

Bylaws

Article I Name

The name of this chapter of the United States Lactation Consultant Association (USLCA), which is an affiliate of the International Lactation Consultant Association (ILCA), shall be the Southeastern Lactation Consultant Association, herein referred to as SELCA.

Article II Purposes

The purposes of this chapter are to:

- Serve as a network for lactation professionals;
- Enhance the reputation, image and credibility of International Board Certified Lactation Consultants according to their Scope of Practice;
- Provide continuing education for the membership and the surrounding community, and;
- Serve as a local chapter of the United States Lactation Consultant Association, which is an affiliate of the International Lactation Consultant Association.

Article III Membership

Section 1 – Criteria:

Persons involved with breastfeeding families are encouraged to become Members of SELCA and attend meetings. A person may become a Member at any time, with the membership term extending until December 31st of that year. Membership begins with payment of full membership dues, which may not be pro-rated. The Membership contact list will be provided to the USLCA as a condition of chapter membership. Membership types and criteria will be established within the Operating Guidelines.

Section 2 – Voting Rights:

Voting Members will have one vote for Board Officer Elections and for general SELCA business.

Section 3 – Membership Benefits:

Members may receive benefits as outlined in the Operating Guidelines, and subject to change without notice.

Article IV Officers of the Board of Directors

Section 1 – Qualifications and Terms of Office:

An officer of the SELCA Board of Directors, herein referred to as “Board,” will be an International Board Certified Lactation Consultant (IBCLC), and a current member of USLCA/ILCA, except as exempted. Board Officers will be elected from and by the Membership of SELCA.

The offices for the Board shall be:

President

Vice President, Director of Professional Education

Treasurer

Communications Liaison

Outreach Coordinator

Director (s)- public member

Past Board Officer(s)

These offices make up the SELCA Board. They are responsible for the operation of SELCA. Each Board Officer will serve a term of two consecutive calendar years. No member of the Board of Directors shall be elected to serve more than two (2) consecutive two-year terms. After this period, a Board Director must vacate the Board for at least one (1) year before being eligible to serve again as an elected Board Director. The Board shall be comprised of elected Board Directors in compliance with the organizational bylaws. A position on the Board shall be available to include at least one public member, and the Past Board Officers, where IBCLC and ILCA/USLCA membership is not required. The Board shall reflect diversity in geography, culture, language, lactation practice setting, discipline and expertise relevant to the Board's needs.

Section 2 – Vacancies:

A vacancy in the office of President shall be filled by the Vice-President. A vacancy in any other office shall be filled by Presidential appointment, subject to approval by majority vote of the Board, for the remainder of the term. Appointees must meet the nomination criteria of Article VI.

Section 3 – Removal:

A Board Officer may be removed from office by a unanimous vote of the remaining board members, if removal shall serve the best interests of SELCA.

Section 4 – Duties and Responsibilities:

The PRESIDENT will

- Represent the organization of SELCA;
- Preside over Membership and Board meetings, and;
- Represent SELCA at conferences, with the minimum being the USLCA/ILCA conferences, or send a designated replacement.

The VICE-PRESIDENT will

- Assume the role of Director of Professional Development;
- Arrange CERPS, meetings, location, date, time, and speakers;

- Act as Board Liaison to Conference Committee;
- Assume the office of President should the President be unable to complete his/her term;
- Assist the President when necessary, and;
- Perform the duties of the President as requested.

The COMMUNICATIONS LIAISON will

- Record minutes at Board meetings and Membership Business Meetings;
- Distribute the minutes to the current Board Officers in a timely manner;
- Send correspondence for the chapter by electronic mail as designated by the Board, and;
- Maintain the SELCA website.

The TREASURER will

- Assume the role of principal Financial Officer;
- Collect Membership dues;
- Maintain current Membership list including email addresses;
- Disburse funds as authorized, and;
- Maintain accurate accounting of all monies.

The OUTREACH COORDINATOR will

- Assume responsibility for publicity, which may include, but is not limited to, conference exhibits, social media, and newsletter content;
- Assume the role of resource person concerning membership in SELCA, USLCA/ILCA, and information related to IBCLC certification;
- Serve as Chair of the Nominating Committee.

The DIRECTOR-PUBLIC MEMBER will

- Represent the public interest and viewpoint

- Assume the role of resource person concerning the role of IBCLC

The PAST BOARD OFFICER(s) will

- Be the person who immediately vacated an office of the board
- Provide institutional memory and guidance to the current board
- May only vote as a tie-breaker

Article V Operating Guidelines

The Board shall define the Operating Guidelines for SELCA yearly. The Board will revise and approve the Operating Guidelines at the first Board meeting of the year. The President will present the Operating Guidelines at the first Membership Meeting of the year. The Operating Guidelines will be incorporated into the minutes of that meeting.

The Operating Guidelines will serve to assist the Board with the business matters of SELCA.

The Operating Guidelines will include, but are not limited to:

- Membership Types
- Member Benefits
- Dues schedule for the year
- Speakers' compensation
- Board reimbursable expenses
- Other items deemed appropriate by the Board

Article VI Nominations and Elections

Nominating Committee

- The Outreach Coordinator will serve as Chair of the Nominating Committee.
- The Board will appoint three additional members to the Committee.
- The Committee will secure a slate of candidates as needed for each upcoming vacant Board Office from among the Membership. Candidates must meet the qualifications of Article IV Section 1. Candidates for President must have a working knowledge of the Board activities and responsibilities, having served a minimum of one year, within the past 4 years, on the Board.
- Elections for the Board should be staggered to retain operating knowledge, with the President and Vice President elected during even years, and the Treasurer, Communications Liaison, and Outreach Coordinator elected during odd years.
- The Committee will notify the Board of the slate of candidates 60 days before the Election Meeting, for their approval by majority vote.
- The Committee will notify all Members of the candidates by electronic mail at least 30 days before the Election Meeting.

Elections

The Election Meeting will be held during the business portion of the Membership Meeting immediately prior to the last Membership Meeting of the year.

Ballots may be returned to the Nominating Committee by electronic mail before the Election Meeting, or in person at the Election Meeting.

Board Officers shall be elected by a majority of those voting, immediately tabulated by the Nominating Committee and certified by the President. Election results will be

announced at the end of the meeting. In the event of a tie, or if the Board decides it is beneficial for SELCA, any office may be jointly held by no more than 2 people.

Transition period

- The outgoing and incoming Board will have a joint meeting before the last Membership Meeting of the year.
- The new Board shall assume the complete operating responsibilities of SELCA the first day after the final membership meeting of the year.

Article VII Voting

Voting may be done electronically as deemed necessary to meet time constraints and/or quorum requirements. Proposed expenditures of more than \$400.00 outside current Operating Guidelines shall be presented to members at the next meeting for approval by a simple majority vote, if a quorum is present. A quorum is defined within the Operating Guidelines.

Proposed bylaw changes shall be announced by electronic mail to all current Members.

Bylaws may be amended or repealed by affirmative vote of at least sixty-six percent (66%) of the Members who are:

- Present and voting at a Membership Meeting OR
- Voting by electronic mail received prior to the Membership Meeting, provided notice of at least two weeks has been given to the entire Membership.

Other SELCA business will be voted on as needed at the scheduled meeting by simple majority vote, if quorum is present.

Article VIII Meetings

The President may institute Parliamentary procedure for the conduct of Board or Membership meetings as deemed necessary to maintain decorum and efficiency. Membership Meetings shall be held no less than twice a year. All Members shall be

notified of each meeting, which shall be open to the public, and no fee may be charged to attend. The Board must meet, at minimum, in conjunction with each Membership Meeting.

Article IX Committees

Committees shall be formed at the discretion of the Board, for the purpose of carrying out SELCA business.

Article X Fiscal Year

SELCA shall operate by calendar year to correspond with Non-Profit Tax Status Filings.

Article XI – Dissolution

Members, according to the most recent membership list, must be notified by electronic mail of intent to dissolve. SELCA may be dissolved by a majority vote of those voting. Upon dissolution, any assets shall be distributed to USLCA/ILCA or to any non-profit organization whose purposes include breastfeeding education and support. The Board will decide the distribution.

Approved January 2, 2019