



BYLAWS

of the Eat Smart, Move More NC Leadership Team

ARTICLE I: Name, Mission and Purpose

Section 1: Name

The group shall be known as “The Eat Smart, Move More NC (ESMM) Leadership Team,” hereafter referred to in these bylaws as the Leadership Team.

Section 2: Mission

The mission of the Leadership Team is to guide the Eat Smart, Move More NC movement in reversing the rising tide of obesity and chronic disease among North Carolinians by helping them to eat smart, move more and achieve a healthy weight.

Section 3: Purpose

The purpose of the Leadership Team is to provide a venue where partners across North Carolina working in physical activity and nutrition collaborate to promote, support and provide guidance to the Eat Smart, Move More NC movement. The Leadership Team works to change policies, practices and environments to make eating smart and moving more possible for all North Carolina citizens.

ARTICLE II: Membership

Section 1: Eligibility

Membership shall be open to any organization, business, agency, or non-profit that supports the mission and purpose of the Eat Smart, Move More NC movement. All representatives from member entities are invited to attend Leadership Team meetings. One designated representative from each member entity will serve as the voting member of the Leadership Team.

Section 2: Membership

Entities wishing to become members of the Leadership Team shall submit a Membership Application to the Coordinator. The applications will be reviewed by the Executive Committee. The applicant shall receive a copy of these bylaws upon membership. Membership will not be denied because of race, color, sex, religion, ethnic background, national origin, or sexual orientation, and will be open to all who share in the purpose of the Leadership Team.

Section 3: Membership Rights

Each member entity shall designate one member to serve as the voting member of the Leadership Team. Although the Leadership Team will strive to make decisions by consensus, when a vote is needed, each member entity shall be entitled to one vote at any Leadership Team meeting or by mail or email ballot. A proxy vote can be assigned by the member entity if the designated voting member is unable to attend a meeting at which a vote will be taken. Members will be notified that a vote will be taken at a Leadership Team meeting at least fifteen (15) days in advance. A vote by the member entities at Leadership Team meetings shall be constituted to be a majority of the voting members of member entities present. All representatives from member entities are invited to attend Leadership Team meetings.

ARTICLE III: Executive Committee

Section 1: Number

The Executive Committee will consist of seven (7) members: Chair, Vice Chair, Past Chair, Members at Large (3), and the Coordinator.

Section 2: Nominations

The nominee(s) shall be a current and active representative from a member entity. The Executive Committee shall be responsible for producing a slate of candidates for election to the Leadership Team annually.

Section 3: Election

Elections will be held when needed based on Vice Chair and/or Members at Large completing their terms. Elections will be held during a regular meeting of the Leadership Team. Vice Chair and Members at Large shall be elected by consensus of the Leadership Team. A vote will be taken if needed. The Chair position is assumed by the Vice Chair. The Coordinator is a non-voting member from the Physical Activity and Nutrition Branch (PAN), NC Division of Public Health, and serves as staff to the Executive Committee. Each elected Executive Committee member will serve a one-year term, with the exception of the Vice Chair, who will serve one year as Vice Chair, one year as Chair, and one year as Past Chair.

Section 4: Powers and Duties of the Executive Committee

The powers and duties of the Executive Committee shall consist of, but not be limited to, the following: ensure that the Leadership Team operates in accordance with these bylaws, devise and execute such measures as they deem proper to promote the purpose of the Leadership Team, convene ad hoc committees as needed and call and hold all regular and special meetings of the Leadership Team and the Executive Committee at such places and times as deemed proper. Should circumstances arise that require immediate response, the Executive Committee may act on behalf of the Leadership Team in accordance with the stated mission and purpose of the Leadership Team.

Section 5: Vacancies

Vacancies may be filled by a majority vote of the remaining members of the Executive Committee for the unexpired term. In the case of a tie, the Coordinator will vote to break the tie. In case of a vacancy of the Chair, the Vice Chair will assume the role of Chair for the remaining period of the vacated position and continue service through the scheduled term as chair.

ARTICLE IV: Committees

Section 1: Ad-Hoc Committees

Ad-Hoc Committees may be appointed by the Executive Committee as required to meet the needs of the Leadership Team. A specific charge will be provided to the Ad-Hoc Committee by the Executive Committee. A member of the Executive Committee will be assigned to each Ad-Hoc Committee and will report the committee's progress at Executive Committee meetings. The Executive Committee representative to the Ad-Hoc committee may or may not be the chair of the Ad-Hoc Committee. A staff member of the Physical Activity and Nutrition Branch, NC Division of Public Health will be assigned to each Ad-Hoc Committee to provide support. Ad-Hoc Committee membership will be made up of representatives from member entities who have the skills needed for the specific committee. Every effort will be made to select committee members that allow for the most member entities to participate. Representatives from member entities can request to be placed on Ad-Hoc committees based on their interest and expertise. Membership to Ad-Hoc committees will be limited to no more than 12 members to facilitate completing their charge in a timely manner.

ARTICLE V: Meetings

Section 1: Executive Committee Meetings

The Executive Committee shall meet at least four (4) times per year. A quorum of Executive Committee members will be constituted by a majority of the Executive Committee members in attendance for any Executive Committee meeting.

Section 2: Leadership Team Meetings

Leadership Team meetings will be held quarterly with the date and location of the meeting to be determined by the Executive Committee.

Section 3: Parliamentary Procedure

In the absence of rules specified in these bylaws, all proceedings of the Leadership Team and Executive Committee shall be conducted in accordance with Robert's Rules of Order.

ARTICLE VI: Amendments

Section 1

These bylaws may be amended, altered and repealed, and new bylaws may be adopted at any regular or special meeting of the Leadership Team.

