

# STATE AND LOCAL GOVERNMENT BENEFITS ASSOCIATION

## BYLAWS

### I. MEMBERSHIP

#### A. Jurisdictional Membership

Definition of Jurisdictional Membership in this Association shall be restricted to

- a. States, counties, municipalities, public educational organizations, or other political subdivisions created by any of the state's statutes provided such subdivisions otherwise qualify for membership.
- b. Benefit-related not-for-profit organizations/political subdivisions (benefit coalitions, joint insurance funds, etc.) and health care quality of care groups that primarily include public sector purchasers or whose primary interest is benefits for a public sector jurisdiction. The entity must not sell a benefit product nor have any interest in soliciting SALGBA for any profit-related motive.

#### Qualifications

- a. The entity must employ a full time staff member who devotes a major part of his or her time to the administration of life, health, retirement, or related benefits.
- b. The entity must be willing to have the staff member referred to above, or a qualified assistant, represent it in the Association.
- c. The entity must have at least one (1) or more of the following major benefits programs now in force:
  1. Health and Related Insurance Benefit Programs
  2. Life/AD&D Insurance Benefit Programs
  3. Disability Benefit Programs
  4. Retirement and Deferred Compensation Programs
  5. Wellness, Health Promotions, and Employee Assistance Programs
  6. Cafeteria/Flexible Benefits (IRC Section 125) Programs
  7. Purchasing of Benefit Programs and Service Contracts
  8. Benefit Plan Accounting Procedures and Financing
  9. Specialized Programs (includes, but is not limited to the following sub-topics)
    - i. Workers Compensation
    - ii. Dental Insurance Benefit Programs
    - iii. Long Term Care Benefit Programs
    - iv. Vision Care Benefit Programs
    - v. Quality-of-Care Initiatives
    - vi. Human Resources Management

- d. The entity through its representative, must agree, subject to law or organizational policy, to participate in exchanges of information relative to insurance coverage, methods of purchase, cost containment programs, and premium and operational costs. Requests for withholding names of states, counties, municipalities or other political subdivisions participating in such exchanges will be honored.
- B. Associate Membership— Definition/Qualifications  
Non-voting Associate membership shall be open to consultants, insurance companies, and professional groups but shall not include unions or other employee organizations. Membership is subject to the approval of the Board of Directors.
- C. Honorary Membership— Definition/Qualifications  
A member who would not otherwise qualify for membership as an Associate or Jurisdictional Member, and has attained a minimum of six (6) years of professional membership in SALGBA may apply for honorary membership. Membership is subject to the approval of the Board of Directors. When approved, the honorary member's name will be maintained on the membership list and the member will receive all SALGBA mailings. Honorary members shall be entitled to all privileges of membership except the right to vote or hold office.
- D. Membership Fees  
Membership fees shall be determined on an annual basis by a majority vote of the Board of Directors.

## **II. BOARD OF DIRECTORS**

- A. The Board of Directors shall meet at least twice a year. The Board may also meet at the call of the President or upon request of a majority of Board members. At Board meetings, in addition to a review of the general policies, the Board may hear reports from all committees and may take action on any recommendations made by them. The Board shall review any proposed changes to the Constitution or Bylaws and shall consider all recommendations brought before it by the President.  
  
At-large voting members shall consist of five representatives elected for three-year terms. The last two (2) Past Presidents with active jurisdictional status shall serve on the Board as Ex-officio members.
- B. At its discretion, the Board may delegate certain duties and functions to the Association's Administrative Services Contractor (ASC).
- C. Directors may participate in Board meetings by conference call or similar means but shall not be permitted to vote by proxy. Matters requiring approval by vote being held by conference call or similar means requires a quorum vote of eligible voting board members.

### III. ADMINISTRATIVE SERVICES CONTRACTOR (ASC)

The Board of Directors may contract for administrative services and other services it deems appropriate. The ASC contract will specify the required services and will be signed by the President.

### IV. BOARD DUTIES

#### A. President

The President of the Association is the elected official responsible for directing all operations of the Association, under the guidance of the Board of Directors, and shall:

1. Preside over and establish the agenda for all business meetings of the Association.
2. Act as chairperson of all meetings of the Association and of the Executive Committee.
3. At the annual meeting, present for membership approval the minutes of the business meeting(s) of the Association which have not been previously approved by the membership.
4. Appoint board members as chairperson except for the Nominating, Program and Finance chairpersons, which are designated by position.
5. Advise, counsel and give direction to all committee chairpersons in the performance of their duties.
6. Establish ad hoc committees (in addition to standing committees) as needed for any special problems or situations.
7. Approve committee members and appoint additional members if the need arises.
8. Recommend to the Board new initiatives and expenditures.
9. Be the spokesperson for the Association.
10. Perform such other duties which seem a natural function of the office and which are in the best interest of the Association, as determined and directed by the Board of Directors.
11. Review and sign off on contracts.

#### B. President-Elect

1. In the absence of the President (~~for any reason~~), the President-Elect is responsible for directing the operations of the Association and shall assume all responsibilities outlined for the President, under the guidance of the Board of Directors.
2. Chair the Program Committee.
3. Work closely with the Treasurer to develop, maintain and monitor budgets.
4. Participate on the Finance Committee.
5. Perform the duties of Treasurer in his/her absence.

6. Assist in preparation of proposals for contracts and services to be presented to the Board.
7. Perform such other duties which seem a natural function of the office and which are in the best interest of the Association, as determined and directed by the President.

#### C. Treasurer

The Treasurer of the Association is an appointed Ex-Officio Board Member responsible for the financial operations of the Association. The Treasurer shall:

1. Propose/monitor approved budgets and make recommendations as necessary concerning funds availability.
2. Review all revenue resulting from Association operations or other sources and supervise bank account management.
3. Disburse funds for Association expenses based on guidelines adopted by the Board of Directors.
4. Review all contracts to certify funds for contracts.
5. Obtain an annual review of the Association funds and present such review to the Board of Directors.
6. At the annual meeting, present a report indicating the previous cash balance on hand at the last annual meeting, disbursements made or payable and the actual or projected cash balance as of the current meeting.
7. In the event the State and Local Government Benefits Association would dissolve, any assets after creditors will be donated by the Treasurer to an organization or organizations that are tax-exempt under Federal statutes in accordance with instruction from the Board of Directors.
8. Transfer all official records concerning Association funds to an appointed successor within thirty (30) days following the appointment.
9. Serve as Chair of the Finance Committee.
10. Perform such other duties which seem a natural function of the office and which are in the best interest of the Association, as determined and directed by the President.

#### D. Secretary

A Secretary appointed by the President for a three-year term shall serve as a non-voting ex-officio member of the Board. The Secretary appointment is subject to approval of the Board of Directors.

1. The Secretary will be responsible for overseeing the Association's administrative records and documents.
2. The Secretary shall serve on the executive committee.
3. In addition to the above, this officer shall also perform such other duties, which seem a natural function of the office and which are in the best interest of the Association, as determined and directed by the President.

E. Past Presidents

There shall be two (2) Past Presidents serving as Ex-Officio Board Members.

1. The most immediate Past President on the board shall serve as Chair of the Nominating Committee.
2. The most immediate Past President shall serve as ex-officio, non-voting member of the Executive Committee.
3. One of the Past Presidents shall be appointed by the President to participate on the Finance Committee.
4. Past Presidents may be considered as appointees for the Treasurer and Secretary positions when a vacancy occurs.

F. At-Large Board Members

There shall be five (5) At-Large Board Members serving three (3)-year terms.

1. At-Large Board Members shall chair or co-chair a committee.

**V. COMMITTEES**

The committees of the Association shall have the following functions and responsibilities:

A. Program Committee

1. This committee is responsible for the annual conference program content, including subject speakers.
2. This committee shall submit a report to the Board indicating the proposed program, including subjects, and if available, the names of the speakers. The report shall be reviewed and approved by the Board.
3. The committee shall also perform such other duties which seem a natural function of the committee and which are in the best interest of the Association, as determined and directed by the President.

B. Governance Committee

1. The function of this committee shall be to maintain the Constitution, Bylaws, Policy and Procedure Manual and other governing documents for the Association, and the chairperson shall act as parliamentarian for the President at all business meetings of the Association.
2. When requested to do so by the President, the chairperson shall render all official decisions concerning operational questions based on the current Constitution and Bylaws.
3. The committee shall also perform such other duties which seem a natural function of the committee and which are in the best interest of the Association, as determined and directed by the President.

### C. Finance Committee

1. This committee shall act as the fiscal arm of the Association. All budgets of the standing or any ad hoc committees shall be reviewed by this committee for operations based on the fiscal year July 1 through June 30.
2. Shall consist of the Treasurer, President-Elect, one Past-President currently serving on the board and one member at-large.
3. Based on the financial status of the Association as reported by the Treasurer, the committee shall recommend budgets within the amount requested or in a reduced amount.
4. The committee shall forward all recommended budgets to the Board for review, recommendations and approval.
5. In the event the Association would dissolve, the Finance Committee will supervise the distribution of funds by the Treasurer.
6. The committee shall also perform such other duties which seem a natural function of the committee and which are in the best interest of the Association, as determined and directed by the President.

### D. Communications & Marketing Committee

1. In cooperation with the President, this committee shall act as the publicity and communication arm of the Association.
2. The chair may appoint subcommittees to address specific areas of communication & marketing.
3. The chairperson, with the approval of the President, shall authorize the issuance of appropriate news releases concerning meetings and activities of the Association to appropriate newspapers, periodicals, and other media.
4. The chairperson shall coordinate all communications with the membership.
5. This committee shall oversee maintenance of the Association website.
6. The committee shall also perform such other duties which seem a natural function of the committee and which are in the best interest of the Association, as determined and directed by the President.

### E. Membership Committee

1. This committee will solicit and recruit members.
2. The chair may appoint subcommittees to address specific areas of membership.
3. The committee shall also perform such other duties which seem a natural function of the committee and which are in the best interest of the Association, as determined and directed by the President.

## F. Nominating Committee

1. The committee is responsible for arranging and overseeing the election process.
2. The committee shall be composed of the Chair and Past Presidents currently on the board. The Chair of the Nominating Committee is the most Immediate Past President participating on the Board of Directors.
3. In the event any member of the Nominating Committee resigns or is proposed as a candidate for a Board position and agrees to be placed on the ballot, the Chair shall appoint a replacement.
4. At the annual conference business meeting or as provided in this section, the committee shall seek qualified candidates from the membership for the Board of Directors, provided that such nominees do not violate item V, paragraph G of the Constitution.
5. The committee shall evaluate and validate qualified candidates according to the Board's Policies & Procedures and as set forth in this section.
6. The committee shall notify SALGBA membership of the Board positions to be elected and prepare an application form that is used to solicit, through written or electronic media, nominations for Board positions at least 90 days prior to the annual meeting.
7. The committee shall distribute a written or electronic ballot including all qualified candidates and instructions for voting to the membership within 90 days of the annual meeting.
8. The Chairperson shall notify elected board member(s) prior to announcement of newly elected board member(s) to the membership. The candidate(s) receiving the largest number of votes shall be elected to those positions. Results of the election shall be announced within 10 days after the election.
9. The committee shall solicit applications to be considered by the board for associate member positions.
10. The committee shall also perform such other duties which seem a natural function of the committee and which are in the best interest of the Association, as determined and directed by the President.
11. SALGBA Awards Program – The committee shall review all nominations and select the winners in each category. The committee will verify with the SALGBA national office that all award winners are Association members in good standing.
12. The committee shall select the candidate for President-Elect to submit to the membership during the annual business meeting.

## G. Continuing Education and Certification Committee

1. The primary function of this committee is to provide a coordinated continuing education/certification program for the members of the Association.
2. The committee shall provide general oversight for the certification program and evaluation of applicant credentials. Members of the committee are appointed for one year terms and it is chaired by a CGBA certified member of the Board of Directors. Committee membership shall include at least one state jurisdictional member, at least one local jurisdictional member, at least one associate member, and a representative from the membership at large.
3. The Continuing Education Program shall be known as the SALGBA Certified Government Benefits Administrator (CGBA) program and shall be developed and maintained by an accredited college or university, which will be the governing institution.
4. The committee is responsible for insuring that the CGBA program is administered in compliance with the guidelines and procedures approved by the SALGBA Board of Directors.

#### H. Conference Committee

1. The committee will be responsible for the coordination of the annual conferences.
2. The committee will coordinate any regional conferences with the local host.
3. The committee shall also perform such other duties which seem a natural function of the committee and which are in the best interest of the Association, as determined and directed by the President.

#### I. Executive Committee

The Executive Committee shall be composed of the officers and the most immediate past president. The Executive Committee shall conduct the business of the organization as necessary. Recommendations and decisions made by the Executive Committee must not conflict with the goals, missions, or intentions of the SALGBA Board of Directors.