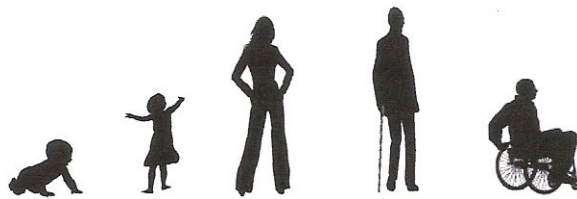


# Allegheny County Immunization Coalition Bylaws



ALLEGHENY COUNTY

**IMMUNIZATION**

C O A L I T I O N

# ACIC Bylaws

## ARTICLE I

### NAME

Section 1. The name of this organization shall be the Allegheny County Immunization coalition herein referred to as "ACIC".

Section 2. This society shall have all of the powers usual and incident to organizations of like character which are permitted by the laws and customs of the Commonwealth of Pennsylvania and necessary or appropriate to the fulfillment of its purpose.

## ARTICLE 2

### PURPOSES

The purpose of the ACIC is to bring together various stakeholders and organizations in Allegheny County to collaborate on promoting immunization and improving vaccination rates. The ACIC shall be composed of healthcare representatives from hospital systems, government agencies, healthcare providers, public health organizations, community-based organizations, schools, businesses, and other relevant entities. The ACIC shall play a vital role in fostering a community-wide commitment to immunization, ultimately contributing to disease prevention, public health, and the well-being of the Allegheny County population.

The Mission of the ACIC is: "Promoting Immunization Across the Lifespan".

The Vision of the ACIC is: "Ensuring all Allegheny County Residents are Fully Immunized."

## ARTICLE 3

### MEMBERSHIP

#### Section 1. Membership

The ACIC shall be an organization of volunteers consisting of individuals and/or individuals representing organizations that have an interest in advancing the mission and vision of the ACIC. The membership structure includes: an Executive Committee, Committees/Work Groups, and the General Membership.

Eligible members are those who are concerned with the provision of immunization services for children and/or adults. Members typically work in the fields of health care, childcare, public health, and immunobiological products.

#### Section 2. Admission to Membership and Membership Term

ACIC members agree to serve a term of one year. Members may renew membership indefinitely. Annual membership will require an opt-in during the membership renewal period.

Section 3. Procedure for Application and Election to Membership

Application for membership shall be conducted through the ACIC website. Applications shall be reviewed pursuant to guidelines of the ACIC to determine whether the applicant meets the qualifications for membership.

Section 4. Rejection of Application

The ACIC Secretary is responsible for notifying any candidate who has not been accepted for membership. An applicant who has been rejected may not have his or her name presented again within twelve months.

## **ARTICLE 4**

### **FEES, DUES AND ASSESSMENTS**

Section 1. Fiscal Year

The fiscal year of this Society shall begin July 1 and ends June 30

Section 2. Annual Dues

The Dues rate for membership shall be determined annually by the Executive Committee.

Section 3. New Membership

Should there be a dues amount charged, the dues for the current year of new members shall be pro-rated at the half-year mark.

## **ARTICLE 5**

### **TENURE OF MEMBERSHIP**

Section 1. Security of Membership

A member shall retain their membership if they comply with the provisions of the Charter and Bylaws of the ACIC.

Section 2. Resignation

Resignation from membership must be presented to the Secretary.

## **ARTICLE 6**

### **GOVERNANCE STRUCTURE**

Section 1. ACIC Executive Committee

The officers of ACIC shall be a Chairperson, Vice-Chairperson, Secretary, Treasurer, two to three (two required, three maximum) members-at-large, and the immediate past-chairperson (non-voting).

The officers shall assume their duties starting at the beginning of the new membership year, July 1.

Section 2. Term of Office

The Chairperson, Vice-Chairperson, Secretary and Treasurer shall be elected to serve for one year. The Vice-Chairperson automatically becomes the Chairperson following their term as Vice-Chairperson. The Chairperson and Vice-Chairperson shall not be eligible to serve for two consecutive terms. The Secretary and Treasurer are eligible to serve for no more than three consecutive terms.

Two to three Members at-large shall be elected for a term of two years, preferably with alternating terms. No at-large member may serve more than two consecutive full terms on the Executive Committee.

Section 3. Vacancy in Office

If an office becomes vacant for any reason, the unexpired term shall be filled as described below:

1. Chairperson – in the event of a vacancy, the Vice-Chairperson shall assume the office of Chairperson for the unexpired term.
2. Vice-Chairperson – In the event of a vacancy, the Secretary shall assume the office of Vice-Chairperson for the unexpired term.
3. Secretary or Treasurer – In the event of a vacancy in either office, the Chairperson can appoint a replacement. This individual may be a candidate for office at the next annual election.
4. At-large members – In the event of a vacancy of an at-large member the vacancy shall be filled by the member receiving the next highest number of votes for the office in the most recent annual election OR appointed by the Chairperson.

## **ARTICLE 7**

### **NOMINATIONS AND ELECTIONS**

Section 1. Time of Election

The regular election of the Executive Committee shall be held the first week in May each year.

Section 2. Officers to be Elected

At each annual election the following Officers shall be elected:

- (1) Vice-Chairperson
- (2) Secretary
- (3) Treasurer
- (4) Two At-Large Members

Section 3. Nominations of Candidates for Officers

A Nominating Committee, appointed by the Chair and confirmed by the Executive Committee, will present a slate of candidates by May 1. The Committee may nominate more than the required number of candidates.

Section 4. Publication of Nominations

All nominations shall be made prior to May 1 and shall be distributed to the members of the ACIC ahead of the election.

Section 5. Manner of Elections

1. The voting shall be by secret ballot. Voting may be conducted by mail or electronic means. The polls will close at 12:00 p.m. ten days after balloting begins or the next regular business day.
2. Mark the ballot for the designated number of Officers. A vote may be made for a candidate for any office whose name does not appear on the official ballot by writing his or her name in the appropriate space.
3. The results of the election shall be reported to the Chairperson and to the Secretary. The candidate receiving the plurality of votes shall fill the office. Those candidates receiving the highest number of votes shall be considered elected until all places are filled.
4. No member may cast more than one vote for any candidate for any elective office.
5. Resolution of a tie vote – In the event of a tie between candidates for election to any office, the Executive Committee shall select the candidate to fill the office.
6. Publication of election results – The results of the election shall be published via e-mail to the membership and results will be posted on the ACIC website.

**ARTICLE 8**

**DUTIES OF EXECUTIVE OFFICERS (See Appendix for Full Position Descriptions)**

Section 1. Chairperson

The Chairperson of the ACIC shall preside over meetings, serve on the Executive Committee, monitor the reports from the fiscal agent, and arrange for the regular meeting location and speakers. The Chairperson shall serve on the Executive Committee as the immediate past chair for one year following the end of his/her term. In the absence of the Treasurer, the President shall be empowered to sign duly authorized warrants dispensing funds.

Section 2. Vice-Chairperson

The Vice- Chairperson shall assume the Chairperson’s duties when he/she is unable to do so and serve as ex-officio of all committees or work groups, as needed. In the event of a vacancy for the Vice-Chairperson, the Executive Committee shall appoint a replacement to serve for the remaining of the term.

The Vice Chairperson shall: become familiar with all the activities of the ACIC; the Vice-Chairperson shall chair the Nominating Committee with the right to vote. Each year the Vice-Chairperson shall appoint all Chairpersons and members of the standing committees of the Society. In the temporary absence of the Chairperson, the Vice-Chairperson shall preside and function in the place of the Chairperson.

Section 3. Secretary

The Secretary is an elected member who is responsible for taking the minutes of ACIC meetings and making sure they are distributed to the membership.

The Secretary shall: act as Clerk of the Executive Committee and have charge of all papers belonging to this Society except those pertaining to the Treasurer, or to special committees; promptly notify all officers and newly elected members of their election, and the chairperson and members of standing and special committees of their appointments and the names of their associates and of the resolution under which the committee was appointed; conduct the correspondence of this Society and perform such other duties pertaining to this office as may from time to time be required; issue the call for all Membership Meetings of the ACIC and for all special meetings at the direction of the Chairperson; The Secretary shall chair the Bylaws Committee with the right to vote.

Section 4. Treasurer

The Treasurer shall: shall be a member of the Executive Committee with the right to vote, be apprised of all the monies belonging to the ACIC, including all grant monies. The treasurer shall approve disbursement of the the same for payment of any legitimate bills authorized in the budget as approved by the Executive Committee, or other lawful debts of the ACIC. The Treasurer shall be the chair of the Finance Committee with the right to vote and shall serve on the Grant Committee.

Section 5: Members at Large

A member at large is a member elected to the Executive Committee who assists the officers with leadership and decision-making functions.

Section 6. Immediate Past-Chair

The Immediate Past-Chairperson does not have the right to vote except in the event of a deadlock decision.

Section 7. Duties

- A. The Executive Committee shall have charge of the general business of the ACIC and shall have full authority to act upon all matters within the jurisdiction of the ACIC, except as otherwise provided in these Bylaws.
- B. Any member of the Executive Committee or of the standing committees of the ACIC not attending three consecutive meetings without due cause shall automatically forfeit the office or committee appointment and the vacancy shall be filled by the Executive Committee to serve until the next regular election.
- C. The Executive Committee shall have the authority to declare any office vacant if: a member fails to accept the office, neglects to perform the duties of the office; or the office becomes vacant. A successor shall be appointed by the Executive Committee to serve until the next annual election, except as provided elsewhere in these Bylaws.

Section 8: Liability of Board Members and Officers

An officer of the ACIC shall not be personally liable for money damages as such for any action taken or failure to take action as a director or officer unless the member's or officer's action constitutes self-dealing, willful misconduct or recklessness, or unless liability is imposed pursuant to criminal statute or for payment of taxes.

## ARTICLE 9

### COMMITTEES/MEETINGS

Section 1. Committees/Work Groups

The ACIC will form Committees or Work Groups as needed to assist ACIC in meeting its goals. The Committee or Work Group will continue to function if the Executive Committee feels their existence is needed. New Committees or Work Groups can be formed based on the recommendations of the ACIC membership and approval of the Executive Committee. A Work Group Leader volunteers to lead and facilitate work group meetings about specific tasks and is usually short term. The Work Group/Committee Leader may serve as a liaison to the Executive Committee and will be informed by the Executive Committee if a report is requested at an Executive Committee meeting. Committee Chairs and Work Groups Leaders are not part of the Executive Committee.

The ACIC will form work groups or committees as needed; to include but not limited to:

- a. Nominating

- b. Bylaws
- c. Grant Management
- d. Member Engagement
- e. Annual Conference

## Section 2. Meetings

Regular meetings of the ACIC shall be held at a minimum of four times per year. All meetings shall be open to the complete membership.

Regular meetings of the committees and work groups shall be scheduled by the committee/work group members.

## Section 3: Quorum

A majority of members present at an ACIC general membership meeting shall constitute a quorum. Voting may be conducted at general membership meetings or by electronic mail. Guests and first-time attendees do not have the right to vote. A Majority of the Executive Committee shall constitute a quorum at Executive Committee meetings.

## Section 4. Notification of Meetings

- a. Minutes from each ACIC meeting will be distributed electronically within one week.
- b. Minutes will be distributed electronically along with a meeting agenda 1-2 weeks prior to the next general membership meeting.
- c. Meeting notices will be mailed out or sent electronically to the membership at least one week prior to the meeting. Members will RSVP so that an accurate account can be anticipated.
- d. The Chairperson should be notified if members wish to invite guests to the meetings.
- e. Members can add to the meeting agenda up to one week before each meeting. Emergency items can be added until the time of the meeting. The Chairperson should be contacted with this information.

## Section 5: Rules of Order

- a. The Chairperson will moderate the meeting. Members who wish to speak must be recognized in turn. The Chairperson has the authority to keep the meeting moving by cutting discussion short. If appropriate, a timekeeper may be assigned for the meeting.
- b. Members should be professionally open and courteous to other members. Questions and constructive comments should not be criticized or ridiculed.

## Section 6: Conflicts and Decision Making

- a. Conflicts that arise during or between meetings will be negotiated by the Chairperson.
- b. Decisions will be made by a majority vote of members present.
- c. If a majority vote cannot be reached with a quorum present (tie vote), a ballot will be provided to the membership for a vote on the issue at hand.

## Section 7. Standing Committees of the ACIC

The ACIC shall have the following Standing Committees:

- a. The Executive Committee shall consist of the Chairperson, Vice-Chairperson, Immediate Past Chair, Secretary, Treasurer, and (2) members-at-large. The function of the Executive Committee shall be to regulate the work of the Administrative Services team, to evaluate the reports of the committees, to review all grant work and expenditures, and to recognize and permanently record the services of the chair and members of all committees from year to year.

- b. The Grant Committee shall consist of three members appointed by the Chairperson and confirmed by the Executive Committee. It shall have oversight over the grant work and grant activities. This committee is tasked with the preparation of an annual budget for the grant work and the creation of a strategic plan to execute the appropriate grant funds. The Treasurer shall serve as member of this committee.
- c. The Bylaws Committee shall consist of the Secretary and two other members appointed by the Chairperson and confirmed by the Executive Committee. All recommendations for changes in the Bylaws submitted by Officers or members of the ACIC shall be referred to this Committee for study and recommendation to the Executive Committee.
- d. The Vice-Chairperson shall chair the Nominating Committee with the right to vote. The chairperson shall appoint three additional members to the Nominating Committee.

#### Section 10. Special Committees of the ACIC

The Executive Committee shall have the authority to constitute such special committees as may be required to accomplish the purposes of the ACIC.

- A. The Chair and members of such committees shall be appointed from the membership at-large by the Chairperson
- B. All special committees shall be terminated as of June 30 each year. The Membership, at its last meeting of the fiscal year shall reinstate or discontinue the individual special committees in accordance with the current needs of the ACIC.

### ARTICLE 10

#### ACIC ASSOCIATION MANAGEMENT

##### Section 1: Fiscal Agent

As needed, the Chair and Executive Committee shall obtain and approve a fiscal agent to hold, disburse, and make an accounting of the funds available to ACIC.

##### Section 2: Administrator

As needed, the Chair and Executive Committee shall contract with an association management group to provide administrative support to the ACIC. The roles and responsibilities of the Association Management group shall be thoroughly described and agreed upon within the contract. The contract shall be negotiated annually.

### ARTICLE 11

#### Section 1. Evaluation

There shall be an annual evaluation of the functioning of the ACIC by the Executive Committee in order to maximize the effectiveness of the ACIC. Review of annual goals and objectives shall be reported to the membership once a year.

#### Section 2. Right to Receive and Administer Special Funds

The Executive Committee is authorized to accept in the name of the ACIC, specific funds and bequests consistent with purposes of the ACIC and to administer such funds in accordance with the terms set forth.

#### Section 3. Honorary Members of Committees

The Board of Directors is authorized to appoint non-members of the ACIC to Honorary membership on special committees when it is deemed in the best interest of the ACIC.