

**MISSOURI HOSA: Future Health Professionals**  
**BYLAWS**

**ARTICLE I**

**NAME**

The name of this organization shall be **MISSOURI HOSA: Future Health Professionals**. The acronym **Missouri HOSA** is USED TO DESIGNATE THE CORPORATION.

**ARTICLE II**

**PURPOSE**

The object of Missouri HOSA, shall be to sponsor the student organization HOSA and to promote and strengthen the HSE-HOSA Partnership.

**ARTICLE III**

**MEMBERSHIP**

Qualifications: The membership of Missouri HOSA shall consist of those persons officially designated by the charter holder and set forth in the Policy & Procedure Manual. In the absence of a state directive or conflicting circumstances, the Board of Directors may designate persons as Missouri HOSA members.

## ARTICLE IV

### OFFICERS

- Section 1.** The officers of the corporation shall be a Chairman of the Board, a Vice-Chair, a Secretary, and Treasurer. The Education Specialist, as deemed and selected by the Missouri Department of Elementary and Secondary Education, for Health Sciences shall be a perpetual officer. These officers shall be elected by the Board of Directors from their own membership at their annual meeting. Officers shall hold office for one year and until their successors are elected. Any officer may be removed at any time by a majority vote of all Directors in office. Removal from office shall not prejudice any contract rights of the person removed.
- Section 2.** A vacancy occurring in any office of the corporation may be filled by the Board of Directors until the next annual meeting.
- Section 3.** The duties of the various officers shall be such as are specified in these Bylaws and in the parliamentary authority adopted by the corporation, as well as those duties assigned by the Board of Directors and/or set forth in the Policy & Procedure Manual.
- Section 4.** Unless otherwise provided by the Board, the Chairman of the Board shall appoint, and shall be an ex-officio member of all committees except the nominating committee.
- Section 5.** The Education Specialist serves as the State Advisor and Executive Director of Missouri HOSA with responsibilities as specified in policies and procedures.

**Section 6.** The State Advisor and Executive Director will have absolute authority to ensure the organization is managed in a manner so as to accomplish the purpose and follow any policy set forth by the charter holder.

## **ARTICLE V**

### **MEETINGS**

**Section 1.** The annual meeting of the membership shall be held to coincide with the annual State HOSA Conference, the date and place to be set by the Executive Committee.

**Section 3.** Special meetings of the membership may be called, except as provided by law, by the Executive Committee.

**Section 4.** Written notice of the date, time, and place of any meeting must be publicly announced to each chapter no less than thirty (30) days prior to the meeting.

**Section 5.** Voting delegates representing thirty percent (30%) of affiliated local chapters shall constitute a quorum for all meetings of the membership. Each affiliated chapter shall be represented by no more than two (2) voting delegates.

**Section 6.** Balloting may be conducted via paper or electronic correspondence.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

**Section 1.** The Board of Directors shall consist of the following elected members with voting rights, with the exception of the State President, who is an ex-officio, non-voting member:

- a. Three (3) local HOSA Advisors, secondary or postsecondary/collegiate. (Three year term)
  - b. One (1) representatives of the health care industry. (Two year term)
  - c. The State President of HOSA. (One year term)
  - d. One (1) Director-at-Large or HOSA Alumni Member. (Two year term)
  - e. The State Advisor and Executive Director. (Perpetual membership)
- \* Additional board positions are possible if and when the Board Chairman, Vice-Chair, Secretary, and/or Treasurer do not hold one of the standing board positions.

**Section 2.** Directors are elected by Missouri HOSA membership at their annual meeting serve terms of one, two or three years as specified. The terms of office and rotation are specified in the Policy & Procedure Manual.

**Section 3.** A vacancy in the Board of Directors may be filled until the next annual meeting of the membership by a majority of the Directors then in office.

**Section 4.** Except as otherwise provided by law, any Director may be removed by a majority of the membership.

**Section 5.** Special meetings of the Board of Directors may be called by the Chairman of the Board or one-third of the voting members of the Board, provided notice of the meeting has been sent to each director at least thirty (30) days prior to the meeting.

**Section 6.** Thirty percent of the voting membership of the Board of Directors shall constitute a quorum.

**Section 10.** The Board of Directors may participate in meetings by means of telephone conference calls.

## **ARTICLE VII**

### **EXECUTIVE COMMITTEE**

**Section 1.** The Chairman of the Board, Vice-Chair, Secretary, Treasurer, and Education Specialist shall constitute the voting members of the Executive Committee.

**Section 2.** The Board of Directors may authorize the Executive Committee to perform between the meetings of the Board such duties as the Board may set forth in the Policy & Procedure Manual, or from time to time deem expedient.

**Section 3.** The Executive Committee shall meet at the call of the Chairman of the Board or upon request of three (3) of its members. It shall make a complete report at each meeting of the Board.

**Section 4.** The Executive Committee may participate in meetings by means of telephone conference calls.

**Section 5.** The Executive Committee works with the Chairmen of the standing committees to plan and accomplish the Program of Work as specified in policies and procedures.

## **ARTICLE VIII**

### **STANDING COMMITTEES**

**Section 1.** The Chairman of the Board, with approval of the Executive Committee, may appoint Chairmen, Vice Chairmen and members to the standing committees.

**Section 2.** The standing committees are: Policy & Procedure and Nominating.

**Section 3.** The standing committees function and perform those duties as set forth in the Policy & Procedure Manual, or from time to time deemed expedient by the Board of Directors or the Executive Committee.

**Section 4.** The Chairman of the Board or the Board of Directors may establish ad-hoc committees or task forces as specified in policies and procedures.

## **ARTICLE IX**

### **PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of **Robert's Rules of Order, Newly Revised** shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, policies and procedures and any special rules of order the corporation may adopt.

## **ARTICLE XI**

### **DISSOLUTION**

Upon final dissolution or liquidation of this Association its State and territorial designated areas, and local chapters, and after final discharge or satisfaction of all outstanding obligations and liabilities, its remaining assets shall be disbursed by charter holder, in accordance with one or more of the purposes of this Association, or be transferred to a government instrumentality or a qualified exempt organization within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954.

## **ARTICLE XII**

### **AMENDMENT OF BYLAWS**

These Bylaws may be amended by a two-thirds vote of the membership of Missouri HOSA, provided the amendment has been proposed by the Board of Directors, or by a committee authorized by the corporation, and has been sent in writing to the Secretary, and a copy of the proposed amendment has been sent to each chapter at least thirty (30) days prior to the meeting at which such amendment is adopted.