

## **CMA ALLIANCE POLICIES AND PROCEDURES**

**(amended) 7-1-20**

### **MEMBERS** *refer to Bylaws Article Five: Membership*

The CMA Alliance membership consists of the members of active component alliances and state-only members in counties where no active alliance exists.

### **CLASSES AND QUALIFICATIONS OF MEMBERSHIP** *refer to Bylaws Article Five: Membership, Section 5.03*

### **RIGHTS AND PRIVILEGES OF MEMBERSHIP** *refer to Bylaws Article Five: Membership, Section 5.03*

### **MEMBERSHIP DUES** *refer to Bylaws Article Five: Membership, Section 5.04 use the website*

1. CMA Alliance dues amounts are listed on the website [cmaalliancenet.org](http://cmaalliancenet.org).
  - Dues are waived for Past CMA Alliance Presidents and Past CMA Alliance Board Chairs.
2. County Alliance dues amounts are determined by the component alliance.
3. Submission of CMAA Dues
  - Dues collected by component alliances are transmitted once collected to CMA Alliance P.O. Box 12695 Bakersfield, CA 93389-2605 FAX: 559-435-0184.
  - Transmission forms and instructions for transmitting dues are found on the CMA Alliance website: [cmaalliancenet.org](http://cmaalliancenet.org) under documents/forms.
  - State only members may submit dues to the Dues and Data Coordinator directly or may pay online on the website: [cmaalliancenet.org-join-us](http://cmaalliancenet.org-join-us). CMA Alliance membership is for the calendar year January 1-December 31.
4. Maintenance of all membership files shall be done by the Dues and Data Coordinator and kept in the official files.

### **MEMBERSHIP IN COMPONENT ALLIANCE OUTSIDE THE MEMBER'S COUNTY OF RESIDENCE**

1. CMA Alliance members in good standing may become a member of a component alliance outside of their county of residence.
2. Criteria to be met for members wishing to affiliate with a component alliance outside of their county of residence.
  - Primary dues are paid to the component alliance in which they reside. Primary dues include CMA Alliance dues.
  - Only local dues are owed for the secondary group or groups.
  - The individual will only be counted in the membership of the primary alliance if applicable.
  - State-only members may join an existing component alliance outside of their county of residence.

### **ANNUAL MEETING** *refer to Bylaws Article Six: Section 6.03*

1. The names of deceased alliance members shall be printed in the Annual Business Meeting program, and the names shall be read aloud, followed by a moment of silence.
2. Officers, committee chairs and presidents of component alliances shall submit an annual report to be included in the Annual Meeting Materials.

## **ANNUAL CALENDAR**

An annual calendar will be published on the website including all known important dates and activities of the CMA Alliance, the component alliances, the California Medical Association and the AMA Alliance.

## **BOARD OF DIRECTORS** *refer to Bylaws Article Seven: Officers and Article Eight: Directors*

### 1. Definition:

The Board of Directors, subject to the provisions and limitations of the California Nonprofit Mutual Benefit Corporation Law and any other applicable laws, and subject to any limitations of the Articles of Incorporation or Corporate Bylaws regarding actions that require approval of the Board, is granted sole authority by the Corporate Bylaws to manage the activities and affairs of the CMA Alliance and exercise, by or under its direction, all corporate powers.

### 2. Focus:

The CMA Alliance Board of Directors is a resource for Alliance members in the development and implementation of the CMA Alliance Purpose and its members to conduct the business of the organization.

### 3. Composition:

1. Three primary officers: *refer to Bylaws: Article Seven*
2. Directors: *refer to Bylaws: Article Eight*

### 4. Co-Chairs:

If there are co-chairs and they both attend the meeting, both individuals have the right to vote. During a committee meeting the person presiding will vote as chair, the second person will vote as a member of the committee.

5. All Board members must sign a board member contract and a conflict of interest form to be kept on file with the secretary.

### 6. Attendance Policy:

This policy is intended to support the full participation and contribution of all Board members.

a. A Board attendance problem occurs if any of the following conditions exists in regard to a Board member's attendance to Board meetings:

- The member has two un-notified absences in a row ("un-notified" means the member did not respond ahead to a reasonable contact in the organization before the upcoming meeting to indicate he/she was unable to attend.)
- The member has three notified absences in a row.
- The member misses one third of the total number of Board meetings in a twelve-month period.

b. The response to a Board attendance problem:

- If the Board notices a Board attendance problem with a member, the President will contact the member within one week to discuss the problem.
- The President will share the member's response with the entire Board within one week.
- At the next board meeting, the Board will decide what actions to take regarding the Board member's future membership on the Board.
- If the Board decides to terminate the Board member's membership the Board will decide the best way to proceed.
- The Board will promptly initiate a process to begin recruiting a new Board member.

## **COMPONENT ALLIANCES** *refer to Bylaws Article Three: Composition Section 3.02*

1. To be considered an active county alliance, a minimum of five (5) members are required.

2. Component alliances shall meet at least one (1) time per year.
3. Each county and district alliance shall request its medical society to act in an advisory capacity to the alliance.
4. A current set of component alliance bylaws shall be filed with the CMA Alliance secretary when updates are made.

## **STANDING BOARD COMMITTEES**

### **BYLAWS/GOVERNANCE**

#### Composition:

The Bylaws Committee shall be composed of the Bylaws (Governance) Director and a minimum of two (2) other Directors in consultation with the President.

#### Responsibilities:

##### The committee shall:

1. Serve as a fact-finding and advisory committee on matters pertaining to the *Corporate Bylaws* and proposed amendments as it deems necessary;
2. Correlate and edit proposed amendment and/or resolutions pertaining to the bylaws which are received from other committees and forward them to the Board of Directors;
3. Review annually the *Corporate Bylaws and Policies and Procedures* and present recommendations for retention, rescission, or amendment of the reviewed policies to the Board.
4. Review all proposed bylaw amendments or revisions of component alliances;
5. Keep on file current bylaws of all component alliances and review for compliance with the CMAA's Bylaws;
6. Develop personnel policies and see that the organization meets the legal requirements for paid personnel or independent contractors.

### **FINANCE COMMITTEE**

#### Composition:

The committee shall be composed of the Treasurer/Chief Financial Officer, and two other Members, in consultation with the President.

#### Responsibilities:

##### The committee shall:

1. Develop the Budget and present for Board approval at the Annual Meeting
2. Review the performance of the portfolio and monitor the investment to ensure that they are consistent with the purpose of the organization and consistent with the direction provided by the Board;
3. Review and amend the Rules of Finance and "Investment Policies" as needed;
4. Develop appropriate financial policies, systems, and controls to safeguard the assets of the organization;
5. Through regular monitoring, see that the financial information is reported accurately and in a timely manner to both the internal and external parties; and
6. Ensure all tax returns are filed in a timely manner.
7. Have an outside audit performed if deemed necessary by the Board of Directors.

### **OPERATING COMMITTEES** refer to *Bylaws Article Nine: Committees, Section 9.03*

Members of the Board of Directors shall be the chairs of the operating committees. They will:

1. Chair their respective committees;
2. Work with the President and the Board to recruit needed committee members;
3. Coordinate the activities of the respective committee.

## **COMMUNICATIONS COMMITTEE**

### Composition:

The committee shall consist of the Communications Director as chair, the newsletter editor, the web master, and a minimum of two (2) committee Members, in consultation with the President

### Responsibilities:

#### The committee shall:

1. Under the direction of the Board, develop a coordinated marketing plan for the CMAA;
2. Promote and develop the external/internal image of the CMAA;
3. Serve as a communications link between the CMAA, members, physicians' families and the community;
4. Approve all external publications prior to publication;
5. Establish and review, as needed, the standardization of publications.
6. Use digital communications whenever possible.
7. Make sure members who do not use the internet are communicated with through mail, FAX or phone.

## **EVENTS COMMITTEE**

### Composition:

The committee shall consist of the Events Director, and a minimum of two (2) committee Members, in consultation with the President.

### Responsibilities:

#### The committee shall:

1. Be responsible for arrangements, program, and enrichment and implementation aspects of face-to-face Board meetings or Annual Session, leadership conferences, or other related meetings.
2. Get input from Board on content of program and keep Board updated on progress;
3. Develop, or cause to be developed, marketing materials for the meetings;
4. Ensure that the meeting is publicized in a variety of communications to potential attendees; and
5. Refer to the *Financial Policies* to ensure that the financial planning and any contracts are in compliance with said policies.

## **GRANTS COMMITTEE**

### Composition:

The committee shall be composed of the Grant Director, and at least three (3) committee members. The committee shall be appointed by the President with the approval of the Board. No more than two Directors may come from one component alliance. There is no limit to the number of members, as advisors, but they must live in different geographic areas.

### Responsibilities:

#### The committee shall:

1. Shall set criteria, accept applications, and through a selection process and award grants in the areas of:
  - a. component or statewide health projects,
  - b. leadership development programs or conferences at the component and statewide levels;

- c. other projects that the committee feels meet the criteria and spirit of the CMAA's purpose as stated in *the Bylaws Article IV*
- d. Physician in Training support
- 2. Report to the CMAA Board and the CMA Board of Trustees on awarded grants;
- 3. Develop of policies relating to the acceptance of donations and grants to the CMAA;
- 4. Make recommendations on funding needs, to include potential funding sources;
- 5. ~~Development of~~ Develop funding sources for the grants and scholarships.

### **HEALTH PROMOTIONS COMMITTEE**

#### Composition:

The committee shall be chaired by the Director of Health Promotions and a minimum of one (1) other Member in consultation with the President.

#### Responsibilities:

##### The committee shall:

- 1. Stimulate and assist in the development of projects to meet community health needs;
- 2. Assist in the promotion of CMAA, AMAA, CMA, Physicians for a Healthy California and AMA proposed health related promotions or projects by the publication of monthly updates and/or information in CMAA publications;
- 3. Select specific health projects of interest and appoint consultants whose areas of interest or expertise enables them to serve as contacts; these consultants shall serve as *ad hoc* members the Health Promotions Committee;
- 4. Acquire Board approval prior to moving forward in specific health promotion areas; and
- 5. Communicate with county health chairs on a regular basis, sharing previously developed projects and soliciting input, ideas, and requests.

### **LEGISLATIVE DIRECTOR/COMMITTEE**

#### Composition:

May be a committee or an individual Director appointed by the President confirmed by Board.

#### Responsibilities:

##### The individual or committee shall:

- 1. Attend the annual CMA Legislation Day in Sacramento;
- 2. Recruit individuals (either Directors or members) to represent the CMAA on the CMA Council on Legislation;
- 3. Identify legislative initiatives of mutual interest to the CMAA and the CMA, the AMAA, and the AMA; and
- 4. Educate members in legislative efforts in the areas that are consistent with fulfilling the purpose of the CMAA in timely member publications and social media postings.

### **MEMBERSHIP COMMITTEE**

#### Composition:

The committee shall be chaired by the Director of Membership Development and a minimum of four (4) members in consultation with the President.

#### Responsibilities:

##### The committee shall:

- 1. Develop and implement recruiting and retention techniques through consultation of the AMAA and CMA to recruit and retain members;
- 2. Encourage the organization of alliances

3. Encourage counties to work with their medical associations to identify physicians-in-training and their spouses, and promote recruitment programs with local medical schools and training programs in hospitals; and
4. Work closely with the CMAA independent contractor or dedicated person to collect and maintain current membership data.

### **STRATEGIC PLANNING COMMITTEE**

#### Definition:

Strategic Planning is an organizational management activity that is undertaken in order to make thoughtful decisions about an organization's mission, values and goals. This enables the organization to allocate its resources to most effectively execute actions to meet its organizational goals.

#### Composition:

The composition of this committee needs to include both Directors and associate members, as advisors, from the component alliances. The President should be a committee Member, but not the chair. The President and Board should collectively select the committee. To function most effectively, the input of an independent consultant with expertise in the area of strategic planning would be an important asset to the committee. The number of Members and exact composition of the committee shall be decided by the Board.

#### Responsibilities:

The committee shall:

1. Assess the need for an outside consultant; if one is needed, research potential candidates to insure a good fit;
2. Committee Members need to become well versed in the Strategic Planning process;
3. Initiate the process of acquiring input from a broad sampling of the organization's internal and external stakeholders.
4. Keep the stakeholders in the loop and get their input as the committee moves through the process—strengths, weaknesses, opportunities, threats, societal expectations, etc.
5. Present a plan for adoption.

### **CALIFORNIA MEDICAL ASSOCIATION AFFILIATION**

1. The Bylaws of the California Medical Association state the CMA Alliance's relationship to the CMA:

#### **CHAPTER 28.00**

#### **CALIFORNIA MEDICAL ASSOCIATION ALLIANCE**

In addition to the organizational structure previously set forth in these Bylaws, this Association may charter the California Medical Association Alliance, and components thereto, which shall be considered an integral part of the Association but which shall conduct its own organization and business separate and distinct from the Association and its Component Societies, subject to the following requirements:

- a) The name of the Alliance shall be the California Medical Association Alliance (hereinafter referred to as Alliance);
- b) The purpose of the Alliance shall be to promote the science and art of medicine, the protection of public health and the betterment of the medical profession, and to promote similar interests in its component alliances;
- c) The Alliance shall be composed of the component alliances and their members;

- d) Component alliances shall include all alliances to component medical societies of the CMA heretofore or hereafter chartered by this Association; and
- e) Charters to component alliances shall be granted and revoked by the Association provided that no charter issued by the Association, nor any action of the Association in issuing or revoking such charters, shall conflict with the purposes and principles of this Association as set forth in its Articles of Incorporation and Bylaws.

## **CHAPTER 14.00 COUNCILS, SECTION 14.04**

Among the councils appointed by the Board of Trustees shall be a Council on Legislation, which shall consist of..., President and Legislative Chair of the Alliance...

2. The CMA Alliance president or other Alliance member designated by the president will represent the CMA Alliance at the quarterly CMA Board of Trustees meetings as a non-voting member of the audience.

- Items of importance may be presented at the meeting to the CMA Board of Trustees upon prior approval by the Chairman of the CMA Board.
- The CMA Alliance president will provide quarterly written updates to be included in the CMA Board of Trustees meeting packet.

3. The CMA Alliance may be represented on the CALPAC committee (California Medical Association Political Action Committee.)

4. Branding guidelines for CMA Alliance are determined by the CMA.

5. CMA House of Delegates Meeting

- Meeting space is provided for the CMA Alliance upon request
- All CMA Alliance activities are listed in the daily House of Delegates schedule
- An exhibit table is provided for the CMA Alliance in the foyer outside the House of Delegates meeting room.
- All CMA Alliance members are welcome to attend CMA House of Delegates meetings.

6. Other meetings of the CMA

- Meeting space and exhibit space will be provided for the CMA Alliance upon request.

### **AMA ALLIANCE AFFILIATION**

1. Membership in the AMA Alliance is strongly encouraged for all categories of members. AMA Alliance membership is not required. Dues shall be paid directly to the AMA Alliance unless collected by the component alliance on the website [amaalliance.org](http://amaalliance.org).

2. The President shall serve as the AMA Alliance Annual Meeting Chair. The attendees to the AMA alliance Annual Meeting are selected by the President and shall be members in good standing of the AMA Alliance. They shall be appointed from among the incoming officers/members of the CMA Alliance Board or members of the Board of Directors of component alliances. Financial assistance to attend the AMA Alliance Annual Meeting may be available as stipulated in the CMA alliance Rules of Finance.

### **PUBLIC RELATIONS AND MARKETING**

BRANDING GUIDELINES *refer to the Alliance Branding Guidelines*

1. The use of the CMA Alliance logo is prescribed by the California Medical Association in the "Alliance Branding Guidelines" established in 2018.

2. Primary logo to be used whenever there is enough room and especially when introducing the brand.



- Refer to the Alliance Branding Guidelines for additional examples of acceptable logos.

3. Colors allowed for publicity are:

- Navy Blue
  - PMS: PANTONE 7694 C
  - CMYK: 100 57 9 52
  - RGB: 04 43 70
  - HEX: #042B46
- Light Blue
  - PMS: PANTON 3115 C
  - CMYK: 59 0 14 0
  - RGB: 24 196 214
  - HEX: #18C4D6

3. Typefaces allowed for publicity are:

- Primary Typeface: Montserrat Light, Regular, Medium, Bold
- Accent Typeface: Zilla Slab Light, Regular, Medium

**PROFESSIONAL ASSISTANCE/STAFF/INDEPENDENT CONTRACTORS** *refer to the Standing Rules of Finance*

1. CMA Alliance may from time to time hire professionals to assist with carrying out its mission and purposes.
2. Compensation and contracts shall be voted on by the Board of Directors before implementation.

**AMENDMENTS TO THE POLICIES AND PROCEDURES**

Proposed amendments to these Policies and Procedures may be made by a vote of the Board of Directors with prior notice provided a quorum consisting of a majority of the Directors in office is present.