



# National Capital Area Environmental Health Association

## **\*\*BYLAWS\*\***

### **Article I: Name of Organization**

The name of this organization is the National Capital Area Environmental Health Association, a non-profit organization hereinafter referred to as the Association.

### **Article II: Purpose**

- To promote an association of Environmental Health Specialists and other Environmental Health practitioners
- To provide an opportunity and stimulus for professional growth through educational programs
- To promote high standards of qualifications and professional ethics for Environmental Health practitioners
- To strive for increased recognition of Environmental Health practitioners as a professional group rendering services vital to the health and well-being of the public
- To encourage cooperation between the private and public sectors in activities directed toward the improvement of public health and the environment
- To promote, through educational means, public awareness of environmental factors which affect the general well-being of the populace; and to otherwise promote the objectives of the National Environmental Health Association (hereinafter known as NEHA)

### **Article III: Board of Directors**

- A. The Board of Directors shall consist of the Executive Officers, the Regional Representatives, Director of Communications, and any other non-voting appointees of the Association.
- B. The Board of Directors shall conduct the business of the Association between annual meetings and in addition thereto shall have other such applicable powers, duties, and privileges as described in the *Bylaws of the National Environmental Health Association*. Business of the Association may be conducted by a simple majority of the Board of Directors' members present when notice of said meeting has been sent to all Board of Directors members one (1) day prior to said meeting.

### **Article IV: Membership and Dues**

- A. The classes of membership in the Association shall be as follows:

1. Regular Membership

- Any person who is actively employed or interested in the field of Environmental Health and has paid current dues
- Current NEHA Regional Vice President

2. Honorary Lifetime Membership (Members in this class shall not be required to pay dues)

- Past NCAEHA Presidents
- Past Jerrold M. Michael Award recipients
- Any person for unusually distinguished achievement or service in the Environmental Health field as determined and voted upon by the Board of Directors

3. Supporting Membership (Members in this class shall not have voting rights)

- Any company, corporation or association with a general interest in and desire to contribute to the objectives of the Association and that has made a charitable donation to the Association

4. Student Membership

- Any student working towards a degree in Environmental Health or a related field and has paid current dues at a reduced rate

5. Silver Membership

- Retiree from active employment in the field of Environmental Health and has paid current dues at a reduced rate

B. Payment of dues shall be as follows:

- Dues should be payable by January 1st of each calendar year
- Dues statements shall be issued electronically as deemed necessary by the Vice President of Membership
- The annual dues for each class of membership shall be adopted by a majority vote of the Board of Directors and listed on the Association website. Any changes in dues structure will be published electronically two months prior to the effective date of the changes

**Article V: Officers, Representatives, Appointees, and Their Qualifications & Duties**

- A. The Executive Officers of the Association shall be President, Past-President, Vice-President of Programs & Professional Advancement, Vice-President of Membership, Secretary and Treasurer.
- B. There shall be three Representatives in addition to the Officers. These three shall represent Virginia, Maryland, and the District of Columbia and shall live or work in the area which they represent.

- C. Officers and Representatives shall be elected bi-annually in accordance with the provisions of Article VII of these bylaws. Officers and Representatives shall serve from February 1st to January 31st.
- D. There shall be non-voting appointed positions to the Board of Directors. This includes the Director of Communications and Industry Liaison(s). These appointees will serve at the pleasure of the Board of Directors. Additional non-voting appointees can be prescribed by majority vote of the Board of Directors.
- E. The qualifications and duties of the Executive Officers, Representatives, and appointees shall be as follows:

1. *President:*

a. Qualifications: A regular, lifetime, student or silver member whom has served on the Board of Directors as an Officer, Representative, or appointee for at least one month.

b. Duties:

- Presides over the Annual Meeting and business meetings of the Board of Directors, hereinafter referred to as Board meetings
- Selects date and location for Board meetings and electronically notifies Officers, Representatives, appointees, and committee chairmen of Board meetings at least ten (10) days prior to meetings. Distributes meeting agendas electronically at least three (3) days before the meetings.
- Confirms appointees to the Board of Directors with a majority vote of the Board of Directors
- Except during even-numbered years when the Board of Directors may designate a person to attend the NEHA Annual Education Conference (AEC); represents the Association at the NEHA Annual Educational Conference. If unable to attend, the Board of Directors may designate a person to attend. Submits a written report/conference summary to the Board of Directors highlighting the sessions attended.
- Coordinates the work of all Association committees and Officers. Serves as an ex-officio member of all committees
- Serves as the official public representative of the Association or appoints a regular, lifetime, or silver member in good standing to represent the Association in place of the President
- Serves as the Chief Executive Officer of the Association and, in informal consultation with the Board of Directors, makes decisions on behalf of the Association that are too time sensitive to wait for a specially called Board meeting
- In the event the President is unable to perform their duties, they shall designate a Board member to act as President
- Chairs the Elections Committee
- Chairs the Bylaw Committee

2. *Past President:*

a. Qualifications: A regular, lifetime, student or silver member who served as the most recent previous President and is in good standing with the Board.

b. Duties:

- Available to the President and Board of Directors for consultation and mentorship as needed

3. *Vice-President of Membership:*

a. Qualifications: A regular, lifetime, student or silver member

b. Duties:

- Plans the Annual Awards Event. Selects the location, meal, and entertainment.
- Provides a current membership summary to the Board members at Board meetings and more frequently as requested
- Assists with registration at educational conferences
- Coordinates membership drives and sets membership goals
- Develops and conducts membership satisfaction surveys
- Issues membership notices thirty (30) days in advance of expiration
- At the request of the President, presides over the Annual Meeting or Board meetings in the President's absence
- Maintains the membership list and provides it to the Director of Communications and Secretary as needed
- Chairs the Social Committee
  - Plans and coordinates social events and activities for the membership
- Chairs the Awards Committee
  - Submits nominating criteria for all awards, scholarships and other honoraria to Board of Directors

4. *Vice-President of Programs & Professional Advancement:*

a. Qualifications: A regular, lifetime, student or silver member

b. Duties:

- At the request of the President, presides over the Annual Meeting or Board meetings in the President's absence
- Chairs the Professional Development Committee
  - Leads this committee in promoting professional credentialing and career development of Environmental Health practitioners
- Chairs the Program & Education Committee
  - Guides the Representatives in planning and coordinating educational conferences. Assists Representatives in recommending conference dates, locations, topics, and speakers to the Board of Directors

- In the absence of a Representative, plans the educational conference

5. *Secretary:*

a. Qualifications: A regular, lifetime, student or silver member

b. Duties:

- Functions as official custodian of all documents, records, seal and banners
- Prepares minutes of Board meetings and the Association's Annual Meeting for electronic circulation to the Board of Directors within two weeks following the meeting
- Manages RSVPs, maintains sign-in sheet and assists the Vice President of Membership with registration at educational conferences, other Association events and the Annual Meeting
- Provides certificates to members and presenters for attendance and participation at educational conferences
- Manages and coordinates correspondence in relation to thank you cards or other necessities at the request of the President

6. *Treasurer:*

a. Qualifications: A regular, lifetime, student or silver member

b. Duties:

- Maintains the Association's accounting records and manages financial accounts
- Obtains & provides receipts or valid statements for the distribution of monies
- Reimburses Board members for approved purchases within fourteen (14) days.
- Issues invoices for monies owed in advance of events or post-event under special circumstances
- Arranges for an internal audit every two (2) years
- Submits a written financial statement at each Board meeting
- Annually prepares an Association budget and presents it to the Board of Directors for adoption prior to November 1st of the preceding year
- Submits required tax returns to the proper authorities
- Assists with registration at educational conferences, other Association events and the Annual Meeting
- Maintains post office box monthly
- Chairs the Budget Committee

7. *Regional Representatives:*

a. Qualifications: A regular, lifetime, student or silver member and either live or work in the geographical region which they represent

b. Duties:

- Each Representative shall take responsibility for planning and coordinating one educational conference each year. Together with the Vice-President of Programs & Professional Advancement and the two other Representatives, they will recommend conference dates and locations to the Board of Directors
- The Representatives will submit a panel of speakers and topics for each educational conference to the Board of Directors for approval
- Each Representative will serve to represent the interests of their geographical area—Virginia, Maryland, or the District of Columbia—on the Board of Directors
- Each Representative serves on the Program and Education Committee

8. *Director of Communications:*

a. Qualifications: A regular, lifetime, student or silver member

b. Duties:

- Produces and publishes issues of *The Preventive Measure* prior to each conference or as directed by the Board
- Produces and publishes the Annual Report in collaboration with the Board
- Coordinates publication deadlines with the Board of Directors
- Maintains the website with updates in a timely manner. This includes, but is not limited to, posting the newsletter, future educational conference dates and agendas Board meeting minutes, updated forms, scholarship information, and maintaining current links
- Maintains the list-serve
- Communicates announcements and reminders to members on upcoming educational conferences and other events in a timely manner
- Issues electronic communications requested by the Board to the list-serve
- Sends out a ballot of nominees for elected Officers and Representatives at least thirty (30) days prior to the Annual Meeting
- Manages social media platforms as needed
- Chairs the Newsletter Committee

9. *Industry Liaison:*

a. Qualifications: A regular, lifetime, student, supporting or silver member

b. Duties:

- Represents interests of industry
- Establishes and maintains a liaison between industry and the regulatory community

F. Removal of Elected Officers and Representatives:

1. Should any officer or Representative fail to meet their obligations as an officer or Representative of the Association or perform in any manner so as to discredit the

purpose or objectives of the Association, the Board may create an ad-hoc committee to determine if removal is necessary. This committee will make a final determination for removal. A notification of removal shall be provided in writing to the officer or Representative with an effective date of removal. Should the removed officer or Representative wish, they may within ten (10) days appeal the decision to the Board and shall be reinstated upon a majority vote by the Board.

G. Resignation of Elected Officers, Representatives, and Appointees:

1. Any elected officer, Representative, or appointee may resign in good standing from the Board of Directors provided that prior written notification is received by the President within fourteen (14) days of the effective date of resignation. The President may resign in the same manner by submitting their resignation to the Vice President of Programs & Professional Advancement or Vice-President of Membership.
2. Upon written receipt of resignation, the President shall immediately notify the Board of Directors.

H. Filling of Vacancies:

1. Should a vacancy exist due to the resignation, removal or death of any elected executive officer or Representative, or failure to fulfill position through the election process, such vacancy shall be filled by appointment by a majority vote of the Board of Directors. This person shall serve until the next election.

**Article VI: Annual Meetings, Educational Conferences, and Voting Privileges**

- A. An Annual Meeting may be held in January or at the time of the first educational conference of the year, each year as needed, at a time and place recommended by the President, the Vice President of Programs & Professional Advancement, Vice-President of Membership and fixed by the Board of Directors. If the Annual Meeting occurs, it shall constitute a Board meeting.
1. The Annual Meeting may be scheduled to vote on a matter that members may have a vested interest in such as the annual budget.
  2. If an Annual Meeting is necessary, the Annual Meeting may occur at time of the first educational conference of the year
- B. A quorum to conduct the Annual Meeting of the Association shall consist of at least one tenth (1/10) of the membership, including at least one elected officer.
- C. All regular, honorary, silver and student members in good standing and in attendance shall be entitled to vote on matters brought to a vote at the Annual Meeting. These matters shall be approved by a simple majority.

- D. Meetings of the Board of Directors shall be called, when necessary, by the President or at the request of a majority of the Board of Directors.
- E. Educational conferences of the Association shall be held at a time and place recommended by the Program and Education Committee, and fixed by the Board of Directors.

#### **Article VII: Balloting, Nominations, and Elections**

- A. The election of the officers and Representatives shall be by electronic or written secret ballot.
- B. The Elections Committee shall submit to the Board of Directors a slate of nominees for elected officers and Representatives for consideration by the Board at least sixty (60) days prior to the Annual Meeting. A ballot shall be sent to each voting member at least thirty (30) days prior to the Annual Meeting. The ballot shall be returned to the Elections Committee at least fifteen (15) days prior to the Annual Meeting. The Elections Committee shall certify the results of balloting to the Board at least ten (10) days prior to the Annual Meeting.
- C. The President, Vice-President of Programs & Professional Advancement, and Vice-President of Membership shall be elected for a two (2) year term in odd-numbered years. These officers may succeed themselves but can only do so through an election process. The term limits for these offices is two (2) consecutive terms.
- D. The Secretary, Treasurer, and Representatives shall be elected for two (2) year terms in even-numbered years.
- E. In the event that there is no nominee for a position of officer or Representative, the ballot shall include a space for a write-in candidate. The person who receives the most write-in votes, meets the qualifications to hold a particular office and agrees to serve shall be deemed to have been properly nominated and elected. Should no qualified person who is willing to serve receive any votes, the Board shall appoint a member to fill that position until the next election.

#### **Article VIII: Committees**

- A. The following standing committees may exist:
  - 1. Elections, Chair—President
  - 2. Bylaws, Chair— President
  - 3. Professional Development, Chair—VP of Programs & Professional Advancement
  - 4. Program & Education, Chair – VP of Programs & Professional Advancement
  - 5. Awards, Chair—VP of Membership
  - 6. Social, Chair— VP of Membership



7. Newsletter, Chair—Director of Communications
  8. Budget, Chair—Treasurer
- B. Ad-hoc committees as may be needed to implement the objectives of the Association may be appointed by the President with the majority vote of the Board of Directors.
  - C. It shall be the duty of the Chair of all committees to fulfill their charge and submit their reports in writing to the President.
  - D. The activities and goals of the committees shall be outlined by the committee Chairs and presented to the Board of Directors for guidance and review to ensure the tasks support the purpose and goals of the Association and made a matter of record in the documents of the Association.

#### **Article IX: Chapter Operations**

- A. Purchasing privileges shall be granted to the Treasurer and President or their designees when permission is granted by the President. In the case of payments to either the Treasurer or President, an email acknowledgement from the Vice President of Programs & Professional Advancement or the Vice-President of Membership shall be kept on file with the Treasurer
- B. Purchases over \$200 shall be approved by majority vote of the Board of Directors
- C. Expense reimbursement forms must be submitted to Treasurer or designee within fourteen (14) days of purchase
- D. Treasurer or designee shall reimburse Board member within fourteen (14) days of receipt of the Expense reimbursement form

#### **Article X: Amendments to the Bylaws**

- A. Bylaw committee – Guidelines for composition of the bylaw committee shall be:
  - Chairman
  - Three (3) representatives (one from each geographical area)
  - At least one other member of the Board of Directors
- B. Complete bylaw review should be proposed by the bylaw committee and presented to the Board for revision and first approval. Upon Board approval the amended bylaws shall be presented to the general membership for a vote. The ballot will be sent electronically.
- C. Ballots returned within thirty (30) days of the date the ballots were sent to the membership shall be counted. Amendments shall become effective upon a majority vote of the all members casting a ballot.

D. This revision of the bylaws presented in October, if adopted, will become effective on January 1, 2018.

**Article XI: Procedure Not Covered**

In all matters of procedure not governed by these bylaws, the provisions set forth in *Robert's Rules of Order, Revised* shall be followed.

**Adopted by Board of Directors: 10/16/2017**

**Approved by Membership: 11/16/2017**