

# MID-AMERICA COLLEGE HEALTH ASSOCIATION

## BYLAWS

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**ARTICLE I -- NAME**

The organization, hereafter referred to as the Association, shall be known as the Mid-America College Health Association (MACHA), a voluntary, non-profit affiliate in Region III of the American College Health Association (ACHA). This Association is comprised of members from Illinois, Indiana, Kentucky and Michigan. Region III is comprised of the Mid-America and Ohio affiliates.

**ARTICLE II -- PURPOSE**

The mission of the Mid-America College Health Association (MACHA) is to provide networking, educational opportunities, support and advocacy for a diverse group of professionals who provide health care and promote disease prevention and healthy lifestyle choices for college and university populations. In doing so, the MACHA members are integral to the academic mission of their institutions and play a vital role in the wellbeing of society.

**ARTICLE III -- MEMBERSHIP, RIGHTS AND PRIVILEGES**

Membership in MACHA is obtained by joining the American College Health Association (see ACHA Bylaws for membership categories), and designating MACHA as the affiliate choice. MACHA membership does not exclude persons from outside the four member states.

3.01 Privileges:

- a) Each representative of a member institution (RMI), regular individual, and emeritus member is entitled to vote at the Association Annual Meeting provided that individual is a member in good standing in ACHA.
- b) Each RMI, regular individual member and emeritus member is entitled to hold an office in the Association.
- c) All members will receive any association communications designed for general membership.
- d) Each member will be entitled to a special membership rate to attend the Annual MACHA Meeting.

3.02 Organization Rights

- a) Members, Officers and Board Members shall be subject to reprimand, censure or expulsion for violation of Association Bylaws or abrogation of responsibilities.

3.03 Member, Elected Officer and Board Member Rights

- a) No disciplining action shall be taken against any member until such member has been served with written specific charges and given thirty days to respond.

3.04 Removal from Office

- a) Any Board Member (appointed or elected) who does not fulfill duties in a timely manner in accordance with the responsibilities of that office may be removed from the office by:
  - 1) The facts which indicate failure to perform duties, and
  - 2) A majority vote of the Board of Directors. The office will then be filled in accordance with the Association Bylaws.

**ARTICLE IV -- DUES AND FISCAL YEAR**

4.01 The Association fiscal year shall be January 1 to December 31.

4.02 Membership dues are collected by ACHA with a portion sent to the Association.

**ARTICLE V -- OFFICERS/BOARD OF DIRECTORS**

- 5.01 The officers of the Association shall be President, Vice President and Secretary/Treasurer.
- 5.02 The Executive Committee is composed of the Association officers.
- 5.03 The Board of Directors
- a) Shall be composed of the Executive Committee, four Members-At-Large, Program Chair, and the Student Representative, all of whom have authority to vote on Board matters.
  - b) The Regional Representative and Chairs of standing and ad hoc committees shall serve on the Board of Directors with voice but no vote.
- 5.04 Officers
- a) Shall assume their duties at the close of the annual affiliate meeting.
  - b) Must be regular individual members in good standing of both the Association and ACHA. All officers must recognize the responsibility inherent in the office to which they aspire, and be prepared to make a commitment.
  - c) In the event that an officer becomes ineligible for membership as stated in the ACHA Bylaws, he or she may, with Board approval, continue in the position until a replacement is named.
- 5.05 Terms of Office
- a) The offices of Vice President and President are successive one-year terms.
  - b) The office of Secretary/Treasurer is a two-year term.
  - c) The office of Member-At-Large is a two-year term.
  - d) The office of the Student Representative is a one-year term and is appointed by the President upon recommendation of the Program Chair.
- 5.06 Elections
- a) The slate for offices to be filled shall be presented by the Nominating Committee at the annual affiliate meeting. Nominations may also be taken from the floor.
  - b) To be eligible to vote, membership must be current as defined in Article III, 3.01.
  - c) The Nominating Committee shall conduct elections in an ethical manner. Voting is by secret ballot or by voice vote if all vacancies are unopposed.
  - d) A simple majority of votes by those members present and voting is needed to win an election. The President does not vote in the general election. The President will cast the deciding vote in the event of a tie.

**ARTICLE VI -- DUTIES OF BOARD MEMBERS**

- 6.01 President
- a) Responsible for the general management of the Association
  - b) Chairs the Executive Committee, Board of Directors and Affiliate meetings.
  - c) Provides liaison to ACHA; attends the affiliate officers meeting and other events as designated by ACHA at the national annual meeting.
  - d) Appoints ad hoc committees as needed.
  - e) Appoints the Nominating and Bylaw Committee Chairs.
  - f) In conjunction with the Secretary/Treasurer, prepares the annual association budget..
- Upon conclusion of term of office, the President may serve in an advisory role to the Board of Directors if both incoming and outgoing officers agree.

6.02 Vice President

- a) Chairs meetings in absence of the President.
- b) Works closely with the Secretary/Treasurer and Members-at-Large in promoting membership.
- c) Other duties as designated by the Board of Directors.

6.03 Program Chair

- a) Primary duty is to plan and implement the Affiliate Annual Meeting following ACHA program planning guidelines. Attends continuing education workshop for program planners at annual ACHA meeting.
- b) May contract with a professional program planner, university department or private organization to work directly under the Program Chair in facilitating detailed planning of annual meeting. Any contract for professional planning services shall be approved by the Board.
- c) Establishes a separate conference account which may be initiated by an advance from Association funds. Responsible for revenue and disbursements relevant to program planning.
- d) Submits to the Secretary/Treasurer the program's proposed and final budget information.
- e) Attends the affiliate officers meeting and other events as designated by ACHA at the national annual meeting.

6.04 Secretary/Treasurer

- a) Maintains accurate and current membership files.
- b) Records minutes of all Association meetings.
- c) Responsible for all Association general correspondence and maintenance of Association supplies.
- d) Responsible for all Association financial transactions.
- e) Makes timely deposits of monies representing income.
- f) Makes timely disbursements of monies representing expenses.
- g) Maintains accurate and current financial records.
- h) Completes the Internal Revenue Report for the Association and submits it to ACHA according to ACHA guidelines.
- i) Prepares and gives Secretary/Treasurer's report at all meetings.
- j) Shall arrange, with an external accounting firm, a review of the financial records of the Association to be completed biannually.
- k) In conjunction with the President, prepares and presents a budget to the Board of Directors at the annual Affiliate meeting for their approval. The budget will include anticipated revenue and allocation of expenses for the following calendar year.
- l) Will make investment recommendations to the Executive Committee regarding monies of the Association. Investment decisions require majority vote of the Executive Committee.
- m) Responsible for sending MACHA WebPages updates to ACHA in a timely manner and ensuring that the provided information on the web page is correct.

6.05 Duties of other Board Members

- a) Members-at-Large
  - 1. Four Members-at-Large, one from each affiliate state, shall serve at any one time. Two are elected each year to serve a two year term.
  - 2. Members-at-Large shall:
    - i. Attend all board meetings with voice and vote and provide input from the membership.
    - ii. Serve on the Nominating Committee

- iii. Other duties as assigned by the Board.
  - b) Student Representative
    - 1. Shall serve as a member of the Board of Directors of the Association with voice and without vote.
    - 2. Shall assist the President Elect in the program planning of the Association's Annual Meeting.
    - 3. Shall serve as the Student Affiliate Representative to the ACHA Student/Consumers Section with voice and vote. May hold any office eligible within the student section of ACHA.
- 6.06 Vacancies shall be filled as follows:
- a) Office of President assumed by Vice President for the remainder of the term and will continue as President for his/her designated term of office.
  - b) Offices of the Vice President and Secretary/Treasurer shall be filled by a majority vote of the Board of Directors from nominees submitted by the Nominating Committee. If the Nominating Committee is not able to develop a list of potential candidates, the Board of Directors may act as the nominating group. Vote may be taken by mail, telephone or electronic means.
  - c) The President has the authority to appoint a member to the remainder of a vacant term in a situation which does not comply with the above.
- 6.07 All officers, upon expiration of their terms of office, shall deliver to their successors all Association property in their possession.

#### ***ARTICLE VII -- ASSOCIATION EXPENSES***

- 7.01 Reimbursement of any expenses, other than those expenses defined specifically in the bylaws, is subject to the approval of the Executive Committee.
- 7.02 The President in consultation with the Executive Committee has the authority to approve one time, unexpected expenses up to \$1000 to conduct the business of the association. Expenses exceeding \$1000 will require Board of Directors approval.
- 7.03 The President, Program Chair, Vice President and Secretary/Treasurer may request and receive honoraria equal to the amount of the ACHA individual dues with journal, payable to the individual upon completion of each year of the term of office. If any of the officers is the designated Representative of a Member Institution (RMI), this honorarium shall be paid to the institution if requested.
- 7.04 The President and Secretary/Treasurer shall be reimbursed lodging, registration, air and ground transportation expenses, and approved per diem allotment to attend the ACHA annual meeting if requested and not reimbursed by the member's institution.
- 7.05 Air and ground transportation, lodging and per diem will be paid by the Association for the Vice President and the Program Chair to attend the ACHA meeting if requested and not reimbursed by the member's institution.
- 7.06 The Student Representative will be allocated funds to offset the costs of attending the National ACHA Meeting, if requested. The level of funding will be determined each year by the Board of Directors at the annual Affiliate Meeting.
- 7.07 Expenses not paid by ACHA shall be reimbursed from Association funds for the Regional Representative to attend the national annual meeting during his/her term in office. Reimbursement may include conference cost, air and ground transportation, lodging, and approved per diem allotment. The level of funding may be shared with the Ohio within Region III.
- 7.08 Per Diem will be established following ACHA "primary and secondary cities" reimbursement guidelines.

- 7.09 The Program Chair may request reimbursement for planning committee expenses incurred in planning the Association's annual meeting if no start-up funds are requested. Reimbursement is contingent on approval of by the Executive Committee.
- 7.10 The Program Chair may request start-up funds for annual meeting planning purposes.
- 7.11 Any request for reimbursement of expenses must be supported by receipts for those expenses. Officer travel expenses must be submitted on "ACHA Travel Expense Reimbursement Form" and must include supporting documentation.

#### ***ARTICLE VIII -- MEETINGS***

- 8.01 There shall be two meetings of the Association each year.
  - a) One meeting will be the full membership annual meeting consisting of two components:
    - i Educational programming
    - ii Association Membership Business Meeting
  - b) The other meeting will be at a time that coincides with the ACHA annual meeting.
- 8.02 The Association Board of Directors will meet at the ACHA annual meeting and prior to the Association Membership Business meeting.
- 8.03 Special meetings of the Board of Directors may be held as deemed necessary by the Executive Committee.
- 8.04 A quorum for the Board of Directors shall be a majority of the full Board.
- 8.05 A quorum for the full membership shall consist of a majority of those members present and eligible to vote.

#### ***ARTICLE IX -- COMMITTEES***

- 9.01 Nominating Committee
  - a) Shall be composed of a Past President, the four Members-at-Large and other interested members as approved by the President.
  - b) The committee will solicit nominations from the membership and prepare a slate for the election at the next annual Affiliate meeting.
  - c) The Committee will assure that those running for office are eligible and are apprised of the responsibilities of each office. The Executive Committee may assist with this.
- 9.02 Bylaws Committee
  - a) The Board of Directors will review the Bylaws at least every four years or as needed to assure conformity with the Bylaws of the national association to meet the changing needs of the Association.
  - b) The President shall appoint no less than three but not more than five members to conduct the review and report to the Board.
  - c) Revisions of the Bylaws shall be done as deemed necessary by the Board.

#### ***ARTICLE X -- BYLAWS CHANGES***

Amendments to these Bylaws may be adopted by a two-thirds vote of the members present and voting at any full membership annual meeting.

- 10.01 The membership shall be notified at least sixty days prior to the annual meeting of any amendment to be called for a vote.
- 10.02 Proposed amendments shall be submitted to the Board of Directors for study and recommendations, then presented to the membership for discussion and vote.

***ARTICLE XI -- PARLIAMENTARY AUTHORITY***

In the absence of any provision to the contrary in these Bylaws, all Association business and meetings shall be governed by the current edition of Robert's Rules of Order.

***ARTICLE XII -- DISSOLUTION OF MACHA***

Upon dissolution of this organization, all assets remaining after payment of debits, records and documents shall be transferred to the American College Health Association.

Current Bylaws adopted: 11/2002

Amended: 11/2/2007