

Montana HOSA-Future Health Professionals

A Montana Nonprofit Public Benefit Student Organization

BYLAWS

ARTICLE I

NAME

- 1.01 Name. The name of this organization shall be Montana HOSA-Future Health Professionals. The business of the Organization may also be conducted as Montana HOSA.
- 1.02 Name Change. Montana HOSA may, at its pleasure, change its name by vote of a majority of the Board of Directors. Any such name change shall be done by filing notice of the use of an assumed name by the organization or by amendment to the Bylaws of the Organization and the Articles of Incorporation with the State.

ARTICLE II

PURPOSES AND POWERS

- 2.01 Purpose. The primary purpose of Montana HOSA is to serve the needs of its members and strengthen the Health Science Education-HOSA Partnership in the following ways:
- a. Foster programs and activities which will develop:
 1. Physical, mental and social well-being of the individual
 2. Leadership, character and citizenship
 3. Ethical practices and respect for the dignity of work.
 - b. Foster self-actualization of each member which contributes to meeting the individual's psychological, social and economic needs.
 - c. Build the confidence of students in themselves and their work by providing opportunities to assume responsibilities and by developing personal and occupational competencies and social skills that lead to realistic choices of careers and successful employment in in the health care field.
 - d. Promote inter-organizational relationships with professional groups, businesses, industries and other organizations.
 - e. Recognize individual achievement in scholarship, occupational skills or services rendered, by providing recognition and awards.

- f. Promote involvement in current health care issues, environmental concerns and survival needs of the community, the nation, and the world.
- g. Establish and maintain our state associations in good standing with National HOSA.

2.02 Powers. Montana HOSA shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes for which Montana HOSA is organized, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of Montana HOSA shall include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions, through the Montana HOSA: Future Health Professionals tax exempt status, EIN# 200382137.

2.03 Nonprofit Status and Exempt Activities Limitation.

- (a) Nonprofit Legal Status. Montana HOSA is a Montana nonprofit public benefit organization, recognized as tax exempt under Section 501 (c)(3) of the United States Internal Revenue Code.
- (b) Exempt Activities Limitation. Notwithstanding any other provision of these Bylaws, no Director, Officer, employee, Member, or representative of this Corporation shall take any action or carry on any activity by or on behalf of Montana HOSA not permitted to be taken or carried on by an organization exempt under Section 501 (c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any contributions to which are deductible under the Code and Regulations as it now exists or may be amended. No part of the net earnings of the Corporation shall inure to the benefit or be distributable to any Director, Officer, Member, or other private person, except that Montana HOSA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.
- (c) Distribution Upon Dissolution. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code or corresponding section of any federal tax code, or shall be distributed to the federal government or to a state or local government, for a public purpose. Any assets not disposed of shall be disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as

said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III
STUDENT MEMBERSHIP

- 3.01 Membership Organization: HOSA is a national organization of, by and for students who (1) are or were enrolled in middle, secondary, post-secondary/collegiate health science classes and/or (2) are interested, planning to pursue or pursuing a career in the health professions.

Montana HOSA- Future Health Professionals is chartered by the National Board of Directors of HOSA, Inc., and may be composed of the following divisions: Middle, Secondary, Post-secondary/Collegiate, Associate, Alumni and Professional.

- 3.02 Voting Member Eligibility: Division Members shall be students who are or have been enrolled in Health Science classes, and/or are interested in the health professions.

a. The Middle Division shall be composed of middle school students who wish to gain exposure to healthcare careers through their school chapter, and are affiliated members of HOSA.

b. The Secondary Division shall be composed of secondary students who are or have been enrolled in a Health Science or an organized health career awareness program or are interested, planning to pursue or pursuing a career in health professions.

c. The Postsecondary /Collegiate Division shall be composed of students who are not enrolled in high school, have received a high school diploma and/or are pursuing an alternate high school diploma, and are enrolled in a health care related field at the undergraduate level or are interested or planning to pursue a career in the health professions.

- 3.03 Non-voting Affiliates The Montana HOSA Board of Directors has the authority to create other non-voting membership categories as they deem necessary to the benefit of the organization.

- 3.04 Dues. Annual Affiliation fees for Montana HOSA-Future Health Professionals shall be set each year. Affiliation fees for Fall semester students must be received by National HOSA on or before January 1 of the membership year. Affiliation fees for students who enroll after January 1 must be received by

National HOSA on or before registration for the State Leadership Conference. Students must be affiliated to participate in State Leadership Conference.

Any change in the state portion of the affiliation fee must be approved by National HOSA, Inc. and the delegate assembly for each division at the annual business meeting.

3.05 Voting Rights. Except as otherwise provided in these Bylaws, each member of Montana HOSA-Future Health Professionals shall be entitled to one vote on each matter upon which Members have voting rights.

3.06 Except as otherwise provided by law, by the Articles of Incorporation, or by these Bylaws, the number of classes, qualifications, rights, privileges, dues, fees, responsibilities, and the provisions governing the withdrawal, suspension, and expulsion of Members shall be determined by the Board of Directors. Except as may otherwise be required by law, the Articles of Incorporation, or these Bylaws, any right of Members to vote and any right, title or interest in or to the Corporation, its properties and franchises, shall cease and divest upon termination of Membership, except that liability of a Member for sums due the Corporation shall survive such termination unless otherwise expressly provided by the Board of Directors.

ARTICLE IV MEETING OF STUDENT MEMBERS

4.01 Time and Place of Annual Membership Meeting. The annual meeting of the Members will be held each year at a time and place established by the Board of Directors, with a minimum of 21 days written notice to all Members. Any Member may attend the Annual Membership Meeting for the limited purpose of voting, without being required to pay registration fees to attend the meeting.

4.02 Business to be conducted at the Annual Membership Meeting. The following business or reports may be conducted or presented at the Annual Membership Meeting to be held in conjunction with the State Leadership Conference:

1. Election of State student officers for the upcoming school year. (See Article V)
2. Requested change in membership dues.

Electronic Notice. These Bylaws allow for electronic communication to be a valid form of communication for all meeting notices and ballots, as long as the Member has given consent. Consent by a Member to receive notice by electronic

communication in a certain manner constitutes consent to receive a ballot by electronic communication in the same manner

4.03 Special Meetings of the Members. Special meetings of the Members may be called by the Board of Directors or upon written request/petition of at least one tenth of the voting Members who shall state in writing to the Board of Directors the purpose of such meeting.

- 4.04 Quorum. Twenty-five percent (25%) of the number of voting Student Members then in good standing present in person or by proxy shall constitute a quorum for the transaction of any business. If at any meeting of the Members there is less than a quorum present, a majority of those present may adjourn the meeting, without further notice, until a quorum is obtained.
- 4.05 Proxies. At any meeting of the Members, a Member entitled to vote may do so by proxy in accordance with Montana law or by other reasonable means allowed by Montana law established in Board policy. (MCA 22-2-539)
- 4.06 Action by Written Ballot. Any action requiring Member approval that may be taken at a meeting of the Members may be taken without a meeting if MT HOSA delivers a written ballot to every Member entitled to vote on the matter and conducts the vote in accordance with Montana law.

ARTICLE V
ELECTION OF STATE OFFICERS

5.01 Elections. Elections for student State Officer candidates will take place during State Leadership Conference each spring. At least two members of the Board of Directors will interview candidates and recommend officer positions.

- (a) A National Executive Council Member may serve on interview team, but may not replace a Board Member.
- (b) In the event that two Board Members are not available to serve on interview team, a board member may serve by virtual electronic attendance.

5.02 Student Officers. The function of student state officers is to provide guidance, leadership and inspiration and build enthusiasm of all members (students and advisors). Student State Officers will

- a. Work as a team to create and implement the Program of Work for the year
- b. Maintain communication between state officer team and Montana HOSA staff

- c. Organize statewide events such as Fall Leadership Conference and State Leadership Conference
- d. Market and promote Montana HOSA through various outlets
- e. Serve as the ambassadors for more than 300 HOSA members in the state of Montana

5.03 Student State Officer Positions. Up to five (5) student state officer positions are open each year depending on the number of officer candidates seeking state office. Positions will be filled in accordance with program objectives established by the Board of Directors the following order: President, and First Vice President and up to 3 additional Vice Presidents with assigned duties as pertain to the annual Board objectives.

5.04 Term of Office. All state officer positions are held for one year, from the date of their election at the annual State Leadership Conference and ending at the State Leadership Conference the following year.

5.05 Removal from office. Students must maintain a GPA of 2.5 or greater during the school year to remain in office.

Any elected officer who fails in performance of his/her duties as documented and signed in their officer application, may be removed by a two-thirds vote of the Executive Committee. Such removal must be approved by the advisor. The officer to be so removed must be notified in writing at least one month (30 days) prior to the removal and must have been given notice of unsatisfactory work before notice of removal is issued.

5.06 In the event the President is removed from office, the first vice-president shall assume the duties and office of the president. The Secretary shall assume the duties and office of the Vice-president. All other officers shall remain in their elected office with no additions to the officer team. In the event an officer other than the president or vice-president is removed from office, the officers will remain in their elected offices and the duties of the absent officer shall become the responsibility of the president to delegate among the officer team.

5.07 If an officer decides to resign any time during their year of service, a letter of resignation of a State Officer may only be accepted by the Board of Directors.

ARTICLE VI
MONTANA HOSABOARD OF DIRECTORS

6.01 Number of Directors. MT HOSA shall have a Board of Directors consisting of at least 9 Directors and no more than 11 Directors. Within these limits, the Board may increase or decrease the number of Directors serving on the Board, including for the purpose of staggering the terms of Directors, to have approximately one-third of the Board elected at each annual meeting of the Membership.

6.02 Powers. Except as otherwise provided by law, all corporate powers are exercised by or under the authority of the Board and the affairs of Montana HOSA are managed under the direction of the Board.

6.03 Terms. All Directors will be elected to serve two-year terms with concurrent service up to three terms; provided, however, that the term may be extended until a successor has been elected.

6.04 Vacancies. The Board of Directors may fill vacancies due to resignation, death, or removal of a Director or may appoint new Directors to fill a previously unfilled Board position, subject to the maximum number of Directors under these Bylaws.

(a) Unexpected Vacancies. Vacancies in the Board of Directors due to resignation, death, or removal shall be filled by the Board for the balance of the term of the Director being replaced.

(b) Filling Previously Unfilled Positions. Each Director appointed by the Board shall stand for election for the balance of the term with the next slate of candidates presented to the Board for election at the September Board meeting.

6.05 Removal of Directors. If a Director is absent and unexcused from more than two meetings of the Board, a Director may be removed by a majority vote of the Board of Directors then in office. The Board Chair is empowered to excuse Directors from attendance for a reason deemed adequate by the Board Chair.

6.06 Board of Directors Meetings.

(a) Regular Meetings. The Board of Directors shall have a minimum of five (5) regular meetings each calendar year at times and places fixed by the Board. Regular meetings of the Board may be held without further notice;

however, the Board Chair or Executive Director shall use best efforts to send an electronic or written reminder of regular meetings a minimum of ten days before the meeting.

(b) Special Meetings. Special meetings of the Board may be called by the Chair, by any two members of the Executive Committee, or by 10 percent of the Directors. A special meeting must be preceded by at least 2 days' notice to each Director of the date, time, and place, but not the purpose, of the meeting.

(c) Notice of Board Meetings. Notice of a regular or special meeting must be given to each Director either personally or e-mail at his or her address as shown by the records of Montana HOSA. If e-mailed, a notice shall be deemed delivered when an electronic notice of delivery is returned to the sender of the notice. If notice of delivery is not received, the executive director will call the Director.

(d) Special Notice Provisions. If a purpose of the meeting is to consider (i) an amendment to the Articles of Incorporation, (ii) a plan of merger, (iii) the sale, lease, exchange, or disposition of all or substantially all of the organization's property, or (iv) the dissolution of the organization, then a notice must be given to each Director at least seven (7) days before the meeting stating the purpose, and the notice must be accompanied by a copy of or summary of the proposed amendment, plan of merger, transaction for the disposition of property, or proposed dissolution.

(e) Waiver of Notice. Any Director may waive notice of any meeting, in accordance with Montana law.

6.07 Manner of Acting.

(a) Quorum. A two-thirds (2/3) majority of the Directors in office immediately before a meeting shall constitute a quorum for the transaction of business at that meeting of the Board.

(b) Vote. The act of the majority of the voting Directors present at a meeting at which a quorum is present shall be the act of the Board, unless otherwise specified in these Bylaws or required by law. Each Director shall have one vote.

(c) No Proxy Voting. Directors may not vote or sign Board resolutions or consents by proxy.

(d) Participation. Directors may participate in a regular or special meeting through the use of any means of communication by which all Directors participating may simultaneously hear each other during the meeting, including in person or by telephonic conference call.

6.08 Action Without Meeting. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the Directors entitled to vote with respect to the subject matter thereof. Such action may be taken by email if an electronic copy of the resolution is printed out, signed and returned to the Secretary by all Directors. Such consent shall have the same effect as a unanimous vote and shall be placed in the minute book by the Secretary.

6.09 Annual Board Meeting and presentation of proposed Board Officers and/or new board members. The Board shall elect Board Officers at the Annual In-Person Board Meeting, unless the election of Board Officers is delayed by the Board. Proposed Board members will fulfill their board duties at the September meeting of the Board of Directors.

6.10 Qualifications of Directors. In order to be eligible as a Director on the Board of Directors, the individual must be 18 years of age and represent one of the health-related liaison categories determined by the Board of Directors. As follows:

- Two (2) secondary health science/biomedical science teachers
- Two (2) post-secondary health science division faculty (one from MUS system; one from 2 year or private colleges)
- Two (2) Medical Center representatives (one from rural/CAH; one from large hospital system)
- Two (2) health-related non-profit agencies
- One (1) Healthcare Business Entity
- Two (2) representatives from any of the following areas: MT State Legislature, Financial Advisor, Lawyer, Workforce/Economic Development

At the discretion of the board, up to 2 non-voting positions may be added as a “friend of the board” representing government entities, legal and/or financial advisors.

ARTICLE VII
OFFICERS

- 7.01 Board Officers. The Board Officers of Montana HOSA shall be a Board Chair, Chair-Elect, Secretary/Treasurer, all of whom shall be chosen by, and serve at the pleasure of, the Board of Directors. Each Board Officer shall have the authority and shall perform the duties set forth in these Bylaws or by resolution of the Board or by direction of an Officer authorized by the Board to prescribe the duties and authority of other Officers. The Board may also appoint additional Vice Chairs and such other Officers as it deems expedient for the proper conduct of the business of Montana HOSA, each of whom shall have such authority and shall perform such duties as the Board of Directors may determine. One person may hold two or more Board offices, but no Board Officer may act in more than one capacity where action of two or more Officers is required.
- 7.02 Term of Office. Each Board Officer shall serve a two-year term of office and may serve up to three consecutive terms of office. Unless elected to fill a vacancy in an Officer position, each Board Officer's term of office shall begin upon the adjournment of the Annual Montana HOSA Business Meeting at which elected and shall end upon the adjournment of the Annual MT HOSA Business Meeting during which a successor is elected.
- 7.03 Removal and Resignation. The Board of Directors may remove an Officer at any time, with or without cause. Any Officer may resign at any time by giving written notice to Montana HOSA without prejudice to the rights, if any, of Montana HOSA under any contract to which the Officer is a party. Any resignation shall take effect at the date of the receipt of the notice or at any later time specified in the notice, unless otherwise specified in the notice. The acceptance of the resignation shall not be necessary to make it effective.
- 7.04 Board Chair. The Board Chair shall lead the Board of Directors in performing its duties and responsibilities, including, if present, presiding at all meetings of the Board of Directors, and shall perform all other duties incident to the office or properly required by the Board of Directors.
- 7.05 Chair-Elect. In the absence or disability of the Board Chair, the ranking Chair-Elect designated by the Board of Directors shall perform the duties of the Board Chair. When so acting, the Chair-Elect shall have all the powers of and be subject to all the restrictions upon the Board Chair. The Chair-Elect shall have such other powers and perform such other duties prescribed for them by the Board of Directors or the Board Chair. The Chair-Elect designated by the

Board shall normally accede to the office of Board Chair upon the completion of the Board Chair's term of office.

- 7.06 Secretary. The Secretary shall keep or cause to be kept a book of minutes of all meetings and actions of Directors and committees of Directors. The minutes of each meeting shall state the time and place that it was held and such other information as shall be necessary to determine the actions taken and whether the meeting was held in accordance with the law and these Bylaws. The Secretary shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Board Chair. The Secretary may appoint, with approval of the Board (or the Executive Committee), a member of the staff to assist in performance of all or part of the duties of the Secretary.
- 7.07 Treasurer. The Treasurer shall be the Director for oversight of the financial condition and affairs of Montana HOSA and shall have primary responsibility for implementing the responsibilities of the Finance and Audit Committee. The Treasurer, working with the Finance and Audit Committee, shall oversee and keep the Board informed of the financial condition of Montana HOSA and of financial review results. In conjunction with the State Director, shall oversee budget preparation and shall ensure that appropriate financial reports, including an account of major transactions and the financial condition of Montana HOSA, are made available to the Board of Directors on a timely basis or as may be required by the Board of Directors. A qualified fiscal agent will be hired to assist in performance of all or part of the duties of the Treasurer.
- 7.08 Compensation for Board Service. Directors shall receive no compensation for carrying out their duties as Directors. The Board may adopt policies providing for reasonable reimbursement of Directors for expenses incurred in conjunction with carrying out Board responsibilities, such as travel expenses to attend Board meetings.
- 7.09 Compensation for Professional Services by Directors. Directors are not restricted from being remunerated for professional services provided to Montana HOSA. Such remuneration shall be reasonable and fair to Montana HOSA and must be reviewed and approved in accordance with the Board Conflict of Interest policy and state law.
- 7.10 Non-Director Officers
- (a) State Director. The State Director shall be an Officer of Montana HOSA, hired by the Board. If the State Director resigns as an Officer of MT HOSA, he or she may no longer serve as State Director.

- (b) State Advisor. The State Advisor is an employee of the Montana Office of Public Instruction and is employed as the Health Science Education Specialist.
- (c) The Board of Directors may designate additional Officer positions of Montana HOSA and may appoint and assign duties to other non-director Officers of Montana HOSA.

ARTICLE VIII
BOARD COMMITTEES

8.01 Committees.

- (a) Standing and Special Committees. The committees of the Board shall be standing and special, and each Board committee shall have membership, duties, and powers established in these Bylaws and the Board resolution or charter creating the committee. Standing committees perform continuing functions on behalf of the Board. Special committees perform specific, limited tasks of the Board. In addition to the standing committees established in these Bylaws, the Board may establish standing and special committees by Board action or resolution.
- (b) Creation of Committees and Appointment of Members. All Board committees shall be created by the Board of Directors, and the Board shall appoint all committee members and fill any vacancies; provided, however, that the Executive Committee may create interim special committees of the Board and establish their membership between meetings of the Board, subject to Board ratification at the next regular or special meeting of the Board. Each committee must be composed of two or more voting Directors and may include non-director members without the power to vote.

8.02 Committee Manner of Acting. The provisions of these Bylaws which govern meetings, manner of acting, action without meetings, notice, waiver of notice, and quorum and voting requirements of the Board shall apply to committees of the Board and their members.

8.03 Executive Committee. The Board shall have an Executive Committee with powers established by the Board, consistent with these Bylaws. The Chair of Montana HOSA shall serve as Chair of the Executive Committee.

8.04 Governance and Nominating Committee. The Board shall have a Governance and Nominating Committee with powers established by the Board, consistent with these Bylaws. The Board shall appoint a Committee Chair.

- 8.05 Finance and Audit Committee. The Board shall have a Finance and Audit Committee with powers established by the Board, consistent with these Bylaws. The Treasurer shall be the Committee Chair.

ARTICLE IX
STATE DIRECTOR AND STAFF

- 9.01 Appointment. The Board of Directors may hire a State Director as the chief executive officer of Montana HOSA. The State Director will hold office at the will of the Board and shall report directly to the Board.
- 9.02 Duties. The State Director shall be responsible for administrative management of Montana HOSA, with general and active supervision over the property, business and affairs of Montana HOSA the State Director shall carry out the policies and programs of Montana HOSA and perform duties as directed by the Board, subject to oversight by the Board and the Executive Committee.

ARTICLE X
CONTRACTS, CHECKS, LOANS, INDEMNIFICATION AND RELATED MATTERS

- 10.01 Contracts and other Writings. Except as otherwise provided by resolution of the Board or Board policy, all contracts, deeds, leases, mortgages, grants, and other agreements of Montana HOSA shall be executed on its behalf by the State Director, the Chair, or other persons to whom Montana HOSA has delegated authority to execute such documents in accordance with policies approved by the Board.
- 10.02 Checks, Drafts. All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of Montana HOSA, shall be signed by the state director of Montana HOSA and in such manner as shall from time to time be determined by resolution of the Board. The State Director delegated the task of check writing will request permission from the Executive Board, on all checks over \$500 NOT SPECIFICALLY NOTED in the annual approved budget. Both the current State Director and Board Chair will be signers on the Montana HOSA checking account.
- 10.03 Deposits. All funds of Montana HOSA not otherwise employed shall be deposited from time to time to the credit of Montana HOSA in such banks, trust companies, or other depository as the Board or a designated Committee of the Board may select.

10.04 Loans. No loans shall be contracted on behalf of Montana HOSA and no evidence of indebtedness shall be issued in its name unless authorized by resolution of the Board. Such authority may be general or confined to specific instances.

10.05 Indemnification.

- (a) Mandatory Indemnification. Montana HOSA shall indemnify a State Director or former Director, who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which he or she was a party because he or she is or was a Director of Montana HOSA against reasonable expenses incurred by him or her in connection with the proceedings.
- (b) Permissible Indemnification. Montana HOSA shall indemnify a Director or former Director made a party to a proceeding because he or she is or was a Director of the Corporation, against liability incurred in the proceeding, if the determination to indemnify him or her has been made in the manner prescribed by the law and payment has been authorized in the manner prescribed by law.
- (c) Advance for Expenses. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of (i) a written affirmation from the Director, officer, employee or agent of his or her good faith belief that he or she is entitled to indemnification as authorized in this Article, and (ii) an undertaking by or on behalf of the Director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation in these Bylaws.
- (d) Indemnification of Officers, Agents and Employees. An officer of Montana HOSA who is not a Director is entitled to mandatory indemnification under this Article to the same extent as a Director. Montana HOSA may also indemnify and advance expenses to an employee or agent of the Corporation who is not a Director, consistent with Montana Law and public policy, provided that such indemnification, and the scope of such indemnification, is set forth by the general or specific action of the Board or by contract.

ARTICLE XI
MISCELLANEOUS

- 11.01 Books and Records. Montana HOSA shall keep correct and complete books and records of account and shall keep minutes of the proceedings of all meetings of its Members and Board of Directors, a record of all actions taken by the Members or Board of Directors without a meeting, and a record of all actions taken by committees of the board.
- 11.02 Conflict of Interest. The Board shall adopt and periodically review a conflict of interest policy to protect Montana HOSA's interest when it is contemplating any transaction or arrangement which may benefit any Director, Officer, employee, Member, or member of a Committee with Board-delegated powers.
- 11.03. Actions Regarding Membership and Ownership Interests. The Board shall exercise membership powers and ownership interests, if any, either by Board action in accordance with these Bylaws or by delegation of authority to act for Montana HOSA to the Executive Committee or State Director or his or her designees.
- 11.04 Amendments. Except for those amendments reserved to the Members by law, these Bylaws may be amended, altered, repealed, or restated by a vote of the majority of the Board of Directors. In accordance with Montana law, amendments that relate to the number of directors, the composition of the board, the term of office of directors, the method or way in which directors are elected or selected, or termination or cancellation of members or classes of voting members must be voted upon by the voting Members.

CERTIFICATE OF ADOPTION OF RESTATED BYLAWS

I do hereby certify that the above amended and restated Bylaws of the Montana HOSA-Future Health Professionals, were approved by the Board of Directors on June 16, 2021 and do now constitute complete copy of the Bylaws of Montana HOSA- Future Health Professionals, superseding all previously adopted Bylaws and amendments.

Frankie Lyons (eSignature) 6/16/2021
Board Chair

Rachel Norris 6/17/2021 | 10:29 AM MDT
Secretary