

**BYLAWS OF THE
NORTH CAROLINA FRIENDS OF MIDWIVES**

**Article I
General**

Section 1 – Name. This organization shall be known as the North Carolina Friends of Midwives (NCFOM).

Section 2 – Purpose. The purpose of this organization shall be to support, promote, and protect the right of North Carolina families to a wide range of choices about how, where and with whom their babies will be born and to promote access to the Midwives Model of Care. This includes the support and encouragement of legislation that licenses midwives, or that benefits midwives and the families that choose their care.

Section 3 – Goals.

1. To educate and inform the general public, families, medical professionals, and others, about the safety and feasibility of midwifery and the Midwives Model of Care, home birth, and other options in childbirth than conventional obstetric care.
2. To support the intrinsic right of women to give birth as they choose.
3. To support the intrinsic right of parents to choose the location and attendants for the births of their children.
4. To inform public policy makers about the birthing rights and needs of North Carolina families.
5. To educate legislators and promote legislation concerning the basic and ongoing needs of North Carolina families who choose midwife-attended birth and the midwives that serve them.
6. To provide a support for women who have had, or plan to have, a midwife-attended birth and/or home birth.
7. To support North Carolina's midwives and other medical professionals practicing the Midwives Model of Care, by increasing public awareness about midwifery.
8. To unite and coordinate home birth and midwifery supporters in North Carolina, and to empower them by giving them a strong voice, specific goals, current information, and a large group of supporters.

Section 4. – Amending the Bylaws. These bylaws may be amended as needed by majority of the Governing Board. For purposes of amendment, a quorum of 2/3 of the Governing Board is required to be present for voting, as well as the presence of the President or Vice-President.

Section 5 – Governor. Victoria Brown, in recognition of her commitment and service, shall serve as the Governor of NCFOM. Her position has a vote on the Governing Board, and is an advisory role to all officers and committees. She may appoint a proxy to meetings of the governing board, as needed. Further, should she decide not to serve in this role in the future, this position shall cease and not be filled by another.

Article II Membership

Section 1 – Eligibility for Membership. Any family within the State of North Carolina, or with an interest in the state of midwifery care in the State of North Carolina, is eligible to be members of NCFOM.

Section 2 – Categories of Members. There shall be voting members and non-voting members.

1. Voting members are current with their dues.
2. Non-voting members do not pay dues, nor have they been granted voting status by the officers. Even though they are non-voting, their opinion and support is welcome and invited by NCFOM. Non-voting members shall affirm their adherence to the charter and purpose of NCFOM.

Section 3 – Dues. There shall be dues for the following levels of membership:

1. Family membership shall cost \$40, and shall afford the family two votes.
2. Individual membership shall cost \$25, and shall afford the individual one vote.
3. Student membership shall cost \$15, and shall afford the individual one vote.
4. The Officers of NCFOM may grant voting status to them with a reduced dues amount, as low as \$1.00.
5. The dues amount may be changed by the Governing Board, not more frequently than yearly.

Section 4 – Local Chapters. The Officers may authorize local chapters in North Carolina. A local chapter shall operate independently for tax purposes. Local Chapters may collect dues separately from NCFOM.

Section 5 – Annual Meeting. There shall be at least an annual meeting of the membership to vote on important issues, including the election of the board of directors. This meeting shall take place during the month of September or October on a Saturday. At this meeting, committee reports shall be made to the attendees by the committee chairs (or another appointed by the committee chairs) prior to the meeting. These meetings shall follow an informal use of Robert’s Rules of Order to ensure that discussions are moderated and proper time is allocated to discussion of issues prior to a vote.

Article III Board of Directors

Section 1 – Election of Board of Directors.

1. The Board of Directors shall be elected by the voting members at the annual meeting to serve for a rolling three year term. There should always be at least one member of the Board of Directors up for vote in a given year.

2. The slate of the Board of Directors should be recommended by a nominations committee, which is appointed and selected by the outgoing Board of Directors, and shall include individuals selected from the voting members of NCFOM. Additional nominations for the Board of Directors may be presented at the annual meeting by voting members of NCFOM. A majority vote by the voting members is required to place an individual into office, which may consist of members in attendance, mailed in proxy votes, or online votes submitted by a specified date.

3. The elected Board of Directors shall consist of no less than three, and no more than ten, individuals.

4. It is preferred that the members of the Board of Directors represent the five major areas of North Carolina: Wilmington, Raleigh, the Triad, Charlotte and Asheville. However, it is not required that the Board of Directors represent each and every area. The Board of Directors shall not consist of individuals from only one area of the State of North Carolina.

5. The first vote for the Board of Directors shall vote for at least one individual to serve one year, one individual to serve two years, and one individual to serve three years, to being the rolling three year term of the Directors. Each subsequent vote shall be for a three year term for all voted in Directors.

Section 2 – Purpose. The primary purpose of the Board of Directors is to appoint the officers, and through these appointments, to guide the direction of NCFOM. The Board of Directors shall also represent NCFOM in the public by their presence at events and meetings that are of important to the purpose and goals of NCFOM.

Section 3 – Meetings. Directors of NCFOM should stay in touch through and aware of the discussions on the NCFOM Team Yahoo Group list, or its successor as established. There shall be at least one in person meeting a year to appoint officers for the following year in the month of November. It is required for all directors to be in attendance to hold a vote on officer appointments. Additional meetings may be held by conference call or in person, as needed.

Article IV Officers

Section 1 – Appointment of Officers.

1. Officers shall be appointed by the Board of Directors at their annual meeting to serve for a one year term.

2. The slate of officers may be recommended by a nominations committee and shall include individuals selected from the voting members of NCFOM, or can be selected by the Board of Directors as they see fit. A majority vote by the Board of Directors during their November annual meeting.

3. The appointed officers shall include a President, Vice-President, Secretary, and Treasurer.

Section 2 – Duties of Officers.

1. President. The President shall be responsible for:

- a. determining agendas for and facilitating general membership and governing board meetings of NCFOM;
 - b. calling general membership and governing board meetings necessary;
 - c. being an ex-officio member of each committee;
 - d. functioning as a contact member for NCFOM local chapters;
 - e. acting as, or appointing another to act as, the NCFOM official representative in associating with other groups, organizations and agencies.
2. Vice-President. The Vice-President shall be responsible for:
- a. assuming the duties of President in the absence or disability of the President;
 - b. acting as liaison to any and all groups interdependent upon our common purpose and intentions, including but not limited to, North Carolina Association of Certified Nurse Midwives (NCACNM), North Carolina Midwives Alliance (NCMA), Citizens for Midwifery (CFM), International Cesarean Awareness Network (ICAN), and other groups as identified.
3. Secretary. The Secretary shall be responsible for:
- a. recording minutes of general membership and governing board meetings;
 - b. distribution of minutes via e-mail to the governing board members, and when approved, to the NCFOM Team Yahoo Group list;
 - c. selecting location and notifying members of general membership meetings;
 - d. responsible for creation and distribution, or the delegation of the creation and distribution, of an e-mail newsletter, at least biannually, for NCFOM members;
 - e. collect, respond to, or delegate responses to, correspondence received by NCFOM.
4. Treasurer. The Treasurer shall be responsible for:
- a. collect and account for all NCFOM funds;
 - b. reconcile bank statements;
 - c. provide an annual report to the membership of NCFOM funds, including a report of collections and reports, at all general membership and governing board meetings;
 - d. write checks for disbursements and bill;
 - e. make deposits of received monies;
 - f. collect monies due from members, sponsors, grants, donors, or assign collection to another.

Section 3 – Meetings. Officers of NCFOM should stay in touch through and aware of the discussions on the NCFOM Team Yahoo Group list, or its successor as established. Meetings of the officers may be held by conference call, at least monthly, and shall be held in person at least once a year. It is required for all officers to be in attendance to hold a vote. These meetings may include the entire governing board, but shall be closed

meetings when it comes to appointment of committee chairs, or to conduct other business that must be conducted without the input or awareness of the governing board.

Article V Governing Board

Section 1 – Purpose. The purpose of the Governing Board is to lead NCFOM through majority vote, to identify issues and objectives for committees, advise the President of issues affecting general membership, conduct elections for officers, assist committees and to create committees, as needed.

Section 2 – Members. The Governing Board shall consist of the Governor, President, Vice-President, Secretary and Treasurer, the Immediate Past President, a member of the Professional Advisory Board, and the committee chairs. The Governing Board shall also include Principal Contributors, individuals who have offered an extraordinary support in one or more areas to NCFOM, as appointed by the Officers or the Governor.

Section 3 – Local Chapters. The Governing Board may authorize local chapters in North Carolina. Local chapter rules and regulations shall be consistent with NCFOM, and must maintain their own funds as stated under Article II Section 4. Local chapters shall meet the following requirements:

- a. Have at least 2 voting members of NCFOM in good standing, with at least one as a member of the NCFOM Yahoo Group list;
- b. Hold meetings at least bi-annually with publicly kept minutes, a copy of which shall be sent to the NCFOM Vice President for review
- c. Have an individual designated as the Local Chapter President, who may receive instruction from the NCFOM President;
- d. Have an individual designated as the Local Chapter Treasurer, who shall report the funds, receipts and disbursements at each Local Chapter meeting for inclusion in the minutes;
- e. Submit a letter to the NCFOM Governing Board stating that the local chapter meets these requirements each year.

Section 4 – Meetings. The Governing Board shall stay in touch through and aware of the discussions of the NCFOM Team Yahoo group list, or its successor as established. The meetings of the governing board may happen by conference call, at least quarterly, and shall be held in person at least once a year. The first meeting of the Governing Board shall be later than January of the year just following appointment of officers and committee chairs. There must be at least six members of the governing board to conduct business and to make decisions by majority vote. These meetings may coincide with, immediately precede or immediately succeed an officers meeting.

Article VI Professional Advisory Board

Section 1 – Purpose. The purpose of the Professional Advisory Board is to advise the Governing Board, to be the liaison for NCFOM in their respective professional organizations and to submit to the Governing Board issues and concerns from their respective fields.

Section 2 – Members. The members of the Professional Advisory Board shall consist of no less than one Doula, one Certified Professional Midwife, one Certified Nurse Midwife, one Registered Nurse, and one Physician.

Section 3 – Governing Board. One member of the Professional Advisory Board shall sit on the Governing Board. It does not have to be the same member, nor does the Governing Board have to know in advance of the identity of the attendee.

Section 4 – Meetings. It is asked that the members of the Professional Advisory Board stay familiar with the discussions of the NCFOM Team Yahoo Group list, or its successor as established. No in person or conference call meetings are required of the Professional Advisory Board.

Article VII Committees

Section 1 – Committees.

1. The Committees of NCFOM shall be the Membership Committee, the Public Relations Committee, the Finance Committee, the Legislative Committee, and the Education Committee.

2. The Committees shall meet at least quarterly.

3. Each committee, through their committee chair, shall submit meeting minutes that detail of committee discussions, decisions, and recommendations, to the Secretary of NCFOM.

4. Other committees may be formed by the Governing Board.

5. Committee members shall be drafted from the voting and non-voting members of NCFOM. Non-voting members shall not have a vote for committee decisions.

Section 2 – Committee Chairs.

1. The officers, within one month of appointment and prior to January 1st of the year after appointment, shall appoint the Chair of each committee.

2. The Committee Chairs shall serve on the governing board of NCFOM and shall make reports regarding committee activity at governing board meetings.

3. Committee Chairs may request funds for committee meetings, events, or responsibilities, by submitting such request in writing to the Treasurer.

Section 3 – Committee Responsibilities.

1. Membership. The Membership Committee shall be responsible for:

- a. maintaining a current record of all NCFOM members in total and in the categories of voting and non-voting;

- b. provide a brochure and membership application form to promote membership;
 - c. process applications for membership;
 - d. give membership dues checks to the Treasurer for deposit;
 - e. provide a copy of the membership list, no less than quarterly, to the Governing Board, and when approved by the Governing Board, provide the list to members of NCFOM.
2. Public Relations. The Public Relations Committee shall be responsible for:
- a. prepare articles concerning NCFOM activities and events, and child-birth related issues, for publication in newspapers, magazines and newsletters;
 - b. prepare and distribute press releases for NCFOM activities and events;
 - c. assist the Public Relations Legislative subcommittee chair to prepare and distribute press releases for legislative activities and victories;
 - d. assist the Finance Committee to plan and publicize fundraising events;
 - e. coordinate media coverage for NCFOM;
 - f. assist the Secretary to create and distribute an e-mail newsletter, at least bi-annually, for NCFOM members.
3. Finance. The Finance Committee shall be responsible for:
- a. plan and coordinate fundraising events;
 - b. assist Local Chapters in coordinating and running fundraising events;
 - c. research and apply for grants to further the purposes and activities of NCFOM;
 - d. build relationships with individuals and organizations to encourage donations;
 - e. give any donations, fundraiser funds, or grant money to the Treasurer for deposit.
4. Legislative.
- a. The Legislative Committee shall be composed of the Chair of the Legislative Committee, any contracted lobbyist, and the chairs of any established subcommittees. NCFOM members shall serve on the subcommittees.
 - b. The three subcommittees shall be Grass Roots, Public Relations and Lobbying. Additional subcommittees can be established by the Governing Board.
 - c. The Legislative Committee Chair shall appoint the chairs of the three subcommittees.
 - d. The Legislative Committee shall develop the strategy of NCFOM to encourage the introduction and passing of legislation supporting NCFOM goals and objectives.
 - e. The Legislative Committee may give instruction and delegate activities to the subcommittees.
 - f. The Grass Roots subcommittee shall be responsible for the contacts with elected officials by members both in the General Assembly and in their home districts, and for contacts with other partner organizations in each community. The subcommittee chair shall report to the

Legislative Committee, no less than quarterly, the contacts that were made, and the outcomes of those meetings.

- g. The Public Relations subcommittee shall be responsible for preparing and distributing press releases of legislative victories, writing and publishing editorials and other articles in newspapers, magazines and newsletters. The Public Relations subcommittee shall engage the assistance of the NCFOM Public Relations Committee for preparation and distribution of any communications.
- h. The Lobbying subcommittee shall be responsible for shepherding the actual vote by presence in the General Assembly, working closely with elected officials and their staff.

Article VIII Funding

Section 1 – Access to Funds. The President and/or Treasurer are approved to access NCFOM funds and shall be on the NCFOM bank account signature card.

Section 2 – Disbursements. Checks need be only signed by either the President or Treasurer. The Treasurer shall be responsible for any credit or debit card issued to NCFOM. The President and/or Treasurer may deplete funds up to a maximum of \$150 without the approval of the Governing Board, not to exceed 25% of total funds. Proposals for expenditures in excess of these limits shall be submitted to the Governing Board for approval, either via email or at the next scheduled meeting. The Board may approve the disbursement, or may call for the approval of the voting membership of NCFOM.

Section 3 – Fundraising Events. The President and/or Treasurer may elect an individual to collect monies at a fundraising event, other than someone on the Governing Board. If the fundraising event is coordinated and operated by a Local Chapter, they shall retain 25% of the funds for their treasury.

Section 4 – Local Chapters. Local Chapters may request a one time grant of \$50 to establish their treasury at the start of their organization. Additionally, the Local Chapter President or Treasurer may request funds from NCFOM in writing, to be decided upon by the Governing Board via email or at the next scheduled meeting.