

Minnesota Cancer Alliance Bylaws

Approved 7/14/05; Amended 10/11/07; 10/30/2008; 9/24/2009; 2/14/11, 8/31/11, 12/20/13, 7/23/15

I. Name

The name of the organization shall be Minnesota Cancer Alliance (the "Alliance").

II. Purpose of the Alliance

1. PURPOSE of the Alliance is to support the implementation of Cancer Plan Minnesota.
2. The VISION of the Alliance is for Minnesota to be a place where:
 - a. Preventable cancers will not occur.
 - b. Those individuals who develop a cancer are diagnosed in the earliest stage of the disease possible.
 - c. Those individuals with cancer are given the highest quality, state-of-the-art care available to maximize their survival and quality of life.
 - d. The preventable disparities in prevention of cancer, and the quality, experience and outcomes of care for patients with cancer are eliminated.
 - e. Full support is given to research directed toward understanding the causes of cancers and toward improving prevention, early detection, treatment, quality of life and palliation.
3. The MISSION of the alliance is to reduce the burden of cancer for all people living in Minnesota by working together to implement Cancer Plan Minnesota.
4. The ROLE of the Alliance is to provide leadership in an advocacy for implementation of Cancer Plan Minnesota.
5. The GUIDING PRINCIPLES of the Alliance are:
 - f. We believe that by seeking and acting on opportunities for collaboration we can accomplish more together than we can accomplish alone to reduce the burden of cancer in Minnesota.
 - g. We support science-based and evidence-informed approaches to address cancer control across the continuum of cancer care.
 - h. We value reaching out to and engaging all people living in Minnesota regardless of age, race, ethnicity, gender, geography, education, language, sexual orientation, and socioeconomic status.
 - i. We respect cultural wellness practices and traditions and support the delivery of cancer services to all people living in Minnesota in a context of cultural values.
 - j. We believe that patients and their families must be empowered to make decisions based on information presented and shared in a manner they can understand.
 - k. We support equal access to cancer services for all people living in Minnesota.
 - l. We support the elimination of fragmented care for cancer patients.
 - m. We support efforts to more effectively and equitably use public and private resources to continuously, transparently and measurably decrease suffering from cancer.
 - n. We believe in using population-based approaches, system changes, and individual level strategies to help reduce the burden of cancer.
 - o. We believe that moving this plan to action will require strong leadership, adequate resources, and broad-based commitment.

III. Alliance Membership

1. Alliance membership is open to any organization or individual that meets the requirements set forth by the Steering Committee. There is no limit on the number of years an organization or individual may be a member of the Alliance as long as the requirements established by the Steering Committee are satisfied. The requirements for membership shall include, at least,

the following:

- a. Be a legally operating entity within Minnesota (e.g., non-profit organization, for-profit corporation, governmental agency) OR an individual (e.g. advocate, cancer survivor, concerned citizen, or employee/director of an organization member for which the individual does not serve as the official representative under (2) below) that is interested in working towards reducing the burden of cancer in Minnesota.
 - b. Submit a membership application, which for an organization seeking membership must also designate an official representative.
 - c. Endorse the mission of the Alliance.
 - d. Agree to be identified as an Alliance member organization or individual member in publications, lists, or other appropriate contexts.
2. Official representatives of member organizations of the Alliance have the following rights and responsibilities:
- a. Attend Alliance member meetings, including Steering Committee meetings.
 - b. Serve on the Steering Committee (if nominated by the Nominating Committee and elected to serve) or on other Alliance committees.
 - c. Communicate their organization's viewpoints to the Alliance through the Steering Committee and inform their organization of decisions and activities of the Alliance.
 - d. Disseminate the Alliance's Cancer Plan appropriately throughout the organization and support implementation of the Plan by taking specific action within the organization or in collaboration with other members or member organizations to help achieve one or more of the Alliance's priorities on a regular basis.
 - e. Agree to support and participate in efforts to evaluate implementation activities and to assess effectiveness in achieving Plan objectives and goals.
 - f. Retain the right to resign their membership at any time.
3. Individual members of the Alliance have the following rights and responsibilities:
- a. Attend Alliance member meetings, including Steering Committee meetings.
 - b. Serve on the Steering Committee (if nominated by the Nominating Committee and elected to serve) or on other Alliance committees.
 - c. Represent their individual views to the Alliance through the Steering Committee.
 - d. Support implementation of the Alliance's Cancer Plan.
 - e. Retain the right to resign their membership at any time.

IV. Meetings of the Alliance

1. Alliance members will meet in person at least annually.
2. The Steering Committee chair and vice chair will lead Alliance member meetings.
3. Notice of meetings (date, time, and location) will be provided by State Comprehensive Cancer Control Program staff to Alliance members at least 30 days prior to the meeting. The agenda will be distributed no later than 15 days prior to the meeting. Minutes will be recorded, filed, and distributed to Alliance members by State comprehensive cancer control program staff.

V. Steering Committee Composition

4. The Steering Committee will consist of between 10 and 22 persons, with the specific number of positions determined by the then current Steering Committee.
5. The Steering Committee is the governing body of the Alliance and is responsible for the ongoing development, implementation, and evaluation of the Alliance's Cancer Plan. A Chair and Vice-Chair will lead the Steering Committee.
6. The Steering Committee will be comprised of representatives of organization members and individual members. Diversity will be achieved through encouraging the election of broad-

based representation from a variety of organization members (e.g., government, private, non-profit, advocacy, and research organizations) and individual members with expertise regarding various focus areas (e.g., gender, populations served, geographic, social-economic, health disparities).

7. The Minnesota Department of Health (MDH), by virtue of holding the cooperative agreement with the Centers for Disease Control and Prevention to fund Comprehensive Cancer Control and serving as the lead agency in Minnesota, is a permanent member of the Alliance with representation on the Steering Committee. The MDH's official representative to the Steering Committee and any other committees may not be a State Comprehensive Cancer Control Program staff member. State Comprehensive Cancer Control Program staff shall be non-voting attendees at meetings of the members, Steering Committee, and any other committees.
8. Tribal organizations funded by Centers for Disease Control and Prevention through the Comprehensive Cancer Control Program within the state of Minnesota shall be offered a seat on the Minnesota Cancer Alliance Steering Committee for the duration of their funding. These members shall be entitled to voting rights.

VI. Steering Committee Responsibilities

1. The Steering Committee is responsible for providing leadership, strategic and policy direction for the Alliance, establishing the process and criteria for determining implementation priorities from the Cancer Plan, establishing all committees, and communicating statewide priorities and recommendations. The Steering Committee will not make personnel decisions or day-to-day management decisions.
2. The Steering Committee is responsible for establishing and guiding the process for updating the Cancer Plan as changing conditions warrant (e.g. advances in science, shifts in the burden of cancer in Minnesota, etc).
3. The Steering Committee is responsible for approving all committee recommendations or delegating specific authority to standing committees.
4. The Steering Committee is responsible for periodically reviewing and approving applications from organizations or individuals who seek to be Alliance members.
5. The Steering Committee is responsible for periodically reviewing the membership rolls and removing inactive members.
6. The Steering Committee is responsible for periodically reviewing the bylaws, amending the bylaws, and ensuring the Alliance is operating in compliance with the bylaws.
7. The Steering Committee is responsible for providing direction to set priorities for work that will be undertaken by Minnesota Cancer Alliance committees, subcommittees, work groups or other teams.
8. The Steering Committee is responsible to help identify leaders, recruit members and identify resources as needed for Minnesota Cancer Alliance groups such as committees, subcommittees, work groups and other teams.

VII. Term of Office for Persons Elected to the Steering Committee

9. The persons elected to the Steering Committee will serve three-year terms. Persons elected to the Steering Committee may serve up to two consecutive three-year terms if membership requirements continue to be met and if re-elected to the position. A term begins at the first Steering Committee meeting of the new calendar year,

10. If a Steering Committee member is leaving his/her position at a member organization for a position at a new organization and the new position is still relevant to the work of the Minnesota Cancer Alliance, he/she may continue his/her term and transfer his/her membership to the new organization. The new organization will be invited to become a member if it is not already; otherwise the Steering Committee member will serve as an individual member. The Steering Committee member's previous organization may nominate a new representative for Steering Committee membership at the next Alliance call for nominations.
11. If a vacancy on the Steering Committee occurs before the completion of a term, the position will be filled at the next Alliance call for nominations.
12. In the event that departures from the Steering Committee result in more vacancies at one time than is deemed desirable by the leadership of the Steering Committee, the Chair and Vice-Chair may choose to invite a nominee from the Steering Committee Alternate List. If no alternates are available, positions will be filled at the next Alliance call for nominations.

VIII. Meetings of the Steering Committee

13. The Steering Committee will meet at least quarterly each year or, more frequently, as determined by the Chair.
14. Persons elected to the Steering Committee are expected to be present at each Steering Committee meeting. Attendance at less than fifty percent of meetings in a one-year period may be grounds for removal from the Steering Committee. In the event that a member of the Steering Committee is unable to attend a Steering Committee meeting, he/she may designate only one individual to attend the meeting (and this same designated individual is expected to attend any subsequent meetings the Steering Committee member is unable to attend) on his/her behalf. This designated individual is not a voting member of the Steering Committee.
15. Any functional committees established by the Steering Committee will report on activities to the Steering Committee at meetings, as appropriate.
16. Notice of meetings (date, time, and location) will be provided to the members of the Steering Committee by State Comprehensive Cancer Control Program staff at least 30 days prior to the meeting. The agenda will be distributed no later than 15 days prior to the meeting. Minutes will be recorded, filed, and distributed to members of the Steering Committee and Alliance members by State Comprehensive Cancer Control Program staff.
17. A quorum of Steering Committee members must be present in person, or by a means which allows all individuals to contemporaneously hear one another and participate in the meeting, in order to take official action at a Steering Committee meeting. A quorum shall be comprised of at least 50% of Steering Committee members excluding designees who may be attending on behalf of a Steering Committee member. . A majority of the quorum must vote in the affirmative for an action to pass.
18. If the Steering Committee chooses to take action without a meeting, such action may be taken in writing - including by use of electronic means of communication – if at least 70% of all Steering Committee members affirm the action in writing within a pre-determined period of time.

IX. Executive Committee

1. The Steering Committee shall establish an Executive Committee. The Executive Committee shall consist of the Chair, Vice-Chair, and Secretary/Treasurer. The Executive Committee will serve as a working committee when necessary or advisable between meetings of the Steering Committee, shall make recommendations to the Steering Committee, and shall

exercise such other appropriate powers as may be assigned to it from time to time by the Steering Committee. The Executive Committee shall report to the Steering Committee on its recommendations and actions at the next meeting of the Steering Committee and such recommendations and actions shall be subject to revision and alteration by the Steering Committee at such meeting.

2. The Steering Committee will elect its Chair, Vice-Chair, and Secretary/Treasurer. The Chair, Vice-Chair, and Secretary/Treasurer will serve two-year terms of office. The Chair, Vice-Chair, and Secretary/Treasurer may not be affiliated with the same organization. No more than one of them may represent a governmental agency.
3. The Chair will provide leadership to the Steering Committee, with the support of the Vice-Chair. The Chair's responsibilities include the following:
 - a. Carry out the responsibilities of leadership for the Steering Committee and the Alliance.
 - b. Serve as spokesperson for the Alliance.
 - c. Convene and preside over meetings of the Steering Committee and the Alliance according to Robert's Rules of Order.
 - d. Establish ad hoc committees or work groups on an as needed basis upon approval of the Steering Committee.
 - e. Participate in Leadership Team meetings.
4. The Vice Chair will support the Chair and lead meetings at which the Chair is not present. The Vice Chair is expected to succeed to the position of Chair. The Vice Chair will participate in Leadership Team meetings and contribute to its agenda.
5. The Secretary/Treasurer, in partnership with CCC staff and the Alliance's fiscal agent, shall ensure that accurate accounts of the financial affairs of the Alliance are kept in accordance with all legal requirements and generally accepted accounting practices, shall report to the Steering Committee and the Chair on the financial affairs and condition of the Alliance as requested, and shall have such other powers and perform such other duties as may be prescribed by the Steering Committee. The Secretary/Treasurer, in conjunction with CCC staff, will ensure that the minutes of Steering Committee meetings are recorded and made available to Steering Committee members prior to the next meeting. The Secretary/Treasurer will participate in Leadership Team meetings.
6. At the conclusion of his/her term, the Chair will become the Immediate Past Chair for two years. . The Immediate Past Chair will serve as an ex-officio member of the Steering Committee for one year, with no voting rights if his/her regular Steering Committee term is concluded. The Immediate Past Chair is expected to provide transitional support to the new Chair, and will lead the nominating committee of the Steering Committee.
7. A vacancy occurring in the Chair, Vice-Chair, or Secretary/Treasurer positions will be filled by a vote of the Steering Committee. The newly elected Chair, Vice-Chair, or Secretary/Treasurer will serve the remainder of the vacant term.
8. In the event that the incoming Chair, Vice-Chair, or Secretary/Treasurer would reach their term limit prior to the end of their commitment, exceptions may be granted by Steering Committee approval. In no event shall any Steering Committee Officer, other than ex-officio members, serve for more than nine (9) consecutive years.

X. Committees, Subcommittees and Work Groups

1. The Steering Committee shall establish such committees, subcommittees, work groups or other teams as it deems necessary to accomplish the mission and purposes of the Alliance.
2. Any recommendations, reports and/or products developed by such groups that are outside of the committee's delegated authority will be submitted to the Steering Committee for approval

prior to dissemination.

XI. Nominating Committee

1. The Nominating Committee will be constituted each calendar year to assure that recommendations can be made to the Steering Committee by the final quarterly meeting of the calendar year.
2. The Nominating Committee will solicit recommendations and self-nominations from the members of the Alliance annually for openings on the Steering Committee due to expired positions. The Nominating Committee will review and develop nominations with the intention of maintaining broad-based diversity of participating organizations and individuals on the Steering Committee. The Nominating Committee will evaluate nominations and develop and report to the Steering Committee a slate of recommended candidates. The Steering Committee will approve the slate of new Steering Committee members recommended by the Nominating Committee.
3. The Nominating Committee will be led by the Immediate Past Chair and consist of five members with at least two Steering Committee members and two non-Steering Committee members exclusive of the Immediate Past Chair. If the Immediate Past Chair is unable or unwilling to lead the Nominating Committee, the Steering Committee Chair will appoint a person to lead the Nominating Committee.
4. Meetings of the Nominating Committee will be held on a frequency determined by the Immediate Past Chair as deemed necessary to develop nominees for Steering Committee elections.

XII. Conflict of Interest

1. On any matter brought to a vote of the Steering Committee, or any other committee, a member of the Steering Committee, or any other committee, respectively, with a personal or organizational financial conflict of interest between the interests of the Alliance and the individual or member or other organization will be responsible to declare such conflict.
2. The Steering Committee Chair or Co-Chairs of any other committee will decide whether the member should vote on the issue about which the conflict has been declared.

XIII. Amendments to the Bylaws

1. The bylaws may be amended by the Steering Committee with the approval of at least 70% of all Steering Committee members.
2. The Steering Committee must review these Bylaws within 3 years of the initial approval of these Bylaws to determine whether any substantial changes are needed to more fully engage Alliance members in the operation of the Alliance and implementation of the Cancer Plan.

XIV. Role of State Comprehensive Cancer Control Program staff

1. The State Comprehensive Cancer Control Program staff will have the following responsibilities within the Alliance:
 - a. Committee meetings – attend Steering Committee and other committee meetings.
 - b. Operational support – Provide administrative support necessary to facilitate the effective operation of the Alliance. These responsibilities include, but are not limited to, working with the Chair, Vice Chair, and other committee co-chairs to prepare meeting agendas; facilitate internal communication; develop action plans to address priorities; coordinate implementation activities; and monitor and track the Alliance's overall comprehensive cancer control activities.
 - c. Technical support – Provide and/or facilitate the provision of technical support for assessment, planning, implementation, and evaluation. Facilitate updating plan data,

content, goals, objectives, and strategies as necessary.

XV. Financial Policies

1. The Alliance may accept unrestricted contributions/gifts/grants from any entity as long as there is no influence on program activities or their content.
2. The Alliance will not accept such contributions/gifts/grants with any stipulation regarding acknowledgement on materials, products or other media.
3. The Executive Committee will recommend the most appropriate way to acknowledge such contributions/gifts/grants for approval by the Steering Committee.
4. The Alliance reserves the right to refuse contributions/gifts/grants.