

**KANE COUNTY COALITION FOR
HEALTH & WELLNESS**

BYLAWS

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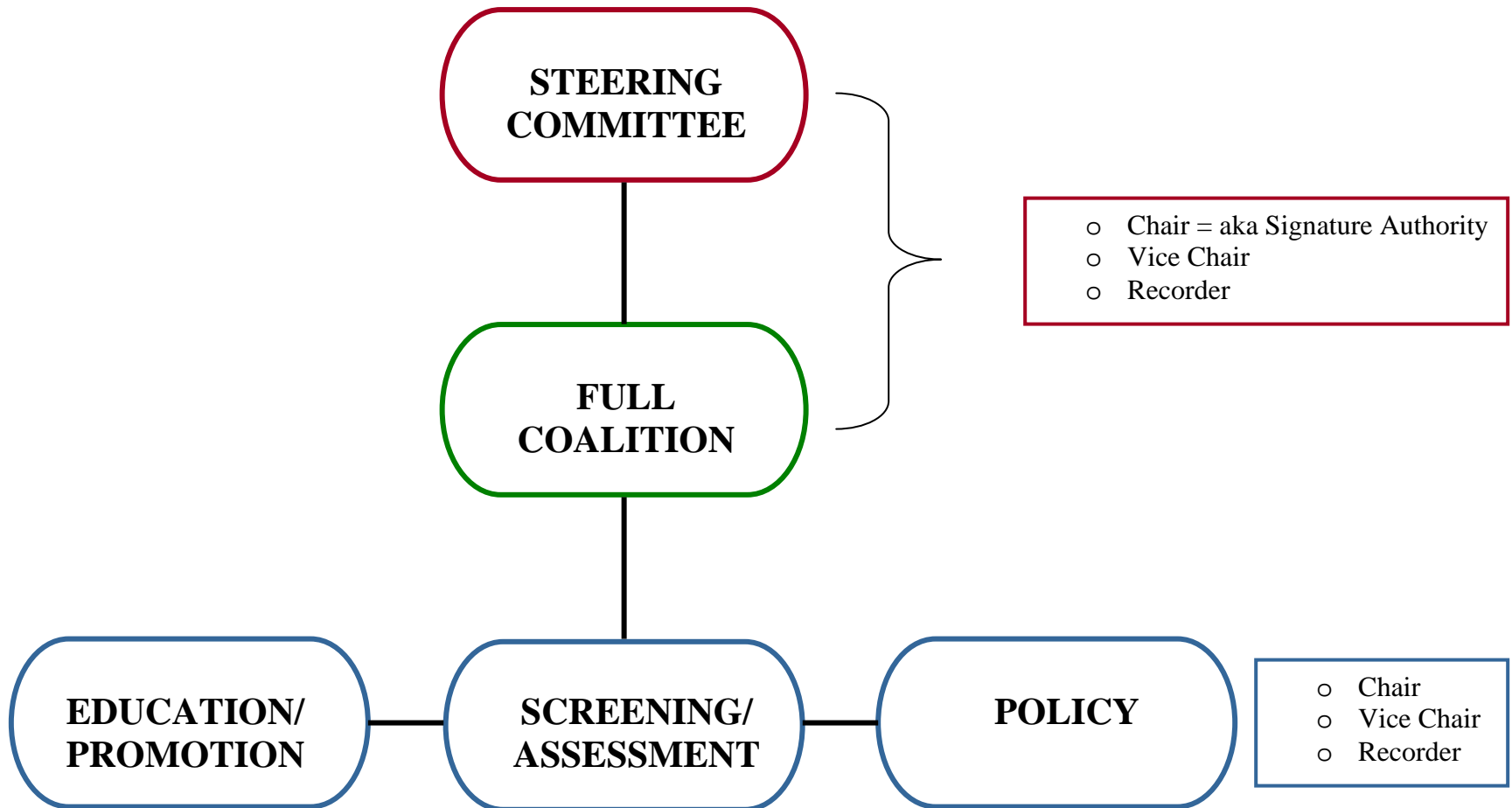
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KANE COUNTY COALITION FOR HEALTH & WELLNESS

ORGANIZATIONAL STRUCTURE



Article I Name and Location.

1.1 Name. The name of the organization shall be the “Kane County Coalition for Health and Wellness” (from here shall be referred to as “KCCHW” throughout this document) a nonprofit voluntary collaborative.

1.2 Location. Mailing address for the KCCHW shall be received on behalf of the Kane County Health Department, unless otherwise provided by the Coalition Chair, and shall be: *1240 North Highland Avenue, Suite 24, Aurora, IL 60506, Attention: Maureen Obuchowski, Health Education Coordinator.*

Article II Mission.

2.1 Mission Statement. To improve the health of Kane County residents by supporting and sustaining coordinated efforts that provide the community with health screening/referral, assessment, education, outreach, and policy advocacy.

Article III Purposes.

3.1 Purposes. The purposes of the KCCHW are to provide an overview of the current health status of Kane County, to develop and sustain an integrated and coordinated approach to enhancing health education campaigns to the community, activate the IPLAN (Illinois Project for Local Assessment of Needs) goals, and to improve the quality of life through preventive programs for Kane County residents.

To promote health, wellness, and disease prevention of body and mind to residents of Kane County.

3.2 Objectives. The objectives of the KCCHW shall include:

- (a) To bring together at the local level representatives of public and private agencies and existing coalitions engaged in the health and wellness of the residents of Kane County.
- (b) To invite persons with special expertise to provide professional health education, policy advocacy, community outreach prevention and screening programs, fundraising, public relations, and, as needed, to inform and participate in the work of the Coalition.
- (c) To foster inter-agency/intra-agency collaboration in efforts to better understand, prevent and treat chronic health conditions in Kane County Residents.
- (d) To assess the scope and magnitude of the health problems of Kane County residents by reviewing available information on incidence, prevalence, severity, temporal trends, cost of care, and the availability, practicability, and effectiveness of preventive measures.
- (e) To identify important gaps in available information on health and wellness in Kane County and seek ways to research missing information.

- (f) To develop a strategic plan to reduce the incidence and prevalence of chronic health conditions in Kane County and to revise and/or expand strategic plan as the need grows and/or changes.
- (g) To implement, evaluate, and revise plans for the prevention, early detection, and treatment of chronic health conditions in Kane County in such ways as to support the KCCHW mission.
- (h) To recommend priorities for education, prevention and early detection campaigns to Coalition members, participating agencies, State, County, Local Governing Bodies, concerned voluntary agencies, and other community coalitions.
- (i) To evaluate present and proposed strategies for preventive health and wellness campaigns in terms of assessed need, estimated costs, potential benefits, and the probability of success of each strategy.
- (j) To work to secure appropriate funding and broad-based community support for the Coalition's prevention strategies.

Article IV Organization.

4.1 Structure. The Coalition will consist of a general body of volunteer members as well as elected officers on the Steering Committee. The KCCHW shall be comprised of a Steering Committee, Full Coalition, and Workgroups, which together make up the KCCHW. The Coalition will coordinate health goals with other community partners to develop and implement health and wellness initiatives. To the extent possible, the membership will reflect a balance in geography and discipline.

4.2 Governance.

- (a) Full Coalition: The Full Coalition will bring together the Steering Committee, Workgroups, public citizens, local media, interested potential members and other community stakeholders in a forum for community updates, presentations, and to share additional information the Coalition Chair deems appropriate.
- (b) Steering Committee: The Steering Committee will be the main governing body of the Coalition, dealing with both procedural and substantive issues. The Steering Committee shall be directed by an elected Chair, who will also serve as the Signature Authority and the Chair of the KCCHW.
- (c) Workgroups: Each Workgroup shall be directed by a Workgroup Chair. Each Workgroup will be created to focus upon specific substantive health and wellness issues with targeted objectives.

Article V Membership.

5.1 General Membership. Membership in the KCCHW is open to any a) individual or b) organization or agency, private or governmental, profit or nonprofit, with an interest in health and wellness issues and with an active

commitment to fulfill the Coalition’s mission throughout Kane County. Membership in the Coalition shall be established by interested parties submitting a membership form to the Steering Committee. General members are strongly encouraged to join a workgroup.

5.2 Steering Committee Membership. Membership in the Steering Committee shall be comprised of 25 individuals: 15 permanent and 10 rotating members.

- (a) Permanent Membership: The Permanent Members shall be represented by the following breakdown of organizations: 4 hospitals and clinics, 3 voluntary agencies, 2 schools/school districts, 2 Kane County Health Department, 2 business community, 1 representative of a locally elected official, and 1 faith community.
- (b) Rotating Membership: The Rotating Membership of the Steering Committee shall be represented by social, civic, religious, and other interested organizations and shall reflect the diversity of the county. Invitations to join as a Rotating Member shall be proposed to the Steering Committee for review. If approved by the Steering Committee as a whole, the Rotating Members shall serve a one (1) year term.

Membership size and represented organizations can be amended as needed by the Steering Committee and requires a 75% vote. The Steering Committee shall analyze and evaluate areas for special recruitment by reviewing geographic and professional affiliation of current members at least annually. The Steering Committee, or as appointed by the Steering Committee Chair, will develop and provide new members with an introduction packet.

5.3 Recruitment. The Full Coalition and individual Workgroups shall review the geographic and professional affiliation of current members when necessary or at least annually, identify deficiencies in representation and initiate recruitment to rectify the identified deficiencies. New Members shall receive an introduction packet from either the Full Coalition or Workgroup Recorder.

5.4 Dues. There shall be no financial obligations on the part of the Members of the Steering Committee, Full Coalition, or Workgroups as a condition of membership.

5.5 Workgroup. Workgroups represent specific priorities and objectives of the Coalition’s overall mission. Each Workgroup shall be directed by a Chair. Committees shall have specific projects/goals and will report their progress at the Steering Committee and Full Coalition meetings. Workgroup Chairs will be voluntary positions.

5.6 Membership Forms. All parties interested in joining the KCCHW will be required to fill out a membership form.

Article VI Elected Position Responsibilities

6.1 Steering Committee. The Steering Committee will comprise of the following elected positions: Chair, Vice-Chair, and Recorder. The Steering Committee Chair shall serve as the Chief Volunteer of the Coalition and be a Kane County Health Department employee nominated and elected by the Steering Committee. The Chair shall have voting rights and will vote on all procedural and substantive issues. The duties of the Chair shall include but are not limited to:

- (a) To call and preside over all Steering Committee and Full Coalition meetings in addition to other Coalition functions;
- (b) To conduct the business of the Coalition within the policy guidelines as outlined in the bylaws;
- (c) To serve as the official spokesperson for the Coalition;
- (d) To serve as the Signature Authority for the Coalition;
- (e) To carry out other functions of the Coalition as deemed appropriate by the Steering Committee;
- (f) To work in tandem with other community stakeholders and general Coalition members who have an interest to participate in Coalition activities and on all matters relating to the Coalition's mission and purpose;
- (g) Shall serve in one (1) year terms; and,
- (h) If nominated and elected, s/he may run for additional terms.

The position of the Steering Committee Vice-Chair is open to any qualified member and nominations must be submitted to the Steering Committee. All nominations will be considered and voted on by the Steering Committee. The duties of the Vice-Chair shall include but are not limited to:

- (i) To assume the Chairpersonship of the Steering Committee and Full Coalition in the absence of the Chair;
- (j) To carry out the duties of the chairperson in his/her absence, including to serve as Signature Authority;
- (k) To assume the duties of the chairperson, if that office is vacated, through the remainder of the term; and,
- (l) To carry out other duties as delegated by the Chair.

The position of Steering Committee Recorder will be filled by a Kane County Health Department employee. The duties of the Recorder shall include but are not limited to:

- (m) To attend all Steering Committee and Full Coalition meetings;
- (n) To record the minutes of the Steering Committee and Full Coalition meetings and to make them available electronically on the KCCHW's website within business 3 days of the meeting;

- (o) To record Steering Committee attendees by preparing and distributing a sign-in sheet;
- (p) Inform Chair of the presence of a quorum before meeting and voting procedures;
- (q) To establish and maintain the formal record of the Coalition meetings, activities, elections, and policies with assistance from other Steering Committee elected individuals;
- (r) To prepare meeting agenda and to notify members of upcoming meetings;
- (s) To put together coalition membership packets and to ensure new members receive a packet in a timely manner;
- (t) To put together other meeting materials; and,
- (u) To carry out other duties as delegated by the Chair.

6.2 Workgroups. Each Workgroup will comprise the following elected positions: Chair, Vice-Chair, and Recorder. Each Workgroup shall administer informal voting procedures to elect, by a simple majority, each of the three (3) positions. The duties of the Chair shall include but are not limited to:

- (a) To call and preside over all Workgroup meetings;
- (b) To conduct the business of the Workgroup within the policy guidelines as outlined in the bylaws;
- (c) To present and provide Workgroup updates as called upon by the Coalition Chair;
- (d) To work in tandem with other community stakeholders and general Coalition members who have an interest to participate in the respective Workgroup focus area, on Coalition activities, and on all matters relating to the Coalition's mission and purpose;
- (e) Shall serve in one (1) year terms; and,
- (f) If nominated and elected, s/he may run for additional terms.

The duties of the Vice-Chair shall include:

- (g) To assume the Chairpersonship of the Workgroup and to carry out their respective duties in the absence of the Workgroup Chair;
- (h) To assume the duties of the chairperson, if that office is vacated, through the remainder of the term; and,
- (i) To carry out other duties as delegated by the Workgroup Chair.

The duties of the Recorder shall include:

- (j) To attend all Workgroup meetings;
- (k) To record the minutes of the Workgroup meetings and to make them available electronically on the KCCHW's website within 3 business days of the meeting;
- (l) To take record of the Workgroup attendees and prepare and collect meeting sign-in sheets;

- (m) To prepare the Workgroup agenda and to notify members of upcoming meetings;
- (n) To ensure new members have submitted membership forms to the Coalition Recorder and to receive a packet in a timely manner;
- (o) To put together other meeting materials; and,
- (p) To carry out other duties as delegated by the Workgroup Chair.

6.3 *Full Coalition.* The elected membership of the Steering Committee shall serve as the Chair, Vice-Chair, and Recorder of the Full Coalition.

Article VII Meetings and Attendance.

7.1 *Steering Committee Meetings & Attendance.* The Steering Committee will meet bi-monthly. The meetings shall be held for the purpose of conducting any business as outlined in the Coalition's mission and purpose. While it is the hope that members attend all meetings, it is expected that members attend at least 75% of meetings per year or face removal from office. The Steering Committee Recorder shall track attendance at all meetings. Upon convening each meeting, the Recorder shall distribute a sign-in sheet and ensure all members in attendance, including late-comers, sign in.

- (a) Absences: Steering Committee Members with two (2) unexcused absences or who have failed to perform their duties, may be removed from office by a simple majority vote of the Steering Committee. Excused absences must be received from the Steering Committee Chair, or when appropriate, Vice-Chair.

7.2 *Full Coalition Meetings.* The Coalition's general body (aka Full Coalition) will meet a minimum of 4 times a year to conduct official business. Official business will include but is not limited to: workgroup updates, special presentations, discussion of projects and goals, sharing lessons across sectors, dialogue about issues pertaining to the health and wellness of Kane County, or as the Chair deems appropriate.

7.3 *Workgroup.* Workgroup Chairs, or as appointed, shall set monthly meetings, or as deemed necessary, to discuss workgroup business.

7.4 *Special Meetings.* Will be called as needed by either the Steering Committee/Full Coalition Chair or Workgroup Chairs with appropriate notification to be sent out.

7.5 *Notice.* Notice of meetings shall be made in a timely manner (at least one week, unless emergent issues require otherwise) and will be communicated either through the KCCHW website, email notifications, meeting minutes, or by word of mouth at Steering Committee, Full Coalition, or Workgroup meetings.

7.6 *Compensation.* All Coalition members shall serve without compensation from the

Coalition.

Article VIII Voting.

8.1 Full Coalition Voting. If called to a vote, each member shall be entitled to one (1) vote on each matter. Voting procedures will be coordinated by the Chair. A motion shall be considered passed by a simple majority of the Coalition Members present. If necessary, the Chair may instruct other voting means (i.e. electronic voting) considering there would be appropriate notification as described in Section 7.5.

8.2 Steering Committee Voting. Each Permanent Member of the Steering Committee, including the Chair, shall have (1) vote. Rotating Members will not vote.

(a) **Quorum:** A quorum is required for the effective continuation of the Steering Committee's business and voting procedures. The Steering Committee will require a simple majority of the Permanent Members (15) to be considered a quorum. Eight (8) shall constitute a quorum. If quorum is not met, no substantive or procedural vote may take place and no proposal may be adopted.

(b) **Tied Vote:** Tied voting tallies should not be of concern in the event of a full attendance of the Steering Committee (25). In the event of an even quorum the procedure to continue after a tied vote shall be decided upon by the Chair, or Vice-Chair. If there are no instructions provided in a tie, the motion shall fail in the event of a tied vote.

(c) **Notice:** Notice of alternate means of voting, as called by the Chair, shall be made in a timely manner (at least one week, unless emergent issues require otherwise) and will be communicated either through the KCCHW website, email notifications, meeting minutes, or by word of mouth at Steering Committee, Full Coalition, or Workgroup meetings.

8.3 Workgroup Voting. Each Workgroup member, including the Chair, shall have (1) vote.

8.4 Proxies. Approved voting proxies will be considered on procedural and substantive issues. It is the responsibility of the Proxy to properly inform the Recorder of their status.

Article IX Records.

9.1 Meeting Minutes. Minutes of meetings shall be the responsibility of the respective Recorders or as appointed by the Chair. Meeting minutes shall be made available in a timely manner in electronic form on the KCCHW's website and for distributions in subsequent meetings.

Article X Community Relations.

10.1 Publicity. The Steering Committee shall provide the prompt, appropriate promotion of the Coalition and its activities including periodic media releases and other marketing as directed by the Steering Committee. The Steering Committee will periodically review the KCCHW website and recommend additions or changes so that this resource is timely and accurately reflects the KCCHW activities. The Steering Committee will review annual reports, pamphlets, and other publications about the Coalition prior to finalizing and printing of these items.

10.2 Website. The website for the KCCHW is www.kanehealth.com/coalition.htm and will be maintained by the Kane County Health Department. The Recorder of the Steering Committee, or as appointed by the Coalition Chair, shall update the website in a timely manner with meeting minutes, meeting announcements, updates, and other information deemed appropriate by the Steering Committee.

Article XI. Nondiscrimination.

11.1 Nondiscrimination. The members and officers of the KCCHW shall be admitted on a nondiscriminatory basis with respect to race, color, age, sex, religion, national origin, political affiliation, sexual orientation, marital status, disability, or membership in an employee organization..

Article XII Parliamentary Authority.

12.1 Rules of Order. At the discretion of the Steering Committee Chair, the latest edition of Robert's Rules of Order may be invoked to govern debate in either the Steering Committee, Full Coalition, or ad hoc meetings, considering that they are not in conflict with these bylaws. Otherwise, informal meeting procedures will be administered at all Coalition meetings. Each Workgroup shall have the power to adopt rules for the conduct of its business.

Article XIII Conflicts of Interest.

13.1 Conflicts of Interest. The policy endorsements of the KCCHW do not necessarily represent the positions of the individual members of the Coalition nor are the policy endorsements binding on the position or actions of the individual members of the Coalition. The Coalition understands that individual organizations may elect to take policy positions that are different than the position of the Coalition which acts as a separate and distinct entity.

Article XIV Indemnity Clause.

14.1 Indemnification. Considering the status of the KCCHW as a voluntary collaborative comprised of voluntary members, the KCCHW shall not indemnify any Coalition Members (Steering Committee, Full Coalition, and Workgroups) against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit, or proceeding in which they are made parties, by reason of being or having been an elected member or general member of the KCCHW.

Article XV Amendments.

15.1 Amendments to Bylaws. Proposed changes may be provided by any Coalition Member. Any proposed changes must be submitted in writing to the Steering Committee and will be considered within 60 days of receipt. Notices of amendments will be publicized to all Coalition members.

15.2 Voting. Amendments require a simple majority vote of the voting members present at the Steering Committee meeting.

15.3 Review of Bylaws. These bylaws shall be reviewed annually by the Steering Committee and take effect upon voting as outlined in Section 15.2.

Adopted Date: _____

Amended Date: _____