MISSOURI WIC ASSOCIATION

The voice of local agencies

**MWA BY-LAWS**

ARTICLE I: The name shall be Missouri WIC Association (MWA)

1. Purpose: The purpose of the Association is to link local WIC agencies in the statewide forum to act collectively on behalf of the WIC program.
2. Objectives: The objectives of the group shall be to:

1. Provide peer support

2. Exchange information

3. Influence the State WIC Program in providing nutrition services

4. Work toward quality community nutrition by impacting public health and nutrition services in the state and nationally

5. Share management techniques and strategies

6. Enhance professional knowledge by providing workshops

7. Promote legislative awareness

8. Be a voice and participate in the planning, arrangement and review of the Biennial WIC Conference in conjunction with the state staff

ARTICLE II: Membership

1. The governing body of the MWA shall be comprised of twelve elected members who include six Executive Committee members (Past-President, President, President-Elect, Vice-President, Secretary, and Treasurer) and six District Board Members (Northeast, Northwest, Central, Eastern, Southwest, and Southeast). They shall constitute the MWA Board and shall have the power to conduct necessary business between regular meetings, approve committee appointments, and conduct the business and programs of the association. No more than one person from each Local Agency can serve in the governing body of MWA simultaneously and have voting privileges.
2. District Board Members
3. One District Board Member will be elected from each district.
4. Duties will include
* Leadership in preparing for and participating in State and District WIC Meetings
* Updating the local agencies about MWA activities and changes within WIC
* Serving in good faith and in the best interest of the Missouri WIC Association
* Evaluating and overseeing the decisions made by the MWA Board affecting the membership as well as the direction of the Association and board development
* Planning events for the organization
* Review and approve budget, expenditures and board minutes
* Helping with fund raising
* Working with the MWA Board on local and state WIC concerns
1. In the event of a MWA Board vacancy, the President may appoint a successor.
2. Member Affiliation: The members shall be any local WIC agency interested in the welfare of the WIC program in the state of Missouri. One or more personnel per agency shall serve as a contact person for MWA.
3. Committees are formed to handle specific tasks in areas of work (Article IV: Committees). These members are recommended by the District Board Members and approved by the Board Development Committee. Committee members do not have voting privileges.

ARTICLE III: Executive Committee

1. Officers
2. To be eligible to serve as an officer, you must have served as a District Board Member or MWA Committee Member in good standing for a minimum of two years.
3. There will be six (6) elected officers who will serve as the Executive Committee
4. Past-President
5. President
6. President- Elect
7. Vice-President
8. Secretary
9. Treasurer
10. In the event of a vacancy in the office of President-Elect, Vice-President, Secretary, or Treasurer, the office shall remain vacant until the next election or the President may appoint, with MWA Board approval, a successor to fill the unexpired term depending on the length of the unexpired term.
11. An officer may be removed when sufficient cause exists for such removal.
12. Duties
13. Past- President
	1. To serve on the Conference committee.
	2. To serve on the Board Development committee.
	3. To work closely with the President as an advisor.
14. President.
15. Call special meetings as needed.
16. Chair meetings.
17. Appoint committees as needed.
18. Act as or appoint a MWA Board Member as liaison between special committees and the Missouri WIC program.
19. Act as the Missouri local agency contact person for the Mountain Plains Region of NWA.
20. Act as the representative of the MWA at the National WIC Conference and Leadership Conference annually. MWA will pay for the President to attend if funds are not approved by the local agency budget. The President-Elect may attend if the president is unable to attend.
21. Upon completion of term, the President will transition to the office of Past-President.

3. President-Elect

* 1. To perform the duties of the President In his or her absence
	2. To perform other duties as assigned by the President.
	3. To serve as a member of the Finance committee.
	4. To work closely with the President in preparation for assuming the duties of that office.
	5. Serve on the Conference committee.
	6. Attend monthly district calls with Mountain Plains Region when President cannot.
	7. Upon completion of term, the President-Elect will transition to the office of President.
1. Vice-President
2. Serve as chairperson of the Advocacy/Local Agency committee.
3. Perform duties as designated by President, including taking minutes in the absence of Secretary.
4. Solicit agenda items, organize and establish an agenda.
5. Be responsible for securing a meeting place and informing the MWA Board Members of details.
6. Send agenda of meetings and minutes of previous meeting to MWA Board Members and Committee Members.
7. To update the Association membership directory of Local Agency contacts.
8. Secretary
9. Shall record the minutes of the meetings and send minutes to MWA Board Members within a reasonable amount of time following the meetings. Shall ensure posting of minutes on website by webmaster and file one copy in the Secretary’s notebook and one in the permanent file.
10. Collect District Meeting Minutes and forward for website posting.
11. Direct correspondence as requested.
12. Comply with regulations of the Sunshine Law.
13. Shall maintain current roster of the Executive Committee, District Board Members and

Committee Members.

1. To maintain records of historical value to the association with assistance of the Vice-President and Treasurer.
2. Treasurer
3. Report finances to MWA Board.
4. Serve as chair of the Finance committee.
5. Shall be bonded by the Association.
6. Shall present an itemized, written account of checks and balances at each previously scheduled meeting. If Treasurer is unable to attend, he/she should mail or fax the report to the President, Vice-President or Secretary prior to the meeting date.
7. An initial background check shall be conducted on Treasurer.

ARTICLE IV: Elections and Term of Office

1. Elections will occur annually. All voting will take place from June 1 through June 15. Elections will be accomplished through electronic ballots posted on the MWA website. Those elected to their position will assume their official duties October 1.
2. Election of District Board members will occur annually.
	1. Elections for Northwest, Northeast and Central District will be held in the odd years.
	2. Elections for Southwest, Southeast and Eastern Districts will be held in the even years.
	3. Elections will be accomplished through electronic ballots posted on the MWA website with a minimum of half the district’s agencies voting required.
	4. All WIC agencies within those specified Districts will be allowed one vote.
	5. Each District Board Member will be elected for a two-year term. District Board Members shall serve no more than two consecutive terms in their respective role with a break of one term.
3. Election of Vice-President, Secretary and Treasurer.
	1. The election of Vice-President and Secretary will be held in the odd years.
	2. Election for Treasurer will be held in the even years.
	3. Elections will be accomplished through electronic ballots posted on the MWA Website with a minimum of half the Local Agencies voting required.
	4. Each Local Agency will be allowed one vote per officer.
	5. Vice-President, Secretary and Treasurer will serve two year terms and shall serve no more than two consecutive terms in their respective role with a break of one term.
4. President-Elect shall be elected annually.
	1. A succession of officers, each serving a term of one year, will be President-elect to President; President to Past-President.
	2. Elections will be accomplished through electronic ballots with a minimum of half the Local Agencies voting required.
	3. All Local Agencies will be allowed one vote per officer.

ARTICLE IV: Committees

1. Standing Committees
2. Standing committees shall be established and authorized to formulate this position.
3. Shall be appointed by the President.
4. Each committee shall consist of at least one MWA Board Member and other local agency members.
5. The chairperson of each committee shall be selected from the Committee Members with the exception of the Finance and Advocacy/Local Agency Committees.
6. Ad Hoc Committee
7. Ad-hoc committees shall be appointed when needed and terminated at the completion of the project. Ad-hoc committees shall be appointed by the President.
8. Conference/Training
9. This committee shall work in conjunction with the State WIC planning committee to provide MWA activities at the conference.
10. This committee will work to provide/support educational event(s) throughout the year.
11. Finance
12. The Treasurer shall be the chair of this committee and a co-chair shall be appointed by the President.
13. Prepare MWA budget as directed by the Executive Committee.
14. Establish fund raising activities.
15. Advocacy/Local Agency
16. Chairperson shall be the Vice-President
17. Keep abreast of issues; notify and educate members of action needed.
18. Communication/Website/Marketing
19. Increase public awareness of WIC/MWA.
20. Increase awareness of MWA with state and local agencies.
21. Continue web development and enhancement.
22. Board Development

 1. Review MWA By-laws annually and recommend revisions as needed.

 2. Conduct orientation for new District Board Members and Committee Members.

 3. Recruit new District Board Members and Committee Members.

 4. Prepare slate of candidates for election.

ARTICLE V: Board Meetings

1. Meetings
2. A minimum of (4) four quarterly meetings will be held each year. Dates and locations will be set by the Executive Committee.
3. A board meeting may be accomplished by conference call.
4. Voting privileges on all MWA business shall be limited to the Executive Committee and District Board Members. Voting may be accomplished in person or electronically.
5. Special meetings may be called by the President. A quorum (one more than ½ of the MWA Board) must be present in order for business to be conducted. A quorum is needed at all meetings.
6. It is the recommendation of the MWA Board that District Board Members physically attend at least 2 of the fourquarterly meetings
7. Agenda items will be solicited by the Vice-President four (4) weeks in advance of the scheduled meeting.
8. The Vice-President will organize and establish the order of agenda items and send to the Secretary a minimum of one (1) week prior to meeting date.
9. State WIC Office Participation

The Missouri WIC Director (or appointed representative) may participate through the following ways:

a. Submission of agenda items to the Vice-President.

b. State WIC Staff will not have voting privileges.

ARTICLE VI: Finances

1. When dues are received, they are marked for deposit only.
2. Copies are made of checks and deposit slips.
3. Deposits are made to the current banking facility.
4. Expenditures greater than $500.00 will need approval of the MWA Board by simple majority; expenditures less than $500.00 can be made by executive decision.
5. The following will be approved as check signers: President, Vice-president, Secretary and Treasurer. Checks will be signed by the Treasurer and another member of the Executive Committee. The Executive Committee shall be issued Debit Cards. Purchases made with the debit cards will require prior approval of a second member of the approved check signers with documentation of this approval to be kept on file with the invoice/receipt.
6. Liability Insurance is to be provided for the Executive Committee and District Board Members.
7. An Audit/Financial Statement will be done annually by an independent CPA firm. The report will be submitted to the President and Treasurer, processed through the Executive Committee and then presented to the MWA Board for approval.

ARTICLE VII: Parliamentary Authority

The rules contained in the latest edition of the 21st Century Robert’s Rules of Order, edited by the Princeton Language Institute, shall govern this organization in all instances when they are applicable and not inconsistent with these bylaws and any other special rules of the organization.

ARTICLE VIII: Fiscal Year

The fiscal year of the Missouri WIC Association shall run from October 1 through September 30.

ARTICLE IX

The Missouri WIC Association (MWA) shall not engage in activities which are unlawful in the State of Missouri.

ARTICLE X: Conflict of Interest

The Executive Board, Board Members and Committee Members shall maintain the highest standards of legal and business ethics in the conduct of the business and affairs of the Missouri WIC Association. The acceptance of gifts, favors or other considerations from persons or firms doing business with or seeking to do business with the Missouri WIC Association is prohibited. Executive Committee, District Board Members and Committee Members shall disclose any duality of interest or potential conflict of interest and refrain from discussion and voting of said item. Such MWA Board Member shall not be counted in the quorum for a meeting when Board action is to be taken on the interest. All Executive Committee Members, District Board Members and Committee Members shall sign a Conflict of Interest form annually at the beginning of each fiscal year. This form shall be kept on file with the Secretary

ARTICLE XI:

These By-Laws may be amended by a two-third vote of MWA Board Members, providing a copy of the proposed amendment has been provided to each MWA Board member for their consideration thirty (30) days prior to voting.

Established 1988

Revisions approved December 2001

By vote of the WAMI Board and membership operation name changed to Missouri WIC Association. Association will retain the legal name of WIC Association of Missouri, Inc. (WAMI)

April 2003.

Revisions drafted June 7, 2013 by Board Development Committee

Revisions drafted August 14, 2013 by MWA Board

By-laws approved by the MWA Board November 13, 2013.

By-laws reviewed/revisions made by Board Development Committee September 16, 2016.

By-laws revisions approved by the MWA Board November 8, 2017