

**NATIONAL ASSOCIATION OF
LOCAL LONG TERM CARE OMBUDSMAN
NALLTCO**

ARTICLE I: NAME

The association shall be known as the National Association of Local Long Term Care Ombudsman (NALLTCO).

ARTICLE II: PURPOSE

The purpose of the association is to organize and provide a common voice for local long term care ombudsmen for the advancement of their mutual objective of providing for their professional development; insuring the integrity of local programs and their ability to effectively advocate for long term care residents; the exchange and sharing of information, opportunities and resources available through the Administration on Aging as well as other organizations; the mutual sharing of information, ideas, and experiences among local ombudsmen staff; and providing information to policy maker on legislation and regulations impacting local ombudsman programs and long term care residents.

ARTICLE III: MEMBERSHIP

Members will be current and/or former Long Term Care Ombudsmen as defined by the Older American's Act without conflict of interest as also defined by the Older American's Act. Membership is contingent upon payment of dues. There will be three levels of dues:

 salaried staff will pay \$25.00 per year;

 unsalaried staff will pay \$10.00 per year;

 dual individual membership for NALLTCO and NCCNHR will be \$50.00 annually. Benefits of NCCNHR membership can be found at

www.nccnhr.org

The NALLTCO membership year is January 1 through December 31. Dues received after December 1st will be applied to the next membership period. NALLTCO memberships are not transferable. Ombudsmen appearing on the Administration on Aging list of state ombudsmen may not be NALLTCO members. NALLTCO dues may be changed by a majority vote of the NALLTCO Board.

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ARTICLE IV: BOARD OF DIRECTORS

The management of the association shall be vested in a Board of Directors composed of no fewer than 9 and no more than 13 directors. A majority of all current directors shall constitute a quorum. All directors shall be members in good standing. No more than one (1) director shall be employed by an Ombudsman Program in any one state. No more than two (2) shall be an employee of an office of the State Long Term Care Ombudsman. There shall not be more than one Director from any one state. Director shall be elected by the membership for a term of two years with elections of approximately one half of the directors being held each year. All board members will actively serve on at least one committee. A director can be removed from the board by a two-thirds vote of the remaining directors for good cause. Filling of an unexpired term on the board may be filled on an interim basis by a majority vote of the duly elected directors.

ARTICLE V: NOMINATING COMMITTEE

A nominating committee of not less than five (5) members, three (3) directors and two (2) general members, shall be appointed by the Chair. The nominating committee shall seek input from members to select a slate of nominees to fill vacant positions on the Board of Directors, to be presented at the annual meeting. The nominating committee shall be responsible for ensuring that the slate selected meets the requirements for board members as described in Article IV, and shall consider ethnic, cultural, geographic, and program type diversity in selection of the slate. Nominees shall be selected to ensure that approximately half of the directors serving at any one time represent programs West of the Mississippi and approximately half represent programs East of the Mississippi.

ARTICLE VI: EXECUTIVE COMMITTEE

At the first meeting of the board following each election, the board will select and Executive Committee which shall consist of:

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1. Chair - The Chair shall preside at the meetings of the Board of Directors and at all meetings of the association. The Chair shall appoint with the advice and consent of the Executive Committee such committees as are deemed necessary. The Chair may sign with the Secretary or other Executive Officer any instruments which the Board has authorized to be executed.
2. Vice Chair - The Vice Chair will perform such duties as may be assigned by the Chair, and in the temporary absence of the Chair shall preside over the meeting of the Board and the association and shall fulfill other responsibilities of the Chair.
3. Secretary - The duties of the Secretary shall include maintenance of the official minutes and other duties as described in Robert's Rules of Order newly revised.
4. Treasurer - The duties of the Treasurer shall include collection of membership dues, overseeing the maintenance of membership records, and other duties as described in Robert's Rules of Order newly revised.

In the temporary absence, death, resignation or inability of any member of the Executive Committee to perform the prescribed duties, the chair shall appoint a member of the board to serve in that capacity on a temporary basis or until the next annual meeting.

ARTICLE VII: ELECTIONS

Director shall be elected by a majority vote of all members submitting votes at the annual meeting. The nominating committee shall submit a slate of nominees and a voting ballot to the membership no less than thirty (30) days prior to the annual meeting. Members may vote once for each vacancy. Write in nominees shall be accepted. Votes shall be counted at the annual meeting.

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ARTICLE VIII: MEETINGS

A general meeting of all members in good standing shall be called annually at a time and place to be decided by the board of Directors. Special meetings can be called at the will of the Board of Directors. The members present at any membership meeting shall constitute a quorum.

ARTICLE IX: BYLAWS

These bylaws may be amended by a majority vote of members at any duly called or special membership meeting. Copies of the proposed to these amendments must be sent to the members not less than thirty (30) days prior to the date of the meeting at which they will be considered.

HISTORY:
1. These by-laws were officially adopted by the NALLTCO membership in October of 1996 at the first annual NALLTCO meeting which is held in conjunction with the annual National Citizen's Coalition for Nursing Home Reform Conference.
2. By-law amendment for membership criteria made on February 21, 2000 at NALLTCO meeting held in conjunction with National Ombudsman Resource Center Regional Training in Columbia, South Carolina.
3. By-law amendment for membership criteria made on October 19, 2003 at the Annual NALLTCO membership meeting held in conjunction with the NCCNHR conference.
4. By-law amendment for change of membership year to a calendar basis and annual dues applied made on May 19, 2004 during a special membership meeting by ballot and conference call.
5. By-law amendment for membership dues to include a level for dual membership in NALLTCO and individual membership in NCCNHR was adopted on October 23, 2006 in conjunction with the annual National Citizens Coalition for Nursing Home Reform conference.

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05/19/04

The NCCHNR board accepted the changes in their organizational membership options effective October 24, 2006.