

**Bylaws  
Of  
Maryland Healthy Eating and Active Lifestyle Coalition**

**ARTICLE I: NAME**

The name of this organization shall be the Maryland Healthy Eating Active Lifestyle Coalition

**ARTICLE II: PURPOSE**

The mission of the Maryland Healthy Eating and Active Lifestyle Coalition is to coordinate efforts and resources to increase the number of Maryland residents who eat healthfully and engage in physically active behaviors.

**ARTICLE III: MEMBERSHIP**

- a) Any person or organization is eligible for membership who has supported the mission of the Coalition through donation of time, effort, and/or money.
- b) Membership shall entitle members to participate in the programs of the Coalition and to participate in the election of Coalition Board of Directors members.
- c) The Board of Directors shall have the right to terminate the membership of any organization or individual if it fails to meet the qualifications for membership, or engages in activities which are not conducive with the interest of the Coalition.
- d) All members shall have one vote.

**ARTICLE IV: DIRECTORS**

- a) The management of the Coalition shall be vested in a Board of Directors which shall be composed of no more than 15 persons and no less than five persons. The Board shall determine the specific number of Directors periodically.
- b) Directors to serve for the ensuing year shall be elected by a majority of the existing members for a two year term. Voting will take place at the annual meeting. Vacancies may be filled by a vote of the majority of the remaining members of the Board of Directors.
- c) Decisions of the Board of Directors shall be by vote of a majority of those present.
- d) The members of the Board of Directors shall serve without compensation for their services. Directors and officers may be reimbursed for expenses reasonably incurred on behalf of the Coalition.

**ARTICLE V: OFFICERS**

- a) The officers shall consist of President, Vice-President, Secretary, Treasurer, and Past President.

- b) Officers shall serve a term two years.
- c) The officers shall have the authority and responsibility delegated by the Board as follows:
  - 1) The President shall preside at and conduct all meetings of the Members and Board of Directors. The President may sign all contracts and agreements in the name of the Coalition after the Board has approved them. The President serves as the representative of the Coalition in meetings and discussions with other organizations and agencies, and otherwise performs the duties which are ordinarily the function of the office, or assigned by the Directors.
  - 2) The Vice-President shall perform the duties of the President if the President is unable to do so or is absent; perform such tasks as may be assigned by the Board and, at the request of the President, assist in the performance of the duties of the President. (In the event that the office of President becomes vacant, the Vice-President shall automatically become President.
  - 3) The Secretary shall keep accurate records and minutes of all meetings of the Coalition; make available copies of the minutes of the previous meeting and distribute them in advance of each meeting or post on the Coalition web site; maintain a current listing of members with addresses, phone numbers, and email addresses.
  - 4) The Treasurer shall oversee the deposits of funds of the Coalition, the recording of all receipts and disbursements, preparation of financial reports, and filing the end of year financial, federal, and state tax reports.
  - 5) The Past President shall serve on the Board ex-Officio, for two years
  - 6) The fiscal year of the Coalition shall be from July 1<sup>st</sup> to June 30<sup>th</sup>.

#### **ARTICLE VI: MEETINGS**

- a) The annual meeting of the Coalition shall be held in October or November of each year, or at such time as soon as practical as determined by the Board of Directors.
- b) Regular meetings of the Board shall be held at least quarterly and may be scheduled more often by the President, with 30 days notice..
- c) Notice of regular Board Meetings, including the annual meeting, shall be posted on the Coalition web site, at least 14 days before the meeting date.
- d) At any meeting, a quorum shall consist of the members present. A majority vote shall consist of 50 percent of those present and entitled to vote at the meeting.

#### **ARTICLE VII: COMMITTEES**

- a) The Board of Directors may create committees with such powers as it deems wise to have.
- b) The Board of Directors shall establish the following standing committees for the conduct of business of the Coalition:
  - Advocacy
  - Communication and Marketing

- Maryland Nutrition and Physical Activity Plan Implementation

- c) The Chairs of each committee will be on the Board of Directors
- d) The President or Board of Directors may establish special committees as they deem necessary for the functioning of the Coalition. Each committee shall be given a specific charge and term.

**ARTICLE VIII: AMENDMENTS**

These bylaws may be amended by a majority vote of the Board of Directors, provided the proposed amendment(s) has/have been submitted to the Directors in writing with notice of the meeting to decide on the proposed amendments at least ten days prior to the meeting date.

**ARTICLE IX: NONDISCRIMINATION**

The organizations, officers, directors, employees, and persons served by this Coalition shall be selected in a nondiscriminatory manner with respect to age, sex, race, color, national origin, sexual orientation, and political or religious opinion or affiliation.

Adopted by the Board of Directors this \_\_\_\_\_ day of \_\_\_\_\_, 2009.

Signatures:

_____	_____
President	Dated
_____	_____
Vice-President	Dated
_____	_____
Treasurer	Dated
_____	_____
Secretary	Dated
_____	_____
Past President	Dated

I, the undersigned, being Secretary of the Coalition, hereby certify that the above is a true, complete, and accurate copy of the bylaws adopted by the Board of Directors.

_____	_____
Secretary	Dated