

**Constitution and By-Laws
for the
LaCrosse Area Occupational Safety and Health Council**

ARTICLE I – NAME

Section 1. The name of this organization shall be the LaCrosse Area Occupational Safety and Health Council and hereinafter be referred to as the Council.

ARTICLE II – LOCATION

Section 1. The Council's principle office shall be the Council's post office box.

ARTICLE III – OBJECTIVES AND GENERAL OPERATING POLICIES

Section 1. The Council shall operate as a non-profit, non-political association dedicated to encouraging membership organizations to create and maintain safe workplaces. The Council shall be the local affiliate of the Wisconsin Council of Safety, a state chapter of the National Safety Council.

Section 2. The objective of the Council shall be:

- A. To promote occupational safety and health in cooperation with local, regional, state, and national organizations, with similar objectives.
- B. To focus on providing safety and health education to our members as a key component of reducing injuries, illness, and fatalities in the workplace.
- C. To promote occupational safety and health by offering scholarships to individuals furthering their education in the fields of safety and health
- D. To provide grants for member employers and organizations promoting safety and health in their workplace.
- E. To grow membership in an effort to bring sound health and safety practices to the local business community.

- Section 3. The Council shall operate in the general public interest, serving the businesses and organizations within approximately a fifty-mile radius of the City of LaCrosse, Wisconsin.
- Section 4. The Council shall work cooperatively with official agencies having responsibilities for occupational safety and health. This organization will not assume or usurp any responsibility of a government agency. It shall advance constructive plans for improving occupational safety and health and shall actively work for their application as appropriate.
- Section 5. No officer, individual, or group of individuals shall appear before any legislative body as a representative of the Council without an authorization by the Executive Committee.
- Section 6. The Council shall encourage and assist responsible local agencies, organizations, groups, and individuals to engage in occupational safety and health activities within their sphere of influence.
- Section 7. The Council shall make a formal appraisal of its operation in terms of objectives and program goals at least annually.
- Section 8. The fiscal year of the Council shall coincide with the calendar year.

ARTICLE IV - MEMBERSHIP AND VOTING

- Section 1. There shall be two types of membership in the Council:
- A. Each organization in the area served by the Council is eligible for regular membership.
 - B. In special circumstances, the Executive Committee may grant a Lifetime Honorary membership without voting privileges to an individual.
- Section 2. Each member organization (A. above) shall be entitled to one vote on any subject at any business meeting of the Council. The representative

holding voting privilege (or one of up to three alternates) shall have been designated by his or her organization. To delegate voting privilege to a different representative of his/her organization, the member organization shall communicate the change to a member of the Board and obtain approval prior to voting.

Section 3. The Board may revoke the membership of any member organization which does not administer an occupational safety and health program consistent with the spirit and intent of the Council. No such membership shall be revoked except by a majority vote of the Board of Directors.

ARTICLE V – OFFICERS AND COMMITTEES

Section 1. The officers of the Council shall be a President, Vice President, and a Secretary-Treasurer.

Section 2. Officers shall be elected by majority vote of the voting representatives present at the annual meeting and serve for two years or until their successors are elected and take office. They shall be subject to removal from office for cause by majority vote of the Executive Committee. The President and Vice President shall serve terms beginning in even-numbered years, and the Secretary-Treasurer shall serve terms beginning in odd-numbered years.

Section 3. Officers shall serve without remuneration.

Section 4. The affairs of the Council shall be directed by a Board of Directors, including an Executive Committee.

The Board of Directors shall be composed of nine members:

- A. Five individuals occupying positions with member organizations
 - a. Three Even Year Positions
 - b. Two Odd Year Positions
- B. The Executive Committee
 - a. Elected Officers
 - i. President; Vice President; Secretary-Treasurer

C. The retiring President serves on the Board for two years

- Section 5. The Board of Directors may fill all Board vacancies, which arise, and the appointees shall hold office until the next annual meeting of the Council, at which time vacancies shall be filled by election for the remainder of the unexpired term(s).
- Section 6. The President shall preside at all regular and special meetings.
- Section 7. The Vice President shall act in the absence of the President and may perform designated duties of the Secretary-Treasurer.
- Section 8. The Secretary-Treasurer shall collect all funds or dues and pay all approved bills for expenditures under guidelines established by the Executive Committee. Checks in the amount of \$1,000 or less require a signature of the Secretary-Treasurer, President or Vice President. All checks over the amount of \$1,000 shall be signed by the Secretary-Treasurer and the President. Purchases or payments of \$1,000 or less may be made by the Secretary-Treasurer with the Council's debit card as an alternate option to writing checks. The Secretary-Treasurer shall make a financial report at each membership meeting and semi-annually to the Board of Directors. The Secretary-Treasurer will also coordinate the completion, approval by the Executive Board, and submittal of regulatory forms, such as tax returns and non-profit status at required frequency.
- Section 9. The Executive Committee shall have general supervision over all financial affairs and the business administration of the Council. An outside auditor will be appointed by the Board of Directors. An audit of the account(s) will be made prior to the annual meeting of the Council, and a financial report shall be made available for each member organization upon request.
- Section 10. The Executive Committee shall prepare for the membership a program of occupational safety and health activities for the coming year and shall present the same at the first meeting following the annual meeting and/or post on the Council's website.

- Section 11. The following committees may be appointed by the President unless otherwise instructed by the Executive Committee: Nominating, Membership, Program, Auditing, and such other committees as may be deemed necessary by the President.

ARTICLE VI – MEETINGS

- Section 1. Twenty-five percent of the eligible voting representatives shall constitute a quorum for transaction of Council business.
- Section 2. The Council shall hold at least ten membership meetings during the year, and the time and place of said meetings shall be designated by the Executive Committee and at such other times as said Committee shall designate. The Vice President shall notify the member organizations of the Council of each meeting at least ten days in advance and/or post on the Council's website.
- Section 3. The last regular meeting of the calendar year shall be the annual meeting of the Council.
- Section 4. All regular meetings of the Council shall include a meal unless otherwise directed by the Executive Committee.
- Section 5. The Board of Directors shall meet twice or more each year at the call of the President, who shall serve as its presiding officer.

ARTICLE VII – DUES

- Section 1. Annual dues for regular member organizations shall be determined by the Board of Directors. Any special requests to adjust dues for a specific membership organization must be approved by the Executive Committee.
- Section 2. There shall be no dues for Lifetime/Honorary Members.

- Section 3. All memberships shall be continuing unless cancelled by the Executive Committee. Annual membership dues shall become due and payable upon receipt of the membership application.
- Section 4. Dues of new members joining the Council after the beginning of the calendar year shall be determined by the Executive Committee.

ARTICLE VIII – AMENDMENTS

- Section 1. This Constitution may be amended by a majority vote at the annual meeting of the Council or at any special meeting called by the President.
- Section 2. The By-Laws may be amended at any regular meeting of the Council if approved by two-thirds of the voting representatives present.

BY-LAWS

- Section 1. Member organizations may designate additional non-voting representatives to attend meetings of the Council.
- Section 2. Additional meal tickets may be purchased from the Secretary – Treasurer.
- Section 3. The cost of meals for Lifetime and Honorary Members shall be borne by the Council, except if she/he so desires to pay for her/his own meal.
- Section 4. The price per meal ticket shall be determined by the Executive Committee.