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BYLAWS

TOBACCO-FREE KAUAI

PREAMBLE

Vision Statement

Tobacco-Free Kauai envisions the reduction and elimination of tobacco use for a healthier Kauai.

Mission Statement

Our mission is to be a strong community-based coalition committed to eliminating tobacco use through education, prevention and cessation programs.

ARTICLE I

Name

Section 1

The name of the organization is **Tobacco-Free Kauai**.

Section 2

The geographical boundaries of activity and service for the Coalition shall be the **County of Kauai, Hawaii**.

ARTICLE II

Purpose

Section 1

The purpose Tobacco-Free Kauai is to reduce and eliminate the use of tobacco on Kauai through

- a. educating the Kauai community concerning the dangers of tobacco use;
- b. supporting and fostering programs that reduce or prevent the use of tobacco among youth;
- c. promoting, sustaining and improving services to the community that focus on tobacco cessation;
- d. increasing services to at-risk ethnic communities and
- e. educating Kauai concerning legislative issues, including environmental smoke, advertising of tobacco products, etc.

ARTICLE III

Members

Section 1

The membership of the Coalition shall be composed of

- a. Members of the Board.
- b. Members of Standing Committees and Special Committees.
- c. All individuals and organizations who have contributed time, talent, money and/or property to Tobacco-Free Kauai.

Section 2

Each member present shall be entitled to one vote at any meeting of the membership.

Section 3

The membership shall meet annually, between Dec. 1 and the 31st, to elect officers and to hear reports of the officers and committee chairs.

Section 4

Special meetings of the membership may be called by the Chair or the Board of Directors or on the written request of three members provided that notice is given at least one week prior to such meeting. The purpose of the meeting shall be stated in the call.

Section 5

Eight voting members present shall constitute a quorum at any regular, annual or special meeting.

ARTICLE IV

Officers

Section 1

The elected officers of the Coalition shall be a Chair, a Vice Chair, a Secretary/Treasurer and such other officers as the Board of Directors shall determine from time to time; all of whom shall be members of the Board of Directors.

Section 2

The term of office for officers of the Coalition shall be one year.

Section 3

Chair: The Chair shall be the chief elected officer of the Coalition, with responsibility for its overall operation, and shall provide leadership, supervision, and direction for the affairs of the Coalition as follows:

- a. Preside at all meetings of the membership, Executive Committee and Board of Directors.
- b. Appoint the chairs of all standing and special committees.
- c. Serve as ex officio member on all committees.
- d. Serve as primary spokesperson for the Coalition.

Section 4

Vice Chair: The Vice Chair shall:

- a. Preside at meetings in the absence of the Chair.
- b. Assist in the organization and education efforts and otherwise in carrying out the purposes and objectives of the Coalition.
- c. Be responsible to the Board for objectives, planning and evaluation related to the activities of the Coalition.
- d. In the event of absence, resignation, incapacity or death of the Chair, assume the duties of the Chair.

Section 5

Secretary/Treasurer: The Secretary/Treasurer shall be responsible for:

- a. Preparing and forwarding notices of meetings of the Board, Executive Committee and membership.
- b. Recording, or cause to be recorded, the actions at all meetings of the Board and Executive Committee.
- c. Being the chief financial officer of the Coalition.
- a. Ensuring the responsible receipt and deposit of all funds of the Coalition in a depository designated by the Board of Directors.

Section 6

Neighbor Island Coalition Coordinator: There will be a coordinator for the Coalition whose services will be paid through a subcontract with the Hawaii State Department of Health. The coordinator will be responsible for expanding the database and membership of organizations and individuals of the Coalition and for facilitating, coordinating, and convening local Coalition activities and meetings, developing resources, preparing reports and identifying new sources of funding.

Section 7

A vacancy in any office may be filled by a majority vote of the Board of Directors from a slate submitted by the Nominating Committee.

Section 8

An officer may be removed from office by a vote of two-thirds of the directors present at a meeting duly called for such purpose and for which the notice of the meeting includes a statement that such action is contemplated provided a quorum is present.

ARTICLE V

Board of Directors

Section 1

The business and program of Tobacco-Free Kauai shall be under the supervision and control of the Board of Directors.

- a. The Board of Directors shall number not fewer than eight members.
- b. The Coalition is committed to provide equal volunteer opportunity for all persons regardless of sex, race, creed, national origin, color, religion, age, or physical handicap.

Section 2

Subject to the Coalition bylaws, the entire management and control of the affairs of the Coalition shall be vested in the Board of Directors. Powers of the board shall include, but not be limited to the following:

- a. Determine plans and set procedures for the Coalition in accordance with provisions set in these bylaws.
- b. Elect the officers of the Coalition.
- c. Approve the activities, committee appointments and any other committees deemed advisable to promote the programs of the Coalition.
- d. Receive all reports of the officers and committees for review and approval.
- e. Set the time and place for its regular meetings and the annual meeting.

Section 3.

No person receiving regular monetary consideration for full-time or part-time services rendered to the Coalition shall be eligible for election as an officer.

Section 4.

The Board of Directors shall meet in regular sessions at least six times a year; one meeting of which shall be an annual meeting held between Dec. 1 and Dec. 31. Such meetings shall be held at a time and a place designated by the chair and shall be held on not less than seven days prior notice.

- a. Special meetings may be called by the chair or on written request of three members of the Board of Directors, and shall be held on not less than seven days prior notice. The purpose of the meeting shall be stated in the call.
- b. A minimum of eight members shall constitute a quorum of the Board of Directors for the transaction of business.
- c. A director who has six consecutive unexcused absences from meetings of the board may be asked by the board to resign the directorship.

ARTICLE VI

Executive Committee

Section 1.

Between meetings of the Board, all its powers and duties shall be exercised by the Executive Committee.

- a. The Executive Committee shall include all the officers of the Coalition, the Coalition Coordinator, chairs of standing committees and such others as may be elected by the Coalition Board.
- b. The Executive Committee shall meet at least three (3) times a year. A special meeting may be called by the Chair or at the request of any three members of the Executive Committee.
- c. A majority shall constitute a quorum for the transaction of business at meetings of the Executive Committee.
- d. The Executive Committee shall report to the Board of Directors its action, all of which shall be subject to the approval of the Coalition Board.

ARTICLE VII

Committees of the Coalition

Section 1.

Coalition Activities.

To increase its effectiveness at tobacco control the Board of Directors may create specific committees to address the Coalition goals. The activities are Community Education, Youth Programs, Community Services, At-risk Ethnic Community Programs and Legislative Education.

Section 2.

The chairs of all the Coalition committees shall be members of the Board of Directors. The committees shall develop and implement plans to address tobacco-control goals set by the Coalition.

Section 3.

Special. Additional or special committees may be established by the Board of Directors or Executive Committee and assigned such duties and responsibilities as the Board or the Executive Committee may deem to be necessary and proper.

ARTICLE VIII

Financial

Section 1

The fiscal year of the Coalition shall be from January 1 to December 31 of each year.

Section 2.

All funds received or collected by the Coalition shall be deposited in a depository and in a manner as designated by the Coalition Board of Directors.

ARTICLE IX

Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Coalition in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Coalition may adopt.

ARTICLE X

Amendment of Bylaws

These Coalition bylaws may be amended at any meeting of the Board of Directors by a two-thirds vote provided three weeks notice in writing has been given of the proposed changes.