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## TOBACCO FREE MASS

# BYLAWS

1. **Vision**

We work for the day when no person in the Commonwealth is addicted to nicotine and is no longer impacted by the harmful effects of tobacco use on health and wellbeing.

1. **Mission**

Tobacco Free Mass advocates for legislation, policies and programs that counteract the tobacco industry’s impact on the people of Massachusetts, focusing on those most affected by tobacco use and its harms. We work to increase awareness of tobacco issues, help tobacco and nicotine users quit, prevent young people from starting, and ensure that no one is exposed to secondhand smoke or e-cigarette aerosol.

1. **Commitments**

Tobacco Free Mass and its partners in the tobacco control movement have made substantial progress driving down tobacco use in Massachusetts. As the overall rate of tobacco use has decreased, the disparities between the state average and groups with high rates of tobacco use have become more pronounced. We commit to examining how these groups are affected by tobacco use and to report annually what we are doing to address these disparities.

People who are Black, Hispanic, LGBTQ+, have low incomes, and/or those who report having poor behavioral health are currently the most affected by tobacco. This situation is a crisis caused by a combination of tobacco industry targeting and the disproportionate burden of health problems caused by systemic and institutional racism and other structural inequities. To properly respond, we need engagement and leadership from these disproportionately affected groups. We commit to actively recruiting leadership from these groups to roles on our decision-making bodies.

The tobacco industry is well-funded, tenacious, and continues to be active in Massachusetts. It works to make its products appear harmless and acceptable through pervasive marketing, maintaining a strong presence in communities, manipulating small businesses, and influencing decision-makers. We commit to monitoring tobacco industry activity and countering its actions.

We use rigorous data to shape our policy focus and drive our decisions. Through discussion and deliberation, our members provide context for the numbers and determine appropriate action. Our understanding of complex issues is enhanced through a diversity of expertise and perspectives. We commit to thoughtful, inclusive conversations about data and decision-making.

We support the work of the Massachusetts Department of Public Health’s Tobacco Cessation and Prevention Program. Its actions to promote cessation, prevent initiation, institute protections from secondhand smoke, promote a tobacco free social norm, and collect and share data is critical to the fight against tobacco in Massachusetts.  We commit to advocating for adequate funding for the program.

The work we do is strong because we do it together. Our willingness to work together as a coalition, weathering disappointments and doubt, has meant that we have had moments of clarity, insight, excitement, and victory. We commit to a climate of collaboration, thoughtfulness, respect, and understanding as we seek to expand to bring in new members to move us forward.

**4. General Strategies**

To achieve our vision and honor our commitments, we use the following general strategies:

* Develop and advocate for innovative, evidence-based public health policies to reduce tobacco and vape use in the Commonwealth, especially in disproportionately affected groups;
* Support local tobacco control initiatives and promote state and federal measures that will enhance these initiatives;
* Oppose statewide and federal measures that may preempt local tobacco control initiatives or weaken tobacco control standards for the Commonwealth;
* Advocate for optimal funding for the Massachusetts Department of Public Health’s Massachusetts Tobacco Cessation and Prevention Program;
* Anticipate and counter tobacco industry strategies to influence or intimidate decision-makers, promote new products, and undermine existing laws.
* Promote local and statewide public health policies that reduce the exposure to secondhand smoke and vape;
* Pursue policies and programs that prevent youth initiation to tobacco and vape products, emphasizing the engagement of young people in advocating for change;
* Expand access to FDA-approved treatment for nicotine addiction, ensure full coverage by all insurers, and facilitate promotion of these benefits to those who need them;
* Engage with scientific experts, people representing groups most affected by tobacco use, and those in local public health to broaden our understanding of tobacco control issues and improve our response;
* Foster best practices in tobacco control through thoughtful review and open discussion of new research and innovative policies and programs.
1. **Membership**
2. Eligibility: Membership is open to any organization or individual that is interested in furthering tobacco control in the Commonwealth of Massachusetts and agrees to support the Coalition’s Mission Statement. Members must attest that they do not receive funds from the tobacco industry. New members must be voted in by the Executive Committee.
3. Responsibilities of Members: All members shall be responsible for providing appropriate financial support in cash or in-kind. Cash support shall include, but not be limited to, contributions, dues payments, sponsorship support for coalition events and activities, grants, and other forms as determined by the Executive Committee. In some circumstances, in-kind support may be accepted instead and could include the contribution of personnel, expertise, technical assistance, space, materials, equipment, and other forms as determined by the Executive Committee. Each member’s dues level shall be assigned according to a schedule maintained by the Coalition and dues notices shall be sent in April of each year, except where other arrangements have been made. Organizations or individuals that would like to sponsor other organizations’ or individuals’ membership dues should contact the Fundraising and Development Committee

All members are encouraged to join one of the committees outlined in Section 9. Participation in committees allows for a more rewarding experience for members and expands the coalition’s impact. Members with suggestions for new working groups or subcommittees should contact the Executive Director.

1. Voting: Each member organization shall have one vote and shall be eligible to vote on all categories of voting as described in Section 10 of the Bylaws. Individual members shall have one vote and are eligible to vote on items in any committee they are appointed to.

**6. Chair and Vice Chair: Terms and Duties**

1. Chair
	1. Term: Two years, renewable for an additional two-year term if the Coalition so votes. If the Chair resigns during his or her unexpired term, the Vice Chair shall succeed as Chair for the remainder of the Chair’s term and shall be eligible for election to two full terms as Chair. However, the total successive years served as Chair shall not exceed five years. Upon the expiration of the Chair’s second full term, the Vice Chair shall automatically succeed as Chair, renewable for an additional two-year term if the Coalition so votes.
	2. Duties
		1. Represent the Coalition to the public and the media;
		2. Make timely decisions between general and special general meetings with consultation of the Advocacy Committee and ratification by the entire Coalition;
		3. With Vice Chair, jointly appoint the at-large members of the Executive Committee;
		4. Announce, chair, facilitate and build agenda for general and special general meetings;
		5. Serve as an ex officio member of all committees; and
		6. Appoint and remove chairs, vice chairs or co-chairs and members of each committee and workgroup of the Coalition ensuring adequate representation of each constituency within the Coalition.
2. Vice Chair
	1. Term: Two years, renewable for an additional two-year term if the Coalition so votes. If the Vice Chair resigns during his or her unexpired term or is elevated to the position of Chair, the position of Vice Chair shall be filled by election for the remainder of the Vice Chair’s unexpired term and shall be eligible for election to two full terms as Vice Chair. However, the total successive years served as Vice Chair shall not exceed five years.
	2. Duties:
		1. Perform all of the above-described duties of the Chair in the Chair’s absence;
		2. Perform those additional duties delegated by the Chair;
		3. Serve as an ex officio member of all committees; and
		4. With Chair, jointly appoint the at-large members of the Executive Committee.
3. Re-election of Chair and Vice Chair: Nothing shall prevent a past Chair or Vice Chair from submitting his or her name to the Nominating Committee for consideration as a candidate for Chair or Vice Chair in any future election, provided that at least one year has elapsed since that individual has held the office of Chair or Vice Chair.

**7. Executive Director**

Under the direction of the Chair, the Executive Director shall be responsible for internal and external communications; fundraising; participating as a non-voting ex officio member of all committees; maintaining the records, minutes and financial statements of the Coalition; maintaining a current list of membership organizations and non-voting members; issuing the agenda and the minutes of the general meetings and all committee meetings; providing regular updates via email on the progress of committees and workgroups; providing notice of meetings pursuant to these bylaws; coordinating committee activities; managing grants and contracts; managing contractors and sub-contractors pursuant to grants and contracts; hiring, supervising and disciplining staff; and other responsibilities as determined by the Coalition.

**8. Meetings**

1. General meetings: General meetings shall take place quarterly. Unless otherwise scheduled by the membership, such meetings shall be held on the first Thursday of the month. If a change is made in the date, time or location of the meeting, the Executive Director shall notify all members of such change at least two weeks prior to the new meeting date.
2. Special general meetings: The Chair may call a special general meeting. The Executive Director shall notify all members of the date, time and location of such meeting at least one week prior to the meeting date.
3. Committee meetings: Members of each committee shall decide the date, time and location of its regular meetings. Each such committee Chair may call a special committee meeting and shall be responsible for notifying the members of the committee of the date, time or location of all regular and special meetings at least one week prior to the meeting date.

**9. Committees**

The Chair and Vice Chair will work to ensure that a diversity of voices is included in each committee. Any Coalition member may attend any committee meeting, subject to the approval of the committee’s chair. Committee chair appointments shall be reviewed annually by the Chair. Committees may create and oversee Workgroups to assist in meeting policy goals. The committees shall be, but are not limited to, the following:

1. Executive Committee: This committee shall be comprised at least of the Coalition Chair, Coalition Vice Chair, Coalition Executive Director (as a non-voting member), four members from nationwide voluntary organizations where tobacco control is central to the organization’s mission,one member representing local public health, one MTCP-funded provider, one member representing municipalities, three organizations serving people at highest risk of tobacco-related disease, two at-large organization members and any additional members the Chair and Vice Chair choose to appoint. Applications from any Coalition member interested in serving on this committee will be reviewed by the Coalition Chair and Vice Chair, who will make appointments from these applications. Appointments will be made for two-year terms, co-terminus with the terms of the Chair and Vice Chair. This committee shall meet regularly when the quarterly general meetings do not take place. This committee shall be the decision-making body of the Coalition for policy implementation and strategy when the full Coalition is not in session but will report to the full Coalition.
2. Bylaws Committee: This committee shall review and propose amendments to the bylaws of the Coalition. This committee reports to the full Coalition.
3. Nominations Committee: This committee shall review candidates for the position of Chair and Vice Chair and nominate one candidate for each of the two positions. Individuals may notify this committee if they wish to be considered for either position. Coalition members are encouraged to suggest candidates to this committee. This committee reports to the full Coalition.
4. Finance and Development Committee: This committee shall maintain the Coalition’s capacity through identifying and cultivating funding sources. This committee shall also advise the Executive Director on routine fiscal matters and lend its expertise to ensuring the fiscal health of the Coalition. The committee shall give a fiscal report to the Coalition at each quarterly general membership meeting. The policy recommendations of this committee shall become the official position of the Coalition only if approved by the full Coalition according to Section 10 of these bylaws. This committee reports to the Executive Committee.
5. Advocacy Committee: This committee shall meet at least quarterly, though additional meetings may be called. This committee shall review public health policy, legislation and regulation on tobacco control measures and shall make recommendations to the full Coalition on specific legislative and policy issues. The policy recommendations of this committee shall become the official position of the Coalition only if approved by the full Coalition according to Section 10 of these bylaws. This committee shall then develop and implement legislative, grassroots and media strategies to enact policies only after having been approved by the full Coalition according to Section 10 of these bylaws. This committee reports to the Executive Committee.
6. Membership Committee: This committee shall develop and implement strategies for membership development and recruitment approved by the Coalition. The Membership Committee is charged with developing and implementing a strategy for recruiting members from groups disproportionately affected by tobacco, including groups representing people who are Black, Latinx, and LGBTQ+. The Committee is further charged with developing and implementing a strategy for recruiting individual members. The membership development and recruitment strategy and other recommendations of this committee shall become the official strategy of the Coalition only if approved by the full Coalition according to Section 10 of these bylaws. This committee reports to the Executive Committee.

Additional committees may be established by the Chair as necessary.

**10. Voting**

Any vote put before the general membership by the Chair shall be at a general meeting at which a quorum is present. For purposes of these bylaws a quorum shall mean sevenmember organizations. Votes are limited to one vote per organization included on the most recent membership list. Prior to the vote, the organization shall provide the name of the member authorized to vote. It will be the sole responsibility of each participating organization to see to it that a member is present for any vote. No proxy votes shall be allowed. Electronic participation will be allowed.

Any vote put before the Executive Committee by the Chair shall be at an Executive Committee meeting at which a quorum is present. For purposes of these bylaws a quorum shall mean a majority of its members.

There will be four categories of voting:

1. General meeting and Executive Committee category votes shall deal with noncontroversial issues involving the general course of business of the Coalition including legislative, grassroots and media strategies to enact policies. Votes in this category will be voted only on by those present at a general or special general meeting or a meeting of the Executive Committee at which a quorum is present by simple majority.
2. Bylaws category votes shall deal with changes to the Coalition’s bylaws. Votes in this category will be voted on by a super majority of 3/4, at a membership or special meeting at which a quorum is present. Final wording of any bylaw changes to be voted upon will be sent to the whole voting membership at least seven calendar days before the next general meeting.
3. Policy Endorsements category votes will deal with endorsements of policy that will come the formal position of the Coalition. Votes in this category shall be conducted at a general meeting or a meeting of the Executive Committee at which a quorum is present. Policy endorsements shall only become the formal position of the Coalition if approved by members by a consensus vote approaching unanimity.
4. Election of Chair and Vice Chair:
	1. Nominations: Nominations for Chair and Vice Chair shall be proposed by the Nominations Committee and shall become the endorsed nominees of the Coalition if approved by a simple majority of members at a general or special general meeting at which a quorum is present. The Nominations Committee, in determining recommendations for the positions of Chair and Vice Chair shall take the following qualifications into account: leadership and communication skills; public health background; public policy background; legislative and regulatory experience; medical experience; and management and organizational skills. Any individual may self-nominate or nominate an individual different from the nominees proposed by the Nominations Committee. October 1 of even-numbered years shall be the deadline for Nomination Committee recommendations. November 1 of even-numbered years shall be the deadline for the complete list of candidates. This list of candidates shall be distributed by the Executive Director to all members no later than November 5.
	2. Elections: Elections shall take place no later than December 7 of even-numbered years. The Chair and Vice Chair shall be elected by a simple majority of members by paper ballot and/or electronically at a general or special general meeting at which a quorum is present. The terms of the Chair and Vice Chair shall commence on January 1 of odd-numbered years.
	3. Special Elections:
		1. In the event that neither a Chair nor Vice Chair is elected at the December meeting, the current Chair and/or Vice Chair shall continue to service in office until a new Chair is elected.
		2. In such an event, the Nominations Committee shall make recommendations to the full Coalition as soon as possible. Additional nominations may be made within 30 days of the announcement of the recommendation of the Nominations Committee via communications to the Executive Director. The Executive Director will notify the membership of the final list of candidates within five days of the close of nominations.
		3. The standard election procedure set forth under this section shall then be followed.
		4. The terms of the candidates receiving a simple majority in a special election shall commence on the day of the special election and shall continue through the duration of the unexpired term.

**11. Fiscal Responsibility**

The American Cancer Society is the fiscal and administrative agent for the Coalition.

**12. Effective Date**

The effective date of these bylaws is February 18, 1998. These bylaws shall remain in effect unless and until amended in part or rescinded in their entirety according to section 10b. above. Amended on October 31, 2001. Amended on February 24, 2003. Amended on December 1, 2004. Amended on March 4, 2009. Amended on June 1, 2011. Amended on September 5, 2012. Amended on September 10, 2020.