



## **Substance Abuse Prevention Coalition of Alexandria (SAPCA)**

### By-Laws

#### Article I: Official Name

This organization shall be known as the Substance Abuse Prevention Coalition of Alexandria (SAPCA).

#### Article II: Mission

The mission of the Substance Abuse Prevention Coalition of Alexandria is to engage diverse sectors of the community in collaborative, cross cultural and comprehensive substance abuse prevention activities that result in a reduction of underage substance use and abuse in the City of Alexandria.

#### Article III: Membership

Section 1: Any person who has an interest in the City of Alexandria and in affecting positive change in youth substance use may apply for membership by contacting the SAPCA Chair or Coordinator.

Section 2: Any person representing a community sector in the City of Alexandria who has an interest in affecting positive change in youth substance use and abuse may apply for membership by contacting the SAPCA Chair or Coordinator.

Section 3: The Board of Directors may suspend or expel a member of SAPCA for cause after an appropriate hearing before the Board of Directors, and may, by majority vote of the membership present at any regular meeting, terminate the membership of any member.

#### Article IV: Officers

Section 1: The officers shall be a Chair, Vice Chair, Past Chair, Secretary, and Treasurer.

Section 2: All officers shall have a term of two years. Officers may be re-elected by the SAPCA membership to consecutive terms.

Section 3: The Chair shall be the executive officer of SAPCA; preside over all regular and board meetings; appoint committees or task forces as necessary; and perform those duties usually required of a presiding officer.

Section 4: The Vice Chair shall perform the duties of the Chair whenever the Chair is absent or unable to perform the duties of the Chair.

Section 5: The Past Chair shall perform the duties of the Chair when the Chair or Vice-Chair is unable to full fill those duties.

Section 6: The Secretary shall keep minutes; provide all notices as required by law or organizational rule; be custodian of SAPCA records; and perform such duties as assigned by the Board.

Section 7: The Treasurer shall oversee the financial operation of SAPCA; shall provide timely reports on the financial status of SAPCA; and perform such duties as assigned by the Board.

#### Article V: Board of Directors

Section 1: The management and administration of the affairs of SAPCA shall be under the direction and control of the Board of Directors.

Section 2: The Board of Directors shall consist of *all elected officers plus* no less than 5 or more than 7 directors elected by the SAPCA membership. A member of the Board of Directors must be a SAPCA member in good standing. At least one member of the Board of Directors must be a youth who is a SAPCA member in good standing.

Section 3: All members of the Board of Directors shall have a term of two years and may be re-elected by the SAPCA membership to consecutive terms.

Section 4: A majority of the members of the Board of Directors shall constitute a quorum for the Board.

Section 5: Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors shall be filled by a vote of the Board. Any director appointed to fill a vacancy shall serve the remaining term of the predecessor.

Section 6: A Director missing three consecutive Board meetings without cause or notification will be understood to have resigned from the Board of Directors, and the Board may fill the vacancy.

Section 7: Any Director may be removed, with or without cause, by a two-thirds vote of the membership attending any regular SAPCA meeting. The Board will fill the vacated position as directed above.

## Article VI: Election of Officers and Board of Directors

Section 1: Election of officers and members of the Board of Directors shall occur at a regularly scheduled meeting during the month of November. All SAPCA members in good standing shall be eligible for any position. A majority of those attending shall be required for election.

Section 2: A Nominating Committee, appointed by the Chair, shall present a slate of candidates to the membership at the regular SAPCA meeting in November. Additional nominations will be taken from the floor. Each SAPCA member attending the November meeting will have one vote for each vacancy to be filled. Those candidates receiving the most votes to fill the required positions will be declared the winners.

Section 3: Officers and members of the Board of Directors elected at the regular SAPCA meeting in November shall take office at the first regular meeting in January.

## Article VII: Committees

Section 1: There shall be two types of committees: standing and ad hoc. Standing committees shall be established through the bylaws and are deemed to be permanent, subject only to subsequent amendments to the bylaws. There are three (3) standing committees: Executive Committee, Nominations Committee, and Communications Committees.

Section 2: The Executive Committee shall consist of the Chair, Past Chair, Vice Chair Secretary, and Treasurer. The Executive Committee shall have the power to transact all regular business of SAPCA during the interim between meetings of the Board of Directors provided such action does not conflict with the policies and expressed wishes of the Board of Directors. Executive Committee actions shall be fully reported to the Board of Directors at its next meeting. The presence of three (3) members of the Executive Committee at its meeting shall constitute a quorum.

Section 3: The Communications Committee, appointed by the Chair, shall be responsible for developing all news and marketing materials for SAPCA.

## Article VIII: Meetings

Section 1: Regular meetings of SAPCA will occur on a quarterly basis at a time, place, and date agreed upon by the Board of Directors. Such information will be made public and require a call or notice at least five days prior to a regular or annual meeting.

Section 2: A majority of the sectors represented and present at any meeting is necessary for official business or elections to be transacted. The twelve recognized SAPCA sectors are as follows: youth, parents, business community, media, school, youth serving organizations, law enforcement agencies, religious or fraternal organizations, civic and volunteer groups, health care, state, local and tribal government agencies, and other organizations involved in reducing substance abuse.

Section 3: Meetings will be guided by the most recent edition of Roberts Rules of Order.

Section 4: Board of Director meetings will be held on monthly basis with the time, date, and place made public. The Chair may call special meetings when two days notice has been given to each Board member.

#### Article IX: Conflict of Interest

Section 1: SAPCA will be bound by and will adhere to all regulations regarding conflict of interest as they pertain to the operation of the organization.

Section 2: SAPCA members who are employees of organizations that may do business with, or enter into financial arrangements with, SAPCA need to declare a conflict of interest whenever issues that affect such financial relationships may occur and refrain from voting on such matters.

#### Article X: Implied Powers

Section 1: It is understood that authority to act on any matter not expressly addressed in this document resides with the Board of Directors and/or the general membership duly assembled to conduct business of SAPCA.

#### Article XI: Dissolution

Section 1: Upon dissolution of SAPCA all net assets of the organization shall be transferred to the Partnership for a Healthier Alexandria.

#### Article XII: Amendments

Section 1: Any Amendment to these by-laws may be made at any regularly scheduled meeting by a two-thirds vote of the attending membership.

*Bylaws approved by the Substance Abuse Prevention Coalition of Alexandria members at its quarterly meeting on September 17, 2012.*