

**COMMISSIONED OFFICERS ASSOCIATION**  
**Washington D.C. Metropolitan Area Branch**  
**(DC COA)**

**Bylaws**



**Document Approvals:**

<b>Name and Title</b>	<b>Date</b>
Policy and Procedures Committee Co-Chairs (LCDR Lindsay Hatch and LCDR Eithu Lwin)	06/30/2021
DC COA Chair (CDRQuynh-VanTran)	06/30/2021

## Document History Record

Revision Number	Revision Date	Description of Changes
00	01/14/2011	Created initial Bylaws
001	06/28/2021	Updated all language to match current policies/operations
002		
003		
004		
005		

Revision No.: The numeric designation identifying the version of a controlled document. New documents are assigned “Rev. 00.” Subsequent approved revisions of the same document are assigned sequential numbers, “Rev.01,” “Rev. 02,” etc.

Revision Date: The date that the Chair accepts the document into the Document Control System by applying the final approval signature.

## References

[National COA Bylaws](#)

[DC COA Home Page](#)

[DC COA Governing Documents](#)

- [DC COA General Standard Operating Procedures](#)
- [DC COA Bylaws](#)

[Robert’s Rule of Order](#)

## Table of Contents

<b>ARTICLE I</b>	5
<i>NAME</i>	5
<b>ARTICLE II</b>	5
<i>PURPOSE</i>	5
<i>Section 1.</i> Purpose of DC COA	5
<i>Section 2.</i> Purpose of the Bylaws	6
<b>ARTICLE III</b>	6
<i>MEMBERSHIP</i>	6
<i>Section 2.</i> Qualifications and Privileges	6
<i>Section 3.</i> Eligibility	6
<i>Section 4.</i> Membership Year	6
<i>Section 5.</i> Suspension	7
<i>Section 6.</i> Expulsion	7
<i>Section 7.</i> Resignation	7
<b>ARTICLE IV</b>	7
<i>DUES AND ASSESSMENTS</i>	7
<i>Section 1.</i> Membership Dues	7
<i>Section 2.</i> Changes in Dues	7
<b>ARTICLE V</b>	8
<i>MEETINGS</i>	8
<i>Section 1.</i> Meeting Chair	8
<i>Section 2.</i> Meeting Frequency	8
<i>Section 3.</i> Quorum	8
<i>Section 4.</i> Meeting Notification	8
<i>Section 5.</i> Meeting Minutes	8
<i>Section 6.</i> Special Meetings	8

<b>ARTICLE VI</b>	9
<b><i>GOVERNING BODY</i></b>	9
<i>Section 1.</i> Eligibility	9
<i>Section 2.</i> Executive Committee	9
<i>Section 3.</i> Duties of EC Officers	9
<i>Section 4.</i> Terms	10
<i>Section 5.</i> Termination	11
<i>Section 6.</i> Nominations	11
<i>Section 7.</i> Election	12
<i>Section 8.</i> Filling Vacancies	12
<b>ARTICLE VII</b>	13
<b><i>COMMITTEES</i></b>	13
<i>Section 1.</i> Committee Leadership Appointment	13
<i>Section 2.</i> Committee Standard Operating Procedures (SOP)	13
<i>Section 3.</i> Committee Leadership Term and Termination	13
<i>Section 4.</i> Standing Committees	13
<i>Section 5.</i> Creating Committees	14
<b>ARTICLE VIII</b>	14
<b><i>REVIEW AND AMENDMENTS</i></b>	14
<b>ARTICLE IX</b>	15
<b><i>RULES OF ORDER</i></b>	15
<b>ARTICLE X</b>	15
<b><i>DISSOLUTION</i></b>	15
<b>ARTICLE XI</b>	15
<b><i>CONFLICT OF INTEREST</i></b>	15

## **ARTICLE I**

### ***DISTRICT OF COLUMBIA BRANCH OF THE COMMISSIONED OFFICERS ASSOCIATION***

This organization shall be known as the District of Columbia Branch of the Commissioned Officers Association of the United States Public Health Service (USPHS) and referred to herein as DC COA. The geographic area that this branch will cover is the District of Columbia metropolitan area.

## **ARTICLE II**

### ***PURPOSE***

#### ***Section 1. Purpose of DC COA***

The purpose of DC COA is to support the overall mission of protecting the interests of the USPHS Commissioned Corps by extending the National organization's activity in the District of Columbia metropolitan area. In addition to cooperating in the furtherance of the mission of the Association, DC COA will carry out other functions, including, but not limited to the following: mentoring; career counseling; social activities; fostering relations among retired, active, and reserve USPHS Commissioned Corps officers; protecting the rights and interests of USPHS Commissioned Corps officers; and serving the community.

#### ***Section 2. Purpose of the Bylaws***

DC COA Bylaws provide internal guidance for the operations, policies, and procedures of DC COA.

## **ARTICLE III**

### ***MEMBERSHIP***

#### ***Section 1. Classification***

This local branch of COA shall consist of active and retired members. There shall be no discrimination in membership or participation in the affairs of this local branch of National COA by reason of race, creed, color, national origin, sex, handicap, age, etc. Eligibility for each category of membership shall be prescribed in the Bylaws of the National Association. Only active and retired members may vote and hold office.

***Section 2. Qualifications and Privileges***

- A. Active Member: Any commissioned officer, regular corps (i.e. active duty officers), is eligible for active membership with full rights, including the holding of office, and voting, shall be subject to the payment of annual dues.
  
- B. Retired Member: Any former or retired officer of the Commissioned Corps of the USPHS is eligible for retired membership. Individuals in the retired member category shall be entitled to the same rights as active members and shall be subject to the payment of annual dues.

***Section 3. Eligibility***

All members of DC COA shall be members in good standing of an authorized membership category of the National COA as defined in the National COA's Bylaws and shall pay their annual dues and [DC COA local dues](#).

***Section 4. Membership Year***

The period of membership is DC COA's fiscal year that starts at July 1 of one year through June 30 of the following year. Membership may be renewed for each annual period by the further payment of annual dues. The member can request to be added to the DC COA listserv or DC COA Facebook page to receive the Branch's updates and announcements by contacting the DC COA Email Subcommittee or Facebook Subcommittee Chair, or by sending an email to [dccoaemail@gmail.com](mailto:dccoaemail@gmail.com).

***Section 5. Suspension***

Membership and benefits will cease upon notification from the National COA that dues have not been paid for the current fiscal year.

***Section 6. Expulsion***

Any member may be expelled for reasons, including improper conduct or violation of the ethics of his/her profession, by a two-thirds vote of DC COA Board of Directors, after being given an opportunity to be heard. Following a hearing in front of the Board, a vote will be taken to determine whether the member is expelled.

***Section 7. Resignation***

Resignation of membership shall be in writing to the DC COA Board of Directors and Chair of DC COA.

## ARTICLE IV

### *DUES AND ASSESSMENTS*

#### *Section 1. Membership Dues*

The membership dues for DC COA shall be \$10 per year. This amount is in addition to the National COA dues. Dues will not be pro-rated for a portion of the year.

#### *Section 2. Changes in Dues*

The President of DC COA, with the concurrence of the majority of the DC COA Board of Directors, including the DC COA Executive Committee (EC), shall have the prerogative to raise or lower dues on an annual basis if current or anticipated Branch expenses justify such an action. Any change to these dues must be approved by DC COA EC and Board members and communicated to National COA so that it can be reflected in the annual dues billing. Once the modification is complete, the increase or change in dues will be implemented at the beginning of COA's fiscal year (July 1), to take effect on the first dues invoice.

## ARTICLE V

### *MEETINGS*

#### *Section 1. Meeting Chair*

DC COA President shall serve as meeting Chair and may appoint other members of DC COA as the meeting Chair or assistants as necessary for the effective conduct of meetings.

#### *Section 2. Meeting Frequency*

The branch meetings of DC COA shall be held at least quarterly with such exceptions granted by the Executive Committee.

#### *Section 3. Quorum*

For conducting the business of DC COA, a quorum of at least 25% of the committee leadership members of DC COA shall be necessary. The purpose of such meetings includes, but is not limited to, the following: updating the membership on the affairs of the local branch of National COA, updating the membership of the activities of National COA and COF, providing the membership with reports from the committees, providing a forum for discussion, and permitting such other activities as deemed necessary and appropriate by an Executive Committee and Board of Directors for the welfare of the local branch of National COA.

***Section 4. Meeting Notification***

The Secretary shall produce and provide notice of branch meetings to DC COA members via the DC COA listserv and/or other appropriate means as directed by the Executive Committee, at least two weeks prior to the date of the meeting. Such notice shall include an agenda for the meeting.

***Section 5. Meeting Minutes***

The Secretary shall produce a general summary/meeting minutes of the proceedings of the DC COA meeting under the direction of the President. The minutes shall be appropriately distributed to DC COA members via the DC COA listserv and/or other appropriate means as directed by the Executive Committee, no later than three weeks after the date of the meeting.

***Section 6. Special Meetings***

The President shall call a special meeting of DC COA 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 Two 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 Executive Committee that a meeting to address the stated purpose cannot be arranged within two weeks, the Executive Committee may set a date no later than 30 days from the date of receipt of the petition.

**ARTICLE VI**

***GOVERNING BODY***

***Section 1. Eligibility***

Only members of DC COA are eligible to serve on the Executive Committee, Board of Directors, and as Committee Chairs.

***Section 2. Executive Committee***

The Executive Committee shall consist of the President, President-Elect, Vice President, Secretary and Treasurer. The EC shall facilitate the execution of the vision, mission, and objectives of DC COA, which includes but is not limited to, supervising all funds and finances, developing policy, and approving Committee Chair appointments.

The duties of the EC Officers shall consist of the following:

***A. President:***

- Shall preside at DC COA meetings.
- Shall implement the mission, goals, objectives, and functions of the DC COA Bylaws and Standard Operating Procedures (SOPs).
- Shall serve as an ex-officio member of all standing committees and perform such other functions as may be specified in these Bylaws.



- Shall serve as liaison to the National Commissioned Officers Association (COA).
- The President's signature may be accepted in lieu of the Treasurer's signature for matters pertaining to the office of the Treasurer.
- Shall serve as Immediate Past President for one year after term as President is completed.

*B. President-Elect:*

- Shall become the next President when the current President's term of service ends.
- Shall assume the role of DC COA President if both the DC COA President and DC COA Vice President are absent or unavailable.
- Shall support the DC COA President in implementing the mission, goals, objectives, and functions of DC COA.
- Shall support the DC COA President's goals and initiatives and supports DC COA members and activities to fulfill the mission of DC COA.
- Shall collaborate with the DC COA President, Executive Committee, Board of Directors, and Committee Chairs to ensure a smooth transition and proper continuation of DC COA business.
- Shall lead the Nominating Committee and oversee the DC COA Election on even-numbered years.

*C. Vice President:*

- Shall act for the President in his/her absence.
- Shall lead the Nominating Committee and oversee the DC COA Election on odd-numbered years.
- Shall oversee the award and recognition process and disseminate Certificate of Appreciation to the Board of Directors, Executive Committee, and Committee Chairs.
- The Vice President's signature may be accepted in lieu of the Treasurer's signature for matters pertaining to the office of the Treasurer.

*D. Secretary:*

- Shall maintain, produce, and provide notice of meetings to DC COA members or DC COA Board of Directors via the DC COA listserv and/or other appropriate means as directed by the Executive Committee, at least two weeks prior to the date of the meeting. Such notice may include an agenda for the meeting.
- Shall produce a general summary/meeting minutes of the proceedings of DC COA meeting under the direction of the President. These minutes shall be appropriately distributed to DC COA members via the DC COA listserv and/or other appropriate means as directed by the Executive Committee, no later than three weeks after the date of the meeting. He/she shall notify the Board of Directors and Branch members at least one or two weeks in advance of the time and place of each respective meeting.

*E. Treasurer:*

- Shall receive and be responsible for the proper handling of the funds of DC COA.
- Shall maintain appropriate records which shall be made available for audit when

- required.
- Shall present a statement of all accounts at each Board of Directors' meeting.
- Shall 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.
- Shall disburse funds upon notification by the President for funds up to \$250 per month when needed for unforeseen emergency expenses which must be made by DC COA prior to the next DC COA meeting. The funds must be directly related to previous Executive Committee and Board or Director approvals, or upon notification by the majority of the Executive Committee and Board of Directors at any meeting (in person, via telephone, or via email) of the Board.

### ***Section 3. Board of Directors***

The Board of Directors shall consist of the EC Officers listed above, plus the immediate past President and the members-at-large elected in accordance with Article VI, Section 3. The members-at-large will be active DC COA members from all different categories (nurse, pharmacist, medical, engineer, scientist, HSO, combined) and a retired officer. The composition of the Board may be subject to change by the current DC COA Board of Directors depending on the number of members from each category and the interest level from those categories. The duties of the Board of Directors 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. The Board shall have the supervision of all funds and finances of the Branch.

Members of the Board of Directors may select an Alternate if extenuating circumstances preclude that member from attending a meeting, providing that the President and Secretary of DC COA are notified prior to the meeting and that the alternate is an active member of DC COA. Such an alternate will have voting privileges for that meeting only.

### ***Section 4. Terms***

The terms of positions on the Board of Directors, including the Executive Committee shall coincide with DC COA's fiscal year.

- A. *EC Officers:* An EC Officer shall hold office for a term of two years. An EC Officer may serve no more than two consecutive terms in the same position without a break of at least one year.
- B. *Immediate Past-President:* The immediate Past-President shall serve one year after his or term as President ends.
- C. *Members-at-large:* Each member-at-large shall serve a term of two years. A member-at-large may serve no more than two consecutive terms in the same position without a break of at least one year. The member-at-large positions shall have overlapping terms such that positions are filled according to the criteria in Section 8 of this Article.

## ***Section 5. Termination***

Any member of the Board of Directors, including the Executive Committee (EC) who is (1) absent from four DC COA meetings; or (2) found to be neglectful of his/her duties may be terminated from involvement on the Board of Directors for the remainder of that member's term. DC COA President, in concert with the Board of Directors, shall make the final determination as to whether each member has fulfilled his/her duties. That member shall receive formal notification from the President that the Bylaws of DC COA are being not followed, and a new Board member is selected in accordance with Article VI, Section 8.

## ***Section 6. Nominations***

- A. *Formation of Nominating Committee:* The Vice President or President-Elect shall appoint five members from different professional categories, who are not currently serving in the EC or on the Board of Directors, to serve on the Nominating Committee. The Vice-President or President-Elect shall announce the appointments at least 90 days before the end of the terms of the incumbent Officers.
- B. *Nominee Eligibility:* Nominees must be current DC COA members.
- C. *Duties of Nominating Committee:*
- i. *Executive Committee:* The Nominating Committee shall nominate candidates from active DC COA members for each office of the EC (i.e., President/President-Elect, Vice-President, Secretary, and Treasurer).
  - ii. *Members-at-Large:* The Nominating Committee shall nominate candidates from active DC COA members for each of the following professional categories: Medical, Engineer, Scientist, Nurse, Pharmacist, Health Services, and Combined (e.g., Dental, Environmental Health Officer, Dietitian, Therapist, and Veterinarian). The DC COA Board of Directors may change the composition of the Board depending on the number of members from each category and the interest level from those categories.
  - iii. *Notice to Secretary:* The Nominating Committee shall verify that each candidate is willing and able to serve if elected, and shall notify the Secretary, in writing, at least 60 days prior to the end of the terms of the incumbent officers of its nominations for the upcoming fiscal year.
  - iv. *Selection Criteria:* The Nominating Committee shall select candidates that are representative of the various ranks, regional duty station, and agencies of the USPHS.
  - v. *Lack of Candidates:* If the Nominating Committee cannot find enough active and retired 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. If there is no candidate, then the position will remain vacant and will be reassessed by the Board of Directors as to whether to fill the position in the next fiscal year.

- D. *Notice to DC COA Members:* The Nominating Committee shall publish, via DC COA's email listserv to a Branch member, the list of nominated candidates for the elected offices, at least 20 days before the meeting at which elections are to take place.

### ***Section 8. Election***

An election shall be held each year by e-mail or other electronic voting method during the Spring. The voting period shall last at least 14 calendar days. The Nominating Committee shall count the ballot and make the results of the election available within two weeks of the closing date. For each office, and for each member-at-large position, the candidate receiving the highest number of votes shall be elected. In the event of a tie in the number of votes received by candidates for the same office or position, the DC COA Board of Directors, including the Executive Committee, shall decide which candidate is elected. If a candidate who is elected is unable or unwilling to begin their term, the candidate receiving the next highest number of votes for that position will 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 8 of this Article.

### ***Section 9. Filling Vacancies***

If a member of the DC COA Board of Directors is unable to complete the term for the position, the following methods shall be used to fill such vacancy for the remaining portion of the term.

- A. *Members-at-Large:* If a member-at-large is unable to complete the term specified for the position, the Executive Committee along with the Board of Directors shall vote to elect a member of DC COA in the same professional category.
- B. *EC Officers:*
- *President:* If the President is unable to complete the term of office, then the Vice-President shall serve as the new President. The Executive Committee along with the Board of Directors shall then vote to elect one of its members-at-large to serve as the new Vice-President and fill that member-at-large position according to Section 8.A.
  - *President-Elect:* If the President-Elect is unable to complete the term specified for the office or position, then DC COA will hold a special election to fill the position.
  - *Vice President:* If the Vice-President is unable to complete the term specified for the office or position, then the Executive Committee along with the Board of Directors shall vote to elect one of its members-at-large to serve as the new Vice-President and fill that member-at-large position according to Section 8.A.
  - *Secretary:* If the Secretary is unable to complete the term specified for the office or position, the Executive Committee along with the Board of Directors shall vote to elect one of its member-at-large to serve as the new Secretary and fill that member-at-large position according to Section 8.A.

- *Treasurer:* If the Treasurer is unable to complete the term of office, the Executive Committee along with the Board of Directors shall vote to elect a member of the Finance Committee to serve as the new Treasurer.

## **ARTICLE VII**

### ***COMMITTEES***

#### ***Section 1. Committee Leadership Appointment***

The President, subject to the approval of the Board, shall appoint Chairs/Co-Chairs for standing (permanent) and ad-hoc committees.

#### ***Section 2. Committee Standard Operating Procedures (SOP)***

Each committee, in concert with the President, shall develop and maintain a SOP setting forth the committee's and its subcommittees' responsibilities and procedures. The Committee Chairs/Co-Chairs shall update such SOP annually, or as deemed appropriate by the President, and shall provide the Executive Committee with finalized versions annually after every update.

#### ***Section 3. Committee Leadership Term and Termination***

The following is the term and termination for Committee Chairs/Co-Chairs:

- Term:* Committee Chairs/Co-Chairs shall serve in those positions for a term of two years. An officer may serve as Chair/Co-Chair of the same committee no more than two consecutive terms without a break of at least one year.
- Termination:* Any Committee Chair/Co-Chair who is absent at four branch meetings may be terminated from further service with that committee for the remainder of that Chair/Co-Chair's term. That member shall receive formal notification from the DC COA President that the Bylaws of DC COA are not being followed, and a new Chair/Co-Chair will be selected as deemed appropriate by the DC COA President.

#### ***Section 4. Standing Committees***

The standing (permanent) committees of DC COA are as follows:

- Awards:* responsible for producing, managing, and delivering letters of appreciation, certificates of appreciation, or other awards to participating Branch members.
- Career Development and Education:* responsible for providing leadership development seminars, officer development seminars, and continuing education to local Commissioned Corps officers, and providing USPHS and National Association information updates.
- Communications:* responsible for communicating Branch information such as DC COA events, uniformed services benefits, and service opportunity information to members via

the DC COA email listserv and the DC COA Facebook page, as well as maintaining the DC COA webpage.

- D. *Community Outreach*: responsible for managing and providing local community service opportunities that aim to protect and improve public health.
- E. *Finance*: responsible for aiding the Treasurer in maintaining financial records, bookkeeping, and liaising with the accountant.
- F. *Member Outreach*: responsible for maintaining count and contact information of all DC COA members, developing recruitment material, and maintaining recruitment efforts.
- G. *Merchandise*: responsible for designing, producing, and purchasing commemorative USPHS pride items for sale and event participation gifts.
- H. *Policy and Procedures*: responsible for developing and executing the promulgation of official operational instructions and procedures, as well as the periodic review of operational documents that detail the formalized rules and procedures for DC COA proceedings.
- I. *Recreation and Networking*: responsible for managing and providing networking opportunities and recreation.
- J. *Nominating (meets only in the spring)*: shall nominate candidates for the elected office as set forth in Article VI, Section 6.

#### **Section 5. Creating Committees**

The President, subject to approval of the Board of Directors, may create standing or ad-hoc committees as deemed necessary. The President shall appoint Committee Chair(s)/Co-Chair(s) with the approval of the Board of Directors.

## **ARTICLE VIII**

### ***REVIEW AND AMENDMENTS***

The Executive Committee shall review the Bylaws annually. The Executive Committee and Board of Directors may amend or repeal the Bylaws in whole or in part by majority of the members present at a Board meeting of DC COA provided that the following requirements are met:

- A. a quorum is present as defined in Article V, and
- B. a copy of any amendment proposed for consideration has been made available to each member qualified to vote at least 15 days before the meeting.

## **ARTICLE IX**

### ***RULES OF ORDER***

[Robert's Rule of Order](#) or other parliamentary procedure adopted at the beginning of any meeting shall be applicable in all instances not specifically covered by these Bylaws.

## **ARTICLE X**

### ***DISSOLUTION***

In the event of final dissolution or liquidation of DC COA, the Board shall discharge all of DC COA's liabilities. Any remaining assets of DC COA, including all its various specifically designated funds, shall be directed to National COA.

## **ARTICLE XI**

### ***CONFLICT OF INTEREST***

Executive Committee, Board of Directors, Committee/Subcommittee Chairs/Co-Chairs, and Committee/Subcommittee members of DC COA shall not accept gratuities or any other benefit, directly or indirectly, from persons who provide goods or services to DC COA or solicit business from DC COA and shall not receive special discounts which are not provided to other members of DC COA. No member shall grant any special favor or privilege to any person for remuneration or any other reason.