



NTCA

Proposed New Bylaws – *Cliff Notes*

Purpose: The purpose of this document (and the companion *Frequently Asked Questions: NTCA Bylaws*) is to provide an overview of the changes made to the NTCA bylaws. The NTCA Board has approved these new bylaws but recognized the need for a succinct document for the voting membership that outlines the changes proposed by the Organizational Development work group.

Background:

- Originally developed in 1995, the current version of the NTCA Bylaws was last amended in June 2011 (previously, amendments occurred in 2002, 2005 and 2007). These bylaws have served the organization adequately; however, with the significant changes being undertaken to align the organization with the best practices of not-for-profits, member organizations and TB control programs, the Bylaws committee undertook a critical review and proposed changes were outlined in 2013.
- None of the initial recommended changes were reviewed/approved by the NTCA Board or the NTCA membership...because of the strategic planning and /organizational development exercises conducted by the NTCA in 2013 and into 2014.
- The Organizational Development work group recognized the critical need for a NEW set of bylaws under which to work, especially in light of the following:
 - State program inquiries regarding the availability of institutional/program membership
 - Changing epidemiology of TB across the U.S.
 - Historical confusion with “Active” and “Associate” membership labels
 - Long-standing separation between Section membership and membership in NTCA as an organization
 - Existence of separate bylaws for NTCA and two sections, NSTC and NTNC created confusion, redundancy and the potential for conflicting structures. NSTC not recognized/addressed in 2011 version of bylaws
 - Newly created third section of the NTCA, the Epidemiology Section
 - Recognition of the importance of preserving the organization as representing those individuals/programs having legislatively mandated authority for TB control and prevention activities balanced with a more inclusive structure which recognizes the multi-disciplinary nature of TB control efforts and the importance of diverse staff/professional identities working to protect the public’s health

- Previous bylaws had very specific dates, timeframes, dollar thresholds included, forcing frequent amendments or the organization to function out-of-compliance with the bylaws. Need for general language so every change in process, or organizational functionality, didn't require an amendment to the bylaws
- Changes in technology, especially with electronic voting options, needed to be incorporated
- Format inconsistencies needed to be addressed
- Need for bylaws that would allow growth and be future-oriented for the organization

Major Changes within the Bylaws:

Article/Issue	2013 version	Proposed new version
Article II. Mission Statement	No mission statement was included in the original bylaws	Inserted mission statement: The mission of the National Tuberculosis Controllers Association is to protect the public's health by advancing the elimination of tuberculosis in the U.S. through the concerted action of state, local and territorial TB programs. (NEW: voted on by NTCA Board in June 2013)
Article III. Membership and Dues	Active Member– TB controller or his/her designee Associate Member– all others (includes physicians, nurses, epidemiologists, CDC staff, researchers, etc.) <u>Note:</u> These membership categories/labels were extremely confusing for members, staff, and external partners.	Proposed membership categories: <u>Institutional Member</u> <ul style="list-style-type: none"> • State, Big City, Territorial TB Program Category – (federal cooperative agreement recipients) <i>includes Institutional Member Program Representative and Institutional Members</i> • Local TB Program (no federal cooperative agreement funding) Category – <i>includes Local Institutional Member Programs and Institutional Members</i> <u>Individual Member</u> <ul style="list-style-type: none"> • All other individuals interested in TB who do not work for a TB Program

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Voting (Sections 1 and 2)	<p>Only Active members vote and only 1 per state for special votes</p> <p>No votes, of any kind, for Associate members</p>	<p>Institutional Membership Categories:</p> <p>State, Big City, Territorial TB Program (federal cooperative agreement funding)</p> <ul style="list-style-type: none"> • All members vote, except only 1 vote per state (TB controller, his/her designee) for special votes <p>Local TB Program (no federal cooperative agreement funding)</p> <ul style="list-style-type: none"> • Local TB controller, without federal funding has voting privileges, however, local TB controller (his/her designee) cannot run for elected Board office or incidence-level representative • All other members in this category can participate in NTCA sections, vote in sections and run for section office, as appropriate <p>Individual Member</p> <ul style="list-style-type: none"> • TB controller vote/eligible for positions – occurs only if the state does not elect to join the Association as an Institutional Member Category as there would not be an Institutional Member Program representative for that state • All other individual members can participate in NTCA sections, vote and run for section office, as appropriate
Dues (Section 3)	<p>Individual – little change in amount over time</p> <p>Some changes between date of renewal: annual for all members vs. on an initial anniversary date</p>	<p>Institutional: State, Big City, Territorial and Local</p> <ul style="list-style-type: none"> • Dues structure to include multiple TB program staff, designated by Board. • Payment amount to be determined by Board on an annual basis

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		<p>Individual:</p> <ul style="list-style-type: none"> • Can include TB controller if state elects not to participate in the Institutional Membership Program Category Option. • Payment amount to be determined by Board on an annual basis
<p>Article IV. Association Governance:</p> <p>Outlines the responsibilities and duties of governance structure – little modification</p>	<p>Executive Committee – used for larger Board and smaller subset of elected officers (President, President-Elect, Secretary, Treasurer)</p> <p>Included 3 incidence level representatives based on 3-year review of CDC-reported data – based on case rates</p>	<p>Delineates Board of Directors and Executive Committee (EC)</p> <p>Includes Section Presidents as VOTING members of the Board and reduces the number of incidence level representatives to two per each of the 3 incidence levels.</p> <p>Immediate Past President considered a non-voting member of the Board</p>
<p>Article V. Officers and Board of Directors</p>		<p>Adds language to Treasurer’s responsibilities for approval of ED reimbursements</p> <p>Removes specific dollar reference for Treasurer approval of expenditures. Leaves threshold to Board discretion, determined on an annual basis</p> <p>Maintains two-year term for Secretary and Treasurer positions, with elections occurring in alternate years for continuity</p> <p>Maintains focus on 3 morbidity levels: high, medium, low based on CDC morbidity data</p> <p>Reduces number of incidence level representatives from 3 per level to 2 per incidence level</p>

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		<p>Changes terms of office for incidence level representatives to 2 years instead of the 3 years in the current bylaws</p> <p>Allows for Member-at-Large representation to be included, as needed, so that there is not an even number of voting Board members (to avoid ties in voting)</p> <p>Preserves 3-year timeframe for periodic realignment of incidence level assignment</p> <p>Language re determination of incidence level representation is vague – leaves decision of algorithm to Board vote and can be changed on the 3-year review/re-alignment cycle.</p>
Article VIII. Association Sections	<p>Included no reference to sections and governance or organization of such</p> <p>Sections had own bylaws – developed independently from the NTCA bylaws and adopted difference structure and included different items.</p>	<p>Incorporates sections into the NTCA bylaws. Addresses governance, terms of office, schedule for elections, requirements for creation and dissolution of section. Removes need for separate bylaws but does require a guiding document (such as a work plan) be developed and submitted to the NTCA Board on an annual basis.</p> <p>New language provides for inclusion of the Section Presidents to be voting members of the NTCA Board.</p>