

## **CONSTITUTION AND BYLAWS**

### **Article I Name**

This Local Association shall be known as the Minnesota Department of Health, Local Association of Middle Management Association (MMA).

### **Article II Purpose**

Section 1: The purpose of this Local Association shall be to carry out all policies and objectives of MMA and its Board of Directors.

### **Article III Membership**

Section 1. Any person who is a full dues paying member in good standing of MMA and who is employed by the Minnesota Department of Health shall be eligible for membership in this Local Association and shall remain eligible for continued membership if he/she/they maintain their full dues paying membership in good standing in MMA.

### **Article IV Meetings**

Section 1. Regular meetings of this Local Association will be held at least two times in each calendar year, at a time and place fixed by the membership or the Officers. To the extent possible, meetings will be accessible virtually for members not able to attend in-person.

Section 2. Special meetings may be called by the Local Association President or by petition filed with a Local Association Officer and signed by 10% of the Local Association members.

Section 3. A quorum at any meeting shall consist of two (2) Officers and 10% of the members. Members attending the meeting virtually will also be included in the count to determine 10% members present.

Section 4. Order of business

- A. Call to order
- B. Minutes of previous meeting
- C. Treasurer's report
- D. Unfinished business
- E. New business
- F. Adjournment

Section 5: To the extent not inconsistent with other provisions of this Constitution and Bylaws, the latest adopted modified Robert's Rules of Order shall govern.

## **Article V Officers**

Section 1: The Officers of the Local Association shall be: President, Vice-President, Secretary and Treasurer. Officers shall serve a two-year term.

Section 2: Vacancies in an office shall be filled for the remainder of the unexpired term by a vote of the membership at a regularly scheduled meeting or electronically via an email ballot.

Section 3: A vacancy in the office of President shall be filled by the Vice President.

Section 4: Officers shall assume duties as defined by these Bylaws or by the MMA Board and shall conduct and manage the affairs of this Local Association.

## **Article VI Duties of Officers**

Section 1: President:

- He/She/They will preside over all Local Association meetings;
- He/She/They shall be a member of all committees except the nominating committee;
- He/She/They may appoint standing and special committees;
- He/She/They shall make regular periodical reports to the membership;
- He/She/They will attend local meet and confer meetings and shall report to the membership the results of the meetings;
- He/She/They will promote the policies of MMA and carry out the directives of the MMA Board of Directors;
- He/She/They will conduct an annual poll/survey of the membership to seek their input for activities to engage the members on what they feel the leadership should be doing; and
- He/She/They will submit the concerns and directives of the Local Association membership to the MMA Board of Directors and its Officers. This in no way diminishes the ability of any member to take issues directly to the MMA Board or its staff.

Section 2: Vice-President:

- He/She/They will assist the Local President in the work of that office;
- He/She/They will preside at all meetings in the absence of the President, or the President's inability to serve, or in the event of a vacancy, and perform all duties otherwise performed by the President.

Section 3: Secretary:

- He/She/They shall keep minutes of all Local Association meetings;
- He/She/They shall keep a record of all proceedings and pertinent information of the Local Association; and
- He/She/They shall carry on the official correspondence of the Local Association and may be requested to perform such other duties as directed or required by the President.

Section 4: Treasurer:

- He/She/They shall receive and receipt all monies of the Local Association;
- He/She/They shall deposit all monies received in the name of the Local Association into a bank selected by the Local Association Officers. Money deposited shall only be withdrawn by check signed by the President and by the Treasurer;
- He/She/They shall prepare all checks, keep an accurate record of all transactions and report to the membership and Officers the financial condition of the Local Association;
- He/She/They shall report to the membership at the regular meetings and shall also prepare and submit an annual financial report to Middle Management Association.

**Article VII  
Elections**

Section 1. Nominations of Local Association Officers shall be made by a voting member at a regularly scheduled meeting.

Section 2. Elections will be by majority vote.

Section 3. Elections will be by secret ballot when there is more than one candidate for a position. When only one candidate is nominated for a position and agrees to serve, that candidate must be declared elected to that office.

Section 4. Reasonable notice of nominations and elections will be given, via U.S. postal or email, to all members in good standing. Notice of elections must be mailed to each member of the Local Association not less than 21 days prior to the elections.

**Article VIII  
Voting**

Section 1. Voting on any matter may be by voice vote or secret ballot. A roll call shall be recorded on any issue when requested by one or more members present and voting.

Section 2. Electronic voting shall be allowed, as needed, to conduct business between regularly scheduled meetings via an email ballot.

Section 3. Any member who is unable to be present at a Local Association meeting may give his/her/their limited/unlimited signed proxy to another member.


**Article IX  
Amendments**

Section 1. This Constitution and Bylaws shall become effective and remain so when it is approved by a majority of the members of the Local Association who are present and voting, and approved by the MMA Board of Directors.

Section 2. Any member may propose an amendment to the Bylaws. Such an amendment shall be presented in writing to the Local Association president.

Section 3. Subsequent amendments to this Constitution and Bylaws shall be subject to the same majority voting rules as apply to other Local Association actions. All members shall be notified of proposed amendments to the Constitution and Bylaws at least 15 days prior to an already scheduled meeting and at least 30 days prior to a special meeting not previously noticed.

This Constitution and Bylaws were adopted May 29, 2019.

  
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President

  
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Vice-President

  
\_\_\_\_\_  
Secretary

  
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Treasurer