

1 **PLIDA: PREGNANCY LOSS AND INFANT DEATH ALLIANCE**
2 **BYLAWS**

3
4 **ARTICLE 1: NAME**

5
6 The name of this organization shall be Pregnancy Loss and Infant Death Alliance.
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9 **ARTICLE 2: DEFINITIONS**

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11 **2.1 *Pregnancy Loss and Infant Death* –**

12
13 Shall refer to the death of a baby at any time during pregnancy, labor, delivery, or infancy
14 (considered the first year of life).
15

16 **2.2 *PLIDA* –** Shall refer to the organization known as Pregnancy Loss and Infant Death Alliance.
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19 **ARTICLE 3: MISSION AND PURPOSE**

20
21 **3.1 *The central mission of PLIDA* –**

22
23 The mission is to support professionals and parent-advocates in their efforts to improve care for
24 families who experience the death of a baby during pregnancy, birth, or infancy.
25

26 PLIDA does this through:
27

28 **3.1.1 Networking**

29 **3.1.1.1** Being a professional membership organization for professionals and parent-advocates

30 **3.1.1.2** Providing opportunities for members to share support, resources, and information on
31 implementing the highest standards of perinatal bereavement care

32 **3.1.1.3** Collaborating with allied organizations
33

34 **3.1.2 Education**

35 **3.1.2.1** Producing position statements on the emotional aspects of perinatal bereavement care
36 in clinical settings

37 **3.1.2.2** Producing practice guidelines that illustrate relationship-based bereavement care.

38 **3.1.2.3** Sponsoring a biennial international conference
39

40 **3.1.3 Advocacy**

41 Promoting the provision of comprehensive care for bereaved families across the
42 continuum of childbearing
43

44 **3.1.4** Conducting other such activities as are essential to the performance of the above stated
45 mission and purposes and are consistent with these bylaws.
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49 **ARTICLE 4: HEADQUARTERS**

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51 **4.1 Website –**

52
53 PLIDA shall maintain a website whose content is determined by the Board of Directors and in
54 furtherance of the mission and purposes of PLIDA. The Board of Directors is responsible for
55 determining how the website is maintained and updated, either through volunteer or hired
56 assistance.

57
58 **4.2 Mailing Address –**

59
60 PLIDA shall maintain a U.S. Mail P.O. Box to receive mail and to handle mail in a timely
61 manner. Business Manager (BM) or another person appointed by the Board of Directors must
62 hold the key.

63
64 **4.3 Banking –**

65
66 **4.3.1** Business Manager will be responsible for the opening, closing and management of PLIDA’s
67 checking and savings accounts, under direct supervision of PLIDA Treasurer. In
68 conjunction with the BM, PLIDA Treasurer shall be an additional authorized signature on
69 any bank account held by PLIDA.

70 **4.3.2** Business Manager and PLIDA President will be responsible for completing and signing
71 credit applications on behalf of PLIDA. In conjunction with the BM, PLIDA President
72 shall be an additional PLIDA’s Credit Card holder.

73
74 **4.4 Corporate Files –**

75
76 PLIDA’s permanent files, consisting of soft copies of all corporate documents, shall reside at a
77 physical address determined by the Board of Directors and be maintained by the Business
78 Manager, under the supervision of the Executive Director. The Board of Directors will designate
79 one Board member to maintain and hold back-up copies. Financial documents shall reside at a
80 physical address determined by the Board of Directors and be maintained by the Business
81 Manager, under the supervision of the Treasurer.

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85 **ARTICLE 5: MEMBERSHIP**

86
87 **5.1 Membership Qualifications –**

88
89 **5.1.1** Membership to PLIDA:

90 Is open to any person interested in perinatal bereavement care, support, education,
91 advocacy or research on pregnancy loss or infant death. Any question regarding
92 eligibility for membership is referred to the officers of PLIDA for a decision.

93
94 **5.1.2** Membership includes all PLIDA benefits, as determined by the Board.
95
96

97 **5.2 Membership Voting and Dues –**

98
99 **5.2.1 Obligations**

100 **5.2.1.1** Pay dues according to the schedule and amount determined by the Board of
101 Directors of PLIDA

102 **5.2.1.2** Exercise right to vote in Board Elections

103 **5.2.1.3** Agree to abide by the bylaws of PLIDA with no recourse against PLIDA, an
104 officer or member thereof

105
106 **5.2.2 Membership Dues**

107 The Board of Directors shall determine the existence, amount, and payment schedule of
108 membership dues. The Board of Directors may vote to give this responsibility to the
109 Executive Board.

110
111 **5.2.3 Forfeiture or Rescinding of Membership**

112 Membership can be:

113 a) Forfeited due to non-payment of dues or

114 b) Rescinded due to actions inconsistent with the goals and purposes of
115 PLIDA. There is no refund

116
117 **5.2.4 Reinstatement of Membership**

118 A member who has resigned while in good standing or who has forfeited membership by
119 nonpayment of dues may rejoin upon payment of dues.

120
121
122 **ARTICLE 6: MEMBERSHIP MEETINGS**

123
124 **6.1 Regular Meetings –**

125
126 **6.1.1** PLIDA will hold an annual virtual meeting. The meeting shall be convened by the Board
127 of Directors and conducted by the President. Notice of the meeting and the agenda items
128 shall be distributed not more than 4 weeks prior to the meeting.

129 **6.1.2** At the discretion of the Board of Directors, Membership meetings may be open to
130 International Perinatal Bereavement Conference Registrants who are not members of
131 PLIDA. Only members of PLIDA have a voice (vote) at the Membership Meeting.

132 **6.1.3** Membership meeting minutes shall be distributed to all members within 30 days.

133 **6.1.4** Members who were present at the meeting can approve the minutes as they are, or submit
134 corrections, by e-mail to the Secretary of the Board, deadline to be set by the Board of
135 Directors. Members can give their tacit approval of the minutes by not replying.

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138 **ARTICLE 7: BOARD OF DIRECTORS, OFFICERS, AND ELECTIONS**

139
140 **7.1 The Board of Directors: A Competency-Based Board: Invited and Elected –**

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143 **7.1.1** Three Invited Board Members: Based on expertise and ability to promote PLIDA's growth
144 and sustainability as an organization.

146 **7.1.2** Invited members shall serve for a two-year term up to a maximum of two terms (4 years
147 total).

148
149 **7.1.3** The Executive Board determines if invited board members can continue and are
150 afforded the opportunity to serve a second term.

151
152 **7.1.4** Invited Board Members will have a vote.

153
154 **7.1.5** Area of expertise:

- 155 **7.1.5.1** Strategic Planning
- 156 **7.1.5.2** Advancement (Grants, Foundation, Corporate Relationships)
- 157 **7.1.5.3** Legislative: Women and Childbearing Families

158
159
160 **7.1.6** Executive Board determines needed expertise and initiates the invitation.

161
162 **ELECTED**

163
164 **7.1.7** Five Elected Board Members: (4+Past President) fall into categories of expertise.

165
166 **7.1.8** Three-year term to a maximum of two terms (6 years). Three-year term provides stability
167 and ensures follow through on progress initiated.

168
169 **7.1.9** Elected Board Members will have a vote.

170
171 **7.1.10** Areas of Expertise: Elected Board Member Positions- Application made to one specific
172 position)

- 173 **7.1.10.1** Education/Research
- 174 **7.1.10.2** Advocacy
- 175 **7.1.10.3** Maternal Fetal Health
- 176 **7.1.10.4** Strategic Planning

177
178
179 **7.2 Officers of PLIDA –**

180
181 **7.2.1** PLIDA shall have a minimum of five officers. The officers of PLIDA shall be:

- 182 **7.2.1.1** President
- 183 **7.2.1.2** Vice President
- 184 **7.2.1.3** Secretary
- 185 **7.2.1.4** Treasurer
- 186 **7.2.1.5** Past President – The past president serves on the Executive Board as an officer,
187 advisor and voting member

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190 **7.3 Election of the Board of Directors –**

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192 **7.3.1** Elections shall be conducted every three years, and they will take place at the beginning of
193 the fiscal year.

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195 **7.3.2** The membership shall elect the Board of Directors by a simple majority of the ballots cast
196 as per 7.3.5

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7.3.3 Outgoing, incoming, and remaining members of the Board of Directors shall elect Officers – See 7.1.1 and 7.1.7. Exception – the outgoing President will assume the position of Past President. If the outgoing president is asked to serve an additional term; with consent of the past president, they may do so. The past president remains in place for the additional term. If so, the office shall be filled according to 7.4.6. If, after discussion, the Board Members cannot come to a consensus about how to fulfill the offices, each member will cast one vote for a willing candidate for each office. If there are any ties, the Past President shall cast the deciding vote.

7.3.4 Board application forms shall be available at the membership meeting and online for PLIDA members who are in good standing, have expertise, interests, and abilities beneficial to the organization. The Executive Board must approve the final ballot. Applicants must complete the board specific application for which they are applying. The Executive Board consisting of at least three board members, including the past president shall review the applications. All candidates for the Board must fulfill qualifications set by the Board of Directors.

7.3.5 Board election shall occur online using a service, e.g. www.surveymonkey.com. The link is e-mailed to members, where they can access a ballot, record and submit their votes. Candidates’ relevant biographical information, required expertise and the reasons for interest in will be available on the PLIDA website; www.plida.org

7.3.6 The Board election shall close 10 days after the link to the ballot is e-mailed to members.

7.4 Term of Office, Removal, Resignation –

7.4.1 Board Members shall take office at the PLIDA Board Orientation Retreat (7.6.1), or 30 days after their election, whichever comes first.

7.4.2 Executive Board members may hold office for three years and be re-elected to a second three-year term. Invited Board members shall hold office for a two-year term with a possible second term by invitation from the Executive Board based upon performance.

7.4.3 The Executive Board shall not serve more than two three-year consecutive terms in succession in office; an exception may be made for the person assuming the position of Past President. Once elected Board members have completed the two consecutive terms, they must step off the Board for two terms, six years, before they are eligible to re-apply for the Board. Beginning 2020

7.4.4 The Executive Board may remove an officer or Invited Board Member for cause, including unaccounted for absences and non-productivity. To be defined as not contributing to work or meetings. Behavior not in line with PLIDA’s mission and goals.

7.4.5 Resignation of officers or Invited Board Members must be in writing and directed to the President. Resignation of the President must be in writing and directed to the Vice President. Must provide 30 days’ notice.

7.4.6 When a vacancy on the Board occurs, members of the Board can may leave the position vacant until the next election. Alternately, the Executive Board may recommend a new candidate or candidates. Names of a candidate or candidates are submitted to the

248 Secretary who will e-mail the Board Application Packet to each candidate. Candidates
249 shall complete Application Packet and submit to Secretary including required resume and
250 employer support letter. Completed Board Application Packet shall be sent to Board
251 members with the regular Board meeting agenda at least 72 hours prior to the meeting
252 time, and voting will take place at this Board meeting. A candidate must have approval
253 from at least 2/3 of the PLIDA Board in order to be confirmed as a Board Member.
254

255 **7.5 Officers' Appointment and Duties**

256 Officers shall be elected by the Board According to the timelines set out in 7.4.

257 **7.5.1 The President shall:**

258 **7.5.1.1** Preside at all national meetings of the members, and meetings of the Board and
259 the Executive Board

260 **7.5.1.2** Compile an agenda from issues submitted by committee chairs and new items

261 **7.5.1.3** Appoint all ad hoc committees

262 **7.5.1.4** Call emergency meetings and/or Executive Board meetings

263 **7.5.1.5** Act as an ex officio member of all committees

264 **7.5.1.6** Sign contracts approved by the Board

265 **7.5.1.7** Work closely with the Vice President so that in the case of absence or
266 incapacitation, the Vice President can assume the duties of the President

267 **7.5.1.8** Serve as a PLIDA ambassador

268 **7.5.1.9** Serve as Past President, while in good standing, after stepping off the Board at the
269 end of any three-year term as elected

270 **7.5.1.10** Oversee Human Resources Responsibility as follows:

- 271 a) ED Manages paid staff members; however, in the absence of an ED, the
- 272 president fills the role until an ED is hired
- 273 b) ED Reports to the EB
- 274 c) EB Reports to the President

275 **7.5.2 The Vice President shall:**

276 **7.5.2.1** Work closely with the President

277 **7.5.2.2** Stand in for the President in the President's absence

278 **7.5.2.3** Serve as a member of committees as determined by the Board

279 **7.5.2.4** Serve as a PLIDA ambassador

280 **7.5.2.5** Have an in depth understanding of Robert's Rule of Order

281 **7.5.3 The Secretary shall:**

282 **7.5.3.1** Be responsible for recording and posting the minutes of Executive Board
283 meetings and Board meetings in collaboration with Business Manager

284 **7.5.3.1** Have an in depth understanding of Robert's Rule of Order

285 **7.5.3.2** Work closely with the President in coordinating and administering functions of
286 the Board, as directed by the President

287 **7.5.3.3** Record and tally online motions/seconds and votes

288 **7.5.3.4** Save pertinent data on our online data portal

289 **7.5.3.5** Oversee committee determined by the Board

298 **7.5.3.6** Work closely with Administration and other staff to assure smooth
299 communication with members.

300
301 **7.5.4** The Treasurer shall:

- 302
303 **7.5.4.1** Be responsible for presenting the current financial statement to the Board of
304 Directors
305 **7.5.4.2** Present to the Executive Board the yearly proposed budget for presentation to and
306 approval by the Board
307 **7.5.4.3** prepares in collaboration with BM, a two-year forecast budget to be reviewed
308 annually
309 **7.5.4.4** Oversee the administration of all PLIDA's financial transactions and of all monies
310 received and disbursed by Business Manager. Ensure records are complete and
311 comprehensive.
312 **7.5.4.5** Be responsible for maintenance of financial documents in hard copy and/or digital
313 copies, (see section 4.4)
314 **7.5.4.6** Ensure that Business Manager files Annual Periodic Report required by the state
315 of Colorado
316 **7.5.4.7** Ensure that Business Manager renews Insurance Policies
317 **7.5.4.8** Review and sign all tax reports required by the state and federal government, as
318 well as other funding sources on time
319 **7.5.4.9** Review the annual financial reports
320 **7.5.4.10** Supervise/oversee the work and payment of the Business Manager
321 **7.5.4.11** Supervise/oversee the opening and closing of checking accounts, savings
322 accounts and credit card applications
323 **7.5.4.12** Oversee committees as determined by the Board.
324 **7.5.4.13** Work closely with the Business Manager

325
326
327 **7.5.5** The Past President shall (See also 7.46):

- 328
329 **7.5.5.1** Work closely with the President as an advisor to all committees
330 **7.5.5.2** Consult with all committee chairs as needed.
331 **7.5.5.3** Cast a deciding vote in case of a tie when the Board of Directors or the Executive
332 Board is voting on any issue.

333
334 **7.6 Board Meetings –**

335
336 The Board of Directors shall have quarterly teleconference meetings. Face-to-face Board meetings shall
337 occur at the Biennial Perinatal Bereavement Conference and Biennial Board Retreats. Notices of the
338 meetings and the agenda items shall be e-mailed at least 72 hours prior to the meeting. Directors shall
339 serve without compensation for their services, but they are reimbursed for documented expenses incurred
340 on behalf of PLIDA, provided budget and funds are available and approved in advance.

341
342 **7.6.1** Annual Board Retreats

343 Funds permitting, the Board of Directors shall have biennial working retreats, so Board
344 Members can have face-to-face orientation, strategic planning, governance, team
345 building, and committee work. The quarterly Board Meeting will also take place during
346 the retreat.

347
348 **7.6.1.1** Orientation Retreat

349 Board elections will take place online prior to the Board Retreat. After the Board
350 elections and within 3 months of the Board taking office, there shall be a working
351 retreat, either virtual or face-to-face, in which officers will be elected.
352

353 7.6.2 Special Teleconference Meetings

354 Special teleconference meetings of the Board may be called by the President, or by a
355 majority of the Board of Directors. Notice of special meetings shall be e-mailed to all
356 Board members at least 72 hours prior to the meeting. If the President is calling for the
357 meeting, the President shall execute the e-mail. If the majority of the Board or the
358 committee chair is calling for the meeting, the Secretary (or other appointed Board
359 member, if Secretary is unavailable) shall execute the e-mail. The Secretary is
360 responsible for reporting, recording and distributing the minutes of any special meetings.
361

362 7.6.3 Motions Between Meetings

363 Between official Board meetings, Board members can submit motions to the Board by e-
364 mail. At least 72 hours should be allowed for a second to the motion, discussion, and
365 voting. The Secretary shall tally the votes and provide a report in the upcoming monthly
366 Board meeting agenda. For consistency and following Robert's Rules of Orders, written
367 motions begin with "I move".
368

369 7.6.4 Quorum

370 A quorum shall consist of a simple majority of the Board of Directors and must be
371 reflected in the minutes, recording all votes.
372

373 7.7 *Duties of the Board of Directors* –

374
375 "The Board shall be the governing body and is responsible for the property and affairs of PLIDA. The
376 Board may perform such acts and make such rules, regulations, rulings, decisions, and alter, amend, or
377 repeal same, consistent with the Articles of Incorporation, and/or bylaws, and not repugnant thereto as
378 may be necessary and proper to carry on the business and promote the interests of PLIDA." In any
379 and/or all cases where issues and/or questions cannot be settled or agreed upon, passed or approved at a
380 general membership meeting, then it shall be taken up at the next meeting of the Board and acted
381 upon. This decision shall be final and binding as the governmental body of PLIDA. Board of Directors
382 are not committee members however, they oversee committee activity. Invited Board members and
383 Committee Chairs report to the Executive Board. Directors are required to be present at all
384 teleconference Board meetings, and to appear in person at the Board meeting held during the Biennial
385 International Perinatal Bereavement Conference.
386

387 7.7.1 Public Statements

388 The Board of Directors shall be responsible for approving any public statements officially
389 put forth by PLIDA, including Position Statements, Practice Guidelines, or press releases,
390 and responses, positive or negative, as to how issues are handled in a public forum,
391 including print media, radio, television, social media and websites. When possible,
392 prepared statements written in advance and approved by the Board (including parts of
393 published PLIDA Position Statements) shall be used to respond to current events. Where
394 there is not a previously prepared statement, and time is of the essence, the Executive
395 Board shall convene and prepare a response within 48 hours of notification.
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399 7.8 *Indemnification* –

400
401 PLIDA shall indemnify any currently acting director made a party to a proceeding by reason of their
402 service as a director; so long as the director acted in good faith and, in the case of conduct as a director,
403 such conduct was in the best interest of PLIDA and in all other cases, that the conduct was not opposed to
404 the best interest of PLIDA. However, there shall be no indemnification if it is proved that:

- 405 (a) the action or omission of the director was material to the cause of action adjudicated in the
406 proceeding, and
407 (b) was committed in bad faith, or was the result of active and deliberate dishonesty, or the
408 director actually received an improper personal benefit in money, property, or services or,
409 in the case of any criminal proceeding, the director had reasonable cause to believe that
410 the act or omission was unlawful.

411
412 The Board of Directors and officers of PLIDA shall not be liable to PLIDA or its members for money
413 damages

- 414 (a) Except to the extent that it is proved that the director or officer actually received an improper
415 benefit or profit in money, property or services or
416 (b) Except to the extent that a judgment or other final adjudication adverse to the person is
417 entered in a proceeding based on finding that the person's action or failure to act was the
418 result of active and deliberate dishonesty and was material to the cause of action
419 adjudicated in the proceeding.

420 421 **7.8.1 Conflict of Interest**

422 Directors will avoid even the appearance of a conflict of interest and shall recuse
423 themselves from involvement in any decision where a conflict might appear to exist. All
424 board members must complete a full COI disclosure. PLIDA can contract reasonably
425 with Board members, as long as Board members make full disclosure, put bids in writing,
426 and recuse themselves from the decision.

427 428 429 **ARTICLE 8: COMMITTEES:** 430 **Committee Structure, Roles & Responsibilities**

431
432 PLIDA committee chairs are in a leadership role with application for position based on identified
433 expertise and leadership skills.

434 Committee chairs attend quarterly board meetings and are under the direction of the Board of Directors.

435 Committee chairs submit all meeting minutes to the Board of Directors.

436 PLIDA committees have autonomy and based on the expertise of the committee make decisions
437 appropriate to said committee.

438
439 PLIDA Standing Committees include:

- 440
441
 - 442 • Education
 - 443 • Governance
 - 444 • Advancement
 - 445 • Health Equity, Diversity and Inclusion
 - 446 • Conference Planning

447

448 **8.1 Executive Board–**

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450

8.1.1 Officers

451

The Executive Board shall consist of the officers of PLIDA, including the Past President (see 7.55). Until an Executive Director is hired or, once hired, should an Executive Director vacate the position creating an interim need, the President will assume the responsibilities for the position until a new Director is in place.

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455

Both invited Board members and the committee chairs report to the executive team.

456

Elected Board members: (Four Officers and One Past President)

457

458

8.1.1.1 President

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8.1.1.2 Vice President

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8.1.1.3 Treasurer

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8.1.1.4 Secretary (Review Article 7.5.3)

462

8.1.1.5 Past President (Review Article 7.5.5)

463

464

8.1.2 Duties: The Executive Board shall:

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466

8.1.2.1 Oversee the affairs of PLIDA during periods between meetings of the Board.

467

8.1.2.2 Perform such acts and duties as shall be specified in these bylaws, together with such other acts and duties as are not otherwise provided for herein to be performed by other persons.

468

469

8.1.2.3 At all times be responsible to the Board and implement the Board process and rules of order outlined in the Board Process Manual.

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471

8.1.2.4 Be responsible for a Strategic Planning Review including the determination of goals for the year as well as the timeline.

472

473

8.1.2.5 Review the operational plan yearly.

474

475

8.1.2.6 Review the annual budget presented by the Treasurer and Business Manager, including the overall budget of PLIDA, Committee budget and Conference Budget.

476

477

8.1.2.7 Establish guidelines and provide oversight for Expense Reimbursement.

478

479

8.1.2.8 All Board members are required to register and attend the Biennial International Perinatal Bereavement Conference

480

481

8.1.2.9 Serve without compensation, however, they may be reimbursed for their documented expenses on behalf of PLIDA, funds and budget permitting.

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483

484

8.1.3 Executive Director (Pending; deferred for now)

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The Board of Directors shall have the option to hire an Executive Director when there is a two-thirds majority vote in favor. The Executive Director shall:

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488

489

8.1.3.1 Be the administrator of PLIDA and is primarily responsible for the overall operation of PLIDA and supervision of its staff and programs.

490

491

8.1.3.2 Implement policies set by the Board of Directors, promote the achievement of PLIDA mission objectives, and be directly responsible to the Board.

492

493

8.1.3.3 Have significant input, but not a vote.

494

495

8.1.4 Meetings and Quorum

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497

The Executive Board shall hold meetings, as it deems necessary, upon such notice as it shall from time to time determine necessary and three members shall constitute a quorum for the transaction

498

499 of all business of the committee. A majority of votes of those casting a ballot at any meeting
500 shall be the act and deed of the Board.

501
502 **8.1.5 Acts without a Meeting**

503
504 The Executive Board may, under such rules, as it may from time to time, prescribe, perform any
505 or all of its acts or duties by mail, fax, electronic communication, or telephone without the
506 necessity of a face-to-face meeting. All correspondence and decisions/votes are documented by
507 the Secretary and included in the Board's minutes.

508
509
510 **8.2 The Standing Committees –**

511
512 The Board of Directors may by resolution adopted by a majority of the Directors, establish committees of
513 the Board composed of at least two persons. . The standing committees are comprised of non-board
514 members. The Executive Board may make such provisions for appointment of the Chair of such
515 committees, based on application and expertise; establish such procedures to govern their activities, and
516 delegate thereto such authority as may be necessary or desirable for the efficient management of the
517 property, affairs, business, and activities of PLIDA. PLIDA Committees have autonomy and based upon
518 the expertise of the committee make decisions appropriate to their committee. Committees are:

- 519 ▪ Education
- 520 ▪ Governance
- 521 ▪ Advancement
- 522 ▪ Health Equity, Diversity and Inclusion
- 523 ▪ Conference Planning

524
525 **8.2.1 Committee Chair**

526
527 PLIDA committee chairpersons are in a leadership role. They apply for their position
528 based on identified expertise and leadership skills. They attend quarterly Board meetings
529 and are under the direction of the Board of Directors. Committee chairs are responsible
530 for submitting the committee meeting minutes to the Board of Directors. The leadership
531 will consist of either a Chair, or Co-chairs, but not a board member

532
533 **8.2.2 Committee Members**

534
535 **8.2.2.1** Each committee chair, with the approval of the President, shall appoint other
536 individuals from the membership to assist as necessary to carry out the work of
537 the committee.

538 **8.2.2.2** Provide Employer Support Letter that confirms support for time and commitment
539 to fulfill responsibilities of committee membership. Hours per week depend on
540 the committee role taken on by the employee.

541 **8.2.2.3** Are accountable as a KEY responsibility, to be sure work taken on, is completed.

542
543
544 **8.2.3 Working Committee Roles and Responsibilities. Committees shall:**

545
546 **8.2.3.1** Submit yearly goals

547 **8.2.3.2** Submit yearly budget (referencing PLIDA Master Calendar for deadlines)

548 **8.2.3.3** Submit a yearly report of work accomplished and goals met

549 **8.2.3.4** Participate and report progress in quarterly board meetings.

550

551 **8.3 Standing Committees: Individual Roles and Responsibilities -**

552

553 **8.3.1** The Governance Committee Duties

554

The Governance Committee shall:

556

8.3.1.1 Be directed by a chairperson

558

8.3.1.2 Serve as a reference for all Board members on effective board processes including Bylaws, and Standard Operating Procedures (SOP's)

559

8.3.1.3 Maintain and update the Board Process Manual

560

8.3.1.4 Recommend revisions and update the Bylaws as determined by the Board of Directors.

561

8.3.1.5 Ongoing review and revision of the Conflict of Interest Policy and Privacy Guidelines

563

8.3.1.6 Review and oversee the Board of Directors election process

566

8.3.1.7 Be responsible for orienting new members to the PLIDA Board

567

568 **8.3.2** Advancement (Grants) Committee

569

The Advancement (Grants) Committee shall:

570

8.3.2.1 Be directed by a chairperson

571

8.3.2.2 The Chair shall lead each area and will be responsible for looking at financial opportunities; such as grants, corporate sponsorship and relationships to advance PLIDA's footprint and financial health

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8.3.2.3 Coordinates with the team and submit the applications for grants, etc.

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577 **8.3.3** Education Committee

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The Education Committee shall:

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8.3.3.1 Be led by a Chair or Co-Chairs.

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8.3.3.2 Manage conference education, including the Call for Proposals and Conference review and recommendations

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8.3.3.3 Manage Ask PLIDA

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8.3.3.4 Manage Hot Off the Press

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8.3.3.5 Promote Articles, Journals, and Research

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8.3.3.6 Develop Position Statements

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8.3.3.7 Conduct Webinars

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589 There will be a designated Education Specialist who has expertise with CEU/Contact Hours. The Education Specialist responsibilities include:

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8.3.3.8 Oversight on every level of planning for all continuing education providers

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8.3.3.9 Assurance of correct verbiage in all marketing, brochures, websites, social media, and all participant paperwork as directed by accrediting bodies.

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8.3.3.10 Act as liaison among speakers, and continuing education accrediting bodies. Liaison role may include review of contracts; careful checking of conflict of

593

599 interest forms, planners, and others; and careful assessment of related processes
600 and information requested of the speaker by the accrediting organizations.

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602 **8.3.4** Conference Planning Committee:

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604 The Conference Planning Committee shall:

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606 **8.3.4.1** Be led by a Chair or Co-Chairs
607 **8.3.4.2** Lead each area of responsibility to plan for and oversee the PLIDA Biennial
608 International Perinatal Bereavement Conference.
609 **8.3.4.3** Collaborate with all supporting teams.

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611 **8.3.5** Health Equity, Diversity and Inclusion Committee

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613 The Health Equity, Diversity and Inclusion Committee shall:

- 614
615 **8.3.5.1** Be led by a Chair or Co-Chairs
616 **8.3.5.2** Focus on four main objectives
- 617 • Increase the diversity and inclusiveness of membership
 - 618 • Provide membership with monthly tools to highlight various ethnic,
619 religious or societal perspectives
 - 620 • Address key barriers related to disparities pertaining to perinatal
621 bereavement, perinatal and neonatal palliative care and hospice
 - 622 • Foster new research addressing racial, religious, and gender disparities

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624 **8.4 PLIDA Employed Support Team –**

625
626 PLIDA Staff (Employees) - (See Appendix for roles and responsibilities)

- 627
628 **8.4.1** Business Manager
629 **8.4.2** Marketing and Development Manager
630 **8.4.3** Graphic Design and IT Manager
631 **8.4.4** IT Support Back end (website)
632 **8.4.5** Executive Director (pending funding)
633 **8.4.6** Education Specialist (pending funding) will be a volunteer for 2020

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636 **ARTICLE 9: FISCAL AND ADMINISTRATIVE YEARS**

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638 **9.1 Fiscal Year –**

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640 The fiscal year shall be from January 1 to December 31.

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642 **9.2 Administrative Year –**

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644 Board members shall take office at the PLIDA Board Orientation Retreat, or take office 30 days
645 after their election, whichever comes first.

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ARTICLE 10: AMENDMENTS

A two-thirds majority of the Board of Directors may amend these Bylaws. Proposed amendments must be submitted to the Governance Committee Chair to be sent with regular Board announcements. Unless otherwise provided, amendments shall take effect and be in force at the close of the meeting where and when the vote was held, immediately following their adoption.

ARTICLE 11: RULES OF ORDER

Roberts Rules of Order, latest revision, shall be the guide for conduct of all meetings where not in conflict with these Bylaws.

“The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern PLIDA in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules PLIDA may adopt.”

ARTICLE 12: DISSOLUTION

“Upon dissolution of the corporation, the Board of Directors shall dispose of all of the assets of the corporation after paying or making provision for the payment of all liabilities. Disposal of the assets, exclusively for the purposes of the corporation, and as the Directors shall determine, will be executed in such a manner, or to such organization(s) organized and operated exclusively for charitable, education, or scientific purposes. The organizations shall at the time qualify as an exempt organization under Section (501c)3 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

Any such principal office of the corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine which are organized and operated exclusively for such purposes.