

# Central Virginia Asthma Coalition

## BYLAWS

### ARTICLE I

#### Name

The name of the organization is Central Virginia Asthma Coalition, herein referred to as “the Coalition”.

### ARTICLE II

#### Mission

The Mission of the Central Virginia Asthma Coalition is to improve the health and well being of people with asthma through education, advocacy, networking, and promotion of activities to reduce the effects of asthma in our community.

### ARTICLE III

#### Coalition Membership

1. **Coalition** membership is defined as any person requesting membership in the organization and placed on the membership roster. The Board may deny membership to individuals representing organizations whose products or activities are in conflict with the Coalition's mission.
2. The structure of the Coalition shall be:
  - a. The General Coalition Membership
  - b. The Work Groups
  - c. The Board of Directors
3. Work groups. Each member of the Coalition is encouraged to join a work group to further the mission of the Coalition.
4. Meetings. Regular meetings of the Coalition shall be held every other month or as needed. Work group meetings shall be held during every Coalition meeting. Additional meetings of the work groups may be scheduled by members of the respective work groups. All matters before the Coalition shall be determined by a majority vote of those present. A majority of those present may also adjourn any meeting.

5. Regular and Special meetings shall be open to the public and the press. The Board may close meetings to the public participation only in accord with the Virginia Freedom of Information Act, Code of Virginia, Chapter 21, Section 2.1 - 340-346

## **ARTICLE IV**

### **Work Groups**

1. Work groups are derived from the Mission of the Coalition.
2. The function of the work groups are to set goals and objectives for the work group and identify, plan and implement activities to meet the goals and objectives.
3. Definitions of work groups:
  - a. Advocacy: Partner and collaborate with key stakeholders to advocate for policy changes that would improve asthma management and control.
  - b. Access: Establish and foster relationships with health care providers (i.e. physicians, health systems, insurers, CBOs) to assess, and analyze access to care issues to improve asthma outcomes.
  - c. Networking: Foster partnerships and develop activities to strengthen community outreach as well as CVAC membership.
  - d. Education: Coordinate CVAC education programs in the community
  - e. CARMA: Administer federal grant addressing childhood asthma.

## **ARTICLE V**

### **Board**

1. **Board of Directors.** The Board of Directors shall be known as the Board. The Board shall consist of the Chair, Chair-Elect, Treasurer, and Secretary and consisting of a representative from each work group. The Board shall manage and control the business and property of the Coalition. All other interested parties shall be known as Members of the Coalition.
2. **Election.** New Board Members shall be selected by the Coalition membership acting by a majority vote of those present based upon the recommendations of a nominating committee. The nominating committee shall be appointed by the Chair or nominated by Coalition member(s) as stated in Article VII.. The annual meeting of the Coalition for the election of the Board and the transaction of other business shall be held in May of each year at such time, dates and locations as may be designated by the Board. The new Board officially takes over on September 1 of that year.

The chart below identifies the Board positions that are up for re-election with the corresponding year.

Title	Odd Year	Even Year
Chair *		
Chair-elect	X	X
Treasurer		X
Secretary	X	
Advocacy Rep	X	
Access Rep	X	
Networking Rep		X
Education Rep		X
CARMA Rep	X	
* <i>The Chair-elect serves one year as Chair-elect and the second year of term as Chair. Therefore, the Chair is not directly elected.</i>		

3. Number and Terms. Each Board Member shall serve a term of two years or until their successors are qualified and chosen. Staggered terms shall be implemented by the Board to ensure continuity of leadership.
4. Nomination Process: A Nomination Committee will be formed at least one month prior to elections, with members appointed by the Chair. The functions of the Nominations Committee shall be to:
  - a. Communicate information to membership regarding positions available for election.
  - b. Obtain nominations of potential candidates from Coalition members and develop a slate of candidates to be submitted and voted upon by the membership of the Coalition.
  - c. At the time of elections, nominations will be accepted from the floor.
  - d. The Nomination committee counts the ballots and reports results to the Chair.
5. Removal. Any Board Member may be removed by majority vote of the Board.
6. Vacancies. Any vacancy on the Board occurring during the term shall be filled for the unexpired portion of the term by an individual receiving a majority vote of the Board.
7. Meetings. Meetings of the board shall be held at such times, dates and locations as may be designated by the Chair. Written notice of all Board meetings shall be mailed or delivered electronically to each member of the Board, at least seven days before the date of the meeting. All matters before the Board shall be determined by a majority vote of the Board. The August Board meeting serves as the transition for the existing Board and the newly elected Board. The existing Board retains voting privileges until the new Board is installed on September 1.

## **ARTICLE VI**

### **Responsibility of Board Members**

1. **Chair**. The Chair shall provide leadership and preside over meetings of the Coalition membership and Board meetings. The Chair may designate ad hoc committees as needed.
2. **Chair-Elect**. The Chair-Elect shall exercise the duties of Chair in his or her absence. After a one year term as Chair-Elect, he/she will assume the position of Chair.
3. **Secretary**. The Secretary shall serve both the Coalition and the Board, and shall send appropriate notices and prepare agendas for meetings of the Coalition. The Secretary shall act as custodian of all records and reports.
4. **Treasurer**. The Treasurer shall maintain financial records of the Coalition. He/she shall keep full and accurate books and records of accounts and shall disburse the funds of the Coalition as may be required by the Board, and approved fiscal management policy.
5. **Work Group Chairs**. The Chairs of the Work Groups shall provide leadership of the respective work groups and represent the work group on the Board.

## **ARTICLE VII**

### **Fiscal Year**

1. The fiscal year shall begin September 1<sup>st</sup> of each year and terminate on August 31<sup>st</sup> of the next calendar year. The new Board officially takes responsibility on September 1 each year.
2. The fiscal management policy shall be approved by majority vote of the Board. Amendments shall be approved by majority vote of the Board at any time during the year.

## **ARTICLE VIII**

### **Amendment to the Bylaws**

These Bylaws may be amended at any regular meeting of the Coalition by a majority vote of those present, provided that the amendment has been submitted to the members in writing ten (10) days prior to the meeting.

## **ARTICLE IX**

### **Dissolution**

In the event of dissolution, all of the remaining assets and property of this organization shall, after necessary expenses thereof, be distributed to such organizations that will qualify under section 501 (c)(3) or the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or state or local government for a public purpose.

Drafted: February 13, 2001

Revised: March 26, 2001

Revised: January 24, 2003

Currently under revision February 6, 2003

Currently under revision May 14, 2003

Currently under revision February 23, 2004

Currently under revision March 31, 2004

Proposal to membership April 14, 2004

Approved May 29, 2004

Proposed to Coalition membership, September 27, 2006.