



2024 House of Delegates Annual Meeting
Saturday, August 24, 2024 | 10:00 a.m. – 12 p.m.
Proposed Rules

1. The Speaker of the House shall have final decision-making authority in all matters pertaining to the House of Delegates, subject to the Bylaws which provide that “Robert’s Rules of Order, Newly Revised,” shall govern all deliberations and procedures of this Association and the various parts and divisions thereof, when not inconsistent with these Bylaws. When procedural or parliamentary questions and/or problems arise during sessions of the Board of Directors and/or House of Delegates, they shall be referred to the Parliamentarian for study and opinion in consultation with the Association’s corporate counsel. Questions involving the interpretation of the Association’s Bylaws shall be referred to the Association’s corporate counsel.

Business Issues

2. Quorum shall be established electronically by one-third of eligible and credentialed voters indicating their attendance (in-person or virtually) and availability to participate, consistent with the Bylaws. This determines the delegates who are “present and voting.”
3. Only credentialed organizational member representatives and primary care associations carrying proxies are eligible to participate in the House of Delegates meeting and cast votes.
4. At the discretion of the Speaker, individuals who are not credentialed to participate in the House of Delegates meeting may be permitted to attend the House of Delegates meeting as observers.
5. The Proposed Agenda of the House of Delegates must be approved by a majority vote of the delegates present and voting, as determined by the quorum vote.
6. The Rules of the House of Delegates must be approved by a majority vote of the delegates present and voting, as determined by the quorum vote.
7. Debate on any agenda item, pro and con, shall not exceed thirty (30) minutes unless the House, by a **two-thirds vote** of the delegates present and voting (as determined by the quorum vote), agrees to extend such a debate.
8. Delegates will be recognized at the discretion of the Speaker of the House, pro and con, in that order. A maximum time limit of three minutes will be allotted to each delegate recognized to speak. The Speaker of the House may close the debate if they feel the issue has been adequately addressed. The Speaker may close debate on any issue that arises on the House floor that cannot be settled within a reasonable time frame, as determined by the Speaker.



9. Proposed Bylaws amendments must be approved by a two-thirds (2/3) vote of the organizational members present (in-person or virtually), as established by the quorum vote. Bylaws amendments are proposed in advance of the House of Delegates, pursuant to Article IX, Section II of the Bylaws. Bylaws amendments cannot be proposed from the floor at the House of Delegates meeting.

Election Issues

10. Nominations from the floor can only be made by delegates attending the in-person convening of the House of Delegates and will only be received during the period outlined in the Agenda, after which time nominations will be closed.
11. Any candidate nominated from the floor must attend the in-person convening of the House of Delegates and meet all Qualifications for Elected Office (see Reference below).
12. When only one qualified candidate is nominated for office, the Speaker of the House can declare that the nominee is elected by unanimous consent or “acclamation,” without delegates needing to vote.
13. If individuals are nominated from the floor, the Nominating Committee will make its second report after reviewing the eligibility of candidates nominated from the floor.
14. The Speaker may invite any candidates to make a speech not to exceed three (3) minutes. Candidates may choose to waive this opportunity.
15. Delegates will vote electronically. The Speaker of the House will announce when ballots are open and determine when to close ballots. Votes do not need to be received from every delegate present and voting for the ballot to be closed.
16. Ballots shall be tallied electronically by the ElectionBuddy platform and reported to the House by the Speaker.
17. All elections and all matters brought before the House of Delegates, except Bylaws and amendments thereof and dissolution, shall be decided by a majority vote of the organizational members present and voting at the House of Delegates.
18. If the Speaker deems necessary, they may call for revotes and take other such actions to ensure the validity of the vote.



Reference: Qualifications for Elected Office

To qualify for elected office, a candidate must:

- 1) be an **Individual Member of the Association for a minimum of the three consecutive years** prior to the current House of Delegates, and in good standing at least 30 days prior to the House of Delegates, and
- 2) be **employed by or on the board of a NACHC Organizational Member or (1) employed by a chartered Primary Care Association or (2) by a Health Center Controlled Network (HCCN) for a minimum of three consecutive years prior to the current year House of Delegates.** When tenure is not achieved with the current employer or board of an organizational member or with the current PCA employer or HCCN, the organizational member, PCA or HCCN who currently employs the candidate or the organizational member on whose board the candidate serves must have held NACHC Organizational Membership in good standing, or its PCA charter, as applicable, or held Network Associate Membership in good standing, for a minimum of three consecutive years prior to the House of Delegates; and
- 3) **have actively participated on at least two NACHC committees in the last five years.** An individual who is currently completing their first committee service year on one or both of the required committees is considered eligible for candidacy, provided the individual demonstrates active participation through documented attendance at a minimum of 50% of the committee meetings for that year. Example: to be eligible for candidacy in 2024, an individual must have completed at least one committee service year on at least two committees by August 2024 with a record of attendance for at least 50% of the committee meetings, but not earlier than the 2020 Committee Year; and
- 4) sign **Standards of Conduct** and submit with the Petition for Candidacy Packet; and
- 5) obtain a **resolution from the candidate's Board of Directors in support of the candidacy including financial support for travel to board meetings**, to be submitted with the Petition for Candidacy Packet.

Special Qualifications for Clinician and Health Center Board Member Representatives: In addition to the above qualifications, Clinician Representatives must regularly provide health care services for an organizational member as an employee or an independent contractor and hold a valid license to provide health care services in the state in which the organizational member is located. Health Center Board Member Representatives must be currently serving on the board of directors of an organizational member.

SOURCE: NACHC BYLAWS, ARTICLE IV, SECTION II-B, COMPOSITION

EXPECTATIONS REGARDING ATTENDANCE AT BOARD MEETINGS

All Board Members are required to give the Chairperson prior notification in writing if they will be absent from a board meeting. Note that any officer or board member of NACHC may be removed for cause by a two-thirds vote of the Board. For purposes of this section, "for cause" includes, but is not limited to, acts determined by the Board to be contrary to the best interests of NACHC or two (2) unexcused absences from duly called board, executive committee or special meetings in a single year.

SOURCE: NACHC BYLAWS, ARTICLE IV, SECTION III-D, REMOVAL FROM OFFICE, AND SECTION III-E, REMOVAL