

BY-LAWS OF
ALABAMA ENVIRONMENTAL HEALTH ASSOCIATION, INC.

ARTICLE I

The following shall constitute the By-Laws of Alabama Environmental Health Association, Inc., which shall hereafter be referred to as the "Corporation."

OFFICERS AND BOARD OF DIRECTORS:

Section 1: The officers of the Corporation shall be: President, President Elect, First Vice-President, Secretary-Treasurer, Chapter Chairpersons, an Information Officer and a Representative of the Bureau of Environmental Services, Alabama Department of Public Health all who shall serve one-year terms..

Section 2: The President Elect shall automatically assume the office of President when that office is vacated, and the First Vice-President shall assume the duties of the President Elect upon such change.

Section 3: The President upon completion of his/her term, shall serve on the Board of Directors for two years.

Section 4: The Chapter Chairpersons shall be the President officers of the Chapters comprising the Corporation; shall be selected from their respective Chapters; and shall serve on the Board of Directors during their term of office.

Section 5: The Board of Directors shall consist of: President, President Elect, First Vice-President, Secretary-Treasurer, Chapter Chairpersons, the last two Past Presidents, Information Officer, and representative of the Central Office, Bureau of Environmental Services, Alabama Department of Public Health.

Section 6: Officers and Directors shall be elected by a majority of the votes cast by members in good standing at the annual meeting. The representative of the Central Office, Bureau of Environmental Services, Alabama Department of Public Health, must be a member in good standing and recommended by the Director, Bureau of Environmental Services for approval by majority vote of the Board of Directors. This representative will serve a two-year term.

Section 7: Except as prescribed by Section 2, any vacancy occurring on the Board shall be filled by appointment of the President until the next meeting.

ARTICLE II

MEETING:

- Section 1: Each year when possible, the Corporation shall hold an Annual Meeting, and such other meetings, as the Board of Director deems necessary.
- Section 2: With the exception of Chapter meetings and Board meetings, in all meetings of the Corporation, a quorum shall consist of 25 members.
- Section 3: In case there is no quorum present to transact necessary business, the Board of Directors is authorized to act in the best interest of the Association, and the elected officers will continue in office until their successors are duly elected.

ARTICLE III

AMENDMENTS:

- Section 1: Any member may propose amendments to these By-Laws by submitting them in writing to the Secretary-Treasurer at least forty-five (45) days before the date of the next Annual Meeting, and the Secretary-Treasurer shall promptly notify all members that the proposed amendments will be open for discussion at the Annual Meeting. These By-Laws may be amended by a majority of affirmative votes of the members present.

ARTICLE IV

RULES OF ORDER:

- Section 1: The parliamentary procedures shall be governed by By-Laws adopted by majority votes of voting members in attendance at duly called meetings of the Corporation.

ARTICLE V

MEMBERSHIP AND DUES:

- Section 1: The membership of this Corporation shall be composed of any person who is actively involved in environmental health work for public or private employers. Any such person shall be eligible to apply for active membership in the Corporation.
- Section 2: Retired membership may be conferred upon any member who is retiring from active environmental health work, after at least twenty years of service, or on account of disability or age, provided that during the five consecutive years preceding each retirement or as approved by the Board of Directors, may have been an active member of the Corporation. Such member must file an application with the Secretary-Treasurer of Corporation, who must submit it to the Board of Directors for approval. Persons having

retired membership conferred upon them shall not be required to pay dues to the Alabama Environmental Health Association, Inc.

Section 3: Honorary members shall be limited to those individuals who have shown a genuine interest in environmental health or who have made definite contributions to the field of Environmental Health and such members must be proposed by any member of the Corporation. Honorary membership shall be conferred upon the proposed individual provided such proposal is approved by the Membership Committee.

Section 4: Any person, firm, or corporation who is interested in the objective of this Association shall be eligible for Association Membership.

Section 5: The annual active membership dues shall be initially \$30.00 per year and \$25.00 for each subsequent year so long as dues remain current and shall be due and payable on January 1st of each year.

Section 6: Associate membership dues shall be set by Board of Directors.

Section 7: Honorary members shall not be required to pay dues; shall not be entitled to vote, or to hold office, but may attend the meeting of the Corporation and be accorded the privileges of the floor.

Section 8: Any person desiring membership in the Corporation shall submit application to the Secretary-Treasurer. The membership Committee by majority vote will determine eligibility and acceptability as a member.

Section 9: Any person having become a member may continue membership in the Corporation so long as the annual membership dues are paid except insofar as provided in Section 10 of this Article. Any member who shall fail to pay annual dues within 90 days after notification of dues shall be dropped from membership.

Section 10: A member of the Corporation may be expelled for due cause upon recommendation of the Board of Directors after opportunity for a hearing by the Board and a majority vote of the members at any Annual meeting. Any member so expelled, shall have refunded such pro rata part of their membership dues as may not be covered by their term of membership.

Section 11: Authorization for the Alabama Environmental Health Association to enter into an agreement of affiliation or membership of an organization other than the National Environmental Health Association shall be determined by a majority of the votes cast by members in good standing at the Annual Meeting and recorded as an Amendment to the Bylaws. Prior written notice shall be made to the members in good standing as specified in ARTICLE III, Amendments: Section 1.

ARTICLE VI

DUTIES OF OFFICERS AND BOARD OF DIRECTORS:

Section 1: The President shall preside at all meetings of the Corporation and Board of Directors, shall appoint committees unless otherwise directed by vote of the Corporation or by the Articles of Incorporation and shall perform such other duties as are usually performed by the presiding officer or are required by the Articles of Incorporation.

Section 2: The President Elect shall perform the duties of the President in the latter's absence, shall succeed the President when the latter's term expires, and shall be Chairman of the Program Committee, which will be responsible for the planning of the program for the Annual Meeting. First Vice-President shall perform duties as assigned by the President.

Section 3: The Corporation Chapter Chairpersons shall serve on the Membership Committee, shall call meetings in their respective chapters to conduct Chapter Education Programs for their members and discuss resolutions and means to improve the Corporation; shall serve on the Board of Directors during their term of office, and shall work to effectively publicize the activities of the Corporation.

Section 4: The duties of the Secretary-Treasurer are as follows:

- A. The Secretary-Treasurer shall record and keep minutes of all meetings of the Corporation and the Board of Directors; shall keep a list of all members; shall collect all money due the Corporation; shall faithfully care for all money of the Corporation, paying out the same only with the approval of the President; and shall make a detailed statement of the financial condition of the Corporation at its Annual Meetings. The Secretary-Treasurer shall immediately, after election to office, file with the President, a bond in the sum of \$5,000.00, the expense of which shall be borne by the Corporation.
- B. The duties of the Secretary-Treasurer may be delegated to an Executive Secretary approved by the President and by the Board of Directors. The Executive Secretary shall serve at the pleasure of the Board of Directors.
- C. The Secretary-Treasurer will serve as a member of all committees, will notify members of dues payable and receive same; transfer important material to the Information Officer; keep an accurate membership roster of the Association and Affiliated Associations; record and keep accurate minutes of all meetings of the Corporation and the Board of Directors; and will perform duties incident to the office and other duties the President and/or Board of Directors may authorize.

Section 5: The full management of affairs of the Corporation shall be in the hands of the Board of Directors as provided in the Articles of Incorporation. The duties of the Board of Directors shall be:

- A. To direct the administrative work of the Corporation; to act as trustee for Corporation projects; to recommend names for Honorary Members; to set registration place for the Annual Meeting and to set registration fee for same; to execute the policies of the Corporation and repeat to the membership project activities at the Annual Meeting.
- B. To act for and in behalf of the Corporation in any capacity as the Corporation may direct, or act on its own initiative between meetings and report such actions at the next Annual Meeting.
- C. To authorize the President to make appointments to fill any vacancies among officers, except as otherwise provided for in the Articles of Incorporation.
- D. To revoke membership for cause, by two-thirds vote of members present. However, in no case may membership be revoked without providing written notice to the member at least 30 days prior to such action and affording said member the opportunity of hearing or written response.
- E. To employ personnel as appropriate and fix compensation for same.

ARTICLE VII

COMMITTEES:

Section 1: There shall be the following committees:

Nominating, Membership, Program, Publication, Legislative, Educational, Articles of Incorporation and Awards.

Section 2: The Nominating Committee shall consist of the five (5) Past Presidents with the immediate Past President as Chairperson.

The Membership Committee shall consist of the Board of Directors and others appointed by the President. The President shall serve as Chairperson.

The Articles of Incorporation Committee shall be appointed by the Board of Directors.

The Awards Committee shall be appointed by the Board of Directors.

Section 3: The President and/or the Board of Directors may name other committees to study certain subjects of interest to the Corporation as the need occurs.

Section 4: The terms of office of all committee members shall expire at the end of the Annual Meeting next following their appointment, except as provided in Section 2, Paragraphs 1, 2, and 3.

ARTICLE VIII

MEETINGS:

Section 1: The Annual Meeting of the Corporation shall be held at such time and place as designated by the Board of Directors. Twenty-five of the members registered at the Annual Meeting shall constitute a quorum for transaction of business.

Section 2: Special meetings of the Corporation may be called by the Board of Directors of which due notice shall be given to the membership by the Secretary-Treasurer.

Section 3: The Board of Directors will meet at such times as the President shall deem advisable. For all meetings other than the Annual Meeting, reasonable notice shall be sent to each member by the Secretary-Treasurer. In any such meeting, five (5) members of the Board of Directors shall constitute a quorum. However, any subject may be handled by voting by mail, electronic mail, facsimile, or phone in which majority of votes cast will constitute official action.

Section 4: Robert's Rules of Order shall govern the procedures at all meetings. Voting by proxy shall not be permitted.

Section 5: Chapter meetings are to be called by the President officer of each Chapter at a time and place convenient to its members, or as otherwise specified herein, for the purposes of discussing business referred to them, submitting resolutions, paying their annual dues, and conducting education programs.

ARTICLE IX

PUBLICATIONS:

Section 1: All publications of the Corporation will be issued under the direction of the Board of Directors.

ARTICLE X

CHAPTERS:

Section 1: The Alabama Environmental Health Association, Inc. shall consist of at least five (5) Chapters designated by the Board of Directors.

Section 2: Each of these Chapters will be governed by an Association Chapter Chairperson, who is also a member of the Board of Directors during their term of office. Chapter Chairpersons shall be members of their respective chapters and candidate's name shall be placed in nomination by a committee from their respective Chapter. Chapter Chairpersons shall be elected by majority vote of members present at the Annual Meeting.

ARTICLE XI

DELEGATE TO ANNUAL NATIONAL MEETING:

Section 1: It would seem proper that the President Elect of the Association be given the first opportunity to attend the Annual National Meeting of the National Environmental Health Association. If the President Elect for some reason should decline to be the official delegate, an alternate may be selected by the Board of Directors of the Alabama Environmental Health Association, Inc.

Section 2: The Corporation shall contribute to the expense of the official delegate to the best of its means.

By-Law changes as passed by majority of members at the Annual Meeting October 19, 2017.