

CONSTITUTION AND BY-LAWS

SOUTHERN ARIZONA CELIAC SUPPORT GROUP

CSA/USA Chapter #15, Tucson

ARTICLE I: NAME AND MEETING LOCATION

SECTION I: This organization is a chartered chapter of the Celiac Sprue Association/United States of America, Inc (CSA/USA). CSA/USA has authorized the use of its CSA-assigned Federal Identification Number (FEIN) for use by this chapter. CSA/USA and its chapters have been determined to be exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Efforts shall be made to incorporate as a non-profit organization operating in the state of Arizona.

SECTION II: For geographic purposes, this organization will be known informally as the Southern Arizona Celiac Support Group (SACS).

SECTION III: The location of the meetings will be determined by the SACS Executive Board. The mailing address is P.O. Box 0905, Cortaro, AZ 85652

ARTICLE II: PURPOSE AND OBJECTIVES

SECTION I: The purpose of SACS is to provide a support organization for persons Diagnosed with Celiac Disease (CD), Dermatitis Herpetiformis (DH) or Non-Celiac Gluten Sensitivity (NCGS), along with their families and friends.

SECTION II: SACS has the following objectives:

- a) To provide an environment for mutual support for CD/DH persons and their families.
- b) To provide practical information regarding CD/DH and the gluten-free diet.
- c) To exchange information relating to CD/DH with other organizations.
- d) To promote awareness/education to health care providers, restaurants and food manufacturers.
- e) To alert members to recent research concerning CD.
- f) To provide support and dietary information to those with Non-Celiac Gluten Sensitivity (NCGS) or anyone committed to maintaining a gluten-free lifestyle.

SECTION III: *Mission Statement:* SACS is dedicated to assisting Southern Arizona residents and visitors who have Celiac Disease, Dermatitis Herpetiformis or Non-Celiac Gluten Sensitivity, along with their family and friends.

ARTICLE III: MEMBERSHIP

SECTION I: Individual membership will be open to persons diagnosed with CD/DH/NCGS, health care providers, or others with an interest in CD/DH/NCGS.

SECTION II: Family membership will be open to persons diagnosed with CD/DH/NCGS and their families and friends. Only one family membership is required per family address, regardless of the number of family members diagnosed with CD/DH/NCGS.

SECTION III: As long as the requirements listed in the previous two sections are met, membership in SACS is open to all individuals without regard to age, sex, race, religion, or national origin.

SECTION IV: Annual membership fees are determined by the Executive Board and approved by a majority vote of the membership at any general meeting. Fees shall be \$15 for the fiscal year or \$65 for a five year membership.

SECTION V: Special status memberships may be granted by the President with the approval of the Executive Board.

SECTION VI: Membership shall be effective for one year, July 1 to June 30 the following year. Dues paid on March 1st or after will be considered paid for that upcoming year.

SECTION VII: Only members in good standing (yearly dues paid) may vote.

ARTICLE IV: MEETINGS

SECTION I: SACS shall have membership meetings as directed by the Executive Board. These may occur quarterly throughout the year.

SECTION II: Meetings are open to all members and their guests. Meetings may be open to persons attending in response to announcements of the meeting.

SECTION III: The time, place, and any fees for each meeting are determined by the Executive Board.

SECTION IV: A quorum of representatives attending a meeting shall be based on twenty percent of all voting members. A quorum shall be required before a vote can be completed.

SECTION V: All issues and motions shall be decided by a majority vote. All members in good standing at the meeting (or by absentee ballot) shall have one vote each, with the exception of the President. The President does not vote on any issues or motions except to break a tie.

ARTICLE V: THE EXECUTIVE BOARD

SECTION I: The Executive Board is responsible for establishing and implementing the business affairs, programs and activities of SACS.

SECTION II: The Executive Board is composed of President, President-Elect, Vice President/Membership Chair, Secretary, Treasurer, Past-President, and Board Members-at-Large.

SECTION III: The Executive Board has the following duties:

- a) Manage the business affairs of SACS.
- b) Establish and amend the general policies and procedures of the organization.
- c) Provide for sound fiscal management of the organization including adoption and administration of an annual budget.
- d) Appoint committees as needed.
- e) Approve committee plans for which there are no existing procedures.
- f) Approve the yearly plan for programs and activities of the organization.
- g) Initiate proceedings for removal from office when duties are not being performed adequately.

SECTION IV: The Executive Board shall meet as needed. The date, time, and place of these meetings shall be set by the President. The Executive Board may delegate specific business matters to Officers between board meetings and the Executive Board may vote on board matters via Email or phone call, if necessary.

SECTION V: The Executive Board shall hold a planning meeting once each year. The purpose of the meeting is to set a schedule for the membership meetings for the next twelve months. The planning meeting should be held before the first general membership meeting of each year.

SECTION VI: All members of SACS shall have the right to attend the Executive Board meetings and be heard. Only Executive Board members shall have the right to vote at Executive Board meetings. A quorum of sixty percent of Executive Board members shall be present before a vote can be completed.

SECTION VII: The Executive Board shall have the authority to spend up to \$500 for non-budgeted expenses without the approval of the general membership.

ARTICLE VI: OFFICERS

SECTION I: The elected Officers are President, President-Elect, Vice President/Membership Chair, Secretary and Treasurer. Board Members-at-Large may be appointed and approved by the Executive Board as needed.

SECTION II: There is one non-elected Officer: the Past-President. This position is filled by the most recent previous president who is a) not a current Officer; b) is a member of SACS in good standing; and c) is willing to serve in this position.

SECTION III: All Officers shall be members of SACS in good standing (paid membership). CSA/USA also requires that Chapter Officers maintain a membership to CSA/USA throughout their term(s) of office.

ARTICLE VII: TERMS OF OFFICE

SECTION I: The term of office shall be for one year for all Officers, commencing July 1.

SECTION II: The maximum of two consecutive terms is permissible for the President. In the event the President is elected to serve a second consecutive term, the President-Elect shall, with the President's permission, automatically serve a second year as President-Elect. Any number of consecutive terms is permissible for the other Officers.

SECTION III: A vacancy in the office of the President-Elect, Vice-President/Membership Chair, Secretary, Treasurer, or ~~Board~~ Members-at-Large shall be filled for the remainder of the term by a person appointed by the Executive Board.

SECTION IV: A vacancy in the office of President shall be filled for the remainder of the term by the current President-Elect.

SECTION V: A vacancy in the office of Past-President shall be left open until the current president is no longer president.

SECTION VI: The following process is to be used for removing an officer from office:

- a) Removal proceedings can be initiated by either the Executive Board or by a petition signed by ten percent of the membership, presented to the Executive Board.
- b) If the Executive Board deems removal, notice will be provided to the general membership. Removal of an officer will require sixty percent of all membership votes represented in person or by absentee ballot.

ARTICLE VIII: DUTIES OF OFFICERS

SECTION I: All Officers are expected to attend a majority of executive and regular \ membership meetings.

SECTION II: The **President** shall have the following duties:

- a) Lead all membership meetings.
- b) Ensure that the proprietors of any facilities to be used during SACS meetings and activities have been notified.
- c) Set and lead the yearly planning meeting.
- d) Set and lead other Executive Board meetings, as needed.
- e) Delegate duties and responsibilities to Executive Board members and members as needed.
- f) Appoint committee chairpersons as needed.
- g) Appoint Nominating Committee to prepare a slate of elected Officers.
- h) Act as liaison between SACS and any other organizations which have a common interest in CD/DH/NCGS.
- i) Act as liaison between Officers and the Advisory Board (Article X).
- j) Supervise the general affairs of SACS.
- k) Assure the annual Chapter Report is prepared and submitted to CSA/USA and made available to SACS members.
- l) Write and sign checks in the absence of the Treasurer.
- m) Perform any other duties usually associated with the office of the President.

SECTION III: The **President-Elect** shall have the following duties:

- a) Perform the President's duties at any SACS meeting or event where the President is absent.
- b) Serve as chairperson for the Program Committee.
- c) Be responsible for obtaining speakers and/or setting up programs for membership meetings.
- d) Be responsible for scheduling facilities and requesting a Certificate of Insurance (COI) from CSA/USA for each meeting and/or facility.

SECTION IV: The **Vice President** shall have the following duties:

- a) Serve as chairperson for the Membership Committee.
- b) Provide information to potential new members.
- c) Coordinate membership applications with the Treasurer and provide new membership packets to all new members.
- d) Assist the President as needed.

SECTION V: The **Secretary** shall have the following duties:

- a) Record minutes of all membership meetings and Executive Board Meetings.
- b) Preserve and maintain the archives of the SACS meeting minutes and other important historical documents.
- c) Handle SACS correspondence.

SECTION VI: The **Treasurer** shall have the following duties:

- a) Be responsible for all funds of SACS, including signing checks and making deposits in a timely fashion.
- b) Keep full and accurate accounts of all receipts and disbursements in books belonging to SACS.
- c) Render a financial report to the Executive Board when requested, but at least quarterly.
- d) Render a report on the financial status of SACS to the membership when requested, but at least quarterly.
- e) Make recommendations to the Executive Board for board-directed expenses and fiscal policy for the organization.

SECTION VII: The **Past-President** shall serve as an advisor for the other Officers, in particular for the President. The Past-President can assist with the duties of the other Officers as needed.

SECTION VIII: The duties of the Board **Members-at-Large** are to be present at membership meetings and Executive Board meetings, assist the other Officers, and serve as directed by the President, to include chairing committees.

SECTION IX: The financial records of SACS shall be reviewed annually. The Executive Board shall choose one or more persons from the SACS membership to perform the review, or to conduct an audit, if deemed necessary.

ARTICLE IX: ELECTION OF OFFICERS

SECTION I: The Nominating Committee shall have the slate of Officers available to be announced in the newsletter preceding the meeting when the election will be held. Elections will be held at a time designated by the Executive Board during a general membership meeting.

SECTION II: Nominations will be permitted from the floor during the membership meeting. All nominees shall be members in good standing who have given their consent to the nomination.

SECTION III: Elections shall be directed by a simple majority of all votes cast.

ARTICLE X: THE MEDICAL ADVISORY BOARD

SECTION I: The Executive Board shall be empowered to set up a Medical Advisory Board (MAB). The Executive Board shall designate the chairperson and purpose of the MAB. The MAB shall consist of one or more physician advisors and one or more dietitian advisors, as well as other qualified medical professionals. The purpose of the MAB shall be to set medical and dietary guidelines for the organization and to review all printed materials for content and medical/dietary accuracy. Members of the Medical Advisory Board shall be appointed and removed at the Executive Board's discretion.

SECTION II: Medical and dietary material, printed under SACS, should be reviewed by the Medical Advisory Board. If there is no Medical Advisory Board, a disclaimer should be used.

ARTICLE XI: AMENDMENTS

SECTION I: These By-laws may be amended by a two-thirds affirmative vote at a regularly scheduled SACS membership meeting. Written notice of the proposed amendment(s) shall be given to SACS members at least 14 days prior to the meeting when the vote is to take place.

ARTICLE XII: PARLIMENTARY AUTHORITY

SECTION I: Robert's Rules of Order (Simplified) shall constitute the parliamentary procedure for the conduct of SACS membership and Executive Board meetings. These rules can be suspended or amended by a two-thirds affirmative vote at any given meeting. Such changes are only in effect for the duration of the meeting in which they are made.

SECTION II: Any conflict between Robert's Rules of Order (Simplified) and these By-laws shall be resolved in favor of these By-laws.

ARTICLE XIII: EFFECTIVE DATE OF BY-LAWS

SECTION I: These By-laws shall take effect immediately upon acceptance by the membership. These constitution and By-laws were unanimously approved by the SACS membership on **February 27, 2010** at a general membership meeting and take effect immediately.