

# Final Draft

## By-Laws of the Linn County Partnership on Substance Abuse:

### Preface

The Linn County Partnership on Substance Abuse operates as a committee of Healthy Linn Care Network (HLCN) and is therefore bound by all rules and regulations of that 501.C.3 corporation and the Healthy Linn Care Network Executive Committee.

### Article I: Official Name

Section 1: This organization shall be known as Linn County Partnership on Substance Abuse.

### Article II: Objectives/Mission/Vision

Section 1: Objective:

The objectives of Linn County Partnership on Substance Abuse are:

- Reduce substance abuse among youth and, over time, among adults by addressing the factors in a community that increase the risk of substance abuse and promoting the factors that minimize the risk of substance abuse.
- Establish and strengthen collaboration among agencies and organizations to support the efforts of community coalitions to prevent and reduce substance abuse among youth.

Section 2: Mission:

The mission of Linn County Partnership on Substance Abuse is: To provide a unified community effort for sharing resources and increasing awareness of substance abuse through education, building relationships, and advocating for people affected by substance abuse in Linn County.

Section 3: Vision:

The Vision of Linn County Partnership on Substance Abuse is: Linn County is a community that embraces substance abuse prevention, treatment and recovery efforts.

### Article III: Membership

Section 1: Any person who has an interest in the Linn County community and participates in the Linn County Partnership on Substance Abuse (Partnership) or any of its subcommittees will be invited to become a member.

Each attendee/member will represent one of the following sectors: youth (an individual 18 or under), parent, business community, media, school, youth-serving organization, law enforcement agencies, religious or fraternal organizations, civic and volunteer groups, healthcare professionals, governmental agencies/elected officials, and other organizations involved in reducing substance abuse.

Section 2: All meeting attendees and members will fill out a registration form, which will include contact information, sector representation, areas of interest, and personal skills that may benefit the Partnership. Membership information may be updated biannually (October and April) for a sector change or as needed to update contact information.

Section 3: Members in good standing (voting members)

- A. Members in good standing are participants who have earned voting rights by:

- Attending at least two Partnership meetings per quarter (general coalition or standing committee).
  - Quarters follow the calendar year, beginning in January and ending in December.
- Completing necessary membership paperwork including, but not limited to, registration form, conflict of interest statement, acceptance of bylaws and code of conduct.
- Reporting no less than 32 hours in the 12 months prior to the vote (or 8 hours per quarter depending on when membership begins) of volunteer time contributing to Partnership management, planning or activities.

B. Members in good standing will be qualified to vote quarterly and cannot vote in any quarter unless they have met these qualifications the previous quarter.

The Membership and Recruitment Committee and/or the paid Project Coordinator will be responsible for tracking membership responsibilities and will have voting rights available for any meeting at which a vote will take place.

C. All Partnership members in good standing will have full rights to be involved in and vote on Partnership decisions.

D. Any member under the former bylaws (attended meetings and provided contact information) prior to these November 2008 changes will automatically be considered a member in good standing beginning in January 2009.

#### Section 4: Conduct Concerns

Any conduct concerns by any member of the Partnership will be addressed on a case-by-case basis by the Executive Committee, which will reserve the right to refuse membership if warranted by a majority vote. (See Article X).

### Article IV: Officers

Section 1: The Executive Committee is comprised of Partnership Officers: President, Past President, Vice President, Secretary, and Treasurer.

- Paid Partnership grant staff are not eligible for an officer position.
- Employees of organizations receiving Partnership grant funding for staff positions are not eligible for an officer position.
- Employees of organizations receiving Partnership grant funding for specific programs and/or events support are eligible for officer positions but cannot vote on Partnership funding or budgetary matters regarding their employer organization.

Section 2: All officers shall have a term of two years. The President and Secretary will be voted on in even years, and Vice President and Treasurer will be voted on in odd years.

- Officers may be re-elected as often as members see fit.
- In the first year of officers or as needed for vacancies, the Partnership may elect an interim officer for any of the above roles, which will serve until the next regularly scheduled election for that position.
- Officers must be Partnership members in good standing and be eligible to vote for at least one quarter prior to elections.
- Officers must attend two-thirds of Partnership meetings and two-thirds of Executive Committee meetings each quarter.
- An officer missing three consecutive Partnership and/or Executive Committee meetings without cause or notification will be understood to have resigned from the Executive Committee, and the Partnership may fill the vacancy with an interim officer until the next scheduled election.

- Any officer may be removed for any reason by a two-thirds vote of the attending members in good standing at any regular Partnership meeting.
  - The Partnership will fill the vacated position as directed above.

Section 3: The President shall be the executive officer of the Partnership; shall:

- preside over all regular and Executive Committee meetings; s
- appoint special committees as necessary
- perform those duties usually required of a presiding officer

Section 4: The Vice President shall

- perform the duties of the President whenever the President is absent or unable to perform the duties of the Presidency
- assist with subcommittee projects as needed.

Section 5: The Secretary shall

- keep minutes
- be custodian of the Partnership records, including Standing Committee reports.

Section 6: The Treasurer shall

- oversee the financial operation of the Partnership
- provide timely reports on the financial status to the Partnership
- serve as Chair of the Finance committee.

#### Article V: Election of Officers

Section 1: Nomination of officers shall occur from October 1 through 31. A notice identifying the nominees will be posted to the Partnership website and provided via email, or by mail if requested by members, no less than 10 days prior to the vote.

Section 2: Election of officers shall occur during the month of November at a regularly scheduled Partnership meeting. A majority vote (51%) of attending sectors will be required for officer elections.

Section 3: Officers elected at a regular Partnership meeting in November shall take office at the first regular meeting in January. Outgoing officers will be responsible for orienting newly-elected officers to their responsibilities.

#### Article VI: Partnership Structure

Section 1: The ongoing management of Partnership affairs and funding will be conducted through Partnership Officers, administrative support, and paid staff in addition to general membership.

Section 2: The Partnership will hold the following committees: Assessment and Evaluation, Fundraising, Education and Outreach, Public Relations, Membership and Recruitment, Finance, and others as identified by the Partnership and voted on by general members. Decisions regarding Committee Chairpersons will be defined by individual committees. Committee chairs will be responsible for scheduling meetings, providing a written report to the Executive Committee after each meeting, and tracking each committee member's participation through in-kind forms.

#### Article VII: Partnership Action

Section 1: All official Partnership business will be approved by a majority (51%) of Partnership sectors represented at each meeting. Such business includes spending approval or budget revisions exceeding \$500, election of officers, applications for members to attend conferences/training on behalf of the Partnership, and approval of activities to be conducted on behalf of the Partnership.

Section 2: Each member in good standing in attendance at any meeting will have voting rights; however, each individual vote will be counted within that person's sector. A majority of individual votes within any sector wins the vote of that sector. Each sector will have no more than one vote.

Conflict of Interest stipulations as stated in Article IX will apply to any Partnership vote. Members abstaining from vote will be identified and noted in the Partnership meeting minutes.

Any individual whose salary is paid in part or fully by Partnership funding is not eligible to vote.

#### Section 3: Absentee Voting

Any member in good standing who is unable to attend a meeting at which voting will occur may submit an absentee ballot no less than 2 days prior to the scheduled vote.

Section 4: Any agenda items that require a vote by members must be identified in the meeting agenda and provided to all members no less than 7 days prior to the scheduled meeting.

Section 5: Any action or discussion item that a Partnership member would like to bring to the Partnership must be identified to the Executive Committee no less than 10 days prior to the scheduled Board meeting.

### Article VIII: Meetings

Section 1: Regular meetings of the Partnership will occur on a monthly basis at a time, place, and date determined by the membership at the January meeting. Such information will be made public.

A 7-day notice of scheduled meetings will be provided to all registered members and members in good standing will via email, or mail if requested by members, by the Partnership Coordinator or Partnership Secretary for all Partnership meetings. An exception may occur if meeting dates change due to holidays or unforeseen circumstances.

Section 3: The Partnership President will facilitate the meeting according to the most recent edition of Roberts Rules of Order.

### Article IX: Conflict of Interest

Section 1: The Partnership will be bound by and will adhere to all regulations regarding conflict of interest as they pertain to the operation of the organization.

Section 2: Partnership members who are employees of organizations that may do business with, or enter into financial arrangements with, the Partnership need to declare a conflict of interest whenever issues that affect such financial relationships may occur and abstain from voting on such matters.

Disclosure of any conflicts of interest must occur at the point where the potential for personal gain is recognized.

Section 3: Prior to any Partnership vote, the Executive Committee will ask for and/or identify and conflicts of interest.

### Article X: Code of Conduct

Section 1: It is expected that all Partnership members be ethical and responsible as a Partnership member, and uphold a high standard of conduct in the community, especially as it relates to substance abuse.

Section 2: The Partnership shall support and encourage substance abuse evaluations and treatment for any member of the community, including Partnership members.

Section 3: Partnership members and meeting attendees will exhibit respectful and responsible behavior at all Partnership meetings and affiliated events.

#### Section 4: Violation of Code of Conduct

Any violations of the Code of Conduct should be immediately reported to a member of the Executive Committee, at which time, the Executive Committee will convene to determine necessary action including further investigation of the allegation. Following a decision, relevant parties will be notified of the Board decision in confidence. Failure to comply with Board recommendations may result in removal from a position of leadership or removal of membership rights.

#### Article XI: Communications and Use of Partnership materials.

Section 1: Any individual Partnership member or group who wishes to use the Partnership logo and/or Partnership materials (brochures, ads, commercials, videos, survey results/reports, etc.) developed by paid Partnership staff and/or Partnership members/committees must submit a written request (Communications Materials form) to the Executive Committee no less than 7 days prior to the next Executive Committee meeting – and before the intended use.

Section 2: The Executive Committee reserves the right to refuse use of Partnership logo and/or materials.

Section 3: Any individual or group denied the right to use the Partnership logo and/or materials may appeal to the Partnership general membership by making a written request to the Partnership Coordinator no less than 15 days prior to the next monthly Partnership meeting.

Violation of Article X Section 4 could result in legal action.

#### Article XII: Implied Powers

Section 1: It is understood that authority to act on any matter not expressly addressed in this document resides with the Healthy Linn Care Network Advisory Board and/or the general membership duly assembled to conduct business of the Partnership.

#### Article XIII: Amendments

Section 1: Any Amendment to these by-laws may be made at any regular scheduled meeting by a majority (51%) of sectors present.

#### Article XIV: Dissolution

Section 1: Upon dissolution of the Linn County Partnership on Substance Abuse all net assets of the Partnership will be distributed based on a general vote of Partnership sectors present at a publicly announced meeting.