

Ostomy Support Group of North San Diego County, Inc.

By-Laws

Article 1 - Name

The name of this organization shall be The Ostomy Support Group of North San Diego County, Inc., hereafter referred to as Ostomy Support Group.

Article 2 - Purpose

The following purposes for which this association has been organized are:

1. To assist in the rehabilitation of persons who have, or will have, ileostomy, colostomy, urostomy, or other ostomy surgery.
2. To promote a better public understanding of ostomies.
3. To be of mutual assistance to each other.
4. To assist the medical profession wherever possible.
5. To provide assurance and emotional support to the ostomate's family.
6. To assist all ostomates needing help, including pre-operative and post-operative visits to new ostomates, at the request of the patient's doctor.
7. To receive donations for charitable purpose; to hold, manage, invest, and reinvest those funds in real, personal, or mixed property of every kind and to disburse income and principal from these funds to provide medical and psychological assistance for aforementioned people who have had or will have intestinal or urinary diversions.

Article 3 - Dedication of Assets

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up the corporation, its assets remaining after payment or provision for payment of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

Article 4 - Members

Categories of Membership

1. Membership shall consist of regular members and honorary members.

A. Regular members shall be those who have had ostomy surgery or non-ostomates who have an interest in the Association, such as relatives of ostomates, doctors, enterostomal therapist, nurses, and other professional people. However, members who are engaged in the manufacture of ostomy supplies and/or equipment, or whose profession is the sale of ostomy supplies and/or equipment are not eligible to hold office.

B. Honorary Members may be elected by a majority vote of the membership at a regular meeting at which a quorum is present.

2. Regular Member Rights and Responsibilities:

A. Support the mission and programs of the Ostomy Support Group and the national associations, UOAA, Inc.

I. Keep Ostomy Support Group dues current.

II. Contribute financial support within their means.

III. Support UOAA, Inc. by subscribing to the quarterly magazine, The Phoenix.

IIIV. *Participate in the life of the Ostomy Support Group by attending meetings and events, and volunteering for programs and activities according to their ability and interest.*

B. Elect the Board of Directors and approve By-Laws revisions.

C. In addition, Regular Members shall have all rights afforded members under the California Nonprofit Public Benefit Law.

3. Quorums

A. A quorum for a general meeting shall be not less than one-sixth of the total membership.

B. Board of Directors meeting the presence of not less than fifty percent of the current directors.

4. Termination of Membership

A. A member is considered in good standing if his or her dues are paid by January 1st.

B. Members may terminate their membership in the OSG at any time by emailing, calling, or writing to the Secretary of the Board.

C. Membership may be terminated by the OSG for non-payment of dues, or conduct that is likely to discredit the OSG or UOAA. A dues invoice will be sent in a timely manner to all members annually.

If dues are not paid by January 1st, a second contact will be made advising the member that his or her membership will be terminated unless dues are paid.

D. Involuntary termination of membership may be appealed by the member to the Board of Directors within (60) days of terminations.

Article 5 - Dues

Local Ostomy Support Group Dues

1. The annual dues shall be approved by a vote of the membership present and shall be at a meeting which a quorum is present and shall be payable by January 1 of each year.
2. Dues shall be waived for honorary members.
3. Dues shall be waived for any person who expresses an inability to pay and this information shall be confidential.
4. New members joining in the fourth quarter are considered paid members for the following year.

Article 6 - Advisors

The Ostomy Support Group will have at least one (1) health professional Advisor, who will act as a resource person and consultant. The health professional is entitled to hold office and become a member of the Ostomy Support Group Board of Directors.

Article 7 - Principal Office

The Principal Office for the transaction of activities and affairs of this Corporation is located at P.O. Box 3019, Vista, California 92085. The Board of Directors may change the location of the Principal Office.

Article 8 - Officers

1. The officers of this association shall be a President, Vice President, Secretary, and Treasurer.
2. Each Officer shall be elected for a term of one year. Officers shall be elected by the members at the election meeting in May to encourage attendance of the future leadership at Regional and Annual Conferences.
3. In the event an Officer position should become vacant; the Board of Directors will elect an interim replacement from among Board Members to fill the position until the next election.

A. The President shall:

- I. Preside at all meeting of the membership, and the Executive Board.
- II. Appoint all committee chairmen except for the Nomination Committee.
- III. Serve as an ex-officio member of all committees.

B. The Vice President/Elect shall:

- I. Assume the duties of the President in the President's absence.
- II. Assist the President.
- III. Succeed the office of the President in case of a vacancy therein.
- IV. The Vice President/Elect shall succeed to the office of President.

C. The Secretary shall:

- I. Record minutes of the regular and executive committee meetings.
- II. Preserve all important documents.
- III. Prepare and distribute correspondence for this association.
- IV. Provide such documentation as is necessary to remain affiliated with UOAA, Inc.

D. The Treasurer shall:

- I. Have the care and custody of all monies and securities of this association.
- II. Disburse funds of this association as approved by the Board of Directors.
- III. Maintain a detailed account of receipts and disbursements and make periodic reports to the membership.
- IV. Prepare an annual budget for adoption by January 1 of each year.
- V. Render a financial report at the end of the fiscal year or upon request of the association.
- VI. Provide such documentation as is necessary to remain affiliated with UOAA, Inc.
- VII. Submit all documentation required for the association to maintain its tax exempt status.

Article 9 - Meetings

1. Regular membership meeting will be held monthly at a time and place designated by the Board of Directors. Meetings may be waived upon thirty days notice to the members. However, the Ostomy Support Group will maintain its services throughout the year.
 - A. The election meeting shall be held at the regular May meeting or as soon thereafter as possible.
 - B. The installation of officers shall be held at the regular June meeting and their duties shall begin on October 1, each year.
 - C. The Board of Directors upon thirty days notice to the members may call a Special Meeting.
2. Quorum: For Regular Membership Meetings the presence of no less than one-sixth (1/6) of the total membership shall constitute a quorum. For the Board of Directors Meeting, the presence of not less than fifty percent (50%) of current Directors shall constitute a quorum.
3. Board of Directors Meetings. The Board of Directors Meetings shall be scheduled by the President or the President's designee.
4. Special Meetings.
 - A. If a quorum is absent at a regular meeting, Director's may be contacted by telephone or other electronic means to obtain a quorum.
 - B. Regular meetings of the board of Directors may also be held by teleconference as needed.

Article 10 - Board of Directors

1. The Board of Directors shall consist of the Officers, the Past President, Newsletter Editor and a minimum of (9) and maximum of (13) elected directors to provide necessary flexibility to conduct the Board's business. The Board Directors shall determine the exact number of directors at any given time, between minimum and maximum. Directors shall be elected for a term of two (2) years by the membership.
2. The Board of Directors shall appoint directors to fill vacancies on the Board as needed until the next election. The Board of Directors may appoint a director to complete the term of any director who is unable to continue his or her service on the Board.
3. The Board of Directors shall manage the business of the association; act in the name of this association only when it shall be regularly convened by its chairman after due notice of such meeting to all Directors; approve all large and unusual expenditures.
4. The Board of Directors will approve all expenditures for \$100 or greater and all contracts of services provided to the OSG.
5. Board of Directors Meeting shall be scheduled by the President.
6. The Board of Directors, upon thirty (30) days notice to the members, may call a Special Meeting.

Article 11- Committees

The committees shall consist of the following Standing Committees and any additional committees, which the President deems advisable to create:

1. Visiting Committee: It shall provide trained ostomy volunteers to visit ostomates or potential ostomates at the request of doctors, enterostomal therapists, nurses, and patients.
2. Membership Committee: Shall be responsible for maintaining a current and accurate list of members, updating bio sheets, acquiring members for this association and fellowshipping and introducing them at the meetings.
3. Program Committee: Shall be responsible for the regular meeting programs consistent with the general policies and objectives of this association.
4. Call Tree Committee: Shall be responsible for notifying members of scheduled meetings/events, other communiqué through the call tree system and also responsible for the sign in desk.
5. Community Awareness/ Outreach Committee: Shall seek opportunities for publicizing the work of UOAA and OSG.
6. Finance Committee: Is responsible for fund development, prudent resource management, and general auditing of the financial records.
7. Sunshine Committee: Shall be responsible for recognizing member birthdays, get well, sympathy, and bereavement notifications.
8. Newsletter Committee: Shall be responsible for publishing the newsletter on a regularly scheduled basis.
9. Nominating Committee. Shall be selected by the Board of Directors and shall submit names of nominees for all elected offices at a regular meeting prior to the election meeting. It shall also conduct the election of officers.
10. Supplies Committee: Shall be responsible for transport and storage of the donated ostomy supplies.
11. Strategic Planning Committee: Develop an annual plan with strategies that reflect current issues and goals.
12. Social Activates Committee: Shall be responsible for developing an annual plan of social activities; designating and assigning subcommittees for various events.

Article 12 - Ostomy Support Groups Responsibilities

1. Develop an annual plan with strategies, objectives and action plans that support the missions of the Ostomy Support Group and the national association, UOAA, Inc.
2. Maintain regular contact with all Support Group Members.

3. Support UOAA, Inc. by keeping current on affiliation fees.
4. Comply with all requirements for affiliation.
5. Promote the UOAA, Inc. quarterly magazine, the Phoenix.

Article 13 - Parliamentary Authority

The latest edition of Robert's Rules of Order shall be used as a guide in the Proceedings of this association and the Board of Directors when not in Conflict with these By Laws

Article 14 - Amendments

Amendments to these By Laws may be made at any regular meeting of this Association by a majority vote of the members present when there is a duly Constituted quorum, provided members have been notified of the proposed Changes in writing at least thirty (30) days in advance.

Article - 15 National Affiliation

1. The Ostomy Support Group shall be affiliated with the United Ostomy Associations of America, Inc. and shall cooperate fully in its programs to support, educate, and advocate on behalf of people with ostomies and those contemplating osmotic surgery.
2. The Ostomy Support Group shall encourage attendance at the Regional and Annual Conference sponsored by UOAA, Inc. and assist in the expenses of registration for members who attend, providing there are sufficient funds in the treasury and authorized by the Board of Directors.

Article 16 - Dissolution

1. If, after consultation with a representative of the United Ostomy Association of America, the Board of Directors of this Ostomy Support Group determines that it may be necessary to disband or Merge with another Ostomy Support Group, a Special Meeting shall be called and all members shall be notified in writing. A majority vote of those attending a duly constituted meeting where a quorum is present shall prevail.
2. If the members choose to disband, the secretary shall notify UOAA, Inc. immediately following said meeting.
3. If the members choose to merge with another Ostomy Support Group, notification shall be given to the UOAA, Inc. immediately following the meeting.
4. Upon dissolution of this association, after paying or adequately providing for the debts and obligations, the remaining assets shall be distributed to the United Ostomy Association of America, if at the time of dissolution, said organization is exempt under 501©3.

Affirmation: In compliance with the affiliation requirements of the United Ostomy Association of America, the Ostomy Support Group of North San Diego County has adopted these By Laws, on this date of: _____

May 30, 2014

Certification

I certify that I am the duly elected and acting secretary of the Ostomy Support Group of North San Diego County, Inc. and that these By Laws, consisting of eight (8) pages, are the By Laws as adopted by the membership and by the Board of Directors on: APRIL 14, 2014

Executed on: May 16, 2014 at Oceanside, California

Cherie Sheehan

Cherie Sheehan, Secretary

Declaration of The Governing Body

The Ostomy Support Group of North San Diego County: We declare that our By Laws were adopted by two or more members of our governing body on APRIL 25, 2014. The copy submitted with our application is a complete and accurate copy of our original document that we signed and dated by at least two of our Officers.

Revised on APRIL 7, 2014

Al Nua Date May 16, 2014

Al Nua, President

Si Cabezas Date May 16, 2014

Sierra Cabezas, Vice President

I understand that this resolution, as submitted as an integral part of my application for exemption, is signed under penalties or perjury and to the best of my knowledge is true, correct, and complete.