

**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 the term as specified in Article V: Officers. 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, President Elect, Secretary, Treasurer, and Past President.
- b) Secretary and Treasurer shall serve a term of two years. The President Elect shall serve a term of one year and then move to the president position. The President shall serve a

term of one year and then move to the immediate Past President position. The immediate Past President shall serve on the Board for one year.

- 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 President Elect 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 President Elect 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 fiscal year of the Coalition shall be from July 1st to June 30th.

ARTICLE VI: MEETINGS

- a) The annual meeting of the Coalition shall be held at such time 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

