

# MID-AMERICA COLLEGE HEALTH ASSOCIATION

## BYLAWS

### TABLE OF CONTENTS

<b>Article</b>		<b>Page</b>
1)	Name .....	2
2)	Purpose .....	2
3)	Definitions .....	2
4)	Membership .....	2
5)	Dues and Fiscal Year .....	3
6)	Officers/Board of Directors .....	3
7)	Duties of Board Members .....	4
8)	Association Expenses .....	6
9)	Meetings .....	6
10)	Committees .....	7
11)	Amendments .....	7
12)	Parliamentary Authority .....	7
13)	Dissolution .....	7

**ARTICLE I -- NAME**

The organization 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). MACHA is comprised of members from Illinois, Indiana, Kentucky and Michigan and Ontario, Canada. 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 -- DEFINITIONS**

- 3.01 ACHA Conference: American College Health Association Annual meeting.
- 3.02 MACHA Conference: Mid-America College Health Association meeting for the purpose of continued operations of the Association.
- 3.03 MACHA Board Meeting: A meeting of the MACHA Board of Directors
- 3.04 MACHA Business Meeting: A meeting that includes the Board of Directors and membership.

**ARTICLE IV -- MEMBERSHIP**

- 4.01 Membership in MACHA is obtained by joining the American College Health Association as either an RMI (Representative of a Member Institution), Individual Member (Regular, Student, Associate, or Emeritus ).
- 4.02 **Privileges:**
  - a) Each representative of a member institution (RMI), regular and emeritus members are entitled to vote provided that individual is a member in good standing in ACHA.
  - b) Only RMI, regular and emeritus members are entitled to vote and hold an officer or Board position in MACHA.
  - c) Student members may serve on ad hoc committees.
  - d) All members will receive MACHA communications designed for membership.
  - e) Each member will be entitled to a membership rate to attend the MACHA Conference.
- 4.03 **Organization Rights**
  - a) Members, Officers and Board Members shall be subject to reprimand, censure or expulsion for violation of MACHA Bylaws or abrogation of responsibilities.
  - b) No disciplinary action shall be taken against any member until such member has been served with written specific charges and given thirty days to respond.
  - c) 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 bylaws.

**ARTICLE V -- DUES AND FISCAL YEAR**

- 5.01 MACHA fiscal year shall be January 1 to December 31.
- 5.02 Membership dues are collected by ACHA with a portion sent to MACHA.

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

- 6.01 The officers of MACHA are the President, Vice President and Secretary/Treasurer. These officers constitute the Executive Committee.

**6.02 The Board of Directors**

- a) Shall be composed of the Executive Committee, the Program Chair, the Communication Chair, and four State Representatives, all of whom have authority to vote on Board matters.
- b) The Regional Representative, Program Chair Elect and Chairs of standing and ad hoc committees who are not current members of the Board shall serve on the Board of Directors with voice but no vote.

**6.03 Officer/Board of Director Eligibility**

- a) Shall assume their duties after a MACHA approved election or appointment.
- b) Must be RMI, regular or emeritus individual member in good standing with MACHA and ACHA. All officers are expected to 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 or board member becomes ineligible for membership as stated in the ACHA Bylaws or ineligible for a position on the Board of Directors, he or she may, with Board approval, continue in the position until a replacement is named.

**6.04 Terms of Office**

- a) Vice President and President are successive one year terms.
- b) Secretary/Treasurer is a two-year term.
- c) State Representative is a two-year term. One State Representative from each affiliate state shall serve at any one time. Two are elected each year for a two year term on a staggered basis.
- d) Terms of appointed positions will be at the discretion of the MACHA President and the Executive Committee, although the Program Chair Elect will generally succeed the Program Chair and the Communications Chair is generally designed as a two year commitment.

**6.05 Elections**

- a) The slate for offices to be filled shall be presented by the Nominating Committee.
- b) To be eligible to vote, membership must be current as defined in ACHA Bylaws.
- c) The Board of Directors shall conduct elections in an ethical manner.
- d) A simple majority of votes by those members 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.

**6.06 Vacancies**

- 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.

***ARTICLE VII -- DUTIES OF BOARD MEMBERS***

**7.01 President**

- a) Responsible for the general management of MACHA.
- b) Chairs the Executive Committee, Board of Directors and MACHA Business meetings.
- c) Acts as primary liaison to ACHA, attends events as designated by ACHA, and other meetings as deemed appropriate for the operation of MACHA.
- d) Appoints Ad Hoc committees as needed.

- e) Appoints Program Chair, Program Chair Elect, Communications Chair, and chairs of standing committees with majority vote of the Executive Committee.
- f) In conjunction with the Secretary/Treasurer, prepares the annual MACHA budget.
- g) Upon conclusion of term of office, the President may serve in an advisory role to the Board of Directors.

**7.02 Vice President**

- a) Chairs meetings in absence of the President.
- b) Works collaboratively with the Secretary/Treasurer, State Representatives, and Program and Communications Chairs.
- c) Other duties as designated by the Board of Directors.

**7.03 Secretary/Treasurer**

- a) Maintains accurate and current membership files.
- b) Responsible for MACHA financial transactions.
- c) Makes timely deposits and disbursements.
- d) Maintains accurate and current financial records.
- e) Completes the Internal Revenue Report for MACHA and submits it to ACHA according to ACHA guidelines.
- f) Prepares and gives membership and financial reports at all MACHA Business meetings.
- g) Arrange for periodic review of financial records.
- h) Works with Program and Communications Chairs to facilitate Board activities.
- i) In conjunction with the President, prepares and presents an annual budget to the Board of Directors. The budget will include anticipated revenue and allocation of expenses for the following calendar year.
- j) Will make investment recommendations to the Executive Committee regarding MACHA assets. Investment decisions require majority vote of the Executive Committee.
- k) Other duties as designated by the Board of Directors

**7.04 State Representatives**

- a) Attend all board meetings and provide input from their State membership.
- b) Serve on Standing and Ad Hoc Committees as designated by the President.
- c) Other duties as designated by the Board of Directors.

**7.05 Program Chair**

- a) Primary duty is to plan and implement, with the approval of the MACHA board, the MACHA conference following ACHA program planning guidelines.
- b) Attends workshop for program planners at ACHA Conference.
- c) May contract with a professional program planner, university department or private organization to work directly under the Program Chair in facilitating detailed planning of MACHA Conference. Any contract for professional planning services and all contracts exceeding \$2000.00 must be approved by the Board of Directors prior to signing.
- d) Establishes a separate conference account which may be initiated by an advance from MACHA funds.
- e) Responsible for revenue and disbursements relevant to program planning.
- f) Submits to the Board of Directors a monthly program report and budget update. A final budget and report will be submitted within 90 days after the MACHA Conference
- g) Serves as mentor to Program Chair Elect
- h) Other duties as designated by the Board of Directors

**7.06 Program Chair Elect**

- a) Primary duty is to assist the Program Chair in planning and implementing the MACHA conference.
- b) Attends workshop for program planners at ACHA Annual Meeting (if able).
- c) Other duties as designated by Program Chair and Board of Directors.

7.07 **Communications Chair**

- a) Responsible for communication between the MACHA Board and MACHA membership.
- b) Records minutes of all MACHA meetings
- c) Operates MACHA website
- d) Conducts needs assessments and solicits feedback from members
- e) Promotes MACHA membership and other activities
- f) Other duties as designated by the Board of Directors.

7.08 All officers, upon expiration of their terms of office, shall deliver to their successors or Board President all MACHA property in their possession.

**ARTICLE VIII -- ASSOCIATION EXPENSES**

8.01 Reimbursement of any expenses, other than those expenses defined specifically in the bylaws or in an approved budget, is subject to the approval of Executive Committee.

8.02 The President in consultation with the Executive Committee has the authority to approve one time, unexpected expenses up to \$2000 to conduct the business of MACHA. Expenses exceeding \$2000 will require Board of Directors approval.

8.03 The President, Vice President, Secretary/Treasurer, Program Chair, and Communication Chair may request reimbursement of ACHA individual dues (if paid by them personally), payable to the individual upon completion of each year of the term of office.

8.04 The President, Vice President and Secretary/Treasurer, Program Chair, and Communication Chair 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.

8.05 The Program Chair may request start-up funds for annual meeting planning purposes.

8.06 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" or other board approved form and must include supporting documentation.

**ARTICLE IX -- MEETINGS**

9.01 Barring any unforeseen circumstances MACHA will meet twice a year.

- a) One meeting will be the MACHA Conference consisting of two components:
  - i Educational programming
  - ii MACHA Business Meeting
- b) The other meeting will be at the ACHA Conference.
- c) Should circumstances prevent the holding of any MACHA Conference, the Board will conduct official business through other means.

9.02 The Board of Directors will meet at the ACHA Conference and prior to the MACHA Business meeting.

9.03 Special meetings of the Board of Directors may be held as deemed necessary by the Executive Committee.

9.04 A quorum for the Board of Directors shall be a majority of the full Board.

9.05 A quorum for the full membership shall consist of a those members present and eligible to vote.

**ARTICLE X – COMMITTEES**

- 10.01 There will be two standing committees (Nominating and Bylaws). The President in consultation with the Board shall constitute other ad hoc committees as necessary.
- 10.02 Nominating Committee
- a) The President shall appoint no less than three but not more than five board members to serve as the Nominating committee.
  - b) The committee will solicit nominations from the membership and prepare a slate for the election.
  - c) The Committee will assure that those running for office are eligible and are apprised of the responsibilities of each office. The Board of Directors may assist with this.
- 10.03 Bylaws Committee
- a) The President shall appoint no less than three but not more than five board members to conduct the review and report to the Board of Directors.
  - b) The Committee will review the bylaws at least every four years to meet the changing needs of MACHA.
  - c) The bylaw revisions will be submitted to ACHA for review to ensure there is no conflict with ACHA bylaws.
  - d) Revisions of the bylaws shall be done as deemed necessary by the Board of Directors.

**ARTICLE XI -- AMENDMENTS**

- 11.01 Proposed amendments shall be submitted to the Board of Directors for study and recommendations, then presented to the membership for discussion and vote.
- 11.02 The membership shall be notified at least thirty days prior to the call for voting on any bylaw amendments.
- 11.03 Amendments to these bylaws will ordinarily be adopted by a two-thirds vote of the members present and voting at a MACHA Business Meeting.
- 11.04 In the event the Board determines that a bylaw amendment be considered sooner than the next MACHA Conference, the proposed changes will be submitted to the membership for vote via electronic, mail, or other means. A two-thirds majority vote of approval by those casting votes via electronic, mail or other means are necessary for passage of amendments.

**ARTICLE XII -- PARLIAMENTARY AUTHORITY**

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

**ARTICLE XIII -- DISSOLUTION**

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

Bylaws adopted: 11/2002  
Amended: 11/2/2007  
Amended: 11/4/10  
Amended: 11/2011  
Proposed Revisions: 9/2012