

ARTICLE I – NAME, ESTABLISHMENT AND JURISDICTION

The Coalition shall be named Elmore County Health Coalition (EHC). EHC is a volunteer group, which is not bound by state statute. Central District Health serves as the fiscal agent for EHC and appoints a staff member to serve as the EHC coordinator, who offers administrative support. These roles may be changed and updated in the future as the coalition progresses.

Section 1.1: Mission/ Vision

The Elmore County Health Coalition aims to bring together and work with community partners to empower our communities through strategic initiatives that advance equity and health for present and future generations.

Section 1.2: Objectives of the Coalition

- To advocate and pioneer strategic health initiatives in Elmore County communities.
- To educate Elmore County residents about major health concerns and promote wellness.
- To utilize collective impact to improve health outcomes in Elmore County.

Objectives of the coalition are to be revisited annually.

Section 1.3: Geographic Area

The EHC serves all of Elmore County.

ARTICLE II – REPRESENTATION

Coalition representation shall consist of a broad range of members and will not be limited by number so as to include as diverse a representation of Elmore County as possible.

Section 2.1: Composition

The Coalition shall be comprised of a comprehensive reflection of regional demographics. The Coalition shall seek to have representation from a variety of community sectors. These sectors will include but are not limited to:

- Nutrition and Food Security
- Family/Youth/Seniors
- Faith-based
- Government
- Health/ Medical
- Housing/Transportation
- Recreation
- Local Community
- Behavioral Health
- Veterans
- Emergency Services
- Underserved Populations

ARTICLE III – MEMBERSHIP

Section 3.1:

There are three levels of participation membership, which will be reviewed and updated annually by the ECHC Coordinator:

- **Active members** attend meetings regularly and are involved in the day-to-day work of the ECHC. Active members are the only members eligible to vote on coalition matters. To be considered an active member, one must: have a signed membership agreement on file, as either an individual OR an organization AND have attended at least half of the full coalition meetings that have occurred, since they joined the coalition, before the vote.
- **Supporting members** are not able to attend all meetings regularly but are familiar with the work of ECHC and support it's objectives. Members who only attend committee meetings may be considered supporting members.
- **Extended members** are not necessarily aware of the day-to-day work of ECHC, but are community leaders who may need to be contacted occasionally regarding specific objectives or tasks. Extended members may be contacted occasionally to serve in an advisory capacity regarding specific objectives or tasks or as subject matter experts.

Section 3.2: Terms of Appointment

ECHC participants are encouraged to attend all meetings and are invited to maintain membership and communicate opinions and wishes via virtual communications through e-mail, phone call, or in-person meetings with the ECHC Coordinator.

Section 3.3: Qualifications for Membership

An organization is considered a member of the ECHC if they have attended at least one full coalition meeting and have filled out an ECHC membership agreement.

Member Roles and Responsibilities

- All active members should be active and willing to invest volunteer time into the Coalition activities.
 - All active members should serve on at least one subcommittee.
- All members commit to engaging with one another respectfully.
- All members will distribute relevant coalition information about the work of the ECHC to their respective circles of contact.
- All members will encourage additional groups to join in the ECHC's collaborative efforts and/or subcommittees.

Section 3.4: Membership Voting Rights

Each active member (either individual member OR organization member) is entitled to one vote on ECHC action items and must be present to vote, or must have an identified Proxy present at the meeting to vote. Each organization may not have more than one voting

member. Guest speakers at meetings may contribute to the discussion prior to the vote, but may not vote on ECHC action items unless or until they become active members.

Section 3.5 Voting Processes

There is no quorum needed for votes on action items. Votes are passed with two-thirds (2/3's) majority for all votes cast on that day. For action items affecting the coalition at large, voting may be open to in-person and online voting, to provide a voice for Coalition members who are absent on the day of the Coalition meeting. Online votes may be submitted to the ECHC Coordinator via written communication until one (1) hour prior to the Coalition meeting. Coalition members who do not cast a vote prior to or during the meeting will be considered as abstentions and will not affect the majority outcome. Voting by email, telecommunication, online surveys or forms or a combination of online and in-person processes are allowed. Any active member that has established voting rights and privileges can cast a motion to vote.

Section 3.6: Proxies

Active members may establish one proxy to speak on behalf of their organization or stakeholder perspective upon initiation of membership agreement. Proxy may be updated by a member via written request to the ECHC Coordinator, before utilizing the proxy for a vote. The proxy shall introduce themselves as such during the initial introductions at the meeting or at the time the vote is taken.

Section 3.7: Membership Meetings

General meetings of the ECHC are held bi-monthly at a location chosen by the ECHC Coordinator. Meeting times and locations may vary based on availability of location, and availability of the majority of active members. The ECHC Coordinator will notify members via e-mail of any changes to a regularly scheduled meeting.

Subcommittee Meetings

Subcommittee meetings will be called and led by the chair of the subcommittee. Subcommittee meeting times and locations will be decided at the discretion of the subcommittee coordinators. No quorum is necessary to conduct business.

Special Meetings

Special meetings of the ECHC may be called by the Executive Committee or the ECHC Coordinator. A notice of such meetings shall be emailed to all members. Such notices shall state the date, time and purpose of the meeting.

Typical Order of Business for Meetings

ECHC agendas will follow this framework:

Welcome

Introductions

Topic Presentation (optional)

Reports from Subcommittees

Announcements

Adjournment

ARTICLE IV – STRUCTURE

The Coalition shall have up to three (3) Executive Committee (EC) members and one (1) Communications Manager which are elected by a membership vote, every even year. The coalition shall also have one (1) ECHC coordinator which may be replaced if removed by a membership vote. Subcommittee Coordinators may be appointed by the ECHC coordinator or Executive Committee members. The Executive Committee members will be elected by a majority membership vote via in-person and/or electronic vote. See the table below for a timeline of events for nomination, voting, and mentorship of new Executive Committee members and Communications Manager.

Activity	Time Period
Nomination of new EC Members and Communication Manager (every even year)	August- September
Slate of officers presented to coalition at large	By September 30th
Voting Occurs (In-person at general meeting, or electronic ballot if committee-meeting-only month)	October 1 st -October 31 st
New Officers announced	By November 5th
Mentoring of new officers by old officers	November-December
Installation of new officers	January

ARTICLE V – OFFICERS & DUTIES

Section 5.1: Executive Committee (EC) Members

EC members are responsible for:

- Guiding the work of the ECHC to ensure full support.
- Identifying members to serve on ECHC committees.
- Identifying new members to join the ECHC.
- Participating in capacity building trainings to bring back to community/ ECHC.
- Preparing the agenda for and facilitating at least one general ECHC meeting per year (with support from the ECHC Coordinator, if necessary).
- Taking notes at ECHC general meetings in the absence of ECHC Coordinator.
- Reviewing and signing letters of support (LOS).
- Make proposals for, or decisions on operating budget expenditures. See Article X below.
- Attending all ECHC general meetings or sending a proxy in their place.

The EC members have executive authority to make decisions and take action. All EC members must agree with such action and communicate the rationale and action taken regarding executive decision-making to the Coalition as soon as practicable. The EC members must inform ECHC members of the action items and their decision by email to

provide an opportunity for review and consultation. One week shall be sufficient for the ECHC members to review, and comment, and vote on action items.

Section 5.2: ECHC Communication Manager (elected officer)

The communication manager is responsible for:

- Communicating coalition announcements to the community via social media platforms. This may involve resharing member organizations content, or creating content for the social media platforms.
- Writing and/or reviewing articles written by subcommittees, and submitting them to local media outlets.
- Following the direction of the executive committee members, ECHC coordinator, and/or ECHC Communications Guide, when crafting messaging to the community.
- Participating in at least one public health communications training during their term.

This position will be added as an administrator of the ECHC social media pages, but the responsibility of passing of social media duties to future communication managers will fall under the ECHC Coordinator.

Section 5.3: ECHC Coordinator (not an elected officer)

The ECHC Coordinator is responsible for:

- Arranging general meeting times, dates and places.
- Preparing and sending out ECHC meetings agendas.
- Taking notes at ECHC general meetings and sending out to coalition distribution list.
- Ensuring committee work is reported back to ECHC.
- Supporting Executive Committee members in agenda preparation, and meeting facilitation.
- Identifying capacity building trainings for members to participate in.
- Keeping and organizing ECHC documents, membership information, and contact information for members.
- Producing a full report of the ECHC's work at the end of the year with the support of the Subcommittee Coordinators.
- Coordinating with Public Information Officer to publish ECHC updates to the ECHC landing page.
- Provide quarterly updates about operating budget expenditures.

Section 5.4: Subcommittee Coordinator (not an elected officer)

The Subcommittee Coordinators responsibilities are:

- Arranging subcommittee meeting times, dates, and places.
- Preparing and sending out subcommittee meeting agendas to committee members.
- Uploading subcommittee meeting notes to the shared Google Drive folder for all committees to view.
- Keeping subcommittees on track with the plan of action, and ECHC objectives.

ARTICLE VI – CRITERIA FOR ELECTION OF OFFICERS

- Member must be in good standing and must have attended three (3) of the six (6) general meetings prior to the election meeting (October).
- No person's name shall be added to the election ballot without first obtaining their consent.
- In order to be nominated as an Executive Committee member, one must be a resident of Elmore County.
- All officers shall be elected by in-person or electronic ballot and shall hold office for the term length specified in Article V of ECHC bylaws.
- No members shall hold more than one office at a time
- Members do not have to be present to cast a ballot.
- If an officer would like to continue their role in the coalition, they must be re-elected by majority vote, every election year.

Officer Selection:

ECHC members may nominate him or herself for positions of Executive Committee based on their ability to meet the criteria in the job description and estimated time commitment.

Officer Resignations:

An officer may resign at any time by delivering a letter of resignation to the ECHC Coordinator and other remaining Executive Committee Officers. The acceptance of the resignation shall not be necessary to make it effective.

Officer Removal and Vacancies:

Any officer of the ECHC may be removed from office for probable cause (i.e. unexcused absence from three (3) consecutive general meetings, failure to perform designated duties, misuse of funds, and conviction of a felony) by a two-thirds vote of the membership. In case of death or resignation from their organization, retirement, or removal of an officer from office, the remaining Executive Committee members shall appoint a successor to fill the remainder of the term.

Terms of Office:

The term of office for elected officers shall be from January 1 (odd year) to December 31 (even year). If an officer would like to continue their role in the coalition, they must be re-elected by majority vote, every election year.

ARTICLE VII – COMMITTEES

Section 7.1: Standing Committees

The ECHC shall recognize four standing subcommittees:

- **Executive Committee:** Consists of up to three members with the responsibilities listed in Article IV and V above.
- **Mental Health Committee:** Responsible for overseeing and implementing the Mental Health focused objectives and activities of the ECHC Action Plan.
- **Nicotine/SUD Committee:** Responsible for overseeing and implementing the nicotine and substance use focused objectives and activities of the ECHC Action Plan.

- **Nutrition Committee:** Responsible for overseeing and implementing the nutrition focused objectives and activities of the ECHE Action Plan.

Section 7.2: Ad-Hoc Committees Formation

At any time, the Executive Committee may vote, with half or more EC Members voting yes, to create Ad-Hoc Committees to fulfill special projects or initiatives. Ad-Hoc Committees are responsible for the development, implementation, communication, and evaluation of projects with assistance from the ECHC Coordinator and Executive Committee as needed. Upon completion of their assigned special project or initiative, the Executive Committee may dissolve the committee.

Section 7.3 Committee Membership

Executive Committee members, and active members shall be required to participate in at least one committee. Supporting and extended members shall be given the opportunity to participate in one or more committees.

Section 7.4: Committee Authority

Committees shall exercise authority over work process and progress specifically related to their committee focus. Committees are given authority to internally manage strategic assessment, planning, communications development or adoption, outreach, implementation, and evaluation of their focused work without obtaining specific consent from the Executive Committee on every decision. Recommendations to the Executive Committee will be made by the committees when decision-making will significantly impact or change project timelines, tasks, outputs or outcomes.

ARTICLE VIII – ECHC MAILING ROSTER

The ECHC mailing roster is a confidential list of attendees and members of the ECHC. This list is to be used only by the Executive Committee and the ECHC Coordinator.

ARTICLE IX: BASIC POLICIES

Section 9.1: Policy Adoption

ECHC shall be noncommercial, nonsectarian, and nonpartisan. All policies of ECHC shall be approved by the Executive Committee and maintained as attachments to the Bylaws. Procedures do not have to be specifically referenced in the Bylaws. Once a policy is approved by Executive Committee vote, it shall be added to the attachments and considered in force until such time as the Executive Committee votes to revise or remove the policy.

Section 9.2: Non-Discrimination Policy

No person shall be excluded from membership on the basis of race, color, creed, national origin, citizenship status, religion, disability, gender, sexual orientation, gender identity or any other protected class. ECHC and its meeting shall be considered a safe space to share experiences, knowledge, beliefs and opinions related to health concerns of the community

without fear of negative repercussion. Discussion and disagreement are welcome, but disrespect is not.

Section 9.3: Conflict of Interest Policy

Active Members, Supporting Members, Extended Members and Officers must act, at all times, in the best interests of the community and not for personal or third-party gain or financial enrichment.

A financial interest which may give rise to a conflict of interest includes (1) a material ownership or investment interest in any entity with which the Active Member, Supporting Member, Extended Member and/or Officer has a transaction or agreement, (2) a compensation arrangement with an organization or with any entity or individual with which the Active Member, Supporting Member, Extended Member and/or Officer has a transaction or arrangement, or (3) a potential material ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Active Member, Supporting Member, Extended Member and/or Officer is negotiating a transaction or arrangement.

When potential conflicts of interest arise, the Active Member, Supporting Member, Extended Member and/or Officer shall identify the potential conflict to the coalition at the next general meeting, which shall determine whether a conflict exists and what steps shall be taken to remedy substantive impropriety or to avoid an appearance of impropriety. For this purpose, the term "conflict of interest" means any financial or other interest which conflicts with the participation of an individual in particular decisions of the ECHC because the interest could significantly impair the individual's objectivity or could create an unfair competitive advantage for any person or organization.

Section 9.4: Code of Conduct

ECHC has adopted the following Code of Conduct that all members participating with ECHC are expected to adhere to. This includes:

1. Making attendance at ECHC meetings a priority.
2. Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand.
3. Cooperating with and respecting the opinions of fellow ECHC and community members, and leaving personal prejudices out of all ECHC discussions, and supporting actions of the ECHC even when the ECHC member did not support the action taken.
4. Putting the interests of the ECHC above personal interests.
5. Representing ECHC in a positive and supportive manner at all times and in all places.
6. Showing respect and courteous conduct in all ECHC and committee meetings.

Violations of this Code of Conduct can be reported to any Executive Committee Member and/or the ECHC Coordinator.

Section 9.5: Letters of Support Policy

Executive Committee members can sign letters of support, without bringing the opportunity to a full coalition vote if all Executive Committee members unanimously vote to support the proposal. If the vote is not unanimous, the Executive Committee can either propose the LOS at a general coalition meeting to get member input, **or** send out the proposal to the active members of the coalition via electronic response, and wait 1 week for responses and/or feedback on the proposal before the Executive Committee votes again. If the vote for the LOS is not unanimous after the second round of voting, the Executive Committee will not sign the LOS on behalf of ECHC.

ARTICLE X: BUDGET

The responsibility for spending the allocated operating budget lies squarely with the coalition itself, not with the fiscal agent, CDH. This distinction underscores the coalition's autonomy and accountability in financial matters.

Once a proposal for purchase is put forward, it will then be presented to the larger group of coalition members for consideration and feedback. Decisions regarding purchases will be determined by a majority vote among executive committee members.

By engaging both levels of membership in the decision-making process, the coalition aims to foster inclusive governance and responsible financial management, reflecting the diverse interests and perspectives within the coalition.

Once a purchase has been voted upon and approved by executive committee, the ECHC coordinator will work to purchase the items.

The coordinator will provide quarterly updates on the budget to all coalition members. These updates serve to keep members informed about the financial status and ensure transparency in how funds are being allocated and utilized.

ARTICLE XI: AMENDMENTS

The sections of these Bylaws are not mandated by law may be amended at any general ECHC meeting by passing a two-thirds (2/3's) vote, provided the amendment is presented in writing to all partner agencies at least seven (7) business days prior to the meeting at which they are presented for consideration. Bylaw amendments must be listed on the agenda, which may be amended 48 to 72 hours prior to the meeting date and time. Bylaws will be reviewed one time per fiscal year by the Executive Committee.

These bylaws were approved and adopted at an Elmore County Health Coalition general meeting by the active members of ECHC on the 31st day of July, 2024.