

**Article I: Name**

The name of the organization shall be Greater Houston Midwives' Alliance.

**Article II: Mission**

The mission of the Alliance shall be to promote quality maternal and child health care through continuing education and Peer Review of midwives in the greater Houston area.

**Article III: Statement of Philosophy**

As midwives, we believe the practice of midwifery to be distinct from the practice of medicine. We base our profession on the midwifery model of care:

- A. Pregnancy and birth are a fundamentally healthy process.
- B. Each woman is unique and her care should be tailored to meet her individual needs.
- C. Attending to the emotional and spiritual components of childbearing are as important as appropriate antepartum, intrapartum and postpartum physical care.
- D. Midwives should be trained by other midwives, be that training in a school or through apprenticeship and continuing education.
- E. Midwives should maintain a professional attitude, and practice which promotes collegial relationships between physicians, midwives, and students.
- F. The relationship between midwives and their clients is collaborative in nature.

**Article IV: Membership**

Any person who subscribes to the philosophy of this organization is eligible for membership upon submission of completed application form and payment of membership dues. The organization shall not discriminate on the basis of race, religion or gender.

**Section 1. Classes of Membership**

- A. Midwife Membership  
Any dues paying licensed or certified midwife who subscribes to the philosophy of this Alliance.
- B. Student Membership  
Any dues paying individual who is currently enrolled in a midwifery program or apprenticing with a GHMA member midwife.
- C. Supporting Membership  
Any dues paying individual who is not a Licensed or Certified midwife, but whose goals are consistent with the Mission and Statement of Philosophy of the Alliance including, but not limited to consumers, childbirth activists, doulas, childbirth educators, lactation consultants and physicians.

**Section 2. Privileges of Membership**

- A. All members may attend meetings.

- B. Midwife members may chair committees, speak at meetings, make motions, vote, participate in peer review and hold office.
- C. Members in good standing may become members of the GHMA Listserv.
- D. Members in good standing may have a member-page on the GHMA website.
- E. Members who have their own website must agree to share a link back to the GHMA website.
- F. Student/ Supporting members may serve on committees but not as chairpersons. They may speak at meetings, but may not vote, or hold office.

Section 3. **Termination and Reinstatement of Membership**

- A. Termination:  
Membership may be terminated by:
  - 1. Resignation,
  - 2. Non-payment of dues by May 31 annually
  - 3. Consistently practicing outside the Association of Texas Midwives (ATM) Code of Ethics and Standards of Midwifery Practice.
- B. Reinstatement:  
Membership may be restored by:
  - 1. Reapplication and payment of dues if none has been paid during the fiscal year,
  - 2. Agreement with the Mission Statement and ATM Code of Ethics and Standards of Midwifery Practice and demonstration of agreement through their practice of midwifery.

Article V: **Dues and Finance**

Section 1. **Fiscal Year:**

Shall be from June 1 thru May 31.

Section 2. **Membership Dues:**

All members shall pay dues which amount shall be recommended by the Executive Committee and approved by a two-thirds vote of the voting members present at the next membership meeting.

Section 3. **Dues Date:**

- A. Shall be due annually by May 31.
- B. New members' dues may be prorated by the month they join.
- C. Non-payment of dues by the due date (May 31) shall result in termination of membership.
- D. Student Midwife members who pass the NARM and apply for licensure will become midwife members free of charge until the beginning of the fiscal year.

Section 4. **Financial Status:**

- A. The Treasurer will submit a written report of the financial status of the Alliance to the membership annually.
- B. The Secretary shall attach a copy to the official minutes.

Section 5. **Signatures:**

The Treasurer shall be authorized to sign checks and documents for the Alliance.

Section 6. **Contracts:**

The Executive Committee may enter into or execute and deliver contracts in the name of and on the behalf of the Alliance.

Section 7. **Compensation:**

- A. No compensation will be provided to any person or committee for the duties involved in serving the Alliance.
- B. Authorized expenses incurred in purchasing supplies for the Alliance will be reimbursed by the Treasurer upon receipt of Request for Reimbursement form with receipts attached.

Article VI: **Officers**

Section 1. **Designation:**

The elected officers of the Alliance shall be President, Vice president, Secretary, and Treasurer.

Section 2. **Term of Office:**

- A. Elected officers shall take office at the close of the meeting at which their election is declared and shall serve a term of two years.
- B. No member shall hold more than one office at any one time and no officer shall serve more than two consecutive terms in the same office except the original officers in office in 2013 who may serve more than two consecutive terms due to formation of the corporation.
- C. The President must have served at least one previous term as an Executive officer.
- D. All other officers must have been a member in good standing and have attended at least 50% of the monthly meetings over the previous two years.
- E. Executive office terms shall be staggered. Elections shall be held annually at the Annual Meeting and elected by a quorum which shall be one-fourth of the membership. In odd years, the President and Secretary positions will be completed and opened; in even years, the Vice President and Treasurer positions will be completed and opened.

Section 3. **Vacancy in Office:**

- A. A vacancy in the office of President will be filled by the Vice president.
- B. A vacancy in any other office shall be filled after nomination from the floor by a simple majority of the voting members present at the next regular meeting.

Section 4. **Removal from Office:**

Elected officers may be removed from office if they miss two consecutive meetings unexcused.

Section 5. **Duties of Officers:**

- A. The President shall:
1. Be an executive officer of GHMA.
  2. Preside at all meetings of the Alliance and the Executive Committee.
  3. Prepare an agenda of all regular and executive committee meeting or delegate preparation to another executive committee member.
  4. Notify the Technology and Publications Director for publications and announcements to be placed on the Listserv.
  5. Be an ex-officio member of all committees.
  6. Serve as an official GHMA representative and perform other duties as pertain to the office or are designated by the Bylaws.
  7. Serve as immediate past-President for two years at the end of the Presidency term, overseeing the Bylaws and providing mentorship to the new President serving as an ex-officio member of the Executive Committee.
- B. The Vice President shall:
1. Be an executive officer of GHMA.
  2. Perform the duties of the President in the absence or inability of the President to serve.
  3. Succeed to the office of President should the office become vacant before the end of a term.
  4. Perform such other duties as may be assigned by the President or the Executive Committee.
  5. The Vice president shall serve as Parliamentarian.
- C. The Secretary shall:
1. Be an executive officer of GHMA.
  2. Be responsible for the minutes of all the meetings of GHMA and their appropriate distribution.
  3. Be responsible for GHMA correspondence.
  4. Maintain and store meeting minutes and GHMA correspondence.
  5. Maintain a current membership list.
  6. Distribute said list to the membership annually.
  7. Perform such other duties as pertain to the office.
- D. The Treasurer shall:
1. Be an executive officer of GHMA.
  2. Be custodian of the funds of GHMA.
    - a. Collect annual dues (with Membership Application or Renewal) and donations and record and deposit same.
    - b. Maintain checking accounts and house files of GHMA bank statements.
    - c. Maintain credit card account and house monthly credit card statements of GHMA.
    - d. Be authorized to make purchases on behalf of GHMA for less than \$50.00 and providing receipts. Any expenditure over \$50.00 must be authorized by the Executive committee.

3. Prepare an annual budget with the input of the President and maintain and house files of same.
4. Prepare quarterly and annual Treasurer's reports and maintain and house files of same.
5. Provide an itemized annual report of the status of GHMA at the annual meeting.
6. Assure compliance with tax laws.
7. Send to the Technology and Publications Director the names, addresses, and phone numbers of all paid members by August 31<sup>st</sup> annually.
8. Perform other duties as pertain to the office.

## Article VII: **Committees**

### Section 1. **Executive Committee:**

#### A. Composition:

Shall consist of the Alliance officers and Past President

#### B. Duties:

The Executive Committee shall have the general management authority and responsibility for the Alliance. Duties shall include:

1. Management of Funds
  - a. Approval of banks in which funds are deposited.
  - b. Authorization of any expenditure exceeding \$50.00.
2. Conducting of Alliance business between regularly scheduled membership meetings.
3. Meeting per telecommunication at the request of any officer to make decisions affecting the Alliance that cannot wait until the next regularly scheduled meeting.
4. Maintain minutes of all executive committee meetings.
5. Arrange speakers for monthly meetings to provide for ongoing continuing education.
6. Appoint committees and Chairpersons not designated by the Bylaws.
7. Shall be authorized to sign CEU certificates and Peer Review participation certificates for the Alliance.

### Section 2. **Ad Hoc Committees:**

The Executive Committee may create such committees or appoint such positions as are necessary to carry out special projects pertaining to the Alliance. The Executive Committee shall outline the duties of such committees and shall appoint the committee chairpersons. No committee is a law unto itself unless declared a "committee with power."

## Article VIII: **Meetings**

### Section 1. **Regular meetings:**

The Alliance shall meet at least eight times per year. The times and places shall be set by the Executive committee at their annual meeting.

### Section 2. **Annual meeting:**

An annual meeting of the membership shall be held once a year in the spring. Officers will be elected biyearly by a quorum which shall be one fourth of the membership at the annual meeting. If no quorum is present election of officers will be moved to the next regular meeting.

Section 3. **Annual Executive Committee meeting:**

Shall be held immediately prior to the annual membership meeting in order to organize and coordinate activities of the Alliance.

Section 4. **Special meetings of the Executive Committee:**

May be called upon request of any officer. This meeting may be held by telecommunication or electronically. Minutes of decisions made must be taken and available to the membership.

Section 5. **Quorum:**

Shall be  $\frac{3}{4}$  of the Executive Committee for regular meetings of the Alliance, and for Executive Committee meetings.

Section 6. **Notice of Meetings:**

- a) Announcement of The annual membership meeting-shall be published electronically.
- b) The monthly schedule of meetings shall be published monthly electronically, and sent to all paid members via the list serv.

Section 7. **Voting by Telecommunication or Electronically:**

May be utilized for matters requiring action between meetings. The Secretary will record any decisions that are made.

Article IX: **Approval and Amendments of Bylaws**

- A. Written notice of proposed Bylaws shall be presented to the membership with a thirty day comment period before Bylaws are voted upon by the membership.
- B. The Bylaws may be amended at any regular business meeting of the Alliance by a two-thirds vote of the membership after thirty days written notice.
- C. Amendments to Bylaws must be submitted to the entire membership electronically thirty days in advance of voting.
- D. Members may vote on acceptance or rejection of amendments electronically, on paper, or in person, as determined by the executive committee. All votes must be submitted at or before the time of the meeting.

Article X: **Referendum**

A petition representing greater than or equal to fifteen percent of the members shall bring an issue to the vote of the members.

Article XII: **Dissolution**

- A. Upon dissolution of the Alliance, no part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons except that the Alliance shall be authorized and empowered to pay reasonable compensation for services rendered and set forth in Article II hereof.
- B. Monies shall be donated to the Foundation for the Advancement of Midwifery. If the above is unable or unwilling to accept such monies, all assets will be disposed of to such organizations organized and operated exclusively for charitable or education purposes related to midwifery as the Executive Committee shall determine.

**Approved by vote of the members present at the meeting April 7, 2011.**