

Bylaws
COLORADO ENVIRONMENTAL HEALTH ASSOCIATION
Adopted October, 1994
Amended September, 1997 & Amended September, 2009

ARTICLE I - NAME OF ASSOCIATION

Section 1.

The name of this Association is the Colorado Environmental Health Association, referred to as C.E.H.A. in these By-laws.

Section 2.

C.E.H.A. is established as a body corporate and politic not for pecuniary profits under the Provisions of Title 7, Article 40, Colorado Revised Statutes, 1973, as amended, as evidenced by the Certificate of Incorporation filed and admitted to the record of the Secretary of the State of Colorado the 29th day of November, 1966. C.E.H.A. is the recognized affiliate of the National Environmental Health Association for the State of Colorado.

ARTICLE II - MISSION AND OBJECTIVES OF THE COLORADO ENVIRONMENTAL HEALTH ASSOCIATION

Section 1.

The mission of the Association is: To promote environmental health as a profession which strives for continual improvement in environmental quality and the growth of individual professionalism.

Section 2.

The objectives of the Association are:

- A. To associate all qualified persons employed or interested in the field of Environmental Health either publicly or privately within the State of Colorado.
- B. To establish and promote high standards of qualifications and professional conduct for its members.
- C. To work for the advancement of Environmental Health professionals and to join and/or affiliate with other organizations for the same general purposes.
- D. To plan, provide, conduct and participate in lectures, meetings, classes, conferences, seminars, publications or any other similar means to advance the cause of Environmental Health whether general, professional, or technical.

ARTICLE III - FUNDING OF THE COLORADO ENVIRONMENTAL HEALTH ASSOCIATION

Section 1.

To accomplish the objectives in the Articles of Incorporation and these By-laws, the Colorado Environmental Health Association shall be funded from membership dues, gifts, bequests, devices, grants, and profits if any from activities undertaken in accordance with the objectives of this Association.

Section 2.

The Directors, as provided for in Article V, shall comply with all conditions upon which dues, grants, gifts, bequests, and devices are given, provided the conditions are not in conflict with the objectives of this Association as expressed in the Articles of Incorporation or these By-laws.

ARTICLE IV - MEMBERSHIP

Section 1.

There shall be six classes of membership, all with voting privileges, as follows:

- A. Active
- B. Student
- C. Retired
- D. Honorary
- E. Sustaining
- F. Life

Section 2.

Qualifications required for the six classes of membership are as follows:

A. Active: Any person who is employed in any environmental health field, any registered environmental health specialist or any individual with a general interest in the objectives of C.E.H.A. is eligible to become an active member upon payment of prescribed dues.

B. Student: Any full time college or university student working toward a degree with an interest in the association and its objectives is eligible for student membership upon payment of prescribed dues.

C. Retired: Any person who has been an active member of C.E.H.A. for five or more consecutive years, and who has retired is eligible for retired membership upon confirmation by the Board of Directors. No dues.

D. Honorary: Honorary membership may be conferred by a two-thirds vote of the Board of Directors upon any person or persons for distinguished achievement or service to, or in the field of Environmental Health. Nominations for honorary membership shall be submitted by the Nominating Committee to the Board of Directors for their approval. No dues.

E. Sustaining: Any business, company, corporation or association of such firms with a general interest in C.E.H.A. and its objectives, and which has a desire to contribute to its success shall be eligible for sustaining membership upon payment of prescribed dues.

F. Life: Any person who is an active member for at least one year is eligible for life membership. A life member pays a prescribed membership fee which will entitle them to all the rights of membership for life without paying any further dues. A life member shall receive a certificate recognizing their life membership.

Section 3.

Applications for membership:

A. All applications for membership or reinstatement shall be made to the Board of Directors in writing on forms as provided for appropriate consideration.

Section 4.

Membership standing:

A. Membership dues shall be submitted to the treasurer of the association upon receipt of dues statement.

B. Annual dues for classes of membership shall be established by the Board of Directors.

C. The membership year is from January 1 through December 31 of each year.

D. Any member whose dues are not postmarked before midnight of April 1 of the current year is considered not to be in good standing and is dropped from membership.

ARTICLE V - OFFICERS AND DIRECTORS

Section 1.

Board of Directors:

A. The Board of Directors of the Association shall consist of eleven (11) members, which shall be the officers of the Association (four [4] members), elected directors (five [5] members), the Environmental Health Director representative and immediate Past President.

Each director shall have a single vote in all matters brought before the Board of Directors. Each of the following areas shall be represented:

1. The Industry representative shall be a sustaining member of the Association or an active member employed in private industry. the term served shall be for two years, beginning at the Annual Business Meeting. This position shall be elected by the voting membership.
2. The Environmental Health Director representative shall be the president of the Colorado Directors of Environmental Health or his/her designee. The term served shall be for one year, from this group's last meeting of the year through the following year's last meeting (approximately November through October).
3. The Western Slope representative shall be from an area west of the Continental Divide.
4. The Northeast Colorado representative shall be from an area east of the Continental Divide and North of Interstate 70 excluding the metro counties of Adams, Arapahoe, Boulder, Broomfield, Clear Creek, Denver, Douglas, Gilpin and Jefferson;
5. The Southeast Colorado representative shall be from an area east of the Continental Divide and South of Interstate 70 excluding the metro counties of Adams, Arapahoe, Boulder, Broomfield, Clear Creek, Denver, Douglas, Gilpin and Jefferson.
6. The Metro representative shall be from the Denver Metro area counties of Adams, Arapahoe, Boulder, Broomfield, Clear Creek, Denver, Douglas, Gilpin, and Jefferson.

If a candidate is not available from a specified area, the position will be open to candidates from other areas of the State.

B. The officers of the Association shall consist of the President, President-Elect, Secretary, and Treasurer. The term of office for elected officers will be two years, beginning at the Annual Business Meeting. The President shall automatically assume the position of Immediate Past President, and the President-Elect shall automatically assume the position of President at the next Annual Business Meeting.

C. The Board of Directors shall manage the affairs of the Association in accordance with the Articles of Incorporation and these By-laws; shall be vested with the title to all property of the association in trust for the benefit of the Association, and shall have power to authorize all acts on behalf of the Association except to amend or change the Articles of Incorporation and these By-laws.

D. Any act or resolution may be approved by the majority of Directors provided a quorum is present.

E. Except for the two year terms specified in Part A, Section 1 of Article V of these By-laws, each director shall serve for three years regardless of the office they attain. However, the president shall serve as the immediate past president, which shall not count as one of their three years. A term shall be from one Annual Business Meeting through the following Annual Business Meeting.

Section 2:

Specific Duties:

- A. Each Board member shall be responsible to the President for each committee to which they have been assigned.
- B. The Board of Directors shall conduct and carry on the affairs and business of the Association at regular meetings.
- C. The Board of Directors shall adopt an annual budget and direct general management of the resources of the Association.
- D. The Board of Directors shall select depositories for funds of the Association.
- E. The Board of Directors shall provide for auditing the accounts of the Association at their discretion.
- F. The Board of Directors shall fix the time and place of the Annual Business Meeting, and any other authorized assembly.
- G. When the Board of Directors receives a written and signed complaint regarding any member's conduct it shall, at its next regular meeting, review each complaint and provide the member in question an opportunity to reply to the complaint. the Board may by affirmative vote of the Board members, reprimand or expel any member whose personal or professional conduct is determined to be detrimental to the integrity of the association.
- H. Any Board member who misses more than one board meeting without being excused may be removed from office by a majority vote of the Board of Directors.

I. The Board of Directors shall have the power to fill any vacancy on the Board until the next annual election, at which time the voting membership shall elect a replacement to fill the vacated office.

J. The Board of Directors shall provide any written policies needed for the purpose of carrying out these By-laws in cases not specifically covered herein.

K. The Board of Directors shall set dues for the classes of membership.

Section 3:

A. President:

1. The President shall be the Chief Administrative Officer of the Association, and the chairman of the Board of Directors.
2. The President shall be an active member of the National Environmental Health Association.
3. The President shall be the Association's delegate to the NEHA Annual Educational Conference unless otherwise designated by the Board of Directors.
4. The President shall preside at all business meetings and Board of Directors meetings.
5. The President shall assign individual Board members to be responsible for each standing committee.
6. The President is responsible in all matters to the Board of Directors.
7. The President shall be ex-officio chairman of all committees in the absence of the committee chair.
8. The President shall appoint an individual or agency responsible for maintenance of a membership roster.

B. President-Elect:

1. The President-Elect shall preside at all business and Board of Directors meetings in the absence of the President.
2. The President-Elect shall be ex-officio chairman of all committees in the absence of the President.
3. The President-Elect shall assume the Office of the President of the Association in the event of the death or the resignation of the President, or in the event of any illness or disability, which in the opinion of the Board of Directors renders the President incapable of carrying out the prescribed duties.

C. Secretary:

1. The Secretary shall keep minutes of all meetings, including motions, and otherwise record all official proceedings of the Board of Directors.
2. The Secretary shall make reports and perform other duties as may be consistent with the office, or as may be required by the Board of Directors or the President of the Association.
3. The Secretary shall be the official custodian of all current minutes and policy decisions of the Association.

D. Treasurer:

1. The Treasurer shall have custody of all funds of the Association which shall be deposited in the depositories designated by the Board of Directors.
2. The Treasurer shall be responsible for all disbursements, agreed upon by the Board of Directors action, by means of signed check or voucher.
3. The Treasurer may be bonded for the amount determined by the Board of Directors.
4. The Treasurer shall report the financial condition of the Association to the Board of Directors.

5. The Treasurer shall prepare a line item budget for the calendar year.
6. The Treasurer shall submit the budget to the Board of Directors for approval.
7. The Treasurer shall perform such other duties as assigned by the Board of Directors or the President.
8. The Treasurer shall preside at all business meetings or Board of Director meetings in the absence of the President and President-Elect.

Section 4.

Eligibility:

- A. Active members in good standing who have served on the board of Directors for one year shall be eligible for election as President-elect .
- B. Active members in good standing for two years shall be eligible for election for Secretary and Treasurer.
- C. Active members in good standing for one year are eligible for election to the Board of Directors.

ARTICLE VI - MEETINGS

Section 1.

- A. There shall be a minimum of one general business meeting a year, which shall be the Annual Business Meeting, and shall be held during the Annual Educational Conference. The time and place of the Annual Educational Conference shall be set by the Board of Directors.
- B. Each member of the Association shall be notified by the Board of this meeting by mail or in the official publication of the Association.
- C. A quorum shall consist of at least 25 members of the Association in good standing.
- D. The order of business at the Annual Business Meeting shall include the following.
 1. Ascertain that a quorum is present;
 2. Reading minutes of the last Annual Business Meeting;
 3. Treasurer's report;
 4. Approval of applications for membership;
 5. President's report (optional);
 6. Committee reports;
 7. Communications, bills, notices;
 8. Unfinished business;
 9. New business;
 10. Announcement of election results; and
 11. Adjourn.

Section 2.

Board of Director's meetings:

- A. The President shall designate and notify Board members of the time and place of the Board of Director's meetings and shall conduct a minimum of four (4) Board meetings a year. The President may call special Board of Directors meetings to consider urgent business. Notification of special meetings shall be at the discretion of the President, or by agreement of at least three Board members.
- B. A quorum shall be a majority of members currently occupying a position on the Board.
- C. The order of business shall include the following:

1. Roll call of Board members;
2. Reading minutes of previous meeting;
3. Treasurer's report;
4. Reports of committees;
5. Communications, bills, notices;
6. Unfinished business;
7. New business; and
8. Adjourn.

ARTICLE VII - ELECTION OF OFFICERS AND BOARD MEMBERS

Section 1.

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Section 1.

- A. Voting for officers and Board members shall be by ballot. Each member in good standing shall receive a ballot.
- B. Ballots shall be counted in the presence of a member of the Board of Directors not on the ballot and a teller committee appointed by that member.
- C. Majority vote shall prevail. In case of a tie vote, the office shall be decided by a majority vote of the Board of Directors.
- D. The results of the election shall be reported at the Annual Business Meeting.
- E. All members in good standing shall be entitled to cast a single vote in regard to each elective office, director, or to any matter as designated by these By-laws.

ARTICLE VIII - COMMITTEES

Section 1.

At the first Board of Directors meeting following the Annual Business Meeting, the President of the Association shall appoint one Board member to each of the following standing committees.

- A. Membership Committee
- B. Nominating Committee
- C. Publications Committee
- D. Education and Training Committee
- E. Legislative Committee

Section 2.

Committee structure:

- A. The appointed Board member shall be responsible for appointing the committee chair. The committee chair shall appoint the committee members.
- B. Other committees may be established by the Board of Directors as needed to implement the objectives of the Association. Each committee shall have one Board member appointed by the President as ex-officio chair.

Section 3.

Committee duties:

A. Membership Committee:

1. Work for the promotion of and the recruitment of membership.

B. Nominating Committee:

1. Prepare a list of all eligible and qualified candidates for each elected office and for the Board of Directors; and submit the slate of candidates to the Board of Directors for their approval. Upon approval by the Board of Directors, the slate of candidates shall be distributed on ballots to the members of the Association.
2. Candidates shall be submitted for each office and Board vacancy except the office of the President and Immediate Past President.
3. Recommend for the Board's approval the names of qualified candidates for C.E.H.A. and N.E.H.A. awards.

D. Publications Committee:

1. Prepare, edit and publish official publications of the Association.
2. Provide special news releases as needed to the membership.

E. Education and Training Committee:

1. Plan, arrange for, and carry out educational programs including the Annual Educational Conference.
2. Develop and implement training programs through grants, where possible.

F. Legislative Committee:

1. Obtain current legislation material on relevant proposed laws before the Colorado State Legislature.
2. Present legislative analysis to the Board of Directors.
3. Implement legislative actions as determined by the Board of Directors.

Section 4.

Committee Reporting. The chair of each committee shall be responsible for submitting committee reports as requested by the President for the Board of Directors review.

ARTICLE IX - AWARDS

Section 1.

A. The Milton M. Miller award is for an outstanding Environmental Health professional in the State of Colorado, given annually when there is a deserving recipient. The Board of Directors shall select a deserving recipient for the Award. The recipient must be a member of C.E.H.A.

B. Environmental Achievement Awards are for Environmental Health professionals working in the field of Environmental Health, but not employed in an administrative position. Recipients must be a member of C.E.H.A. and will be selected on the basis of their helpful, courteous and professional service in working with the public and fellow professionals, and whose service brings credibility and respect to the field of Environmental Health.

C. An Environmental Achievement Award is also presented to an industry, company, or organization who has made a significant contribution to the field of Environmental Health.

D. Presidential Citation(s) can be given annually at the discretion of the President, for contributions to the Association.

Section 2.

The Nominations Committee chair shall be responsible for the dissemination of information about the nominees to the Board of Directors.

ARTICLE X - AMENDMENTS TO THE BY-LAWS AND ARTICLES OF INCORPORATION

The By-laws or Articles of Incorporation may be amended by the following procedures:

- A. Ballots shall be distributed to all voting members along with proposed written changes to either the By-laws or Articles of Incorporation.
- B. The ballot shall contain a deadline date for the return of ballots and shall contain a provision where each proposed amendment can be voted upon.
- C. Proposed amendments shall be passed by an affirmative majority vote. Nothing in this Article shall prohibit the discussion of any proposed amendment(s) at any meeting.
- D. Proposed amendments shall be approved by the Board of Directors prior to being distributed to all voting members.

ARTICLE XI - PROCEDURES NOT COVERED

In procedural matters not covered by these By-laws, the provisions as set forth in the writings of Henry M. Roberts, including revisions, shall be followed.