

# **The Georgia Coalition to Prevent Underage Drinking By-Laws**

## **Preamble**

Note: This is where we state our commitment to inclusion from all regions of the state, our commitment to diversity in terms of race/ethnicity, gender, age, etc, and our commitment to youth as active participants in all aspects of planning, decision-making, etc.

### **Article 1. Name**

- 1.1 The name of the organization shall be the Georgia Coalition to Prevent Underage Drinking.

### **Article 2. Mission**

- 2.1 The Georgia Coalition to Prevent Underage Drinking is a statewide collaborative whose Mission is to advocate for community change on alcohol by mobilizing and building the capacity of individuals and organizations working to prevent underage drinking in Georgia.

### **Article 3. Membership and Fee Assessment**

- 3.1 **Membership.** Membership in GCPUD shall be voluntary and open to individuals, organizations, elected officials, businesses, community- and faith-based organizations and youth who reside in or are employed in the State of Georgia who support the Mission of the coalition and agree to champion its goals, objectives and guiding principles.
- 3.2 **Membership Categories.** Membership in the GCPUD falls within the following six categories:
  - 3.2.1 Individual
  - 3.2.2 Not for Profit Organization
  - 3.2.3 Faith-Based
  - 3.2.4 Government
  - 3.2.5 Youth
  - 3.2.6 Business
- 3.3 **Fee Assessment.** Fees may be assessed for membership on an annual basis at a rate determined by the Board of Directors.

## **Article 4. Organization Structure and Governance**

### **4.1 Organization Structure**

- 4.1.1 GCPUD shall have a Board of Directors, officers, members and strategy teams.
- 4.1.2 The Georgia Coalition to Prevent Underage Drinking shall be governed by its Board of Directors.
- 4.1.3 The Board of Directors shall be composed of officers of the Board and standing committee chairperson(s).
- 4.1.4 The Executive Committee of the Board shall be comprised of the officers of the coalition.
- 4.1.5 The Board of Directors shall act on behalf of its members and shall conduct business between regular meetings of GCPUD through the committee structure.
- 4.1.6 Any officer or standing committee chair who holds multiple offices will be entitled to only one (1) vote.

**4.2 Officers of the Board of Directors.** The officers of the Georgia Coalition to Prevent Underage Drinking shall be the: Chair, Chair-Elect and Immediate Past Chair, Secretary, Treasurer, and Parliamentarian.

**4.3 Committees.** The Alliance shall have standing, ad hoc and subcommittees structured on the Strategic Planning Framework. Standing Committees are:

- 4.3.1 Assessment/Evaluation Strategy Team
- 4.3.2 Capacity/Membership Strategy Team
- 4.3.3 Planning Strategy Team
- 4.3.4 Implementation Strategy Team
  - 4.3.4.1 Marketing/Public Relations (Communications)
  - 4.3.4.2 Advocacy/Policy
  - 4.3.4.3 Enforcement Strategy Team
  - 4.3.4.4 Resource Strategy team
- 4.3.5 By-Laws Committee
- 4.3.6 Youth Council
- 4.3.7 Each strategy team (committee) shall have a chair and co-chair.
- 4.3.7 Each committee will consist of volunteers from the membership at large.
- 4.3.8 Standing committees shall function as vehicles through which policies, action plans and recommendations will be formed to be presented to the Board of Directors for action and approval, ratified by the membership, as indicated.
- 4.3.9 The roles and composition of committees shall be defined by the Board of Directors.
- 4.3.10 Committees shall exist in sufficient numbers to execute the business of GCPUD in a manner consistent with its mission and goals.
- 4.3.11 The composition and duties of committees will be stated in the Operational Manual for the coalition upon its development.

### **4.4 Roles and Responsibilities of Board of Directors and Officers of the Board of Directors**

**4.4.1 Roles of the Board of Directors.** The Board of Directors shall:

4.4.1.1 Formulate policy for the Georgia Coalition to Prevent Underage Drinking

4.4.1.2 Act in good faith and in the best interest of GCPUD.

4.4.1.3 Assume responsibility for organizational documents such as Articles of Incorporation and By-Laws to establish procedures to following in carrying out its governance authority.

4.4.1.4 Determine, monitor and strengthen the coalition's programs and services.

4.4.1.5 Enhance the coalition's public standing.

4.4.1.6 Ensure legal and ethical gritty and maintain accountability.

**4.4.2 Duties and Responsibilities of the Chair:**

4.4.2.1 To preside at and conduct all meetings of the Board of Directors, Executive Committee and Coalition.

4.4.2.2 Appoint committees and designating chairpersons.

4.4.2.3 Appoint Ad Hoc committees to ensure efficient and effective operations.

4.4.2.4 To keep all members informed of all GCPUD activities and concerns.

4.4.2.5 To assist the Lead Agency in developing and maintaining positive relations with coalition members and local, state and national agencies collaborating with the coalition.

4.4.2.6 To serve as the coalition's official spokesperson.

**4.4.3 Duties and Responsibilities of the Chair-Elect (1<sup>st</sup> Vice Chair)**

4.4.3.1 The Chair-Elect shall assume all of the duties of the Chair when acting in the Chair's behalf.

4.4.3.2 To assume duties of Chair if office is vacated.

4.4.3.3 To carry out duties as delegated by the Chair.

4.4.3.4 To be familiar with the activities and interests of GCPUD.

4.4.3.5 The Chair-Elect becomes the Chair at the end of the Chair's term in office.

4.4.3.6 The Chair-Elect shall have coordination responsibilities for committees related to program development.

**4.4.4 Duties and Responsibilities of the Immediate Past Chair (2<sup>nd</sup> Vice Chair)**

4.4.4.1 The Immediate Past Chair shall convene and preside over GCPUD and Board of Directors meetings when neither the Chair or Chair-Elect is able to do so.

4.4.4.2 To assist in building and enhancing relations among the membership.

4.4.4.3 To oversee the Strategic Planning Process of GCPUD.

**4.4.5 Duties and Responsibilities of the Secretary**

4.4.5.1 To take minutes of the Board, Executive Committee and Coalition meetings.

4.4.5.2 To serve as custodian of all correspondence, minutes and other records of GCPUD, with the exception of financial records.

4.4.5.3 To act on such routine matters as designated by the Chair or assigned by the

Executive Committee.

4.4.5.4 To work closely with the Coordinator of GCPUD.

4.4.5.5 To coordinate with the Recording Secretary if one has been appointed.

#### **4.4.6 Duties and Responsibilities of the Treasurer:**

4.4.5.1 To collect and distribute funds on behalf of the coalition.

4.4.5.2 Provide fiscal management oversight and recommend membership fee structure.

4.4.5.3 Provide financial reports at meetings.

4.4.5.4 Prepare GCPUD budget with the Chair and Coalition Coordinator.

4.4.5.5 Work closely with the Resource Committee.

#### **4.4.7 Duties and Responsibilities of the Parliamentarian**

4.4.7.1 The Parliamentarian is responsible to help meetings run smoothly and graciously and assist the Chair do a good job conducting the meetings.

4.4.7.2 Advise the Chair on parliamentary procedures and help him/her conduct the meeting using the four basic principles of parliamentary law: courtesy and justice to all; consider one thing at a time; ensure that everyone is heard; and work toward consensus.

4.4.7.3 Assist on installation ceremonies.

4.4.8 **Fiscal Year.** The fiscal year of the Georgia Coalition to Prevent Underage Drinking shall be January 1 to December 31.

### **Article 5. Meetings**

#### **5.1 Georgia Coalition to Prevent Underage Drinking Meetings**

5.1.1 General coalition meetings shall be held at least quarterly.

5.1.2 Special membership meetings may be called by the Chair or one-third of the members. The Secretary shall send out notification of such meeting with no less than seven (7) days notification to its members.

5.1.3 The Board of Directors shall meet at least semi-annually. The Chair may call special meetings of the Board of Directors with no less than five (5) days notification to its members.

5.1.4 All meetings shall be conducted in compliance with Robert's Rules of Order where applicable.

#### **5.2 Committee Meetings**

5.2.1 Standing Committee meetings shall be held as deemed necessary by the committee members, but no less than bi-monthly. The committee chairs shall preside at all committee meetings.

## **Article 6. Quorums**

### **6.1 GCPUD Meetings**

6.1.1 The minimum number of members of the coalition required to comprise a quorum shall be \_\_\_\_\_.

### **6.2 Board of Directors' Meetings**

6.2.1 A quorum for Board of Directors' meetings shall exist when one third of the members are present, one of which must be the Chair, Chair-Elect or Immediate Past Chair.

### **6.3 Committee Meetings**

6.3.1 A Quorum shall consist of committee members present at committee meetings.

### **6.4 Annual Meeting**

6.4.1 At the annual meeting of the coalition members shall be present in sufficient number for the transaction of business to be considered valid.

## **Article 7. Voting**

### **6.1 Decision-Making**

6.1.1 The general membership of the Georgia Coalition to Prevent Underage Drinking shall vote at the Annual Meeting on the slate of officers presented by the Nominating Committee.

6.1.2 The general membership of the Georgia Coalition to Prevent Underage Drinking shall vote at the Annual Meeting on proposed changes to the By-Laws presented by the By-Laws Committee appointed by the Chair.

6.1.3 The Chair may call a Special Meeting of the general membership to vote on a matter related to the By-Laws or election of officers. The notification to the membership must be mailed, either ground or electronically, no less than fifteen (15) calendar days prior to the meeting.

### **6.2 Voting Procedures**

6.2.1 During general membership meetings, each member shall have one vote.

6.2.2 Each organization, community-based or faith-based organization or entity having more than one representative member in the coalition shall have one vote.

6.2.3 Members may vote by proxy or in abstencia. All such votes must be submitted in writing.

## **Article 8. Election of Officers**

### **8.1 Methodology**

8.1.1 Election of officers shall be conducted at the Annual Meeting and shall be supervised by the chairperson of the Nominating Committee.

8.1.2 A slate of officers shall be recommended by the Nominating Committee prior to the \_\_\_\_\_ meeting of the Board of Directors. Additional nominations ay be made fro the floor at the time of the election.

8.1.3 Each nominee must have served as a member in good standing of the Georgia Coalition to Prevent Underage Drinking for a period of \_\_\_\_ months. This provision may be waived by two-thirds vote of a quorum of the Board of Directors.

## **8.2 Term of Office**

8.2.1 All officers shall be elected for a one (1) year term and may not serve more than three terms in succession. The term of office shall begin on January 1 in the year following election and end on December 31 of that same year.

## **8.3 Removal from Office**

8.3.1 Absence from three (3) consecutive Board meetings within a year, without excuse, is equivalent to resignation from the Board of Directors. Confirmation of such absences and subsequent removal shall be given to the officer or member of the Board of Directors in writing.

8.3.2 An officer or member of the Board of Directors may be removed by a two-thirds vote of a quorum of the Board of Directors.

8.3.3 A Board member may be removed, at the Board's discretion, for malfeasance, misfeasance, nonfeasance and conflict of interest. These terms are defined as follows:

8.3.3.1 *Malfeasance* is defined as misconduct or wrong doing, especially by a public officer.

8.3.3.2 *Misfeasance* is defined as improper and unlawful execution of an act that in itself is lawful.

8.3.3.3 *Nonfeasance* is defined as failure to perform an act that is either an official duty or a legal requirement.

8.3.3.4 *Conflict of Interest* is defined as a conflict between the private interests and the public obligation of a person in an official position. Members of the Board shall not engage in business with the Georgia Coalition to Prevent Underage Drinking. Additionally, employees of the coalition or of grantees or delegate agencies, or members of such employees' immediate families shall not accept gifts in whatever form from:

8.3.3.4.1 Persons receiving benefits or services under any program served by the coalition

8.3.3.4.2 Persons performing services under contract, or

8.3.3.4.3 Persons who are otherwise in a position to benefit from the actions of any employee or Board member.

8.3.4 Notice of removal shall be given in writing not less than ten (10) days subsequent to such action.

## **8.4 Vacancies**

8.4.1 A vacancy in any office or on the Board of Directors because of death, resignation, disqualification, or otherwise, may be filled by appointment by the Board of Directors for the unexpired portion of the term. The Nominating Committee may recommend a successor to the Board of Directors.

## Article 9. Rules and Regulations

### 9.1 Rules

- 9.1.1 The Board of Directors of the Georgia Coalition to Prevent Underage Drinking may adopt, amend, or supplement rules and regulations governing the affairs of the coalition.
- 9.1.2 All such rules and regulations adopted shall be in compliance with all restrictions contained in the guidelines of potential funders who are funding a particular project or projects of the coalition. Furthermore, all such rules and regulations shall be adopted in conformance with the operating procedures and rules, regulations and guidelines of the administering agency of the funds, if any.
- 9.1.3 The rules and regulations shall be in the Operating Procedures Manual for the coalition.

## Article 10. Amendment of By-Laws

### 10.1 Procedures

- 10.1.1 Amendments to the By-Laws of the Georgia Coalition to Prevent Underage Drinking must be approved by the general membership at the Annual Meeting in accordance with the voting procedures stated herein.
- 10.1.2 At least fifteen (15) days written notice of an intention to alter, amend, or repeal these By-Laws at the Annual Meeting must be given.
- 10.1.3 The Chair may call a special meeting of the membership to amend the By-Laws. Notification of the special must be mailed to the membership fifteen (15) days prior to the meeting date.

The By-Laws of the Georgia Coalition to Prevent Underage Drinking have been approved by action of the membership on \_\_\_\_\_.

Signed by: \_\_\_\_\_ Signed by: \_\_\_\_\_  
Chair, Board of Directors Secretary, Board of Directors

Date: \_\_\_\_\_