

BYLAWS

I. NAME

The official name of this organization is Hood County for Healthy Children. These Bylaws constitute the code of rules adopted by Hood County for Healthy Children for the management of its affairs.

II. VISION

Hood County is a community where children are safe, secure, healthy, and have a strong sense of self-worth.

III. ROLE OF COOK CHILDREN'S AS LEAD ORGANIZATION

Cook Children's Health Care System serves as the lead organization of Hood County for Healthy Children. Within Cook Children's, the Community Health Outreach Department is responsible for providing management of the Hood County for Healthy Children through a coordinator, which is a staff position.

As the lead organization, Cook Children's will provide the marketing, legal, grant writing and research resources and expertise, or designate those responsibilities to other coalition members.

As the budget allows, Cook Children's will provide administrative resources to help meet Hood County for Healthy Children objectives. These may include salary and benefits for a full- or part-time coordinator, food for selected meetings/events, and education collateral materials such as brochures and programmatic expenses. Resources may also include office space, telecommunication and mail services, and computer services.

Cook Children's shall serve as the primary fiscal agent for Hood County for Healthy Children. The fiscal year of Hood County for Healthy Children shall coincide with the fiscal year of Cook Children's.

IV. MEMBERSHIP

A. Composition

Any corporation, organization or individual in good standing in the community and supports the vision of Hood County for Healthy Children may apply for active membership. Membership in Hood County for Healthy Children is comprised of active and advisory.

Active members may vote. Voting members are directly involved in making decisions as part of the coalition. Advisory members are non-voting. Non-voting members regularly provide expertise but do not vote or participate in consensus decisions. Active members are involved in the work of the coalition; attend most meetings and activities; serve on work groups; assume leadership roles; recruit members; and fund-raise, if appropriate. Advisory members lend their names and credibility to the efforts of the coalition; publicly promote its work in the community; and provide valuable connections to key organizations or populations, even if attendance is occasional at meetings and functions.

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Hood County for Healthy Children should reflect the Hood County community by providing for diverse representation including, but not limited to, the following criteria: geographic, gender and race/ethnicity. Additionally, ecosystem representation will be pursued from school districts, public health, health care, social service, government, public policy, business, faith-based, academia/research, and citizen volunteers.

B. Applications and Resignations

Applications for membership may be made to the Hood County for Healthy Children coordinator for submission to the Leadership Team for approval. Applicants must agree to abide by these Bylaws and sign a Member Commitment Letter. Members wishing to resign from Hood County for Healthy Children should do so in writing to the coordinator who will forward the resignation to the chair and Membership Committee.

C. Decisions for the Good of All and Conflict of Interest

Members of Hood County for Healthy Children are responsible for making decisions for the good of the community. Members representing a specific geographic area or having a personal or professional commitment to a particular program must balance these needs and interests with the overall needs of Hood County. It is essential to remember that members are accountable to Hood County for Healthy Children partners and to the community, with a focus on improving the health status of children in Hood County.

Hood County for Healthy Children shall be noncommercial and nonsectarian. Members may not use the Hood County for Healthy Children roster as a means to solicit their own products or services, or to achieve their own personal agenda.

Serving on Hood County for Healthy Children may offer opportunities for members to benefit from the decisions of Hood County for Healthy Children. All efforts must be made to disclose any potential conflict(s) of interest. Although it may not always be in the best interest of Hood County for Healthy Children for members to avoid all conflicts of interest, it is essential that the Hood County for Healthy Children membership be knowledgeable and accept any potential conflict.

When a conflict of interest occurs, the following procedures should be followed:

1. Members shall disclose, as soon as possible, any potential conflict of interest that may occur with a pending Hood County for Healthy Children decision. It is wise to disclose even any appearance of a conflict.
2. Members shall abstain from voting on the decision that involves a conflict of interest and be sure the abstention is recorded in the minutes.
3. Members shall not attempt to influence the vote on a decision that would benefit him/her personally or his/her organization.

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D. Membership Requirements

1. Each active member must attend at least 50% of Hood County for Healthy Children meetings annually to remain in good standing. Hood County for Healthy Children is a county-level effort and meetings may be held in different cities/locations throughout the county. Members not attending or not sending representatives for one (1) year will be contacted by the coordinator on behalf of the Leadership Team to determine continued participation. If membership entity cannot be contacted or does not respond, it will be assumed to have resigned membership.
2. Each active member is expected to actively participate in implementing the Hood County for Healthy Children's Strategic Plan by periodically serving on a work group and/or facilitating the completion of one or more specific objectives of the strategic plan as follows:
 - a. Participate in Hood County for Healthy Children events and/or represent Hood County for Healthy Children at community events;
 - b. Assemble and/or distribute Hood County for Healthy Children materials in the community;
 - c. Advocate at the local, state and/or national policy levels;
 - d. Research and/or collect data on improving children's health in Hood County for Healthy Children's specific focus area(s);
 - e. Make community presentations to raise awareness and facilitate community participation about the Hood County for Healthy Children specific focus area(s); and
 - f. Donate funds and/or in-kind goods and services to further the Hood County for Healthy Children vision.
3. Advisory members are called upon to assist Hood County for Healthy Children on a short-term basis.

E. Membership Dues

No membership dues are required. In-kind donations and monetary contributions from the membership are appreciated.

V. GOVERNANCE AND STRUCTURE

A. Meetings

Regular meetings of Hood County for Healthy Children will be held at least four times per year. Special meetings can be called by the Hood County for Healthy Children chair or coordinator. Meetings may be cancelled with consent of membership.

A quorum is defined as the presence of 50% of the organizational Hood County for Healthy Children members at any regular or special meeting. This shall constitute the number necessary for purposes of conducting business or amendment of the Hood County for Healthy Children bylaws, rules and regulations. A simple majority of the quorum will be required for passing any action.

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The Leadership Team will notify, in writing, the Hood County for Healthy Children membership of proposed changes to the bylaws at least 14 days in advance. Proposed changes will be voted on at the Hood County for Healthy Children membership meeting immediately following the written notification of the proposed change, and will be passed by a simple majority of those present, providing that their number constitutes a quorum.

Robert's Rules of Order will be utilized as necessary.

Email and/or conference calls may be used when necessary to have a meeting or take a vote and may be called by the Hood County for Healthy Children chair or coordinator. When using conference calls, all parties must be able to both hear and vocally participate in the call/vote. Printed copies of each email vote must be kept, and reflected in the minutes.

B. Leadership Team and Officers

The Leadership Team is comprised of Hood County for Healthy Children officers, standing committee chairs, work group chairs and all members of the Vision Standing Committee. The Leadership Team shall meet as needed and meetings are called by the chair or coordinator. The presence of at least 50% of the members shall constitute a quorum, or the number necessary for the purpose of conducting business. A simple majority of the quorum will be required for passage of any action on behalf and in concert with the will of the Hood County for Healthy Children membership. Any member of the Leadership Team may resign by filing a written resignation with the Hood County for Healthy Children coordinator to be forwarded to the Chair.

All voting Hood County for Healthy Children members are welcome to attend Leadership Team meetings.

Nominations and Elections. Officers shall be elected by majority vote at the November meeting and shall take office January 1. A nominations committee of four (two Leadership Team members, and two general members) shall be selected in August by the nominations committee chair and shall submit its recommendations in October. The nominations committee shall consider representatives from various active member organizations.

Terms of Office. Elected officers shall be appointed for 2-year terms. Appointments to the Leadership Team will expire on a staggered basis, with no more than one-half of the committee changing at one time. Officers can serve two consecutive terms (four years) in the same office. Following two consecutive terms, officers may not be re-elected until a minimum of one year has passed.

Vacancies may be appointed by the chair. Filling a vacancy does not count toward a full term in office. Should an officer fail to fulfill his or her duties, that officer may be removed from office by a majority vote of the Leadership Team.

Responsibilities. The role of the Leadership Team is to provide guidance for Hood County for Healthy Children activities and growth. Responsibilities of the Leadership Team are as follows:

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1. Regularly review the strategic plan with the coordinator to keep Hood County for Healthy Children on target with stated goals and strategies;
2. Recommend priority areas for Hood County for Healthy Children activities in concert with Cook Children's priorities, assessment data, and promising/evidence-based practices;
3. Verify active membership in Hood County for Healthy Children;
4. Appoint two members to serve on a Nominating Committee;
5. Facilitate good decision processes and effective achievement of Hood County for Healthy Children objectives through promoting collaboration, respect and honesty among members;
6. Record minutes, which shall be made available to the Hood County for Healthy Children membership within 14 days after each meeting and upon request.

The role of the chair is to provide leadership for Hood County for Healthy Children activities and meetings to facilitate successful completion of objectives. Responsibilities of the chair are as follows:

1. Appointing committees and nominating chairs/co-chairs in consultation with coordinator;
2. Work with coordinator to set the agenda for all Leadership Team and Hood County for Healthy Children meetings;
3. Preside at all Leadership Team and Hood County for Healthy Children meetings;
4. Facilitate good decision processes and effective achievement of Hood County for Healthy Children objectives through promoting collaboration, respect and honesty among members;
5. Attend work group meetings if required;
6. Assure annual review of bylaws and strategic plan; and
7. Represent Hood County for Healthy Children in the community.

The role of the vice-chair is to support the chair in providing leadership for Hood County for Healthy Children activities and meetings to facilitate successful completion of goals and objectives. Responsibilities of the vice-chair are as follows:

1. Serve as chair at Hood County for Healthy Children meetings and attend work groups if the chair is unable to attend; and
2. Help plan and implement annual volunteer recognition.

The role of the secretary is to support the Leadership Team and facilitate Hood County for Healthy Children operations. Responsibilities of the secretary are as follows:

1. Record minutes of Hood County for Healthy Children meetings within 14 days after each meeting and upon request; and
2. Send out Hood County for Healthy Children and work group meeting notices, minutes and other correspondence as needed.

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C. Coordinator Role and Responsibilities

The Hood County for Healthy Children coordinator is a staff position filled by Cook Children's Health Care System. The role of the coordinator is to facilitate the development, implementation and evaluation of the Hood County for Healthy Children strategic plan. Responsibilities of the coordinator are as follows:

1. Provide hands-on, day-to-day management of Hood County for Healthy Children, including working with the chair to prepare meeting agendas, monitoring attendance, and providing technical assistance, information and research as required for Hood County for Healthy Children and work groups to make informed decisions;
2. Support the Leadership Team and work groups;
3. Serve on the Leadership Team as a non-voting member, but not as an officer except as secretary, if required;
4. Coordinate activities to avoid duplication of effort and facilitate reaching objectives;
5. Prepare member orientation materials and conduct new member orientations in partnership with the Membership Committee;
6. Represent Hood County for Healthy Children in the community;
7. Monitor and document alignment of Hood County for Healthy Children activities with strategic plan and evaluation;
8. Send out meeting notices, minutes and other correspondence as needed; and
9. Assess member satisfaction.

D. Standing Committees and Ad Hoc Work Groups

Hood County for Healthy Children may form standing committees and ad hoc work groups as needed to carry out its policies, procedures and decisions. Hood County for Healthy Children is responsible for monitoring progress and evaluating standing committees and ad hoc work group actions for effectiveness, and reviewing and acting upon work group requests for approval of actions. Standing committees and ad hoc work groups are organized according to operational needs or areas of focus determined by data compiled by Cook Children's and other sources.

The role of chairs/co-chairs of standing committees and ad hoc work groups is to provide leadership for activities. Responsibilities of standing committees and work group chairs/co-chairs include:

1. Chair meetings and work with the Hood County for Healthy Children coordinator to plan meeting dates/locations and activities;
2. Work with the Membership Committee to identify and recruit members;
3. Assure that attendance is recorded at all Hood County for Healthy Children activities, including meetings, events and training sessions. Attendance shall be submitted to the coordinator within 2 weeks following the activity.
4. Assure that key decisions of meetings are recorded as minutes or in summary format and submitted to the coordinator within 2 weeks following the activity;

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5. Make regular reports to Hood County for Healthy Children regarding accomplishments and challenges; and
6. Carry out activities as delegated by the Leadership Team.

Standing Committee: Membership. The role of the Membership Committee is to support and build Hood County for Healthy Children membership and leadership. Responsibilities of the Membership Committee include:

1. Regularly assess Hood County for Healthy Children membership using a ecosystem model and identify community representation as needed;
2. Reach out to identified community leaders;
3. Retain an active membership over time (i.e., buddy system, etc.);
4. Work with the coordinator to develop orientation materials; and
5. Work with the coordinator to conduct personal orientation sessions with new members.

Standing Committee: Nominations. The role of the Nominations Committee is to support and build Hood County for Healthy Children leadership candidates. Responsibilities of the Nominations Committee include:

1. Recruit two Leadership Team and two general membership representatives to serve on the Nominations Committee;
2. Call meetings in August-October as needed to identify qualified candidates for Hood County for Healthy Children officers; and
3. Present slate of candidates for November election.

Standing Committee: Vision. The role of the Vision Committee is to maintain coalition focus on accomplishing the objectives and strategies in the strategic plan and evaluate coalition progress. Responsibilities of the Vision Committee include:

1. Periodically review the strategic plan and recommend changes, if needed;
2. Develop and approve an evaluation plan and measurement plan to demonstrate coalition progress;
3. Monitor coalition progress based on the evaluation plan and make periodic reports to the coalition;
4. Provide guidance to work groups on evaluation and measurement as required;
5. Periodically review coalition bylaws and make recommendations for changes as needed; and
6. Participate as part of the Leadership Team.