

Kansas Public Health Association Bylaws

ARTICLE I - Name, Mission and Functions

Section 1. The name of the Association, incorporated under the laws of the State of Kansas, is the Kansas Public Health Association, Inc., hereinafter referred to as KPHA.

Section 2. KPHA's mission is "Promoting and Improving Population Health in Kansas."

Section 3. The functions of KPHA shall be to:

- a) promote public health and a good environment for Kansans;
- b) promote legislation which speaks to public health and environmental issues;
- c) represent public health and environment and serve as a state spokesperson with professional, community and governmental groups and with the public;
- d) provide for representation on the Governing Council of the American Public Health Association;
and
- e) promote and provide educational opportunities in the health and environmental area.

ARTICLE II - Membership

Section 1. The membership of KPHA shall be unrestricted by consideration of age, color, creed, disability, sexual orientation, nationality, race, ethnicity, religion, gender or geographic location.

Section 2. The classes of membership in KPHA shall include but not be limited to: individual, honorary, student, retiree, public health worker, organization, and associate.

Section 3. An individual member is any person who is engaged in or has an interest in public health or the environment; and whose dues are current, or who has been so designated by an organization member. An honorary member is any person granted a lifetime honorary membership by the Board of Directors in recognition of distinguished service. A student member is any person enrolled at a college or university in a health-related course of study and whose dues are current. A retiree member is any retired person who is not engaged in full time employment. A public health worker member is any person employed in public health making an annual salary less than the amount designated by the Board. An organization member is any official academic institution, state or local health agency that has a mission related to public health or any organization that has non-profit status under the United States Internal Revenue Service Code and has a mission related to public health; has requested membership; and whose dues are current. There may be several categories of organization rates and varying number of members for each category established by the Board. An associate member is any organization not eligible for membership in another category that is interested in supporting the purpose of KPHA and whose dues are current.

Section 4. Individual, honorary, student, retiree, public health worker, and organizational members shall have the following privileges: participate in all proceedings of the association including voting; be a

candidate for KPHA elected and appointed positions in accordance with the bylaws; attend the Annual Conference and other meetings of KPHA at the membership rate; and receive all publications and newsletters.

Section 5. An associate member shall have the following privileges: send one representative to the Annual Conference and other meetings of KPHA at the membership rate; and receive all publications and newsletters.

Section 6. Any member may be suspended or expelled for any reason from membership of the Association by a two-thirds majority vote of the Board of Directors. The President shall notify the suspended or expelled member immediately and give him or her the time and place of the next meeting of the Board of Directors, at which time he or she shall be granted an opportunity to be heard provided he or she requests such a hearing within ten days after receipt of the notification letter from the President. Following a hearing, the decision of the Board of Directors shall be final.

ARTICLE III - Dues

Section 1. Dues for KPHA shall be established by the Board of Directors.

Section 2. The membership period shall be for one year from the date dues payment is received by KPHA. Nonpayment of dues after the membership period has expired will result in termination of membership privileges. The Board of Directors may adjust and/or restructure the membership period but may not extend the period beyond one year without prior approval of the membership.

ARTICLE IV - Nominations and Elections

Section 1. The nominating committee shall prepare the ballot as defined in these bylaws.

Section 2. The President-Elect shall be elected at the annual meeting. This officer shall serve as President-Elect for one year, followed automatically by one year as President, followed automatically by one year as Immediate Past-President.

Section 3. The Secretary shall be elected at the annual meeting. The term of office shall be two years. The Secretary shall be elected in odd numbered years.

Section 4. The Treasurer shall be elected at the annual meeting. The term of office shall be two years. The Treasurer shall be elected in even numbered years.

Section 5. There shall be three Directors at Large. One Director shall be elected at the annual meeting held in the odd numbered years and two Directors shall be elected at the annual meeting held in the even numbered years. The term of office shall be two years.

Section 6. All elections shall be determined by a plurality of mailed or emailed ballots. In the case of a tie, the decision shall be determined by lot by the Chair of the Tellers Committee.

Section 7. Ballots listing the names of nominees for the elective office shall be mailed or emailed to all active members at least 30 days but not more than 45 days prior to the annual meeting.

Section 8. Marked ballots shall be returned by email or mail to the KPHA office no later than five days prior to the annual meeting or be collected at the Annual Business Meeting.

Section 9. The President shall appoint tellers at the start of the annual meeting who shall supervise the counting of the ballots.

Section 10. The report of the tellers shall be given during the annual meeting by the Chair of the Tellers with the President declaring those elected.

Section 11. All ballots and other records of the election shall be preserved for one year after the election.

Section 12. The term for each newly elected Board member shall begin January 1 following the annual meeting.

ARTICLE V - Executive Director's Signature Authority

The Executive Director of KPHA, at such times when one has been appointed by the Board, may sign checks on amounts as shall be determined by the financial management policy approved by the Board.

ARTICLE VI - Officers

Section 1. The officers of the KPHA shall be the President, President-Elect, Secretary and Treasurer and shall be members in good standing.

Section 2. All officers shall either be current KPHA Board members or have been on the KPHA Board of Directors in the past 10 years.

Section 3. Officers shall be elected as provided in these bylaws. Vacancies in office shall be filled as hereinafter provided.

Section 4. No officer shall serve more than two consecutive terms in the same office. An officer who has served more than half a term shall be considered to have served a term in that office.

Section 5. Duties of KPHA officers may be assigned to the Executive Director by the Board of Directors at such times when an Executive Director has been appointed by the Board to carry out those duties.

Section 6. All officers may have the ability to cosign checks in accordance with the Financial Management Policy adopted by the Board. This section shall not limit the Executive Director's authority to sign checks as specified in these bylaws.

Section 7. The duties of the President shall include:

- a) preside at all meetings of KPHA and conduct them by a formal order of business;
- b) chair the Board of Directors and the Executive Committee;
- c) make all appointments to committees with the approval of the Board of Directors;
- d) serve as official representative of KPHA, except otherwise provided in these bylaws, and act in that capacity in all matters for and on behalf of KPHA;
- e) serve as ex officio member of all standing and ad hoc committees except for the Nominating Committee;
- f) deliver the Presidential Address at the Annual Meeting; and
- g) perform other such duties as KPHA or the Board of Directors may require.

Section 8. The duties of the President-Elect shall include:

- a) assume the duties of President during an absence or as requested by the Executive Committee;
- b) be responsible for Board development, to include an annual Board evaluation;
- c) solicit nominations for the offices to be filled each year and prepare a ballot to be approved by the Board of Directors in compliance with the bylaws at least 60 days prior to the annual meeting;
- d) serve on the Executive Committee.

Section 9. The duties of the Secretary shall include:

- a) record the minutes of the Board meetings and Annual Business Meeting;
- b) serve on the Executive Committee.

Section 10. The duties of the Treasurer shall include:

- a) perform duties as specified in the KPHA Financial Management Policy;
- b) serve on the Executive Committee.

ARTICLE VII - Board of Directors and Duties of Board of Directors

Section 1. There shall be a Board of Directors consisting of the President, President-Elect, Secretary, Treasurer, three Directors at Large, Immediate Past President, American Public Health Association Delegate, and Section Chairpersons.

Section 2. Regular meeting of the Board of Directors shall be held at least quarterly at times, places, and forums determined by the Board.

Section 3. Special meetings of the Board of Directors may be called by the President or upon the request of a majority of members of the Board of Directors with a ten day notice to each member of the Board either in person, by mail, telephone, email, or other electronic means. Special meetings shall be held at such times, places, and forums as shall be specified in the meeting notice.

Section 4. Absence from more than two consecutive Board meetings without good cause, as determined by the majority of a quorum, shall constitute a resignation and the vacancy shall be filled as provided for in these bylaws.

Section 5. The Board of Directors shall:

- a) transact all business of KPHA in the interim between the annual meetings subject to limitations in the charter and bylaws;
- b) establish policies of KPHA;
- c) be covered in a non-profit liability insurance policy paid for by KPHA;
- d) direct the administration and affairs to KPHA based on the adoption of an annual budget and other actions taken by the membership at the Annual Meeting;
- e) employ staff, define duties and fix the compensation;
- f) appoint or approve committees as needed;
- g) coordinate filling of vacancies on the Board of Directors;
- h) approve the Annual Conference program based on recommendations from the Conference Committee;
- i) select individuals for honorary membership from a list submitted by the Membership Committee;
- j) select issues to be addressed by the Legislative Action and Issues Committee;
- k) select the individuals to receive the KPHA awards from recommendations of the Awards Committee;
- l) establish ad hoc committees as needed;
- m) provide for the establishment and dissolution of sections in accordance with these bylaws; and
- n) publish a newsletter at least quarterly, except at such times when an Executive Director has been appointed by the Board to do so.

Section 6. There shall be an Executive Committee of the Board of Directors composed of the President, President-Elect, Secretary, Treasurer, Immediate Past President, APHA Delegate, and one Director at Large (based on seniority). The committee shall:

- a) meet monthly unless a majority agrees such a meeting is unnecessary;
- b) prepare agenda for board meetings;
- c) supervise the Executive Director; and
- d) perform other duties as assigned by the Board of Directors.

ARTICLE VIII - American Public Health Association Representative/Board of Directors

Section 1. There shall be a Delegate and an Alternate Delegate to represent KPHA on the American Public Health Association (APHA) Governing Council. The selection of the Delegate will be made by the President. The Alternate Delegate will be the Immediate Past President.

Section 2. The Delegate and Alternate Delegate must be members in good standing of the Kansas Public Health Association and the American Public Health Association, be on the KPHA Board of Directors or have been on the Board of Directors in the past, and meet APHA's requirements for eligibility.

Section 3. The Alternate Delegate shall serve when the Delegate is unable to fulfill the duties.

Section 4. The term of service shall be for five years. An individual shall not serve for more than two terms as Delegate.

Section 5. The Delegate or Alternate Delegate shall serve on the Executive Committee.

ARTICLE IX - Sections

Section 1. A section shall be a structure within KPHA established for the purpose of promoting areas of common interest and developing an identified subgroup of KPHA.

Section 2. A section may be established by the Board of Directors upon evidence that a substantial number of individuals request such designation.

Section 3. A section may be dissolved by a two-thirds vote of the Board of Directors when there is:

- a) agreement of the Board of Directors and the section members that there is no reason for continuance, or
- b) failure to carry out its functions or to conform to the requirements or principles of KPHA.

Section 4. The section officers shall consist of at least a Chair.

Section 5. The section shall elect its officers at the Annual Meeting for a term of one year.

Section 6. The Chair shall:

- a) serve on the Board of Directors; and
- b) provide an annual report to the Board of Directors and the annual meeting.

ARTICLE X - Meetings

Section 1. KPHA shall hold an annual meeting at such time and place as determined by the Board of Directors.

Section 2. The order of business for each KPHA annual meeting shall be in accordance with a program adopted at the beginning of the annual meeting and shall include:

- a) Call to order
- b) Address of the President
- c) Honor ceremony for Board service
- d) Reports of officers and Executive Director, including presentation of budget
- e) Reports of standing committees
- f) Reports of special committees
- g) Reports of sections
- h) Other business
- i) Announcement of election results
- j) Honor ceremony for individuals who died in last year
- k) Announcement of place and time of future meeting(s)
- l) Passing of the gavel
- m) Adjournment

Section 3. Special meetings of KPHA may be called by the Board of Directors or upon the request of 10% of the membership.

Section 4. Notices of all meetings of KPHA shall be posted on the KPHA website. Notices of the annual meeting shall be mailed or emailed at least two months before the first day of the annual meeting and notices of special meetings shall be emailed at least ten days before the first day of the meeting.

ARTICLE XI - Quorum

Section 1. The Annual Meeting of the membership will take place at the Annual Conference. A quorum is constituted if the majority of the Board of Directors is present.

Section 2. A majority of the Board of Directors including the President or President-Elect shall constitute a quorum at any meeting of the Board of Directors.

ARTICLE XII - Standing Committees

Section 1. Standing committees shall assume such duties as specified by these bylaws and such other duties as may be assigned by the Board of Directors.

Section 2. If a standing committee has sub-committees, the chair of the standing committee and the chair of the respective sub-committee may constitute a committee for action between meetings of the standing committee. All transactions of this committee shall be reported in full at the next regularly scheduled meeting of the standing committee.

Section 3. Absence without good cause from two meetings of a committee shall constitute a resignation and the vacancy shall be filled by the committee officers.

Section 4. The following standing committee members shall be appointed annually and serve until their successors are appointed.

- a) Awards Committee
- b) Annual Conference Committee
- c) Public Health Policy and Advocacy Committee
- d) Membership Committee
- e) Communications Committee
- f) Website Committee

Section 5. The Awards Committee shall:

- a) solicit and review nominees for designated KPHA awards;
- b) recommend individuals to the Board of Directors for the designated awards based on the policies, procedures and in accordance with these bylaws;
- c) establish and assist with the proceedings for presenting the awards at the annual meeting; and
- d) recommend the establishment or deletion of an award.

Section 6. The Conference Committee shall:

- a) be chaired by a current member of the Board as designated by the President; and
- b) shall plan the program including the annual business meeting.

Section 7. The Public Health Policy and Advocacy Committee shall:

- a) study and make recommendations to the Executive Committee on public health or environmental issues which are timely and of interest to KPHA;
- b) study the issues referred by the Board of Directors and make recommendations within the established time frame;
- c) develop a legislative statement outlining the official position of KPHA;
- d) serve as liaison with the Legislature to present KPHA views and serve as an informational resource within the context of the legislative statement; and
- e) develop and implement a procedure in conjunction with the Board of Directors for obtaining KPHA's official position in response to proposed legislation related to the mission of KPHA for issues not covered by the legislative statement.

Section 8. The Membership Committee shall:

- a) study and evaluate matters relating to membership;
- b) develop for approval by the Board and implement a plan for recruitment and retention of members and conduct a ceremony at the annual meeting honoring persons who have died in the past year; and
- c) submit to the Board of Directors names for honorary KPHA membership.

Section 9. The Communications Committee shall:

- a) create and maintain a calendar of communication events for the year;
- b) publish a newsletter at least quarterly;
- c) administer social media according to the Social Media Policy approved by the Board of Directors.

Section 10. The Website Committee shall:

- a) review and update website content at least quarterly.

ARTICLE XIII - Awards

Section 1. KPHA may confer the following awards at the annual meeting to those individuals meeting the award criteria:

- a) Samuel J. Crumbine Medal
- b) Dorothy Woodin Award
- c) Virginia Lockhart Award
- d) Special Service Award
- e) Corporate Public Health Service Award
- f) Jane Addams Award
- g) Public Health Policy Maker of the Year

Section 2. These awards may be, but are not necessarily, awarded annually. With the exception of the Special Services Award and the Public Health Policy Maker of the Year, no more than one award in each category may be given annually. These awards are restricted to KPHA members unless otherwise stated.

Section 3. The Samuel J. Crumbine Medal, the highest award given by KPHA, is awarded for meritorious service and state, regional or national recognition related to the improvement of the health of Kansans and/or the environment of the state. Recipients of other KPHA awards may receive this award.

Section 4. The Dorothy Woodin Award is awarded to a public health nurse for outstanding public health nursing services.

Section 5. The Virginia Lockhart Health Education Award is awarded for outstanding service in public promotion of health and/or environmental issues.

Section 6. Special Service Awards are for individuals who have rendered outstanding service to Kansas in the interest of public health and/or environmental improvement. Two special service awards may be given annually, one of which may be to a non-member of KPHA.

Section 7. The Corporate Public Health Service Award may be awarded annually to a company or organization which through policy and activities makes a significant contribution to the mission of public health and/or environmental improvement in Kansas. There is no requirement that the company or organization have a membership connection with KPHA.

Section 8. The Jane Addams Award will be awarded annually to an individual social worker who exemplifies the qualities of Jane Addams, 1860-1935, an American social worker during the Industrial Revolution, co-founder of Hull House and winner of the 1931 Nobel Peace Prize. She was one of the first American social reformers who sought to improve the lives of the poor. The qualities include a pioneering spirit, a trailblazer, one striving to improve the health of the poor and sanitary conditions of communities as did Jane Addams.

Section 9. The Public Health Policy Maker of the Year Award may be awarded annually to local, state, or federal lawmakers who are public health champions. Considerations should include legislation sponsored or co-sponsored by the lawmaker, any leadership provided in protecting public health programs and funding, policy initiatives designed to protect the public's health and any other examples of leadership that cannot necessarily be captured in a legislator's voting record.

ARTICLE XIV - Vacancies

Section 1. A vacancy in the office of President shall be filled by the President-Elect.

Section 2. Vacancies in all other elected positions shall be filled by a three-fourths vote of the Board of Directors.

ARTICLE XV - Fiscal Year

The fiscal year of KPHA shall be the calendar year.

ARTICLE XVI - Parliamentary Procedure

The rules contained in Roberts Rules of Order, Newly Revised, shall govern meetings of KPHA in all cases to which they are applicable and consistent with the bylaws.

Article XVII – Dissolution Clause

Upon the dissolution of KPHA, remaining assets shall be distributed to the American Public Health Association, a non-profit 501(c) 3 organization.

Article XVIII - Amendments

These bylaws may be amended, repealed or altered, in whole or in part, and additional bylaws may be adopted at any annual meeting or special meeting of the membership. Such amendments shall require an affirmative two-thirds vote of those members present and voting. Written notices of the proposed amendment shall be reviewed by the Executive Committee as to form 60 days prior to the annual or special meeting of the membership. Following such review and at least 30 days prior to the meeting, the proposed amendments shall be distributed to all active members.

VERSION HISTORY

| Year | Revision Date | Date Approved | Notes |
|---------------------------|---------------|---------------|-------|
| Previous Versions on File | --- | --- | |
| 2014 | 7-15-13 | 9-18-13 | |
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