

CONSTITUTION AND BY-LAWS
OF THE PIKES PEAK OSTOMY ASSOCIATION

Set down in July, 1972 ----- Revised and Amended January, 1977
Revised and Amended April, 1981
Revised and Amended April, 1982
Revised and Amended November 2019

ARTICLE I

NAME

The name of this organization shall be, Pikes Peak Ostomy Association. A non-profit, tax-exempt (I.R.S. No. 2726) organization.

ARTICLE II

PURPOSE

The purpose of this organization shall be to facilitate the exchange of ideas and information among persons who have had Ostomy surgery and those concerned with their care and treatment; to cooperate with the medical and nursing professions; to promote general understanding of the Ostomy problem, and, when needed, to aid and instruct new ostomates in obtaining the maximum benefit from their operation.

It is not the intent of this organization to recommend any particular appliance or product. Any recommendation by an individual member shall not constitute a recommendation by the organization.

ARTICLE III

MEMBERSHIP AND VOTING

Section 1, Regular Members - Membership in the organization shall be open to all persons who have had any form of ostomy surgery, and to any adult having responsibility for a minor ostomate; in the latter circumstance, both the adult and the minor may enroll as a regular member if desired.

Section 2, Associate Members - Shall be persons with or without an ostomy who do not wish to be full members but desire to be PPOA members and pay the same fee as set forth for Associate Members. These members may attend meetings and have the same rights and privileges as Regular Members.

Section 3, Advisory Members – Shall be persons selected by the Executive Committee to act in an advisory capacity and shall not have the right to vote.

Section 4, Voting – Each Regular or Associate Member, in good standing, shall have the right to one vote at all meetings of the membership.

Section 5, Termination – A member may terminate his membership by voluntary withdrawal. The right of a member to vote and all other rights and privileges shall cease up termination.

Section 5, Termination of Membership – Membership in the organization may be terminated by voluntary withdrawal, or by suspension, (Art. IV, Sec. 3). All rights and privileges as a member will cease as of the date of the termination. Membership may be terminated for cause by the Executive Committee.

ARTICLE IV

DUES

Section 1, Dues – There shall be annual dues, the amount to be determined by the Executive Committee. Annual dues shall be payable as of October 1 of each year, and will be considered delinquent if unpaid after 90 days.

Section 2, Assessments – The Executive Committee may levy assessments on the membership of the organization for specific purposes or projects. Such assessments shall be announced on the PPOA website and be approved by a majority vote of the membership at a regular meeting of the membership no later than 90 days after the date on the website.

Section 3, Failure to Pay Dues – A member who fails to pay annual dues or assessments within 90 days of the date due, shall be considered delinquent and suspended as a member of the organization. The member shall be notified of the date the suspension will become effective no less than 15 days prior to that date (Art. VI, Sec. 4). Reinstatement may be made by a majority vote of the Executive Committee and payment of that part of dues in arrears as determined by the Executive Committee.

ARTICLE V

ELECTION OF OFFICERS

Section 1, Elected Officers – The elected officers shall be: President, Vice-President, Secretary and Treasurer. Elections of officers shall be held at the regular meeting in April of each year. All officers shall be elected by a majority vote of those voting and said officers shall serve for a period of one year or until their successors are elected. Officers may serve for two successive years or until their successors are installed. There must be an interval of one year before an officer is elected for the same office. However, in the event persons cannot be found to fill any office, the present office-holder may serve more than two successive terms.

Section 2, Nominating Committee – The members shall elect a Nominating Committee, of three regular or associate members for the purpose of nominating candidates for office. Said committee shall be elected at least 60 days prior to the annual election meeting and select one of its number as Chairman. Said committee shall serve for one year beginning in April. Said committee shall announce those nominated, who shall be members in good standing, at the April meeting. Any member may make further nominations from the floor.

Section 3, Installation of Officers – Officers shall be installed at the regular meeting of the full membership in May of each year and shall assume their duties immediately thereafter.

ARTICLE VI

DUTIES OF OFFICERS

Section 1, President – The President shall be the Executive Officer of the organization and shall preside at all meetings of the Executive Committee and of the full membership. The President shall be an

ex-officio member of all standing or temporary committees – except the Nominating Committee – and perform such other functions relevant to the office or specifically prescribed by the Executive Committee.

Section 2, Vice-President – In the absence of the President or his inability to act, for any cause, the Vice-President shall perform the duties of the President.

Section 3, Secretary – The Secretary shall prepare a record of the proceedings of each meeting of the Executive Committee and of the full membership. These “minutes” shall be read and approved at the full membership. These “minutes” shall be read and approved at the next meeting to which they are relevant. The Secretary shall maintain files of all records of the organization and handle all correspondence with the exception of those items specifically designated as the responsibility of another officer or Committee Chairman.

Section 4, Treasurer – The Treasurer shall keep an account of all moneys received and expended for the use of the organization and shall make all disbursements. Disbursements shall require approval of the Executive Committee. The Treasurer shall deposit all moneys received in a bank approved by the Executive Committee, present a financial report at each meeting of the Executive Committee, and at regular meetings of the membership when called upon by the presiding officer, maintain a record of the paid up membership and report to the Executive Committee those members delinquent in payment of dues, inform those members whose dues are in arrears of the date on which membership will be terminated no less than 15 days prior to such date. The Treasurer shall be responsible for reporting the number of members to the National Headquarters on an annual basis.

Annually an audit committee, consisting of three regular or associate members shall be appointed by the Executive Committee. Such committee shall audit the books of the organization each year and make a written report to the membership at a regular meeting.

ARTICLE VII

STANDING COMMITTEES

Section 1, Procedure – As soon as feasible after inauguration, the elected officers shall meet to determine the Standing Committees to be operative during the following year and to select a Chairman for each committee. During the year, a temporary Chairman of a special committee may be appointed to supervise a specific project or operation. Such temporary Chairman may attend meetings of the Executive Committee during the tenure of the assigned responsibility but shall have no voting privileges. The Chairman of a standing committee or an elected officer may also act as the Chairman of a temporary committee.

ARTICLE VIII

MEETINGS

Section 1, Regular Meetings – Regular meetings of the full membership shall be held on a monthly basis. A social gathering will replace the December and May meetings. Time and place of all meetings shall be established by the Executive Committee and announced on the PPOA website. If on the day of a scheduled meeting, the City is on accident and/or cold reporting, that meeting is automatically cancelled.

Section 2, Special Meetings – Special meetings may be called by the President, when in his judgement an emergency condition exists, or when requested by five members in good standing. The President shall determine the time and place of the special meeting. When the meeting is initiated by the President, the Executive Committee shall be responsible for notifying the membership. When the meeting

is initiated by member request, this responsibility shall be assumed by those members making the request. In either case, the membership shall be informed of the purpose of the meeting.

Section 3, Quorum – A quorum shall consist of no less than ten percent of the Regular and Associate Members. A quorum may transact business at any meeting.

Section 4, Voting – A majority of Regular and Associate Members present at a meeting, regular or special, shall decide all questions properly brought before the membership.

Section 5, Vote by Proxy – The same general rules shall apply as defined for the Executive Committee (See Art. IX, Sec. 5).

Section 6, Rules – The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules the organization may adopt.

Section 7, Sales Representatives – Upon invitation, displays may be made by a company representative to familiarize or acquaint the members with a product at any meeting. No sales or orders can be made at any meeting or meeting place.

ARTICLE IX

EXECUTIVE COMMITTEE

Section 1, Membership – The membership of the Executive Committee shall consist of the four elected officers (Art. V), the immediate past President and the Chairman of the Standing Committee (Art. VII). Vacancies occurring during the year shall be filled by action of the Committee.

Section 2, Authority and Responsibility – The Executive Committee shall have the authority and be responsible for the business management of the Association. This authority shall extend to all matters not specifically reserved to the general membership as defined in these By-Laws.

Section 3, Meetings – Meetings shall be held monthly and sufficiently in advance of the next general meeting to permit significant announcements to be on the next update of the PPOA website. Time and Place of the next Executive Committee meeting will be agreed upon at the current meeting. Special meetings may be called by the President or upon the request of any three members of the Committee.

Section 4, Quorum – A majority of the Executive Committee shall constitute a quorum at any meeting of the Committee. When a quorum is present, a majority of those voting shall be deemed a majority of the Committee and will determine the action of the Committee.

Section 5, Proxy Voting – If a member of the Committee expects to be absent from a meeting, he may designate another member to vote for him by proxy. The proxy should be in writing and should define whether it covers any proposition brought before the meeting or only a specific subject to be voted on. When a viable proxy is present at a meeting, it shall be counted, if needed, to establish the presence of a quorum.

ARTICLE X

AMENDMENTS

Section 1, Amendment and Repeal – The Constitution and By-Laws may be amended or repealed at any time by a two-thirds vote of Regular and Associate Members present, providing a quorum is present and the membership has been notified of the proposed amendments or revisions.

Section 2, Procedure – An amendment or revision of the Constitution and By-Laws may be proposed by any member, either orally at a meeting of the membership or in writing to the Secretary. In either event, the Executive Committee will consider the proposal at their next meeting, formulate the wording to be used and present it in printed form to the membership. Voting on the proposal (Sec. 1) will be at the next meeting of the membership.

Section 3, Certification – Whenever a revision or amendment or a new Constitution and By-Laws is adopted, it shall be certified by the Secretary and included in the books and records of the organization.

ARTICLE XI

DISSOLUTION

Upon dissolution or winding up of the organization, after paying or adequately providing for its debts and obligations, all remaining assets shall be distributed to a non-profit organization or organizations, in such manner as the Executive Committee shall determine.