

SSRFC Operating Committee Bylaws

ARTICLE 1: NAME, MISSION, OBJECTIVES AND DEFINITIONS

1.1 Name. The Operating Committee of the Society for Student Run Free Clinics (SSRFC) is the primary student-led body entrusted with the day-to-day operations of the organization.

1.2 Mission and Objectives. The mission of SSRFC is to build an international organization of student-run free clinics. In pursuit of that mission, the Operating Committee shall work to establish support, communication, and research for student run free clinics. The objectives of the Operating Committee are:

- a) To hold an annual conference promoting research and resource sharing;
- b) To promote high-quality communication among student-run clinics regarding best practices and issues of mutual interest;
- c) To produce a publication highlighting the work of student-run free clinics;
- d) To establish and maintain partnerships with other organizations serving student-run free clinics; and,
- e) To develop and provide resources to aid in the establishment of new student-run free clinics.

1.3 Definitions. The definitions provided here guide the Operating Committee. In any case where they contradict those of the Corporation, the Corporation's definitions prevail.

- a) "Student-Run Free Clinic" means any student-driven service-learning outreach project in any discipline that is affiliated with an Academic Institution that strives to enhance the health and well-being of a community.
- b) "Free" means that the clinic is not-for-profit and will not turn a patient away due to inability to pay. It does not exclude groups who charge nominally for the care they provide.
- c) "Student" means an individual currently enrolled or admitted and/or pursuing a degree at an Academic Institution and affiliated with a Student-Run Free Clinic.
- d) "Academic Institution" means any academic institution of post-secondary education that is in good standing with a recognized accrediting body as listed by the United States Department of Education or the Council for Higher Education Accreditation.
- e) "Faculty Advisor" means a health professions faculty member aligned with an Academic Institution.
- f) "Trainee" means a post-graduate at an Academic Institution under supervision of faculty as required for certification or licensure."

- g) “Corporation” means the Society of Student-Run Free Clinics legal entity as incorporated in the State of Nebraska.
- h) “Board of Directors” means the Board of Directors for the Society of Student-Run Free Clinics.
- i) “Annual Meeting” means the major yearly meeting for the Society of Student-Run Free Clinics typically composed of a scientific conference, networking events, and annual meetings of both the Board of Directors and Operating Committee.

ARTICLE 2: MEMBERS

2.1 Members. Membership in SSRFC shall be defined consistent with the Corporation bylaws. Any Academic institution with a Student-Run Free Clinic is eligible to be considered for admission as a Member. An organization will be admitted as a Member in accordance with the criteria and procedures established by the Board. The definition presented here shall at no time supersede the Corporate bylaw definition.

ARTICLE 3: OFFICERS

3.1 Officers. The elected officers of the Operating Committee will be the National Coordinator, National Coordinator-elect, Conference Coordinator, Conference Coordinator-elect, Finance Chair, Communications Chair, Publications Chair, Webmaster, Technology Chair and Research Chair.

3.2 National Coordinator Duties.

- a) Oversee the programs and activities of the Operating Committee, ensuring that they are carried out in accordance with the purposes and philosophy of the Corporation, and shall also perform such other duties as shall be assigned to him or her by the Board from time to time;
- b) Lead the Operating Committee in annual review of the Operating Committee objectives, strategic plan and overall functioning as represented by these bylaws;
- c) Lead the Operating Committee in achieving Operating Committee objectives and strategic plan;
- d) Oversee the administration of the Operating Committee in all its activities, subject to such policies as may be adopted and such orders as may be issued by the Board of Directors or its duly authorized officers or committees;
- e) Report to the Chair of the Board of Directors of the Corporation all matters within his or her knowledge which the interests of the Corporation may require to be brought to their attention;
- f) Lead and facilitate all meetings of the Operating Committee;

- g) Lead the election of new Operating Committee members;
- h) Produce an annual report of the Organization reflecting work on objectives and strategic plans;
- i) Serve as a liaison to the Board of Directors;
- j) Authorize the formation of *ad hoc* committees and positions as needed;
- k) Regularly check the official SSRFC email account and ensure that all emails are responded to in a reasonable time frame;
- l) Issue all notices to the Members required by these Bylaws;
- m) In the event that the another Operating Committee member is temporarily unable or unavailable to act, the National Coordinator shall perform the duties of the said Operating Committee member and when so acting shall have all of the powers of, and be subject to all the restrictions upon, that Operating Committee member.

3.3 National Coordinator-elect Duties (1 position).

- a) Assist National Coordinator with any and all duties when necessary;
- b) Perform other duties as are assigned to him or her by these Bylaws or the National Coordinator;
- c) Schedule and organize monthly meetings of all Operating Committee meetings;
- d) Prepare and maintain a record of the proceedings of all Operating Committee meetings;
- e) Maintain a roster of the Operating Committee membership including sub-committee members and Faculty Advisors;
- f) Facilitate meetings of the Operating Committee when National Coordinator is not present;
- g) In the event that the National Coordinator is temporarily unable or unavailable to act, the National Coordinator-elect shall perform the duties of the National Coordinator, and when so acting shall have all of the powers of, and be subject to all the restrictions upon, the National Coordinator.

3.4 Conference Coordinator Duties (1 position).

- a) Organize and lead the conference sub-committee as needed;
- b) Lead and direct conference planning activities for the following year's Annual Conference, including but not limited to the following: requests for proposal, conference budget proposal to Board of Directors (in coordination with Finance

- Chair), contracting, theme development, publicity outreach, call for presentations, logistics and organization;
- c) Serve as liaison between SSRFC and vendors/partners for all questions and specificities related to conference planning, or delegate the role;
 - d) Lead, or delegate leadership of, meetings regarding conference planning;
 - e) Work closely with the National Coordinator on issues of broad organizational interests;
 - f) Perform other duties as are assigned to him or her by these Bylaws or the National Coordinator.

3.5 Conference Coordinator-elect Duties (1 position).

- a) Assist Conference Coordinator with any and all duties when necessary;
- b) Facilitate meetings regarding conference planning when Conference Coordinator is not present.

3.6 Finance Chair Duties (1 position).

- a) Develop and maintain efforts for the organizations funding including, but not limited to, fees, grants and donations;
- b) Advise the National Coordinator, Operating Committee and Faculty Advisors on financially related initiatives;
- c) Assist the Board Treasurer in maintaining proper records in accordance with the tax status of the organization at the time;
- d) Work with the Conference Coordinator to prepare and propose the Annual Conference budget for the Board of Directors;
- e) Prepare an annual budget for the Operating Committee in consultation with the National Coordinator and Board of Directors Treasurer prior to the beginning of each fiscal year of the Corporation;
- f) Report to the Treasurer of the Board of Directors all matters within his or her knowledge which the interests of the Corporation may require to be brought to their attention;
- g) Perform other duties as are assigned to him or her by these Bylaws or the National Coordinator.

3.7 Communications Chair Duties (1 position).

- a) Develop and maintain a program of strategic communications, including new briefs, social media updates and other appropriate means to promote the SSRFC;
- b) Produce brochures, advertisements or other media materials promoting the annual conference;
- c) Periodically organize, proof and disseminate organizational updates to the Active Members as appropriate;
- d) Perform other duties as are assigned to him or her by these Bylaws or the National Coordinator.

3.8 Publications Chair Duties (1 position).

- a) Establish and maintain rules related to organizational interaction and support of publications in consultation with the National Coordinator and Operating Committee.
- b) Serve as liaison to the Journal of Student-run Clinics editorial board;
- c) Ensure that journalistic standards are upheld by the Journal of Student-run Clinics;
- d) Assess the need for and promote the development of any publications that serve the interest of student-run free clinics and/or the Corporation;
- e) Increase awareness of the Journal of Student-run Clinics and any other publications affiliated with the Corporation;
- f) Perform other duties as are assigned to him or her by these Bylaws or the National Coordinator.

3.9 Webmaster and/or Technology Chair Duties (up to 2 positions).

- a) Maintain and develop the SSRFC website including accounts and emails;
- b) Support the SSRFC database;
- c) Coordinate with publications chair to support web-based publications;
- d) Perform other duties as are assigned to him or her by these Bylaws or the National Coordinator.

3.10 Research Chair Duties (1 position).

- a) Provide common communication channels for advancing research projects;
- b) Facilitate development of national strategic research initiatives for student-run free clinics that advance their performance and benefits;

- c) Collaborate with the other Operating Committee officers, Journal of Student-run Clinics and other appropriate groups of individuals to promote the conduct and public presentation of high-quality research regarding student-run free clinics;
- d) Perform other duties as are assigned to him or her by these Bylaws or the National Coordinator.

ARTICLE 4: TERMS, POLICIES AND ELECTIONS

4.1 Term Limits. Operating Committee officers shall serve one (1) year terms. No Operating Committee member shall serve more than two (2) consecutive terms for the same position. Each Operating Committee officer will serve for the specified term, and thereafter until a successor is duly elected and qualified, or until the Operating Committee officer sooner dies, resigns, or is removed. An officer may serve the remainder of a term if their status as a student changes during that term.

4.2 Resignation/Removal. Operating Committee officers may resign at any time upon notice given in writing or by electronic transmission to the National Coordinator. Operating Committee members may be removed with or without cause by majority vote of the Operating Committee members at a regular or special meeting of the Operating Committee called for that purpose. Notice of the proposed removal must be given in the notice of any meeting called for purpose of taking such removal action. Failure of the Operating Committee member to attend at least fifty percent (50%) of the regular and special meetings of the Operating Committee in any year, without good reason, shall be cause for removal.

4.3 Vacancies. The Operating Committee may at any meeting recommend for election by majority vote of the Operating Committee one or more nominees to fill any vacancy in the position of any Operating Committee who dies, resigns, or is removed. Any nominee so elected shall serve the remaining unexpired term of the predecessor Operating Committee role, which partial term shall not count toward the term limit in *Section 4.1* above.

4.4 Election. The National Coordinator or non-candidate designee shall solicit nominations from Members for students to fill officer positions. The process shall be open, public and approved by the Operating Committee. The National Coordinator or a non-candidate designee will be responsible for ensuring that all aspects of the election are carried out faithfully including publicity. Hereafter, responsibilities of the National Coordinator apply equally to the designee if one is named.

- a) Eligibility. Any Student of a Member is eligible to be nominated or self-nominated for any Operating Committee positions with the following exceptions.
 - (i) Candidates considering National Coordinator-elect and Conference Coordinator-elect are preferred, but not required, to have 1 year of prior experience with the organization at any level;
 - (ii) The position of National Coordinator shall be automatically filled by the current National Coordinator-elect;

- (iii) The position of Conference Coordinator shall be automatically filled by the current Conference Coordinator-elect;
 - (iv) No student may hold two positions simultaneously;
 - (v) The current National Coordinator is not eligible for any Operating Committee position.
 - (vi) No individual participating in the conduct of the election shall be eligible to be nominated. This includes, but is not limited to anyone preparing ballots or candidate profiles.
- b) Time and Location. The election of the Operating Committee shall occur during or within twenty-four (24) hours before or after the Annual Meeting, unless another date and time is established by the Operating Committee. In the event that the Annual Meeting cannot be held, an alternative election must be developed by the National Coordinator and approved by the Operating Committee.
- c) Nominations. Every candidate must first be nominated. Individuals may nominate themselves and no second is required. Individuals may only be a candidate for one position. The nomination period shall open at least thirty (30) days prior to Annual Member's meeting and last until a time designated by the National Coordinator to be clearly outlined in the "SSRFC Operating Committee Election" document. The nominations will be compiled and communicated in a timely fashion by the National Coordinator to allow for public consideration and ballot development. In the event that no nominations are put forth for a position, the nomination period may be extended for that position until any publicly announced time prior to voting as determined by the National Coordinator. If voting commences without a nomination for a position, that position will be considered vacant and subject to vacancy procedures.
- d) Publicity. At least 30 days prior to the end of the nomination period, the "SSRFC Operating Committee Election" document will be distributed to the Members. It will also be made available publicly by any means through which the SSRFC communicates with its members. The document will include, but not be limited to: the positions to be elected, the description and responsibilities of each position, the time commitment associated with each position, the timing and location of the election, the nomination process, the voting process, the terms of office and other opportunities for involvement including as voting representatives and sub-committee members.
- e) Campaigning. Any campaign limitations set by the National Coordinator must be approved by the Operating Committee.
- f) Eligible Voters. All registered attendees at the Annual Member's Meeting are eligible to be representatives of their respective Academic Institution. Each Member Academic Institution is allowed to be represented by two (2) voters at the Election.

Only voters registering to represent their schools prior to each election will be considered toward quorum.

- g) Voting. The National Coordinator will be responsible for organizing and leading an Elections Meeting. Each nominee for a position will be allowed an equal amount of time, if any, to verbally promote their candidacy. Any candidate not present at the Elections Meeting may still be eligible for election, but forfeits their speaking opportunity. Others present may speak on their behalf, but are limited to the opportunity originally provided. The period during which voting may occur will be specified in the SSRFC Operating Committee Election document. The Operating Committee shall be elected by a majority votes cast. An election will only be valid if quorum is met where quorum is defined as a majority of registered voters. In the event of a tie or plurality where the top vote recipient receives less than 10% more votes than the second highest recipient, a run-off election will be held between the top two candidates within one week of the initial election.
- h) Ballots. The National Coordinator is responsible for providing a secure and appropriate electronic or paper balloting process.
- i) Certification. Prior to public reporting, the results will be certified as valid by the National Coordinator and a faculty advisor designated by the Operating Committee. A second faculty advisor, also designated by the Operating Committee, shall resolve any discrepancies.
- j) Results. The election results will be announced to the membership and posted publicly through timely and appropriate means.

ARTICLE 5: MEETINGS

5.1 Regular and Special Meetings. There shall be a minimum of ten (10) meetings of the Operating Committee each year, including the Annual Meeting. Each regular meeting of the Operating Committee shall be held at a date, time and place designated by the National Coordinator-elect as directed by the National Coordinator. Special meetings of the Operating Committee may be held at any time. Special meetings may be called by the National Coordinator whenever he or she deems it appropriate, or may be called at the request of the majority of the Operating Committee.

5.1 Notice. It is customary for notice of regularly scheduled meetings to be given at least 7 days in advance with a preliminary agenda. It is also customary for committee officers to add agenda items prior to the meeting date to ensure efficient conduct of meetings.

5.2 Place of Meetings. Meetings may be held at such place or places as the National Coordinator in consultation with the Operating Committee may from time to time determine.

5.3 Quorum. A majority of the Operating Committee Officers then in office and present shall constitute a quorum at all meetings.

5.4 Telephonic Participation in Meetings. Any or all Operating Committee Officers shall be permitted to participate in a regular or special meeting by any means of communication, such as conference telephone communication, by which all Operating Committee Officers participating may simultaneously hear each other during the meeting. An Operating Committee Officer participating in a meeting by this means is deemed to be present at the meeting.

5.5 Voting. Each voting Operating Committee Officer shall have one (1) vote on any matter properly presented at a meeting. When a quorum is present, a majority of present Operating Committee Officers at any meeting shall decide the question, except as required by these Bylaws or Roberts Rules of Order. Each Operating Committee Officer must act personally; there shall be no voting by proxy, power of attorney or other delegation method.

5.6 Meeting Conduct. Each meeting shall be conducted according to the latest edition of Roberts Rules of Order unless otherwise directed by the Bylaws.

5.7 Action Without Meeting. Any action required or permitted to be taken at any meeting may be taken without a meeting if all Operating Committee Officers consent thereto in writing or by electronic transmission, and the writing or writings or electronic transmission or transmissions are filed with the minutes of Operating Committee.

5.8 Compensation. Leadership Team members shall receive no compensation for their services as Leadership Team members. However, nothing contained herein shall be construed to preclude any Leadership Team member from receiving compensation from the Corporation for other services actually rendered or reimbursement for reasonable expenses incurred in serving the Corporation provided that budgeted funds are available for such reimbursement.

ARTICLE 6: SUB-COMMITTEES

6.1 Sub-committees. Sub-committees may be created each year by any Operating Committee Officer in consultation with the National Coordinator on an as-needed basis. The National Coordinator may create *ad hoc* committees for one-year terms if approved by Operating Committee. All committees operate under one-year terms, but may be re-established by subsequent the Operating Committee.

6.2 Structure. The Operating Committee Officer proposing a sub-committee for their role will be required to chair the sub-committee. The National Coordinator may designate chairs for *ad hoc* committees. The membership and roles for committees are customarily defined by the Chair of the committee within 60 days of its creation.

ARTICLE 7: FACULTY ADVISORS GROUP

7.1 Faculty Advisors Group: The Faculty Advisors Group is composed of five (5) health professions faculty members who have agreed to support the Operating Committee organizational matters, including but not limited to organizational structure, decision-making, conference planning, goal-setting activities, and external relations. Each advisor has a designated area of specialization, but may contribute by consensus to advise on areas of general interest to the Operating Committee. The duties of the designated roles are as follows:

- a) General Advisor
 - (i) Provide continuity and overall guidance to the National Coordinator and Operating Committee on organizational matters.
- b) Conference Advisor
 - (i) Advise the conference coordinator on matters of conference planning including scheduling, format, and programming.
 - (ii) Promote continuity between Conference Coordinator by contributing to and assisting in the maintenance of a conference history.
- c) Liaison to External Partners
 - (i) Advise the National Coordinator and Operating Committee on strategic partnerships with external organizations.
 - (ii) Actively appraise external groups for potential interests.
- d) Liaison to the Student-run Free Clinic Faculty Association (SRFCFA)
 - (i) Advise the National Coordinator and Operating Committee on the activities of the SRFCFA, an independent organization.
 - (ii) Actively appraise and advise on opportunities to partner with the SRFCFA on issues of mutual interests including: fundraising, research, publications, conferences and program development.
 - (iii) This position is a one (1)-year term.
- e) Local Conference Advisor
 - (i) Each year, a local faculty advisor of a Member from the city hosting the Annual Meeting the following year will work with the Conference Advisor for the sole purpose of assisting in the conference tasks including, but not limited to: planning, logistics, scheduling, format and programming. If no local faculty advisor is available, then the Faculty Advisors Group in conjunction with the Operating Committee will recruit a non-local faculty advisor from one of the Members. This Faculty Advisor will be a non-voting advisor and will not participate in the nomination and confirmation process.
 - (ii) This position is a one (1)-year term.

7.2 Staggered Terms; Term Limits. Beginning after the 2016 Annual Meeting, Faculty Advisors will serve staggered four (4)-year terms of office, unless otherwise noted in the position description. No Faculty Advisor shall serve more than three (3) consecutive terms. Each advisor

will serve a specified term, and thereafter until a successor is duly elected and qualified, or until the Faculty Advisor sooner dies, resigns or is removed.

7.3 Resignation; Removal. Faculty Advisors may resign at any time upon notice given in writing or by electronic transmission to the National Coordinator and General Advisor. A Faculty Advisor may be removed with cause by the majority vote of the Faculty Advisors Group at a regular or special meeting called for that purpose. Such requests for removal must be presented in writing to the National Coordinator and General Advisor. The proposed removal must be given in the notice of any meeting called for the purpose of taking such removal action. Failure of a Faculty Advisor to attend at least fifty percent (50%) of the regular and special meetings in any year, without good reason, shall be cause for removal.

7.4 Vacancies. Vacant positions may be filled after a nomination and confirmation process. In the event of nomination and confirmation for an unexpired position, the confirnee shall serve the remaining unexpired term of the predecessor Faculty Advisor, and this partial term shall not count toward the term limit in *Section 7.2* above.

7.5 Nomination and Confirmation. The process for nomination and confirmation of Faculty Advisors shall be determined by the Faculty Advisors Selection Review Committee, composed of the National Coordinator, National Coordinator-Elect, Conference Coordinator-Elect, and voting members of the Faculty Advisors Group, excluding any Faculty Advisors who are serving the final year of their term.

7.6 Regular and Special Meetings. There shall be a minimum of four (4) meetings of the Faculty Advisors Group each year, including the Annual Meeting. Each regular meeting of the Faculty Advisors shall be held at a date, time and place designated by the General Advisor. Special meetings may be called by the General Advisor whenever he or she deems it appropriate, or a majority of Faculty Advisors.

ARTICLE 8: REVIEW & AMENDMENTS

8.1 Yearly Review. Each year, the new Operating Committee Officers shall ratify these bylaws within sixty (60) days of their election.

8.2 Amendments. These Bylaws may be altered, amended or repealed by a majority of Operating Committee Members; provided, however, that no alteration or amendment shall be effective which would conflict with the Corporation Bylaws.

8.3 List of Yearly Reviews and Amendments

a) First Effective: March 6, 2016. These Bylaws were created as a result of 2 years of effort parallel to the creation of the SSRFC Corporation as both a tax-exempt and student-run organization. The overall mission and objectives of the committee have roots in the organization's genesis between 2008 and 2010.

b) November 2016: Revisions were made reflecting changes in the faculty advisor positions and the faculty advisor nomination and selection process. Minor other changes were made to improve comprehension.