including approval of resolutions and position papers;
- b) to suggest and receive proposed amendments to the Constitution and By-laws for the Association's action.
- c) to prepare an agenda for each annual meeting;
- d) to approve replacements to fill any vacancy occurring in the Executive Board. This shall be for the unexpired term;

- e) to appoint three (3) members of the Association to serve as the financial review committee. This committee shall review the books of the Association two months prior to the end of the first year of the Treasurer's term of office. An external financial examination shall be conducted by a CPA/accountant prior to every treasurer election or appointed vacancy as deemed necessary by the committee.
- f) to develop and approve the annual budget by April 30
- g) to require a quorum for the Executive Board meeting consisting of one-third (1/3) of the current board members;
- h) enter into a contract for an Executive Director to carry out those duties delegated by the Board for the management of the Association.
- i) to approve Association's partnership opportunities
- j) to approve the President's appointment of the Association's representative to the American Public Health Association's (APHA) Governing Council.
- k) to ensure the appropriate design, application and continuity of organizational processes for setting of Associations priorities and goals.
- l) to approve the formation of a new MPHA section as noted in Article IX

**ARTICLE V. Election of Officers and DPHHS representative**

**Section 1:** Officers shall be elected for terms as follows:

- a) The President-Elect shall be elected by the membership in even years and shall serve one year as President-Elect, two years as President and one year as immediate Past President. The term shall be four (4) years beginning with the adjournment of the annual meeting and continuing for the specified term or until a successor is elected.
- b) The Secretary, Treasurer and historian shall be elected by the membership in the even-numbered years for a two-year term. The term shall begin with the adjournment of the annual meeting and shall continue for the specified term, or until a successor is elected.
- c) One Vice President representing each of the Governor's planning regions shall be elected at the annual meeting for a two-year term. The Eastern, Southwest, and Northwest regions (regions 1, 4 and 5) will be elected in odd years, and the North Central, South Central regions (regions 2 and 3) will be elected in the even years.
- d) One Tribal Affiliated Tribal Health Vice-President shall be elected in even-numbered years by the membership at the annual meeting for a two year term.
- e) One representative from the Department of Public Health and Human Services shall be elected on odd years this representative will serve as an ex officio, nonvoting member of the Executive Board.
- f) Any or all members of the Executive Board may participate in a meeting of the Board, or a committee of the Board, by means of telephone or videoconferencing or by any means of communication by which all persons participating in the meeting are able to communicate with one another in Real-Time, and such participation shall constitute presence at the meeting.

**Section 2:** All officers shall be elected by a majority vote.

**Section 3:** If more than one candidate, voting will be conducted by secret ballot and restricted to current members.

**Section 4:** Voting shall be completed by the end of the annual meeting. Votes shall be counted by tellers appointed by the president.

**Section 5:** Any officer may serve more than two consecutive terms in the same office on approval of the majority of membership at the annual meeting.

**Section 6:** Presidential vacancy

- a) If the President is unable to serve the second year of his or her Presidency, the current President-Elect shall assume the presidency and serve the second year of the assumed term. Then the regular full presidential term

of the former President-Elect shall be served. A new President-Elect shall be appointed by the Executive Board within 60 (sixty) calendar days following the filling of the presidency for service until the next annual meeting. At the next annual meeting a President-Elect shall be elected by the membership as provided for in Article V Section 1a.

- b) If the President is unable to serve during the first year of his or her term as President and the Immediate Past-President is unable to assume Presidency, the Executive Board shall appoint a President to serve the remaining year as President. A President will then be elected by the membership at the next annual meeting to complete the remainder of the Presidential term.

**Section 7:** Vice Presidential vacancy

- a) If the Vice President is unable to complete his or her term or find a suitable replacement it will then become the responsibility of the Awards and Nomination Chair(s) to find a replacement with Executive Board approval.

**ARTICLE VI. Duties of Officers**

**Section 1:** The President shall

- a) serve as chairperson of the Executive Board and supervise the Association's affairs and activities;
- b) serve as the official representative of the Association;
- c) serve as chairperson for all meetings of the Association and Executive Board;
- d) make an annual report to the members;
- e) and
- f) represent MPHA as the affiliate representative to the APHA Governing Council or appoints a representative to the APHA Governing Council with Executive Board approval;

**Section 2:** The President-Elect or Immediate Past-President shall

- a) serve in the absence of the President; and
- b) assume the presidency if the President is unable to complete the term of office.

**Section 3:** The Regional Vice-Presidents shall

- a) represent the members of their respective Governor's Planning Region.
- b) Serve on a committee and represent the chairman of the committee at EB meetings

The Regional Vice-Presidents may

- c) serve as ad hoc members of the Awards and Nominations Committee;
- d) serve as liaisons to the Advocacy and Policy Committee; and
- e) be responsible for one MPHA meeting in their respective Governor's Planning Region each year followed by a written report to the association newsletter.

**Section 4:** The Secretary shall

- a) keep a record of the minutes of Executive Board meetings

**Section 5:** The Treasurer shall

- a) assist with the financial report at the annual meeting of the Association and if appropriate at each regular or special meeting of the Executive Board ;
- b) deposits income received be responsible for disbursement of funds.

**Section 6:** The Tribal Health Vice-President shall

- a) represents Tribal Health health interests in Montana.

- The Tribal Health Vice-President may
- b) serve as an ad hoc members of the Awards and Nominations Committee;
  - c) serve as a liaison to the Advocacy and Policy Committee; and

Section 7: The Department of Public Health and Human Services shall

- a) serve as the liaison of the Department of Public Health and Human Services.

The Department of Public Health and Human Services representative may

- b) serve as an ad hoc member of the Awards and Nominations Committee

## **ARTICLE VII. Meetings**

**Section 1:** This Association shall meet annually;

**Section 2:** The Executive Board shall have a meeting via conference call or face to face at least once every quarter of the organizational year.

**Section 3:** The quorum for the transaction of business at any annual meeting shall consist of the members present.

## **ARTICLE VIII. Committees**

**Section 1:** The standing committees of this Association shall be:

- a) Committee on Conference Planning and Continuing Education
- b) Committee on Membership and Communication
- c) Committee on Advocacy and Policy
- d) Committee on Awards Committee on Resource Development

**Section 2:** Members of the committees shall serve at the pleasure of the Executive Board.

**Section 3:** Committee chair will be appointed by the committee. Committee chair(s) will decide how and when their committee would function accountable to MPHA's mission, vision and guiding principles

**Section 4:** The Committee on Conference Planning and Continuing Education The committee will be composed of at least one (1) Executive Board member and additional members. They shall plan the conference for the annual meeting which is responsive to the needs of Association members and public health workforce in Montana.

**Section 5:** The Committee on Membership and Communication The committee will be composed of at least one (1) Executive Board member and additional members who shall promote membership and communication. It will solicit feedback from members in regards to needs and services desired by the membership. It shall develop strategies to communicate to members of the Association and between the Association and the public. The Executive Director shall be an ex-officio member of this committee.

**Section 6:** The Committee on Advocacy and Policy The committee will be composed of at least one (1) Executive Board member and three (3) additional members and shall make recommendations and develop a state legislative policy agenda for the Association. It shall review legislation of Public Health interest introduced for action in the Montana Legislature. It shall review legislation of national public health interest and make recommendations to the Executive Board and the membership. As appropriate it will develop resolutions and position papers for adoption by the Executive Board.

**Section 7:** The Committee on Awards and Nominations the committee will be composed of at least one (1) Executive Board member and three (3) additional members and the Vice-Presidents as ad-hoc members. The committee shall

prepare and present to the members a list of nominees for election of officers and Vice-Presidents at the annual meeting. The committee will solicit nominees for the MPHA awards given at the annual meeting award ceremony. From the nominees submitted the committee will choose the award winners. It will strive for inclusion of members on the committee in the nomination process of individuals for awards. The designation of future awards will be decided by the application process established by the Executive Board.

**Section 9:** The Committee on Resource and Development The committee will be composed of at least one (1) Executive Board member and additional members. The committee shall explore additional funding sources for the Association that link to strategic priorities.

## **ARTICLE IX            Sections**

### **Section 1:        Establishment**

- a) Sections of at least seven (7) MPHA members who share a common professional interest may be established upon petition to the MPHA Executive Board.
- b) The petition shall include a statement of objectives and a contact person or chairperson.
- c) To be recognized by MPHA, members must be MPHA members in good standing.
- d) The Executive Board will either approve or deny the petition.
- e) Sections may establish Section by-laws which do not conflict with Association by-laws.
- f) Sections may establish additional Section dues.

**Section 2:** The purpose of a Section may be to promote interest in the Montana Public Health Association, conduct programs in conjunction with the annual meeting, provide professional or public education, or initiate other activities which would be in the best interest of the Association.

**Section 3.** The Executive Board may dissolve a Section when, in its judgment, a Section no longer fulfills a useful purpose or membership drops below seven (7).

### **Section 4.        Responsibility of Section to MPHA**

- a) Be responsible for generating the finances necessary to conduct the business of the Section except for services to be provided by MPHA as specified in Section 5 Article IX; and
- b) Appoint a person to serve on the MPHA Executive Board.

### **Section 5.        MPHA responsibility to Sections**

- a) Assistance from the Executive Director shall provide the Section chairperson with a list of all MPHA members who are also members of their Section.

## **ARTICLE X.        Amendments**

### **Section 1.**

- a) The By-laws may be amended: by a two-thirds (2/3) vote of the members present at any annual meeting of the Association, if members receive notice in writing of proposed amendments at least thirty (30) days prior to the annual meeting. Proposed amendments shall be referred to the Executive Board for study and recommendation. If a member is unable to attend the annual meeting they will have the option of submitting a written vote at least 3 business days prior to the annual meeting.
- b) at any annual meeting by eighty-five percent (85%) of the members present without previous notice; or
- c) by majority vote, the Executive Board can conduct a mail survey, allowing thirty (30) days for response; amendments are carried if two-thirds of those responding reply affirmatively.

**ARTICLE XI. Rule of Order.**

Robert's Rules of Order, revised, shall govern the proceedings of meetings of the Association.

*AMENDED November 3, 1976 ; September 22, 1979 ; April 22, 1981 ; April 15, 1982 ; April 9, 1986 ; April 21, 1988 ; April 11, 1991 ; October 14, 1996 ; October 7, 1997 ; September 29, 1999 ; September 13, 2000 ; September 18, 2003, Sept 14, 2006 ; September 17, 2009, September 15, 2010, September 13, 2011, October 1, 2014, October, 2015, October 2017*