

## **ARTICLE VII: OFFICERS**

**Section 1.** The Officers of the Association shall be the President, President Elect, Past President, Affiliate Representative to the Governing Council, Secretary, and Treasurer.

**Section 2.** The President is the chief executive officer of the Association and has final responsibility to the Association regarding all Association business. The President assures that Association activities are conducted in accordance with policy, law, and the objectives established by the Board and the Membership.

- a) The President Elect shall automatically become President at the close of the term as President Elect or in the event of a vacancy in the office of President.
- b) The term of the President shall be one year commencing at the close of the Annual Association Meeting following the end of the term as President Elect and continue through the close of the Annual Association meeting one year later. The President shall automatically become Past President at the close of the term as President.
- c) The President shall:
  - i. Preside over the Board and the Membership in the business and meetings of the Association.
  - ii. Serve as, or delegate, the role of parliamentarian during all Board and Association meetings.
  - iii. Supervise the activities of employees, contractors, and consultants and provide at least annual evaluations of each, with Board input.
  - iv. Sign and execute in the name of the Association all deeds, contracts and other instruments authorized by the Board.
  - v. Act as spokesperson and official representative of the Association to the public.
  - vi. Prepare agenda for all meetings of the Board and Association, with Board input.
  - vii. Assure internal or external audit of Association financial records annually.
  - viii. Perform all other duties incident to the office of President and as the Board may assign.
- d) Any vacancy in the office of President shall be filled by the President Elect for the remainder of the term.
- e) A President may be removed by a majority vote of the combined total of Members voting in any election.

**Section 3.** The President Elect develops leadership and organizational knowledge prior to assuming the duties of President.

- a) The President Elect shall be elected by a majority vote of the combined total of Members voting at the Annual Association Meeting in any election. The nomination shall be presented to the Association Members thirty (30) days prior to the first date a vote can be taken.

- b) The term of the President Elect shall be one year commencing at the close of the Annual Association Meeting following election and continue through the close of the Annual Association Meeting one year later.
- c) Additional duties of the President Elect shall be described in organizational policy.
- d) Any vacancy in the office of President Elect shall be filled by a special election of the Membership for a new candidate for the remainder of the term.
- e) A President Elect may be removed by a majority vote of the combined total of Members voting in any election.

**Section 4.** The Past President provides institutional memory to the Board and counsel to the President.

- a) The President shall automatically become Past President at the close of the term as President.
- b) The term of the Past President shall be one year commencing at the close of the Annual Association Meeting following the end of the term as President and continue through the close of the Annual Association Meeting one year later.
- c) Additional duties of Past President shall be described in organizational policy.
- d) Any vacancy in the office of Past President shall not be filled except by the normal transition of President to Past President.
- e) A Past President may be removed by a two-thirds majority vote of the Board.

**Section 5.** The Affiliate Representative to the Governing Council acts as liaison and representative of the Association to the American Public Health Association (APHA).

- a) The Affiliate Representative to the Governing Council shall be elected by a majority vote of the combined total of Members voting at any Annual Association Meeting. The nomination shall be presented to the Association Members thirty (30) days prior to the first date a vote can be taken.
- b) The term of the Affiliate Representative to the Governing Council shall be three years commencing at the close of the Annual Association Meeting following election and continue through the close of the Annual Association Meeting three years later.
- c) Additional duties of the Affiliate Representative to the Governing Council shall be described in organizational policy.
- d) Any vacancy in the office of Affiliate Representative to the Governing Council shall be filled by appointment of the President, with confirmation of the Board, for the remainder of the term.
- e) An Affiliate Representative to the Governing Council may be removed by a two-thirds majority vote of the Board.

**Section 6.** The Secretary prepares and maintains all non-financial records of the Association.

- a) The Secretary shall be elected by a majority vote of the combined total of Members voting at any odd numbered year Annual Association Meeting. The nomination shall be presented to the Association Members thirty (30) days prior to the first date a vote can be taken.
- b) The term of the Secretary shall be two years commencing at the close of the Annual Association Meeting following election and continue through the close of the Annual Association Meeting two years later.
- c) Additional duties of the Secretary shall be described in organizational policy.
- d) Any vacancy in the office of Secretary shall be filled by appointment of the President, with confirmation of the Board, for the remainder of the term.
- e) A Secretary may be removed by a two-thirds majority vote of the Board.

**Section 7.**

The Treasurer maintains Association assets, accounts and financial records in accordance with generally accepted accounting principles.

- a) The Treasurer shall be elected by a majority vote of the combined total of Members voting at any even numbered year Annual Association Meeting. The nomination shall be presented to the Association Members thirty (30) days prior to the first date a vote can be taken.
- b) The term of the Treasurer shall be two years commencing at the close of the Annual Association Meeting following election and continue through December 31, two years later. For the period in which the departing Treasurer's term overlaps with the incoming Treasurer's term, the departing Treasurer shall have the vote in Board business.
- c) Additional duties of the Treasurer shall be described in organizational policy.
- d) Any vacancy in the office of Treasurer shall be filled by appointment of the President, with confirmation of the Board, for the remainder of the term.
- e) A Treasurer may be removed by a two-thirds majority vote of the Board.

**ARTICLE VIII: DIRECTORS**

**Section 1.** The Directors of the Association shall be two Professional Education Directors, the Public Health Policy Director, the Membership Director, the Student Director and one representative from each affiliate organization pursuant to Article X.

**Section 2.** The Professional Education Directors shall be responsible for all activities associated with the production of the Annual Association Meeting. There shall be two Board positions for Director of Professional Education each serving staggered terms. The Directors of Professional Education shall hold one combined vote in the business of the Board.

- a) The Professional Education Director shall be elected by a majority vote of the combined total of Members voting every year at the Annual Association Meeting. The nomination shall be presented to the

Association Members thirty (30) days prior to the first date a vote can be taken.

- b) The term of the Professional Education Director shall be two years commencing at the close of the Annual Association Meeting following election and continue through the close of the Annual Association Meeting two years later.
- c) Additional duties of a Professional Education Director shall be described in organizational policy.
- d) Any vacancy in the office of Professional Education Director shall be filled by appointment of the President, with confirmation of the Board, for the remainder of the term.
- e) A Professional Education Director may be removed by a two-thirds majority vote of the Board.

**Section 3.** The Public Health Policy Director initiates the policy and legislative activities of the Association.

- a) The Public Health Policy Director shall be elected by a majority vote of the combined total of Members voting at any odd numbered year Annual Association Meeting. The nomination shall be presented to the Association Members thirty (30) days prior to the first date a vote can be taken.
- b) The term of Public Health Policy Director shall be two years commencing at the close of the Annual Association Meeting following election and continue through the close of the Annual Association Meeting two years later.
- c) Additional duties of Public Health Policy Director shall be described in organizational policy.
- d) Any vacancy in the office of Public Health Policy Director shall be filled by appointment of the President, with confirmation of the Board, for the remainder of the term.
- e) A Public Health Policy Director may be removed by a two-thirds majority vote of the Board.

**Section 4.** The Membership Director seeks to develop new and retain existing Members of the Association.

- a) The Membership Director shall be elected by a majority vote of the combined total of Members voting at any even numbered year Annual Association Meeting. The nomination shall be presented to the Association Members thirty (30) days prior to the first date a vote can be taken.
- b) The term of Membership Director shall be two years commencing at the close of the Annual Association Meeting following election and continue through the close of the Annual Association Meeting two years later.
- c) Additional duties of Membership Director shall be described in organizational policy.
- d) Any vacancy in the office of Membership Director shall be filled by appointment of the President, with confirmation of the Board, for the remainder of the term.

e) A Membership Director may be removed by a two-thirds majority vote of the Board.

**Section 5.** The Student Director maintains linkages to public health training programs in Colorado, represents the interests of students studying in public health fields and promotes Student Membership in the Association.

- a) The Student Director shall be elected by a majority vote of the combined total of Members voting at any even numbered year Annual Association Meeting. The nomination shall be presented to the Association Members thirty (30) days prior to the first date a vote can be taken.
- b) The term of Student Director shall be two years commencing at the close of the Annual Association Meeting following election and continue through the close of the Annual Association Meeting two years later.
- c) Additional duties of Student Director shall be described in organizational policy.
- d) Any vacancy in the office of Student Director shall be filled by appointment of the President, with confirmation of the Board, for the remainder of the term.
- e) A Student Director may be removed by a two-thirds majority vote of the Board.

**Section 6.** An Affiliate Director shall act as a liaison between the Association and the Affiliate they represent. The Affiliate Director shall serve at the discretion of the Affiliate's Board.

## **ARTICLE IX: COMMITTEES**

**Section 1.** The Executive Committee shall be chaired by the President and be composed of the Officers of the Association. The committee shall convene at the call of the Chair. The committee shall advise the President on organizational governance.

**Section 2.** The Finance and Audit Committee shall be chaired by the Treasurer and be composed of the Past President and any other interested Member of the Association. The committee shall convene at the call of the Chair. The committee shall advise the Treasurer and assure implementation of policy related to fiscal management. The Chair is responsible for providing a written financial report to the Membership at the Annual Association Meeting.

**Section 3.** The Bylaws Committee shall be chaired by the President Elect and be composed of the Past President and any other interested Member of the Association. The committee shall convene at the call of the Chair. The committee shall research and propose revision of the Bylaws. The Chair is responsible for providing Bylaws revision proposals to the Membership at the Annual Association Meeting.

**Section 4.** The Nominations Committee shall be chaired by the Past President and be composed of any interested Member of the Association. The committee shall convene at the call of the Chair. The committee shall identify and recruit candidates for opening positions on the Board and present them for

consideration by the Board at least 30 days prior to the Annual Association Meeting. The committee shall also solicit nominations for Association awards according to the guidelines for each award and make a recommendation to the Board for each recipient.

**Section 5.** The Professional Education Committee shall be co-chaired by the Professional Education Directors and be composed of at least one representative from each Affiliate pursuant to Article X and any interested Member of the Association. The committee shall convene at the call of the Co-chairs. The committee shall be responsible for all activities associated with the production of the Annual Association Meeting and will seek other opportunities to provide continuing education to the Membership. The Co-chairs are responsible for providing a written report of committee activities to the Membership at the Annual Association Meeting.

**Section 6.** The Public Health Policy Committee shall be chaired by the Public Health Policy Director and be composed of any interested Member of the Association. The committee shall convene at the call of the Chair. The committee shall be responsible for proposing legislative priorities for the Association, soliciting resolution proposals from the Membership, drafting resolution proposals, monitoring changes in public health policy, and proposing legislative action alerts to the Membership by the Board. The Chair is responsible for providing a written report of committee activities to the Membership at the Annual Association Meeting.

**Section 7.** The Membership Committee shall be chaired by the Membership Director and be composed of any interested Member of the Association. The committee shall convene at the call of the Chair. The committee shall develop and implement a Membership plan that includes recruitment and retention of Members in the Association. The committee shall also engage in organizational development activities such as press and public relations. The Chair is responsible for providing a written report of committee activities to the Membership at the Annual Association Meeting.

**Section 8.** The Board may convene ad hoc committees for a limited term to perform specific organizational tasks.

### **Additional duties...from the policy/procedures section**

- a) Additional duties of the President

- i. Serve the chief executive officer of the Association and have general supervision over its business and affairs and its officers, agents and employees, subject to the approval of the Board of Directors.
- ii. Complete evaluations for contract/paid staff. Solicit Board input in March and complete the review will be completed by June 1<sup>st</sup>.
- iii. Preside at all meetings of the Board, Executive Committee and the general membership.
- iv. Serve as ex-officio member of all Committees except the Nominations Committee.
- v. Sign and execute in the name of the Association all deeds, contracts and other instruments authorized by the Board.
- vi. Act as representative of the Association at meetings or other activities concerning public health, or designate such a representative.
- vii. Perform all other duties incident to the office of President and as assigned by the Board.
- viii. Appoint a parliamentarian to serve at the Annual Business Meeting and any other meetings as directed.
- ix. Appoint Committee members, as needed, in consultation with the Board of Directors.
- x. Prepare the agenda for all meetings of the board, executive committee and meetings for the general association with board member input.
- xi. Hire or appoint an auditor with board approval.
- xii. Call executive committee meeting.
- xiii. At the conclusion of a term of office for a Board Member, the President will give and the Board member shall receive a formal letter of thanks from CPHA serving the Association.
- xiv. Mentor the President Elect

b) Additional duties of the President Elect

- i. Perform the duties of the President if the President is unable to perform his or her duties for any reason.
- ii. Serve as the Association's representative to the Public Health Alliance of Colorado.
- iii. Be responsible for and represent the bylaws committee jointly with the immediate past-president.
- iv. Update and maintain the bylaws, policies and procedures of the Association.
- v. Facilitate and serve as the organizational liaison to the Past-Presidents club.
- vi. Facilitate the transition to a new President Elect upon the conclusion of term.

c) Additional duties of the Past President

- i. Review bank statements, reconciliation reports, deposit records, and check register of the Association on quarterly basis, or more often as needed with the Treasurer.
  - ii. Be responsible for the Nominations committee.
    - a. Develop annually a slate of nominees for each of the awards granted by the Association according to the objectives and guidelines for awards.
    - b. Prepare a slate of candidates for elected offices becoming vacant at the next annual meeting with no less than two candidates for each office.
    - c. Maintain a record of those persons having received each of the awards granted by the Association.
  - iii. Be responsible jointly with the President Elect for the bylaws committee.
  - iv. Orient and mentor the newly elected student committee chairperson.
  - v. Facilitate the transition to a new Past President upon the conclusion of term.
- d) Additional duties of the APHA Affiliate Representative to the Governing Council
- i. Attend APHA Governing Council Meetings.
  - ii. Represent the Association at all APHA Governing Council meetings held at the APHA annual conference, or via telephone during the term.
  - iii. Forward the position of the board on resolutions and other matters to APHA's Governing Council.
  - iv. Regularly report of the activities of the American Public Health Association to the Board.
  - v. Vote on issues at the APHA Governing Council meetings as directed by the CPHA Board.
  - vi. Be the liaison from CPHA to APHA for informational items, or other communication to and from CPHA and APHA
  - vii. As needed, and as chosen by other members of Region VIII (Utah, So. Dakota, No. Dakota, Montana, Wyoming and Colorado), serve as Regional Representative to the Committee on Affiliates. This is a 2-year term, chosen by the Regional Affiliate Representatives and involves additional meetings during the year (conference calls and/or paid travel to APHA), and COA meetings at APHA Convention.
  - viii. Facilitate the transition to a new APHA Affiliate Representative to the Governing Council.
- e) Additional duties of the Secretary
- i. Keep minutes of all Board and Executive committee meetings and be custodian of the records and the seal of the Association.
  - ii. Maintain the official records of the Association including the corporate seal, bylaws, policies and procedures, minutes, approved resolutions,

- Membership roster, Board membership history, logo, and award winner history.
- iii. Prepare all notices of the Association in accordance with the provisions of the bylaws.
  - iv. Be the custodian of current copies of the approved By-laws of the Association, and affiliated organizations.
  - v. Be the custodian of the Association's policy and procedure manual.
  - vi. Ensure that the articles of incorporation are kept current with the Secretary of State.
  - vii. Facilitate the transition to a new Secretary upon the conclusion of term.
- f) Additional duties of the Treasurer
- i. Have responsibility for all funds and securities of the Association.
  - ii. Deposit funds, create drafts upon those funds on behalf of the Association, deposit all funds in the name of the Association and carry out the financial transactions of the Association upon approval of the Board.
  - iii. Create and submit for Board approval an annual budget for the Association at least 30 days prior to the end of the preceding fiscal year.
  - iv. Submit a complete financial statement monthly for Board review and annually for internal or external audit.
  - v. Maintain copies of auditor's reports of the Association.
  - vi. Collect and process Association dues in collaboration with Membership Committee. Be responsible for and represent the Budget & Finance Committee.
  - vii. Collaborate with the Senior Director of Professional Education and provide them with a copy of a completed audit, a check register and up-to-date information regarding all financial transactions related to the annual conference
  - viii. Review bank statements, reconciliation reports, deposit records, and check register of the Association on quarterly basis, or more often as needed with the Past President.
  - ix. Assure that obligatory registrations, permits and other filings with the Colorado Secretary of State and Internal Revenue Service are maintained.
  - x. Facilitate the transition to a new Treasurer upon the conclusion of term.
- g) Additional duties of the Directors of Professional Education
- i. The Senior Educational Chair role (prior to the conference)
    - a. Schedule and conduct meetings of the planning committee
    - b. Conduct site visits
    - c. Review the contract, meet with the president for signature

- d. Recruit team leads for the 13 conference areas:
  - Abstract Solicitation and Selection of Speakers
  - Conference Evaluations
  - Budget- CPHA Treasurer
  - Conference Center Liaison
  - Program Brochure Development and Distribution
  - Sponsor/Exhibitor Recruitment and Coordinator
  - Keynote and Plenary Session Speakers
  - Moderator Recruitment
  - Awards Banquet
  - Leisure/Fun Activities for Participants
  - Speaker Coordinator
  - Poster Coordinator
- e. Ensure that team leads are completing tasks and provide assistance when requested
- f. Provide monthly updates to the CPHA Board
- g. (At the conference):
  - 1. Make sure the conference runs smoothly
  - 2. Answer questions and make decisions
- h. Submit names of potential committee members to the President for appointment consideration.
- i. Facilitate the transition of the Junior Educational Chair to the Senior Educational Chair upon the conclusion of term.
- ii. The Junior Educational Chair role (prior to the conference):
  - a. Assist the Senior Chair
  - b. Provide other training opportunities to the members
  - c. Facilitate the transition to the Junior Educational Chair upon the conclusion of term.
- h) Additional duties of the Director of Public Health Policy: Develop in conjunction with the legislative contractor/staff general plans, budget, and coordinate arrangements to:
  - i. Identify public health-related legislative, regulatory and policy issues of importance to the Board of Directors, the Committees, and the Membership.
  - ii. Develop a legislative agenda. The Legislative Agenda will guide the activities of the Public Health Policy Director, Public Health Policy Committee, and contract lobbyist. See APPENDIX A. Colorado Public Health Association: Development of Legislative Agenda and Protocols for Action.
  - iii. With assistance and collaboration of the legislative contractor, advise the Board on legislative, regulatory, and policy matters.
  - iv. Establish and enact policies for determining CPHA levels of support and action protocols for public health-related legislative, regulatory and

policy issues of importance to the Board of Directors, the Committees, and the Membership.

- v. Submit names of potential committee members to the President for appointment consideration.
  - vi. Maintain regular communication with the members of the Policy Committee.
  - vii. With the assistance of the Policy Committee members, the Board of Directors, the Committees, and the Membership determine CPHA “Levels of Support” for public health-related legislative, regulatory and policy issues of importance to the Board of Directors, the Committees, and the membership.
  - viii. Identify and promote opportunities for collaboration with other public health partners on projects such as advocacy training, development of public health-related legislative, regulatory and policy issues.
  - ix. Encourage information dissemination concerning legislation, regulations, and policies of importance in local, state and national levels through the newsletter and/or other media to the membership.
  - x. Encourage and solicit resolutions pertaining to public health-related issues in Colorado from the Board of Directors, the Committees, and the Membership to be acted upon at the Annual Meeting.
  - xi. With assistance and collaboration of the President and the Board of Directors, prepare resolutions for the Annual Meeting pertaining to public health-related issues in Colorado.
  - xii. Present proposed resolutions to the Board prior to presentation at the Business Session of the Annual Meeting.
  - xiii. In addition to the Secretary, be a custodian of resolutions passed by the Membership and be responsible for making such resolutions easily available to the membership.
  - xiv. Facilitate the transition to a new Director of Public Health Policy upon the conclusion of term.
- i) Additional duties of the Director of Membership
- i. Develop a yearly plan to promote the organization and increase/maintain membership.
  - ii. Promote membership in the Association using systematic methods to reach all potential members.
  - iii. Promote membership throughout the State by collaborating with other public health organizations/associations.
  - iv. Coordinate with the Alliance to process membership applications and renewals.
  - v. Collaborate and cooperate with Directors and Officers to promote membership.
  - vi. Process membership applications and dues when received by new and renewing members, maintain and submit current membership roster to the Secretary.

- vii. Manage the renewal process, including mailing membership renewal notifications, to the membership in conjunction with the Treasurer.
  - viii. Develop and maintain lists of influential citizens of Colorado who should be kept aware of the principles, purposes and activities of the Association.
  - ix. Evaluate and maintain membership brochures/applications, membership cards and promote membership.
  - x. Submit names of potential committee members to the President for appointment consideration.
  - xi. Facilitate the transition to a new Director of Membership upon the conclusion of term.
- j) Additional duties of the Director of Students
- i. Receive mentoring and orientation from the immediate past president.
  - ii. Promote student participation in the association from all related disciplines/academic programs.
  - iii. Select candidates for committee chairperson to be selected at the annual meeting with assistance from the immediate past president.
  - iv. Promote the mission of the Colorado Public Health Association at student/school events and activities.
  - v. Submit names of potential committee members to the President for appointment consideration.
  - vi. Facilitate the transition to a new Director of Students upon the conclusion of term.