

OREGON COALITION OF LOCAL HEALTH OFFICIALS BYLAWS

ARTICLE I – Name

The name of this organization is the Oregon Coalition of Local Health Officials (henceforth referred to as the “Coalition”). The Coalition is registered as a non-profit organization in Oregon. Its duration shall be perpetual.

ARTICLE II – Purpose

The purpose of the Coalition shall be:

- A. to advocate for effective and improved public policies, programs, and financing of local public health in Oregon;
- B. to take an active role in the development of public health legislation, ordinances and policies at local and state levels and, when appropriate, at federal levels;
- C. to promote public health knowledge and skills in the local public health workforce and leadership;
- D. to promote public funding to effectively implement and sustain local public health services and program equitably across the State;
- E. to promote a positive and clear image of local public health to residents and policy makers in Oregon.

ARTICLE III – Membership

The members of the Coalition shall consist of one Local Health Administrator of each dues paying Oregon Local Public Health Authority (LPHA), all local health officers and other local health personnel – health officers, environmental health specialists, and public health nursing supervisors as represented by their caucuses.

The membership of the Coalition mirrors the membership of the Conference of Local Health Officials (henceforth referred to as the “Conference”).

A Local Public Health Authority may terminate membership in the Coalition by giving written notice to the Coalition Chair and Executive Director signed by the Public Health Administrator.

ARTICLE IV – Board of Directors

- A. To be eligible for the Coalition Board of Directors you must meet the definition of membership of the Coalition as defined in Article III of these bylaws.

- B. The voting members of the Board shall consist of the Executive Committee (as elected by Article VII) and one member per dues-paying Oregon Local Public Health Authority (LPHA). Appointed members are understood to be representing their respective LPHA.
- C. Each LPHA Administrator shall submit to the Coalition the name of their appointed voting member within one month of adoption of these by-laws and then annually one month prior to the Annual Meeting. The appointed individual may not necessarily be a public health administrator but must be a representative of a dues paying LPHA.
- D. The Board of Directors is responsible for overall policy and financial direction of the Coalition and delegates responsibility for the day-to-day operation of the organization to the Coalition Executive Director.
- E. The number of Directors may change depending on the election of Coalition Executive Committee. The Executive Committee may be elected from the membership or the LPHA Administrator appointed representatives or from the membership.

ARTICLE V – Officers

- A. All terms of office shall be two years in length. Officers are eligible to hold offices for multiple terms.
- B. Elective Officers shall consist of a Chairperson, Vice Chairperson and Secretary-Treasurer.
- C. Election of Officers shall occur every odd-numbered year in conjunction with the election of officers for the Conference of Local Health Officials at the Conference Annual Meeting. Elected officers will be elected simultaneously and will represent both the Coalition and the Conference.
- D. The Nominating Committee shall present a slate of officer candidates at the time of the election. Nominations may also be made from the floor for each of the offices at the time of election.
- E. Vacancies can be appointed by a majority of the Board until a regularly scheduled, or special, election can be held, except the Chair. If the Chair is no longer able to serve the Vice-Chair shall serve the remainder of the Chair term. The Vice-Chair vacancy will be filled by appointment of the Board.
- F. Officers may be elected from the membership as defined in Article III. Officers elected from the membership are considered voting members of the board.
- G. Duties:

- 1.) Chair – Presides at meetings of the Coalition and of the Executive Committee. Performs all duties prescribed by these bylaws. Shall appoint, with approval of the Executive Committee, members to attend any such meetings of state organizations or agencies as may be necessary to adequately represent the interests of the Coalition.
- 2.) Vice Chair– Serves as Chair in the absence or incapacity of the Chair, and assures that the bylaws are followed.
- 3.) Secretary-Treasurer – Responsible for maintaining, assuring, and reviewing records of Coalition meetings, Coalition actions, and official correspondence. Prepares and presents the Coalition budget and dues. Bookkeeping duties may be delegated to staff.

ARTICLE VI - Caucuses

The following caucuses have been established to address issues related to special fields in public health.

- A. Public Health Administrators of Oregon (PHAO) Caucus - shall consist of all county Health Administrators appointed under the requirements of ORS 431.418.
- B. Association of Oregon Public Health Nursing Supervisors (AOPHNS) - shall consist of all county designated public health nursing directors, managers or supervisors.
- C. Conference of Local Environmental Health Supervisors (CLEHS) - shall consist of all county designated Environmental Health directors, managers or supervisors.
- D. Health Officers Caucus - shall consist of all county designated Health Officers.
- E. Caucuses are responsible for bringing policy positions to the Coalition Board for adoption.
- F. Caucuses are responsible for bringing their respective perspectives to the Coalition Executive Committee and Coalition Board.

ARTICLE VII – Committees

A. Executive Committee:

1. The committee shall consist of eight members, including
 - a. The three elected officers specified in Article V;

- b. One member appointed by each of the four caucuses specified in Article VI from each respective caucus membership; and
 - c. The chair of the Legislative Committee.
 - 2. The Executive Committee provides policy support and decision making for issues that are not fully addressed in the Coalition's established legislative agenda.
 - 3. All terms are for two years, beginning and ending with the Conference Annual meeting every odd-numbered year.
 - 4. Appointments to fill vacancies among either the officers or appointed members will be made by the Executive Committee (after requesting designations from appropriate caucus, if applicable). Such appointments shall be made only to complete current terms of vacant offices.
 - 5. A quorum of the Executive Committee shall consist of five of the eight total members, or in the event of a vacant position, one-half the Executive Committee membership plus one.
- B. Other committees shall be appointed by the Coalition Chairperson, with the approval of the voting membership, as follows:
- 1. Nominating Committee shall consist no less than three members, with a Committee Chair appointed by the Coalition Chair.
 - a.) Request recommendations for nominations from each of the caucuses and designated voting representatives of LPHAs.
 - b.) Attempt to create a slate of at least two candidates for each of the three officer positions – Chairperson, Vice Chairperson and Secretary-Treasurer.
 - c.) Establish a method for voting and tabulating the ballots at the Conference Annual meeting.
 - 2. Legislative Committee: Shall consist of at least five (5) members, with a Committee Chair appointed by the Coalition Chair. The committee membership shall be composed of designated representatives of the member LPHAs, and shall:
 - a.) During Oregon's pre-legislative session period:
 - Craft a proposed legislative agenda for the Coalition by developing specific legislative proposals for consideration by the full membership and then craft a proposed legislative strategy, including priorities and approaches.
 - b.) Identify partners to engage on marketing strategy with the legislative agenda.
 - c.) Coordinate with the Coalition's designated lobbyist to assure alignment of lobbying effort with the legislative agenda.
 - d.) Undertake other legislatively-related assignments as needed at the direction of the Coalition Chairperson and the Executive Committee.

4. Other Committees: May be appointed by the Coalition Chairperson with the approval of Executive Committee.
5. Committee Membership Adjustments: With the approval of the Executive Committee, other local public health professionals may be appointed to committees and may participate in committee functions, with the exception of the Nominating Committee.
6. Terms for committee are two years. Every two years committee membership needs to be re-appointed and Committee Chairs appointed.

ARTICLE VIII – Meetings, Voting and Quorum

- A. Meetings shall be conducted in accordance with Revised Roberts Rules of Order except as otherwise provided by these bylaws.
- B. Regular meetings will be held monthly on the third Thursday of each month in conjunction with the Conference meetings.
- C. There shall be an annual meeting each year, at time and place set by the Executive Committee adopting the Coalition's budget and setting the Coalition dues. This annual meeting may be one of the quarterly required quarterly meetings.
- D. Additional meetings may be convened by the Coalition Chairperson with adequate notice to the Board of Directors.
- E. Meeting notice and agenda items will be sent to the Coalition Board of Directors at least one week prior to the regularly scheduled monthly meetings.
- F. A quorum at any regular or special meeting shall consist of one-half plus one of the Coalition Board of Directors (a designated voting representatives of the total dues-paying LPHAs in Oregon and the Executive Committee). Attendance may be in person or by videoconference or other agreed upon and available technology.
- G. When a quorum of the voting membership exists, decisions are made by majority vote of the members present, excepting by-laws changes.
- H. In the absence of a quorum of the voting membership, the Executive Committee may convene in person or by videoconference or other agreed upon and available technology. In such cases, when a quorum of the Executive Committee exists decisions will be made by a majority vote.

- I. The Executive Committee may direct that an email or Internet-based vote or other method that produces documentation be taken on issues that require an immediate Coalition position. Appointed LPHA Coalition members will respond to, or vote. A majority of all member counties is required to establish official positions under this procedure.

ARTICLE IX – Dues and Assessments

- A. Dues and Assessments – Membership fees for each year shall become due on July 1st and be effective to June 30th of the following year. The populations on which the fee is based shall be the annual intercensal county population estimates produced by the Portland State University Center for Population and Census. The fee amount shall be proposed in the operating budget presented by the Secretary-Treasurer at the annual meeting, or in certain circumstances, special meetings referred to in Article VII. This budget will include paid staff that the members deem necessary to support the Coalition. Adoption of the operating budget and fee amount requires a majority vote of the Coalition Board, regardless of the number attending the annual meeting to form a quorum.
- B. Other Income – Revenue generating activities which align with the purpose of the Coalition shall be allowed.

ARTICLE X - Paid Staff

- A. The Coalition is authorized to hire part-time, full-time, or contracted staff with reasonable concern for financial limitations of the Coalition.
- B. The individual(s) hired and salaries to be paid are subject to approval of the Executive Committee.
- C. Functions and Duties – Paid staff shall perform those duties specified in a formal job description or agreed upon during the interview process and/or contractual process. For the Executive Director position, and subject to his or her delegation within financial constraints set by the Executive Committee.
- D. Oversight – The Coalition Executive Committee has responsibility for oversight of the Executive Director. Other staff and contracts shall be overseen by the Executive Director.
- E. Termination – Staff members may be terminated by majority vote of the Executive Committee and in accordance with any contract signed between staff and the Executive Committee

ARTICLE XI – Dissolution

The Coalition may be dissolved by a unanimous vote of the Board of Directors at the annual meeting.

In the event the Coalition is dissolved, all assets remaining after payment of outstanding indebtedness shall be divided among participating counties and districts in prorated shares equal to the proportion of their dues contribution to the Coalition in the last three (3) years of operation.

ARTICLE XII– Changes to the Bylaws

The bylaws of the Coalition may be altered, amended, revised or repealed, and new bylaws may be adopted by the affirmative vote of 2/3 of the members present at the Annual Meeting of the Coalition. Notice of intent to amend bylaws shall be made not less than ten (10) business days before the meeting.

Adopted pursuant to Article XII May 17th, 2012

SIGNED: , Chairperson

ATTEST: , Executive Director