

CONSTITUTION AND BY LAWS OF THE DISTRICT OF COLUMBIA METROPOLITAN  
AREA BRANCH (DCMAB) OF THE COMMISSIONED OFFICERS ASSOCIATION

PREAMBLE

Whereas, the advancement of Public Health knowledge and the elevation of the professional standards and efficiency of public health workers in general, and the promotion of the interests and welfare of the United States Public Health Service and its officers in particular, are objectives to which we subscribe, and

Whereas, the Commissioned Officers Association of the United States Public Health Service, Inc., has for many years worked in pursuit of these purposes, and

Whereas, we approve the work of the Association and believe that the effectiveness and usefulness of its efforts can be extended by the formation of local branches; be it

Resolved, that we constitute such a branch of the Commissioned Officers Association and pledge ourselves to advance public health knowledge and practice in every possible way, and to make this branch an outstanding example of cooperative endeavor, subscribing fully to the objectives and purposes of the Commissioned Officers Association as set forth in its constitution.

CONSTITUTION

**Article One: Name**

The name of this organization shall be the District of Columbia Metropolitan Area Branch of the Commissioned Officers Association of the United States Public Health Service, Incorporated and referred to herein as the Branch.

**Article Two: Objectives**

The Branch and its individual members shall be guided in their activities by the objectives of the Commissioned Officers Association of the United States Public Health Service, Incorporated (referred to herein as the National Association) as outlined in the Constitution of said association. The purposes of the Branch are, among others, to:

- (1) Further the aims of the National Association by extending its activity in the District of Columbia Metropolitan area.
- (2) Obtain for commissioned officers of the United States Public Health Service (referred to herein as the Service) assigned to this area the advantages of affiliation with an organization of high ideals.
- (3) Furnish a medium by which commissioned officers of the area may contribute their individual and collective efforts along lines of value to public health workers in general.
- (4) Encourage proper and helpful relationships between the commissioned officers and the Service, their respective professions, other public health workers, the other uniformed services, and the community.
- (5) Exclusively for the charitable and educational purposes of organizing, establishing, promoting, and supporting activities for the Commissioned Officers of the United States Public Health Service and their families.
- (6) To carry out all or any part of the Purposes of the

Corporation as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association or corporation, and, in carrying out its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient, or proper for the accomplishment of any of the objects and purposes enumerated in the Articles of Incorporation or incidental to the powers specified in the Articles of Incorporation, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

**Article Three: Membership**

The membership of this Branch shall consist of the following categories: Active, associate, retired, ready reserve, life, honorary, former commissioned officers of the Service, students, and such others as defined in the constitution of the National Association. Eligibility for each category of membership shall be prescribed in the constitution of the National Association. Only active, retired, and life members may vote and hold office.

**Article Four: Amendments**

Any active, retired, ready reserve, or life member of the Branch may propose amendments to this Constitution. A proposed amendment must be submitted in writing to the President at the Branch meeting. The Board of Directors (referred to herein as The Board) shall review the proposal to ensure that, if adopted, there would be no conflict with the constitution or bylaws of the National Association; the Board may not alter the proposal in any way except to note such conflicts. The Board shall then order the proposal to be distributed to the membership, and may attach to the proposal its comments and recommendations. The Board shall schedule the proposed amendment for consideration by the members no later than the second Board meeting following the meeting at which the amendment was introduced, and the meeting announcement shall specify that the amendment will be considered. There shall be a period of at least ten days between the date the proposal is distributed and the date of its consideration by the members.

If a quorum, as defined in the Bylaws, is present at the specified meeting, the President shall present the proposed amendment to the members and shall allow discussion and a vote. The proposal may be revised provided that such revision is germane to the original proposal. If the proposed amendment, with any adopted revisions, receives the votes two-thirds of the members present, it shall become a part of the Constitution. If a quorum is not present, the proposed amendment shall be placed on the agenda of each subsequent meeting until such a time as it can be considered by a quorum.

## Article Five: Parent Organization

The National Association is the parent organization of this Branch. Chapter two of the bylaws of the parent organization provides the authority for this Branch.

## BY-LAWS

### Article One: Eligibility

Any individual who is within the purview of one of the membership categories described in Article Three of the Constitution, resides or is stationed in the metropolitan area of the District of Columbia, is not a member of any other local Branch of the National Association, signifies the intention of adhering to the constitution of the parent organization, and subscribes to the principles announced in the Preamble, Constitution, and Bylaws of the Branch is eligible for membership.

### Article Two: Officers and Governing Body

#### Section One: Officers

The officers of the Branch shall consist of a President, Vice-President, Secretary, and Treasurer.

#### Section Two: Board of Directors

The governing body shall be known as the Board of Directors (referred to herein as the Board) and the President of the Branch shall be its Chairman. The Board shall consist of the officers set forth in Section One of this article plus the immediate past President, the President of the Officers' Wives Club, and the nine members-at-large elected in accordance with Article Seven. An Alternate may be selected by a member of the Board of Directors if extenuating circumstances preclude that member from attending a meeting, providing that the President of the Branch is notified prior to the meeting and that the alternate is an active member; such an alternate will have voting privileges for that meeting only.

\* Any commissioned officer member of the Board who is absent at four consecutive meetings of the Board, regardless of whether an alternate is sent, shall be automatically terminated from involvement on the board for the remainder of that Board member's term. That member shall receive formal notification from the President that the Bylaws of the Branch are being followed, and a new Board member selected in accordance with Article Seven, Section Five.

#### Section Three: Duties

The duties of the Board shall be to formulate policy for the guidance of the Branch and to conduct business in accordance with that policy, provided that such policy shall not conflict with the Bylaws nor with the guidance of the membership as expressed by a motion or resolution adopted at a Branch meeting. The Board shall have the supervision of all funds and finances of the Branch and shall prepare an annual budget. The Board shall keep the members routinely informed of its activities, and comply fully with the Articles of Incorporation as recorded on July 14, 1989 in the State of Maryland.

#### Section Four: Board Meetings

Regular meetings of the Board shall be held once a month from September through June at a time and place selected by the Board.

\* Special meetings of the Board may be called by the Chairman.

#### Section Five: Quorum

The transaction of business by the Board shall require a quorum of at least 50% of its members or alternate members.

### Article Three: Committees

There shall be the following standing committees:

- (1) Membership
- (2) Program
- (3) Service
- (4) Finance
- (5) Liaison
- (6) Nominating
- (7) Resolutions
- (8) Newsletter/Communications

The Board may create Ad-Hoc committees as required. The Chairman shall appoint committee members with the approval of the Board and announce the appointments by appropriate means to the general membership. The Chairman shall provide each committee with a charter setting forth the committee's function and the requirements of the committee's operation and may revise such charter from time to time as deemed appropriate. The immediate Past-President will have the opportunity to cast one vote in each of the Standing Ad-Hoc Committees when issues surface which require a committee majority consensus.

### Article Four: Branch Meetings

#### \* Section One: Regular Meetings

There shall be a minimum of four Branch meetings annually. Meetings may be held in conjunction with other Branch activities. The time and place of each meeting shall be announced to the general membership by appropriate means at least one week prior to the date of the meeting.

#### Section Two: Quorum

For the purpose of conducting business at a Branch meeting, a quorum of 35 members shall be required.

#### Section Three: Special Meetings

The President shall call a special meeting of the Branch upon receipt of a petition signed by 35 or more Branch members, provided that such petition shall state in specific terms the business to be considered. A special meeting called under this Section shall be announced by appropriate means as prescribed in Section One of this Article and such announcement shall state the purpose of the meeting. The special meeting will be held within two weeks of receipt of a valid petition; however, if it is the consensus of the Board that a meeting to address the stated purpose cannot be arranged within two weeks, the board may set a date not later than 30 days from the date of receipt of the petition.

### Article Five: Dues

The annual membership dues beginning fiscal year 1991 shall be five dollars (\$5.00). The President of the Branch, with the concurrence of the majority of the Board, shall have the prerogative to raise dues on an annual basis if current or anticipated Branch expenses justify such an action. The dues shall in no case exceed the original dues of two dollars (\$2.00) which members initially paid when the Branch was created in 1959, adjusted by the Consumer Price Index (CPI) to the current year. Dues shall be payable concurrent with payment of dues to the National Association, and membership shall be forfeited upon notification from the National Association that dues have not been paid for the current fiscal year. An officer who moves into the geographic area of the Branch, who has paid dues for the current year in another branch of the National Association, shall be entitled to membership in this Branch for the remainder of the fiscal year at no further cost. In no cases will dues be pro-rated for a portion of the year. The Officers Wives Club will not be charged dues for representation on the Board.

### Article Six: Fiscal Year

The fiscal year of the Branch shall be from July of one year to June 30 of the following year.

**Article Seven: Holding Office or Position on the Board of Directors**

Section One: Eligibility

Only active, retired, ready reserve, and life members of the Branch may hold an office or a position on the Board.

Section Two: Terms

The President, Vice-President, Secretary, and Treasurer shall hold office for terms of one year. An officer may serve no more than two consecutive terms in the same position without a break of at least one year. The immediate Past-President shall serve until the current President leaves office and become the new immediate Past-President. The members-at-large shall serve two-year terms and may serve consecutive terms without limit. The members-at-large positions shall have overlapping terms such that positions are filled according to the criteria in Section Three of this Article. The terms of positions on the Board shall coincide with the Branch's fiscal year.

Section Three: Nominations:

The Chairman shall appoint three members from different officer categories to the Nominating Committee and announce the appointments no later than March 1 of each year. The Nominating Committee shall nominate at least two candidates from active members for each office (i.e., President, Vice-President, Secretary, and Treasurer). For even numbered years, the Nominating Committee shall nominate at least two active members for each of the following categories: Medical, Engineer, Scientist, and Nurse. For odd numbered years, the Nominating Committee shall nominate at least two retired members for the one retired member-at-large position, and at least two active members for each of the following categories: Pharmacist, Health Services, Dental, and Combined (Sanitarian, Dietitian, Therapist, and Veterinarian). The Nominating Committee shall verify that each candidate is willing and able to serve if elected. The Nominating Committee shall further endeavor to select candidates that are representative of the various ranks, regional duty station, and Agencies of the Service. If the Nominating Committee cannot find enough active members interested in running as an officer or member-at-large in any particular category to fulfill the requirements in this Section, then a candidate may run unopposed, provided that a space for a write-in is available on the ballot. Member-at-large positions totally deficient in interested active members of the designated category will be unfilled until the next election scheduled for that category.

Section Four: Elections

An election shall be held each year by a mail ballot to be distributed during the month of April. The period for receipt of ballots shall close 21 days after distribution; the ballots shall be counted and the results of the election made available within two weeks of the closing date. The results shall be included in the announcement for the next Branch meeting. For each office, and for each member-at-large position, the candidate receiving the highest number of votes shall be elected. Write-in votes shall be allowed for any office or position to be filled. In the event of a tie in the number of votes received by candidates for the same office or position, the Board shall decide which candidate is elected. In the event that a candidate who is elected is unable or unwilling to begin the term of Board membership, the candidate receiving the next highest number of votes for that office or position shall be called upon to serve. In the event there are no other candidates to call upon, the vacancy shall be filled in accordance with Section Five of this Article.

Section Five: Filling Vacancies:

If a member of the Board is unable to complete the term specified for the office or position, the Board shall select by its vote an active, retired, ready reserve or life member of the Branch in that professional category to serve for the unexpired portion of the term. If the President is unable to complete the term of office and the Vice-President assumes that office, the Board shall elect one of its own members to serve as the new Vice-President. The Board shall then select a Branch member of the appropriate category, in a similar manner, to fill the position formerly held by the new Vice-President.

**Article Eight: President and Vice-President**

The President shall preside at all meetings, serve as an ex-officio member of all standing committees except the Nominating Committee, and perform such functions as otherwise specified in the Bylaws. The Vice-President shall assume these duties in the absence of the President. The President, as delegate to the National Association's House of Delegates, shall submit a timely written report to the Board which summarizes the House of Delegates' activities that are pertinent to the Branch.

**Article Nine: Presiding Officer**

In the absence of the President and Vice-President at any meeting of the Branch or the Board, the members present shall elect a presiding officer pro tempore.

**Article Ten: Secretary**

The Secretary shall keep adequate minutes of the meetings and send reports to the same to the National Association and to other organizations as deemed appropriate. The Secretary shall carefully preserve all pertinent reports and papers of importance and shall manage all necessary correspondence, including but not limited to Branch newsletters. All Board members who independently send or receive official Branch correspondence will always send the Secretary a copy of such.

**Article Eleven: Treasurer**

The Treasurer shall receive and be responsible for the proper handling of the funds of the Branch. The Treasurer shall maintain appropriate records which shall be made available for audit when required. The Treasurer shall present a statement of all accounts at each meeting of the Board. The financial records of the Branch shall be audited by a non-member of the Branch and a statement presented to the Board:

- (1) By July 15 of each year, and
- (2) Within 15 days of the date that the Treasurer leaves office in the event of a mid-term vacancy.

The President's signature may be accepted in lieu of the Treasurer's signature for matters pertaining to the office of the Treasurer. The Treasurer may delegate, at the discretion of the Board, the maintenance of special accounts (e.g., Sword Account, Uniform Service Center Account); however, the Treasurer may not abrogate her/his responsibility from any delegated special accounts. The Treasurer has the following authority to disburse funds:

- (1) Upon notification by the President (or Vice-President if the President is unavailable) for funds up to \$100 per month when needed for unforeseen emergency expenses which must be made by the Branch prior to the next Board meeting, and which must be directly related to previous Board approvals, or
- (2) Upon notification by the majority of the Board at any Board meeting.

Receipts for all financial disbursements shall be immediately sent to

The Treasurer. The Treasurer has the authority to disburse 5% or \$25, whichever is less, to active members who are assigned tasks which involve an initial cash outlay from that member's personal funds. The Treasurer has the authority to disburse per diem funds for the Branch Delegate to the National Association's House of Delegates in accordance with provisions in Article Twelve.

The Treasurer has the responsibility to file the necessary paperwork for all Federal, State, and Local taxes, and has the authority to disburse funds to meet any tax obligations, including penalties.

**Article Twelve: Delegate & Alternate Delegate to the House of Delegates of the National Association**

The President shall serve as the Delegate and representative of the Branch to the National House of Delegates to assist in the formulation of policies of the National Association and represent the specific interests of the Branch. In the event the President is unable to attend as the Delegate, the Vice-President shall serve as the Delegate. In the event both the President and Vice-President are unable to attend, the President shall appoint a member of the Board in good standing to serve as the Branch Delegate. The President shall advise the Chairman of the Board of the National Association, in writing, of any substitute Delegate and the time period during which the appointment is valid.

The Delegate is automatically authorized to receive one day's per diem rate, according to current Federal government tables, from Branch funds if:

- (1) The House of Delegates convenes outside of the District of Columbia metropolitan area, and
- (2) That dollar amount is in the Branch general treasury fund, and
- (3) That portion of the Branch general treasury fund has not yet been obligated by the Board for another purpose.

**Article Thirteen: Amendments**

Any active, retired, ready reserve, or life member of the Branch may propose amendments to these Bylaws. A proposed amendment must be submitted in writing to the President at a Branch meeting. The Board shall review the proposal to ensure that, if adopted, there would be no conflict with the constitution or bylaws of the National Association; the Board may not alter the proposal in any way except to note such conflicts. The Board shall then order the proposal to be distributed to the membership and may attach to the proposal its comments and recommendations. The Board shall schedule the proposed amendment for consideration by the members no later than the second meeting following the meeting at which the amendment was introduced, and the meeting announcement shall specify that the amendment will be considered. There shall be a period of at least ten days between the date the proposal is distributed and the date of its consideration by the members.

If a quorum is present at the specified meeting, the President shall present the proposed amendment to the members and shall allow discussion and a vote. The proposal may be revised provided that such revision is germane to the original proposal. If the proposed amendment, with any adopted revisions, receives the votes of two-thirds of the members present, the proposed amendment shall become a part of the Bylaws. If a quorum is not present, the proposed amendment shall be placed on the agenda of each subsequent meeting until such time as it can be considered by a quorum.

**Article Fourteen: Rules of Order**

Roberts Rules of Order or other parliamentary procedure adopted at the beginning of any meeting shall be applicable in all instances not specifically covered by the Constitution or these Bylaws.

**Article Fifteen: Conflict of Interest**

Officers, directors, and committee members of the Association shall not accept gratuities or any other benefit, directly or indirectly, from persons who provide goods or services to the Association or solicit business from the Association, and shall not receive special discounts which are not provided to other members of the Association. No officer, director, or committee member shall grant any special favor or privilege to any person for remuneration or any other reason.

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