

# 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. Executive Board

**Section 1.** The Executive Board of this Association is composed of the officers and the Department of Public Health and Human Services representative (DPHHS rep).

**Section 2.** The officers shall consist of President, President-Elect, immediate Past President, secretary, and treasurer, five (5) elected Vice Presidents, one Tribal Liaison Vice President, Historian, ARGC and Chairpersons of the Sections. The officers will have voting status in the Executive Board matters.

**Section 3.** The officers, except the immediate past President, Chairpersons of the sections shall be elected in the manner and for the term as prescribed in the By-laws of the Association.

**Section 4.** The DPHHS Rep shall be appointed by the administrator of the Public Health and Safety Division on even years.

**Section 5.** Any or all members of the Executive Board and the chairs of the committees 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 realtime, and such participation shall constitute presence at the meeting.

### ARTICLE V. Amendments

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

- a) by a two-thirds (2/3) vote of the members present at any member meeting of the Association, if members receive notice in writing of proposed amendments at least fifteen (15) days prior to the member meeting. Proposed amendments shall be referred to the Executive Board for study and recommendation. If a member is unable to attend the annual meeting, the member will have the option of submitting a written vote at least 3 business days prior to the member meeting.

- b) at any member meeting by eighty-five percent (85%) of the members present without previous notice; or
- c) by majority vote, the Executive Board can conduct an electronic survey, allowing fifteen (15) days for response; amendments are carried if two-thirds of those responding reply affirmatively.

*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 2016; Sept. 2017, Sept 2018, Sept 2019, Sept 21*

## **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 organization 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 have the rights and privileges of individual members.

### **ARTICLE II. Organizational Year**

The organizational year shall be January 1 through December 31.

### **ARTICLE III. Dues**

**Section 1:** OBPs and Section Representatives will vote on Dues. Members will have fifteen (15) days to provide feedback before the vote.

### **ARTICLE IV. The Executive Board**

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

- a) to transact the business of this Association between member 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 member 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 December 31
- g) to approve Association's partnership opportunities
- h) to approve the President's appointment of the Association's representative to the American Public Health Association's (APHA) Governing Council.
- i) to ensure the appropriate design, application, and continuity of organizational processes for setting of Associations priorities and goals.
- j) to approve the formation of a new MPHA section as noted in Article IX.
- k) to appoint a committee of three executive board members at the member meeting to recruit candidates for officer positions that are up for re-election this committee will be called Executive Board Nomination Committee.
- l) to require a quorum for the Executive Board meeting consisting of one-third (1/3) of the current board members.

**ARTICLE V. Election of Officers**

**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, one year as President and one year as immediate Past President. The term shall be three (3) years beginning with the adjournment of the member 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 Liaison Vice-President shall be elected in even-numbered years by the membership at the annual meeting for a two-year term.

**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 member 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 member meeting.

**Section 6:** Presidential vacancy

- a) If the President is unable to complete their term, , the Executive Board will appoint and vote on who fills that role.

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.

**Section 7:** Vice Presidential vacancy

- a) If the Vice President is unable to their term or find a suitable replacement it will then become the responsibility of the Executive Board to nominate and approve a replacement.
- b) If the Vice President continues to reside in Montana but not in their region, they may fulfill their term.

**Section 8:** Treasurer, Secretary or Historian vacancy

- a) If any of these EB members can no longer fulfill their term it will then become the responsibility of the Executive Board to nominate and approve a replacement.

**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) assist with the annual report to the members;
- e) and 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.

The Regional Vice-Presidents may

- b) serve as ad hoc members of the Awards Committee.
- c) serve as liaisons to the Advocacy and Policy Committee; and
- d) Be responsible to reach out to members quarterly to share info, invite two-way conversation; and share information.

**Section 4:** The Secretary shall

- a) keep a record of the minutes of Executive Board meetings and annual meeting

**Section 5:** The Treasurer shall

- a) prepare with the ED a financial report for the annual meeting of the Association and when needed at each regular or special meeting of the Executive Board.
- b) deposits income received and be responsible for disbursement of funds.

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

- a) represents Tribal Health interests in Montana.

The Tribal Health Vice-President may

- b) serve as an ad hoc member of the Awards Committee.
- c) serve as a liaison to the Advocacy and Policy Committee; and

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

- a) serve as the liaison of the Department of Public Health and Human Services.
- b) Not be a voting member.

The Department of Public Health and Human Services representative may

- c) serve as an ad hoc member of the Awards Committee

Section 8: The Affiliate Representative to the Governing Council (ARGC)

- a) MPHA will financially support the ARGC's travel expenses to the APHA Annual Meeting in accordance with state policy
- b) The duties and responsibilities of the ARGC:
  - a. Represent MPHA on the APHA Governing Council and the Committee on Affiliates (CoA)
  - b. Assist the President and the Association in the development of APHA/MPHA relationships and to fulfill APHA obligations
  - c. Ensure timely exchange of information and action by the Board of Directors on APHA policy, resolutions and affiliate action,
  - d. Assist in Federal and State legislative advocacy,
  - e. Participates in the nominating process of APHA leadership and awards
  - f. Submit a report to the MPHA Executive Board after APHA annual meeting

## **ARTICLE VII. Meetings**

**Section 1:** This Association shall meet at least 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 Advocacy and Policy
- c) Committee on Awards
- d) 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.

**Section 4:** The Committee on Conference Planning and Continuing Education The committee will be composed of at least one (1) Executive Board member and members of the association. They shall plan the conference for the annual

meeting which is responsive to the needs of Association members and public health workforce in Montana. Volunteers will be recruited annually from the membership to serve on this committee.

**Section 5:** The Committee on Advocacy and Policy The committee will be composed of at least one (1) Executive Board member and members of the association they shall solicit recommendations from the membership and develop a state legislative policy agenda for the Association prior to the legislative session. It shall monitor and respond to legislation of Public Health interest introduced for action in the Montana Legislature. It shall review legislation of national public health interest and respond per committee policies. As appropriate it will develop resolutions and position papers per committee policy. Committee Members are recruited during membership sign up or renewal

**Section 6:** The Committee on Awards The committee will be composed of at least one (1) Executive Board member, members of the association and the Vice-Presidents as ad-hoc members. 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. Volunteers will be recruited annually from the membership to serve on this committee.

**Section 8:** The Committee on Resource and Development The committee will be composed of at least one (1) Executive Board member and three (3) additional members. The committee shall explore additional funding sources for the Association that link to strategic priorities. Committee Members are recruited during membership sign up or renewal

## **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 member 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 vote via electronic mail at least 3 business days prior to the member 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 an electronic 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.

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