

LOCAL PUBLIC HEALTH ASSOCIATION OF MINNESOTA

BYLAWS

Revised November 2018
Revised November 2016
Revised November 2014
Revised November 2013
Revised November 2011
Revised June 2008
Revised November 2005
Revised November 2004
Revised November 2002
Revised November 2001
Revised January 2001
Revised November 1999
Revised November 1996
Adopted January 20, 1995

**BYLAWS
of the
LOCAL PUBLIC HEALTH ASSOCIATION OF
MINNESOTA**

ARTICLE I: NAME

- A. The name of this Association shall be the Local Public Health Association of Minnesota (LPHA).
 - 1. For purposes of this organization, "local public health" shall be defined as local governmental public health as provided by Community Health Boards (CHBs), as defined in Minnesota Statute Chapter 145A (MS 145A), or Tribal Governments.
- B. LPHA is an affiliate organization of the Association of Minnesota Counties (AMC).

ARTICLE II: PURPOSE AND FUNCTION

SECTION I: PURPOSE

- A. The purpose of LPHA shall be to achieve a strong local public health system through leadership and collective advocacy on behalf of the public health organizations of Minnesota's city, county, and tribal governments.
- B. LPHA seeks to strengthen public health leaders' ability to increase their impact individually in their day-to-day work and collectively in their advocacy and influence. LPHA leaders advocate for public health issues and policies to improve the public's health, considering equity, healthy environments, excellence, participation, respect, integrity, leadership, science and innovation.

SECTION II: FUNCTION

The functions of this Association shall include the following:

- A. Promote local governmental public health.
- B. Provide a collective voice to advocate for laws and regulations that will support and advance public health at the local, state and federal levels.
- C. Enhance leadership skills in local governmental public health professionals.
- D. Facilitate communication and interaction among local public health leaders.
- E. Develop and support legislative positions.
- F. Establish and support linkages among local public health leaders, the Minnesota Department of Health (MDH), Association of Minnesota Counties (AMC), and other groups, state agencies, and associations.
- G. Provide representation on relevant committees, coalitions and workgroups in which the activities and/or mission of the group has an actual or potential statewide impact on local public health.
- H. Promote public policy to improve and protect the health of the population of Minnesota.

ARTICLE III: MEMBERSHIP AND DUES

SECTION I: MEMBERSHIP

- A. Eligible members shall meet the qualifications for voting membership as follows:
 - 1. Be directly employed by and responsible to a County Board, City Council, or a Community Health Board under MS 145A and/or a state approved, delegated environmental health program; or
 - 2. Be contracted with and responsible to a County Board or a Community Health Board under MS 145A for the public health programs in the respective governmental jurisdiction; or

3. Be directly employed by a Tribal Council as a public health professional who is responsible for the local public health program of a Minnesota Indian Reservation; and
 4. Be either a Community Health Services Administrator under MS 145A and/or a Director, Supervisor or designated staff responsible to a local governmental public health program in Minnesota.
- B. Each governmental jurisdiction that pays dues on behalf of individuals meeting the criteria above is limited to a total of four (4) voting members.

(Policy is reflected below in Article IV)

- C. Voting membership rights shall be forfeited upon termination of employment or contract by a County Board or a Community Health Board. Voting membership rights shall be transferred to the individual succeeding or serving as an interim appointment to that position providing that individual continues to meet the eligibility requirements in Section I.A. of this article.
- D. The Executive Committee shall have final authority to make decisions about eligibility for membership.

SECTION II: DUES

- A. Dues for the Association shall be established by the membership on or before November 30 of each year for the subsequent year. Counties shall be responsible for payment of the AMC dues as calculated on a county basis by AMC. City-based Community Health Boards shall share responsibility for their county dues as designated by the Finance Committee. Delegated Environmental Health programs and Tribal Health Departments will not pay AMC dues, but will pay an annual dues amount established by the membership on or before November 30.
- B. At the discretion of the Executive Committee, voting membership rights shall be forfeited upon failure to pay dues by June 1.
- C. Association dues, payable at the beginning of each calendar year,

may be used to pay the expenses of the Association as approved in the annual budget, or by Executive Committee action on behalf of the Association between regular meetings.

ARTICLE IV: MEMBERSHIP VOTING PRIVILEGES

- A. Voting privileges for meetings, elections of officers, and bylaws.
1. Each member will have state-level voting privileges.
 2. Members may designate an alternate representative who may vote in the absence of the member at a meeting.
 3. Absentee voting shall be allowed on any issue identified on the agenda in advance of the meeting.
 - a. The absentee member(s) shall contact the Chairperson in writing, including via electronic means, with the vote to be registered prior to the meeting.
 - b. The Chairperson shall announce the absentee vote at the meeting.
 4. Voting on amendments to the bylaws and annual elections of officers shall be completed by ballot to the membership.
 5. Electronic voting will be utilized as the primary method for voting. The Association staff shall track votes to ensure that votes are not cast in multiple.
- B. Voting process on legislative platforms, state and federal.
1. The Association's legislative platforms and any amendments to the platforms may be adopted at any regular or special Association meeting by a simple majority of the voting members and designated alternates present at the meeting.
 2. Draft proposals must be submitted in writing, including via electronic means, to the membership at least 14 days prior to the vote. Members may offer amendments and suggest revisions to

the draft proposals prior to voting.

3. Upon request of 1/3 of the voting members and designated alternates present, a legislative platform plank may be denied final approval and returned to the Legislative Committee for further consideration.

C. Voting process on strategic plan.

1. The Association's strategic plan and any amendments to the plan may be adopted at any regular or special Association meeting by a simple majority of the voting members and designated alternates present at the meeting.
2. Draft proposals must be submitted in writing, including via electronic means, to the membership at least 14 days prior to the vote. Members may offer amendments and suggest revisions to the draft plan prior to voting.
3. Upon request of 1/3 of the voting members and designated alternates present, a portion of the strategic plan may be denied final approval and returned to the Executive Committee for further consideration.

ARTICLE V: MEETINGS

SECTION I: REGULAR MEETINGS

- A. The General Membership of this Association shall meet no less than four times a year.
- B. General Membership meetings shall be held at a time and place determined and published in advance by the Executive Committee.
- C. Committee and subcommittee meetings may be held as determined by the membership of each committee or subcommittee. Recommendations from the committees shall be brought to the General Membership for decision making.

SECTION II: SPECIAL MEETINGS

- A. Special meetings may be called by the Chairperson or three Executive Committee members or upon written request from twenty-five percent (25%) of the voting membership.

SECTION III: ANNUAL MEETING

- A. The annual meeting shall be held in November of each calendar year.
- B. The agenda for the annual meeting shall include the election of officers and the setting of annual budget and dues.

SECTION IV: QUORUM

- A. A quorum shall consist of twenty-five percent (25%) of the voting membership of the Association. A quorum can be attained through members present in-person or through electronic means.

ARTICLE VI: REGIONAL STRUCTURE

- A. The Association shall be divided into regions as determined by a majority vote of the membership.
- B. Each region may develop its own operating procedures which address membership as well as frequency and type of meetings, including a format for regional meetings, if desired.
- C. The regional representative to the Executive Committee shall be the liaison between the Association and the regional members.
- D. If any region wishes to send a formal letter expressing views or seeking action around issues of policy or practice that might affect LPHA as a whole, a draft shall be sent to the LPHA Chair and Director for Executive Committee review. Issues affecting one area of the state may have a different effect in other parts of the state. The Executive Committee will consider whether the correspondence is appropriate for full LPHA support, review it for conflicts with any standing LPHA policy positions, and ensure

there is clarity around who is communicating the message with respect to the Association. These guidelines will be followed so long as time allows.

- E. Any county, city or tribal entity requesting a region change must send a formal letter to the LPHA Chair and Director for Executive Committee review. The Executive Committee will consider whether the region change is appropriate. The Executive Committee must approve the change with a simple majority vote. If approved by the Executive Committee, the proposed change will be approved only after a majority vote of the membership. The change will be effective January 1 of the next calendar year.

ARTICLE VII: OFFICERS

SECTION I: OFFICERS

- A. The officers of the Association shall consist of the Chairperson, Chair-elect, Treasurer, and Secretary. Officers shall be elected only from among the voting membership.

SECTION II: TERMS OF OFFICE

- A. The term of office for the Chairperson and Chair-elect is one calendar year beginning on January 1 following the annual meeting and election.
- B. The term of office for the Secretary and the Treasurer shall be two calendar years beginning on January 1 following the annual meeting and election. The Secretary shall be elected in odd numbered years, and the Treasurer shall be elected in even numbered years.
- C. Any officer who has served more than half a term shall be considered to have served a full term.

SECTION III: DUTIES

- A. Chairperson: the Chairperson shall preside at all meetings and give leadership to the Association. The Chairperson shall be responsible for developing the meeting agenda. The Chairperson, or the Director as

the Chairperson's agent, shall be responsible for all correspondence on behalf of the Association and shall sign all reports and papers for the Association as authorized by the membership or the Executive Committee.

- B. Chair-elect: the Chair-elect shall assume all duties of the Chairperson in the Chairperson's absence or as delegated by the Chairperson. The Chair-elect lends support and assistance to the Chairperson. The Chair-elect shall serve as Chairperson for the remainder of any unexpired term, which occurs as a result of a vacancy in the office of the Chairperson. The Chair-elect may identify an issue of concern to be recommended to the Executive Committee for an ad-hoc committee and shall provide leadership to that committee's activities throughout their term.
- C. Secretary: the Secretary shall be responsible for meeting minutes at the Executive Committee and General Membership meetings.
- D. Treasurer: the Treasurer shall be responsible for the fiscal affairs of the Association. This includes preparing an annual budget for the calendar year for presentation to the Executive Committee and the membership; overseeing the billing and collection of dues as part of the AMC annual dues process; and preparing regular reports of the financial condition to the Executive Committee and/or membership as requested. The AMC annual audit shall serve as the annual audit for the Association.
- E. Immediate Past Chair: The Immediate Past Chair shall serve as a member of the Executive Committee. The Immediate Past Chair shall also serve on the AMC Annual Conference Planning Committee and represent LPHA on the AMC Board.

SECTION IV: NOMINATIONS

- A. The nominating committee shall consist of the Chairperson, Chair-elect, and Association Director.
- B. The nominating committee shall recruit and select qualified nominees for each office to be filled and shall preside over the election process.
- C. The selections shall be submitted in writing, including via electronic

means, to the membership no less than 14 days in advance of the annual meeting.

SECTION V: ELECTIONS

- A. Elections shall be conducted by electronic voting prior to the annual meeting.
- B. A plurality of votes of those voting in any election shall constitute an election. In case of a tie, the choice shall be decided by lot.

SECTION VI: VACANCIES

- A. Vacancies in the offices of Chair-elect, Secretary, and Treasurer will be filled by nominations from the floor with voting to occur at the next regular meeting of the membership.
- B. The newly elected officer shall serve the remainder of the unexpired term.
- C. A vacancy in the office of Chairperson is automatically filled by the Chair-elect.

ARTICLE VIII: EXECUTIVE COMMITTEE

SECTION I: MEMBERS

- A. The members of the Executive Committee shall be the officers of the Association, the Immediate Past-Chair, the chairs of the standing committees, and one representative from each region.
- B. Each region must appoint an alternate to the Executive Committee who may act in the absence of the regional Executive Committee representative.
- C. All Executive Committee members and alternates must be dues-paying members.

SECTION II: RESPONSIBILITIES AND AUTHORITY

- A. The Executive Committee shall generally supervise the affairs of the Association, implement and annually review the LPHA Strategic Plan and, if necessary, speak on behalf of the Association between regular meetings.
- B. The Executive Committee shall recommend annual membership dues, in consultation with the Association Treasurer and Association Director, to the membership.
- C. Actions taken by the Executive Committee shall be reported by the Chairperson to the membership at its next regular meeting.
- D. The Executive Committee shall make recommendations to the membership and perform such other duties as specified by the General Membership.
- E. The Executive Committee shall determine the intent of the Association's bylaws when called into question.
- F. One-third of the members of the Executive Committee shall constitute a quorum.
- G. The Executive Committee shall complete the required annual performance review of the Association Director in consultation with AMC Director.

ARTICLE IX: COMMITTEES

SECTION I: STANDING COMMITTEES

- A. The Legislative Committee shall consist of a minimum of one representative from each region appointed by the regions. Legislative Committee shall select co-chairs annually. One metro and one non-metro chair is preferred. In addition, any dues-paying agency members or guests of the Association can participate in the Legislative Committee as non-voting members. This committee shall develop legislative platforms, position statements, and report significant legislation and regulatory activities to the membership. The committee shall also assist with the planning of the Association's Day at the Capitol and Congressional briefings.

- B. The Member Engagement and Outreach Committee shall consist of a minimum of one voting member representative from each region appointed by the regions. This committee shall select a chair or co-chairs annually. In addition, any dues-paying agency members or guests of the Association can participate in this committee as non-voting members. This committee shall develop membership attraction and retention initiatives, implement and review results of membership engagement and satisfaction surveys, and facilitate regional mentorship and orientation for new members.

- C. The Finance Committee is a subcommittee of the Executive Committee and shall consist of the Treasurer, Chair, and Chair-elect of the Association. Staff support is provided by the Association Director and the AMC Accountant. The committee shall meet at least once annually to review the reserve accounts and develop dues and budget options for the following year. They will present this information to the Executive Committee for discussion and action. The Treasurer is authorized to call more frequent meetings of the committee as needed.

SECTION II: AD HOC COMMITTEES

- A. The Executive Committee shall have the authority to establish special committees or task forces in order to advance the goals and objectives of the Association. Special committees or task forces shall encourage broad membership participation in discussion, information sharing and problem solving to ensure statewide perspectives are accounted for. The Executive Committee may ratify, modify or dissolve a special committee or task force by a simple majority vote.

- B. A Bylaws Committee shall be established as a subcommittee of the Executive Committee to review and propose amendments to the bylaws annually or as requested by the membership. The Bylaws Committee shall dissolve upon completion of the task assigned.

SECTION III: AMC COMMITTEES

- A. As outlined in the contract between AMC and LPHA, LPHA shall have representatives serve as ex-officio members on the AMC Health and Human Services Policy Committee, Environmental and Natural

Resources Policy Committee, and Board of Directors. LPHA members may also serve on any AMC technical advisory committee and sub-committees. All representatives will be appointed by LPHA's Executive Committee.

ARTICLE X: PARLIAMENTARY AUTHORITY

- A. The rules of parliamentary procedure comprised in Roberts Rules of Order Newly Revised shall be the authority of all meetings of this Association and its Executive Committee, subject to special rules, which may be adopted at any time.

ARTICLE XI: AMENDMENTS AND REVIEW

- A. Upon 30 days' notice of proposed changes by the Executive Committee, these bylaws may be amended by a simple majority of the voting members and designated alternates. Voting may occur at any regular or special meeting via written ballot or in advance via electronic ballot.
- B. Bylaws will be reviewed annually or upon request of the membership or the Executive Committee by the Bylaw Committee.

- End of Bylaws -