



International Health Literacy Association

CONSTITUTION

Decided by the Executive Board in December 2017 on behalf of the General Assembly.

Note: The first Executive Board is appointed and approved by the General Assembly of May 2017 for a maximum period of 3 years until May 2020.

The role of the first Executive Board is to develop the first constitution and dutifully operationalize the constitution according to its obligations. Hereafter elections will be held according to the procedures outlined in the constitution and bylaws.

PROVISIONS

Article 1 - Establishment

- 1) The name of the Association shall be the International Health Literacy Association, hereafter referred to as the association or the IHLA.
- 2) The IHLA is an independent, global, non-governmental, membership organization.
- 3) It is free from any party, political or religious affiliations, and does not discriminate on grounds of nationality, race, ethnicity, gender or religion.
- 4) The association was launched on the seventh day of October two thousand sixteen in Geneva, Switzerland.
- 5) The governing bodies of the IHLA are
 - a) the General Assembly,
 - b) the Executive Board,
 - c) the Council of Divisions,
 - d) the Council of Affiliates, and
 - e) Standing Committees.
 - f) The administrative unit is the IHLA Office.
- 6) The IHLA has been organized as a U.S.-based, nonprofit corporation under 26 U.S.C. § 501(c)(3) that has been incorporated in the State of Massachusetts. The IHLA will operate exclusively for charitable purposes as a qualifying organization for tax exemption purposes under Section 501(c)(3) of the U.S. Internal Revenue Code or any corresponding section of any future U.S. federal tax code.
- 7) The association has its corporate seat in Boston, United States of America. It can be transferred by decision of the Executive Board.
- 8) This association shall not afford pecuniary gain, incidentally or otherwise, to its members, and no part of the net income or net earnings of this association shall inure to the benefit of any members, private shareholders, or individuals.

Article 2 – Vision, values, mission, and objectives

- 1) The vision of the IHLA entails health literacy for all in a world where people and societies can act to improve health and quality of life.
- 2) The values critical to achieve this vision include:
 - Respect
 - Equity
 - Partnership and collaboration
 - Empowerment
 - Professional development
 - Evidence-based research and practice
- 3) The IHLA's mission is to unite people around the world to promote health literacy for all.

- 4) In pursuit of our vision and mission, the Association maintains a set of strategic documents that set out the goals and objectives and the means utilized to achieve them.

Article 3 - Purpose

- 1) The purpose of the association shall be to promote health literacy for all.
- 2) The Association seeks to achieve this purpose by
 - a) fostering scholarly research and inquiry in health literacy and facilitating the publication and distribution to the public of reports based on such activity;
 - b) encouraging high academic and professional standards for health literacy research, practice, education, and professional/public service; and
 - c) supporting international, interdisciplinary outreach, collaboration and policy.

Article 4 – Membership

- 1) The Executive Board will decide on the categories of admission of members.
- 2) The Association maintains categories of membership that include provisions for both individual and organizational members, as detailed in the Bylaws. The application and admission procedures are defined in the Bylaws.
- 3) In the event of non-admission, the General Assembly may review the decision and admit applicants as Members.

GENERAL ASSEMBLY

Article 5 – Membership and role

- 1) The General Assembly is the ultimate governing body of the IHLA and is invested with all powers necessary to further IHLA aims. It administers this responsibility through the Executive Board.
- 2) The General Assembly is composed of the IHLA members whose rights, privileges, and duties are described in the Bylaws.
- 3) The General Assembly is convened by the President at least once every three years. The business of the General Assembly may be conducted electronically to ensure a broader participation of members, with sufficient time for members to read, consider and vote on matters for decision. If the President is missing, one of the other Executive Board members, to be designated by the Executive Boards, shall act as chairperson. If this method also fails to result in the appointment of a chairperson, the meeting of the General Assembly shall appoint its own chairperson.
- 4) Minutes of each meeting shall be kept by the secretary or a person at the meeting appointed by the President to act as secretary. After having received approval from the Executive Board, the minutes shall be adopted and signed by the President and secretary.
- 5) The persons convening the meeting may have a notarial record of the proceedings at the meeting drawn up. The Members will be informed of the content of the minutes or the notarial record of the meeting.

- 6) The General Assembly receives reports on the activities, membership, finances, and any other significant business of the IHLA and approves amendments to the Constitution as defined in section 15 of the Bylaws.

Article 6 – Elections

- 1) The association shall conduct elections according to procedures specified in the Bylaws.

Article 7– Voting rights and proxies

- 1) Qualification for voting, and the apportionment of voting powers in the General Assembly is defined in the Bylaws. Voting by proxy is authorized.

Article 8 – Quorum and procedure

- 1) Deliberations of the General Assembly shall be valid at an ordinary and at an ad hoc session when a quorum of at least ten percent of the members entitled to vote is either present or represented by proxy.
- 2) Should it be impracticable to reach a quorum within the space of an hour after the General Assembly has convened, the latter shall be adjourned for twenty-four hours and the members present at this adjourned meeting shall constitute the quorum regardless of their number.
- 3) A consultation by electronic means, or by post shall be valid if a quorum of at least twenty percent of the members reply and vote.
- 4) The decisions of the General Assembly shall be made based on a simple majority of votes.

EXECUTIVE BOARD

Article 9 – Composition

- 1) The Executive Board of the IHLA shall consist of at least 11 board members.
- 2) The Executive Board consists of:
 - The President, who is elected by the IHLA membership
 - The Vice-President, who is elected by the IHLA membership
 - The Secretary, who is elected by the IHLA membership
 - The Treasurer, who is elected by the IHLA membership
 - One representative elected by the Council of Divisions
 - One representative elected by the Council of Affiliates
 - One representative elected by the Standing Committee on Research Standards
 - One representative elected by the Standing Committee on Practice and Standards
 - One representative elected by the Standing Committee on Nominations and Elections
 - One representative elected by all of the appointed Standing Committees
- 3) The Secretary General of the IHLA Office will be a member ex officio of the Executive Board without having the right to vote.

- 4) While the Executive Board should strive to contain different nationalities and diverse health literacy professional backgrounds within IHLA, the composition of the Executive Board is elected by the membership, as noted above.
- 5) During its founding years (or until IHLA can conduct full membership elections), the temporary process to select the IHLA Executive Board, IHLA's committee structure, IHLA's committee appointments, and conduct all organizational business shall be determined by the IHLA Executive Board and duly reported to the membership on IHLA's website. The transition to the permanent Constitution and Bylaws outlined in these documents should occur as soon as IHLA can conduct full membership elections. The initial, temporary (pre-membership election) IHLA Executive Board should follow the organizational structure and intent of the Constitution and Bylaws as closely as possible during the organization's founding years.

Article 10 – Termination of Executive Board membership, rotation, suspension

- 1) Each of the Executive Board members, even if they have been appointed for a specific period, may at any time be dismissed or suspended by the General Assembly. A suspension that is not followed within three months by a resolution to dismiss, shall terminate by expiry of that period.
- 2) If there was an employment relationship between the association and the Executive Board member, the parties may not seek a court ruling that the employment relationship must be reinstated.
- 3) All Executive Board members, except for the members designated as President-elect, President, and past-President, shall retire in accordance with a schedule to be drawn by the Executive Board, under which the term of office shall be no more than three years. The members who are in the position of President-elect, President and past-President shall retire no later than six years after they have been designated as President-elect, President and past-President.
- 4) Retiring Executive Board members shall be eligible for reappointment.
- 5) Executive Board members appointed to fill interim vacancies shall retire on the date assigned to their predecessors in the rotation schedule.
- 6) Membership in Executive Board shall also be terminated due to:
 - a) for Executive Board members appointed by the Members; by termination of membership of the association;
 - b) retirement
 - c) death

Article 11 – Election of Executive Board Positions by IHLA membership

- 1) The collective IHLA membership, which is referred to as 'General Assembly' within this document, elects a President-elect, a secretary, and a treasurer.
- 2) An election of Executive Board officers is preferred to occur via a ballot procedure that enables the participation of all IHLA members. It is possible for elections of Executive Board and other organizational officers by a 'live' General Assembly to occur during an IHLA Global Summit (or other meetings) as designated in advance by the Executive Board.

- 1) The President-elect shall be in the position of President-elect in the first two years after his designation, subsequently he shall be in the position of President for two years and finally s/he shall be in the position of past-President. The past-President is by virtue of that capacity the vice-president, and therefore the substitute of the President.

Article 12 – Executive Board Powers

- 1) The Executive Board governs and administers the IHLA on behalf of the General Assembly.
- 2) The Executive Board may appoint committees and commissions to carry out organizational duties, under its supervision.
- 3) In particular, the Executive Board
 - a) determines policies, strategies and integrated work programmes for the Association;
 - b) reviews, approves and disseminates position statements which clarify and promote the policies of the IHLA;
 - c) reviews and approves an integrated Strategic Plan at the Board's discretion;
 - d) considers and approves annual accounts, provisional budgets, financial proposals, and financial reports on past and future activities. It appoints a Committee of Internal Control (CIC) and receives the CIC financial and staff governance, as well as on risk management;
 - e) approves the Bylaws, and their amendment as laid down in section 15 of the Bylaws;
 - f) votes on urgent measures undertaken on its behalf by the President;
 - g) screens and selects potential hosts for future IHLA Global Health Literacy Summits on the basis of previously established criteria;
 - h) works with the Council of Divisions and the Council of Affiliates to program plenary sessions during the IHLA Global Health Literacy Summit as well as other IHLA meetings.
 - i) is empowered to terminate the membership of any member who brings the IHLA into disrepute.
- 4) The Executive Board shall in all respects be the agent of and shall be responsible to the membership of the association, as prescribed in the Bylaws.

Article 13 – Executive Board Sessions

- 1) The Executive Board meets in ordinary session at least twice a year.
- 2) An extraordinary session of the Executive Board may be held on the initiative of the President or at the request of five members of the Board.
- 3) The President is authorized to consult the Executive Board by other means should s/he judge it impractical to call an extraordinary session.

Article 14 – Voting rights of Executive Board members

- 1) Each member of the Executive Board shall have a single vote. Voting by proxy is authorized, and is effected by the nomination in writing of another member of the Executive Board to serve as proxy.

- 2) The number of proxies is limited to three per member of the Executive Board.

Article 15– Executive Board Procedure

- 1) Decisions of the Executive Board shall be valid when a quorum of at least one half of the members is present in person or by electronic conferencing or represented in person or by proxy.
- 2) Should the previous sentence prevent the Executive Board from adopting any resolution during a meeting, that resolution will be postponed until the next meeting, at that meeting the resolution may be adopted with a majority of the votes validly cast, regardless of the number of Executive Board members present, provided the resolution was duly incorporated into the agenda of that meeting.
- 3) A consultation by electronic means or by post shall be valid only if at least half of the members reply.
- 4) All decisions are made based on a simple majority of votes cast.
- 5) The determination made by the chairman at the meeting with regard to the results of a vote shall be decisive. The same shall apply to the contents of a resolution passed, where there has been a vote about a proposal which has not been put in writing.
- 6) However, where the accuracy of the determination referred to in the previous paragraph, is contested immediately after it has been made, a new vote shall take place if the majority of the Executive Board so requires or, where the original vote did not take place by response to a roll call or in writing, if one person with the right to vote so requires. The legal consequences of the original vote shall be void as a result of the new vote.
- 7) The Executive Board may make resolutions outside of a meeting, provided all Executive Board members have approved the resolution in writing.
- 8) Further rules on meetings and Executive Board resolutions may be laid down in the association's Bylaws.
- 9) Minutes of the meetings shall be kept by the secretary and, after having received approval from all Executive Board members, will be adopted and signed by the President and secretary of the meeting.

Article 16 – The IHLA President

- 1) The President presides over all meetings of the Executive Board and the General Assembly.
- 2) S/he represents the IHLA in its relations with other institutions and the authorities of all countries.
- 3) S/he represents the IHLA in law and in all civil acts.
- 4) S/he ensures the general supervision of the work of the IHLA Office.
- 5) In the interval between sessions of the General Assembly, and of the Executive Board, or when it is impossible for them to meet owing to exceptional circumstances, the President is authorized to take any urgent measures, including the approval of an extraordinary expenditure not included in the budget approved by the Executive Board. S/he is responsible for giving an account of such measures at the next meeting of the group(s) in question.

Article 17 – Force Majeure

- 1) Should the President for reasons beyond his/her control such as misadventures or death be prevented from fulfilling his/her duties, the Vice-President will serve in lieu of the President for an interim period ending at the next meeting of the Executive Board which elects a new President as discussed within section 5 of the Bylaws.

Article 18 – IHLA Council of Past Presidents

- 1) After having served as IHLA president, the immediate past president will remain a member of the Executive Board. After that he/she automatically becomes a lifelong member of the Council of Past Presidents. Members of this council are invited as observers to the General Assembly meetings.
 - a) The Executive Board can request advice from the Council of Past Presidents, and can ask individual members to represent IHLA in official situations.
 - b) The Council of Past Presidents can decide, by a majority of votes, to invite other past members of the Executive Board to become members of the Council of Past Presidents.

Article 19 – The IHLA Secretary General

- 1) The Secretary General coordinates and manages the global functions of the IHLA. S/he is responsible to the President for implementing the decisions of the General Assembly, and Executive Board.
- 2) The Secretary General is appointed by and is accountable to the Executive Board.
- 3) His/her responsibilities are detailed in section 5 of the Bylaws.

Article 20 – IHLA Divisions and Interest Groups

- 1) IHLA encourages the establishment of divisions and interest groups. The procedures and rules for IHLA divisions and interest groups are established in separate rules are established in section 9 of the Bylaws.

Article 21 – IHLA Council of Divisions

- 1) There shall be a Council of Divisions of the association.
- 2) The function of the Council of Divisions will be:
 - a) To represent the interest and common concerns of IHLA's divisions and interest groups;
 - b) To facilitate relations between the divisions and other relevant bodies of the association;
 - c) To assist divisions in their internal management and in interdivisional communication;
 - d) To report to the Executive Board on its activities and deliberations;
 - e) To facilitate compliance with IHLA policies;
 - f) To organize Divisional and Interest Group programming activities and recommend the overall programme of IHLA's Global Health Literacy Summits;

- g) To act on Division membership and Division policies as well as Interest Group membership and policies;
 - h) To formulate rules for divisions and interest groups;
 - i) To coordinate, develop, and report to the Executive Board the mass communication activities that originate within Divisions and Interest Groups;
 - j) To coordinate with the Standing Committees on Research and Standards and Practice and Standards and provide the Executive Board with six-monthly updates on Divisional and Interest Group activities, finances, and work plans.
- 3) The Council of Divisions shall meet twice a year/annually.
 - 4) A representative to the Executive Board shall be selected in accordance with the Bylaws.
 - 5) The Council of Divisions will elect a chairperson for a period of two years. The chairperson can be re-nominated once. The chairperson will be responsible for all activities of the Council as well as represent the Council of Divisions in the Executive Board.

ROLE OF AFFILIATES

Article 22 – Council of Affiliates

- 1) There shall be a Council of Affiliates of the association.
- 2) The Council of Affiliates consists of one elected representative from each organization granted affiliate status in IHLA.
- 3) The function of the Council of Affiliates is to afford member organizations a voice in the direction and programmes of the IHLA.
- 4) The Council of Affiliates will elect a chairperson for a period of two years. The chairperson can be re-nominated once. The chairperson will be responsible for all activities of the Council as well as represent the Council of Affiliates on the IHLA Executive Board.

COMMITTEES AND COMMISSIONS

Article 23 - Commissions, Committees and Working Groups

- 1) The IHLA Executive Board may appoint committees, commissions, and working groups on specific topics/issues. A detailed work plan and timeframe for these committees and working groups shall be elaborated at the start of their work. The Executive Board can decide to abolish, amend, prolong, etc. these committees, commissions and working groups. An annual report on existing committees, commissions and working groups, including their work plan shall be presented to the General Assembly and the Executive Board. The role of committees, commissions and working groups are described within section 12 of the Bylaws.

FINANCE

Article 24 – Civil liability

- 1) The IHLA is solely responsible, to the exclusion of its members, for all its transactions and engagements.

Article 25 – Property

- 1) Subject to the provisions of relevant national and international laws and within the limits laid down by its purpose, the IHLA acquires, owns, disposes of, and administers any assets as it sees fit.
- 2) The IHLA may accept contributions and assistance in any form from members, individuals, public or private bodies, as noted in section 13 of the Bylaws.
- 3) The IHLA may accept, as agent or trustee, funds or property in trust or earmarked for particular use provided that such use is within the general scope of the IHLA's mission, goals, objectives, and powers.

Article 26 – Financial year, annual report and records

- 2) The capital of the association shall consist, inter alia, of:
 - a) Annual contributions;
 - b) Subsidies, if any;
 - c) Any other income received.
- 3) The Executive Board shall keep appropriate records of the association's financial position and of all matters relating to the association's activities in compliance with the requirements arising from these activities and shall store the relevant books, documents and other data carriers in such a manner that the association's rights and obligations can be determined from these records at any given time.
- 4) Each year, within six months after the end of the financial year, unless this period has been extended by the General Assembly, an annual report on the course of the events at the association and the management conducted shall be prepared by the Executive Board and presented at a General Assembly.
- 5) The Executive Board shall also submit for approval to the General Assembly the balance sheet and the statement of income and expenditure, with an explanation.
- 6) An auditor (accountant) must express an opinion on the accuracy of the financial statements.
- 7) The annual report shall be signed by the members of the Executive Board and if the signature of one or more of them is missing this shall be stated, giving the reason therefor. After expiry of this period each member can demand in court proceedings that the joint Executive Board members meet these obligations.
- 8) The Executive Board shall keep the documents referred to for seven years.

Article 27 - Financial fees

- 1) The financial year is for the 12 months ending on the 31 December. Each member required to do so must pay an annual membership fee to the IHLA according to a scale adopted by the Executive Board.

- 2) If a member without due reason fails to pay her/his due membership fee, the IHLA shall terminate membership according to the arrangements set out in the Bylaws.

Article 28 – Endowment and grants

- 1) All gifts for endowment purposes shall constitute endowment funds. The Committee on Finance and Legal shall manage such funds, as provided in the Bylaws.
- 2) The IHLA may seek and receive grants or other financial support pursuant to its purposes, as specified in the Bylaws.

Article 29 – Publications

- 1) The IHLA may produce such publications as are deemed appropriate to its purposes. These shall be administered according to the Bylaws.

Article 30 – Bylaws

- 1) The rules for implementing this Constitution are further detailed in the IHLA Bylaws. The formulation and amendment of the Bylaws is the responsibility of the IHLA Executive Board, as noted in sections 5 and 15 of the Bylaws.

Article 31 – Amendment of the constitution

- 1) This Constitution is the ultimate governing document of the IHLA. It may only be amended by the General Assembly of the IHLA.
- 2) Proposed changes in the Constitution can only come to the General Assembly with the endorsement of the Executive Board.
- 3) The proposed changes are provided with sufficient notice in advance to the members of the General Assembly in written form.
- 4) This Constitution can be amended only by a 2/3 majority of votes cast, at a properly constituted General Assembly whether meeting in ordinary or extraordinary session, or through a properly constituted consultation by electronic means, or by post.

Article 32 – Powers, limitation

- 1) All the powers of the association and those granted the Divisions and Committees shall be exercised within the contemplation of Section 501 (c) (3) of the U.S. Internal Revenue Code 1954, as now enacted or as hereafter amended, or similar codes if incorporated in other nations.

Article 33 – Dissolution

- 1) The dissolution of the IHLA can only be decided according to the following process:
 - a) After a consultation with the Executive Board, the President and Vice President put a proposal for dissolution to the Executive Board.

- b) An absolute majority of the Executive Board votes in favor of a resolution for dissolution to be submitted to the General Assembly.
 - c) A special resolution for dissolution is submitted to the General Assembly at an ordinary or extraordinary session, or by electronic mail or by post circulation, and must be approved by a two thirds majority of votes casts.
- 2) If the General Assembly decides to dissolve the IHLA, the Executive Board shall appoint one or more members of the Executive Board for the liquidation of the IHLA's affairs; in the case of a surplus, the IHLA net surplus shall be distributed to one or more organizations with similar purposes.

Adopted by the IHLA Executive Board by delegation of the General Assembly on XX 2017.

INSERT SIGNATURE

Kristine Sørensen

President



International Health Literacy Association

Bylaws

Decided by the Executive Board DATE, PLACE on behalf of the General Assembly.

1. Legal domicile

- A. The association's legal domicile resides at 7 Avenue De Lafayette, #121026, Boston, MA 02112 in United States of America. It can be transferred by decision of the Executive Board.
- B. When the membership can be sufficient fiscally support the creation, there shall be a consolidated IHLA Office headed by the Secretarial General., and housing personnel, and membership and other records of the association, except for those records submitted to the IHLA archives.
- C. The location of the IHLA Office shall be determined by the Executive Board. Prior to establishing a secure financial foundation, the Executive Board will allocate administrative and fiscal responsibilities.

2. Membership and application

- A. Membership of the association is open for individuals and organizations.
 - 1. Individual members have individual membership status
 - i. Regular members
 - ii. Retired members
 - iii. Student members
 - 2. Organizations have affiliated status.
- A. Persons or institutions paying more than the required dues for this classification shall be designated Contributing Members. Contributing Members are listed on IHLA's website unless contributing members request anonymity.
- B. The Executive Board shall maintain a register which contains the names and addresses of all Members: individuals, and affiliates.
- C. Each Member must notify the association in writing of his address or any changes therein; this address remains valid for the association for as long as the Member does not provide another address for the association in writing. Any consequences of failure to submit the correct address and any changes therein are at the Member's risk and expense.
- D. Membership programming interests are represented by Divisions and Interest Groups.
- E. Organizational programming interests are represented by the Council of Affiliates.

3. Termination of membership

- F. Membership shall cease upon
 - 1. Dissolution of the Member (legal entity or organization);
 - 2. Notice of termination given by Member;
 - 3. Notice of termination given by the IHLA. This may occur if a Member no longer meets the requirements for membership laid down in the Constitution and Bylaws, if the Member does not comply with its obligations towards the association or if the association cannot be reasonably required to allow the membership of a Member to continue;

4. Removal of the Member. This may only occur if a Member acts in breach of the Constitution and Bylaws or a valid resolution of the association, or prejudices the association in an unreasonable manner.
5. Termination of membership shall be done by the Executive Board.
6. The notification and removal periods, the effective date of the termination of the membership, the manner of notification of removal and the resulting consequences as well as any appeals shall be laid down in the association's Constitution and Bylaws.
7. Furthermore, a Member may terminate its membership with immediate effect within a month of being notified of a resolution to convert the association into another legal entity or to enter into a legal merger or legal division.
8. A member is not permitted to cancel its membership in order to avoid application of a resolution whereby the financial obligations on Members are increased.
9. If membership terminates in the course of the association's financial year, the entire annual contribution shall nevertheless remain due and payable.

4. Membership dues

- 1) Membership is on a continuing basis from year to year.
- 2) A member in good standing is one whose dues of any year are paid in advance.
- 3) Dues shall be fixed by the Executive Board, subject to approval by the General Assembly.
- 4) Where two members of a family desire Regular membership but wish to receive only one set of publications, one may pay full dues and the other pay a reduced rate, each are entitled to all rights and privileges of a Regular member.
- 5) In special circumstances, the Executive Board has the discretion to exempt, fully or in part, Members (individuals and affiliates) from their obligation to pay the dues.
- 6) Non-members can attend the IHLA Global Health Literacy Summit by paying a special registration fee.
- 7) Journalists who wish to report on the IHLA Global Health Literacy Summit are required to register, but will not be charged to attend.
- 8) IHLA reserves the right to limit public registration based on the available meeting space at the facility where a Global Health Literacy Summit occurs.

5. Officers

- 1) The Executive Board shall consist of the president, the president-elect, the immediate past president, the secretary, the treasurer, the heads of the three elected standing committees, one representative designated by the appointed standing committees, one representative designated by the Council of Affiliates, and one representative designated by the Council of Divisions.
- 2) The secretary general shall be a non-voting member.
- 3) The Executive Board shall have the power to fill all vacancies in elected offices pro tempore.

- 4) The president shall appoint all officers and committee members not otherwise provided for in the Bylaws.
- 5) In case of the death, inability to act, or resignation of the president of IHLA the president-elect shall become president to serve until the end of his or her elected term as president, and the vice president shall become president-elect.
- 6) Terms of office of all officials elected by the IHLA membership, and of the committee members appointed by the president, shall be for one/two/three calendar year(s) following their election or appointment —unless otherwise specified in the Bylaws or appointment/election criteria.
- 7) The secretary general shall be appointed by the Executive Board for a term specified by the Executive Board at the time of appointment.
- 8) The president shall be the principal officer of the association and shall establish its policies, with the advice and consent of the Executive Board.
- 9) The president shall chair the Executive Board, and shall be responsible for preparing and presenting an annual report at the annual meeting on all matters of policy. He/she shall have a discretionary fund in an amount set by the Executive Board.
- 10) The president-elect shall succeed the president and shall serve as chair of the otherwise appointed Standing Committee on Finance and Legal. In consultation with the secretary general, the president-elect shall prepare a budget and submit it to the Executive Board at an annual meeting and shall report at an annual meeting on the fiscal condition of the association.
- 11) The past president shall serve on the Executive Board, shall be appointed to the Standing Committee on Finance and Legal, and shall perform other duties assigned in consultation with the president.
- 12) The secretary general shall be the administrative officer of the association, shall be general manager of the central office, and shall be the business manager of IHLA's publications.
 - a) The secretary general shall report to the president, and shall perform duties assigned by the president and the Executive Board, shall initiate programs consistent with the goals and policies of IHLA, shall submit reports of corporation business, shall maintain membership and convention records, and shall have responsibility for collection and disbursement of funds.
 - b) The secretary general may serve as administrative officer of the Council of Affiliates and may appoint deputies and office staff consistent with the approved IHLA budget.
 - c) The secretary general shall give a surety bond to the corporation in an amount set by the Executive Board.
 - d) The secretary general, under supervision of the Committee on Finance, shall arrange for annual audits by a certified public accountant of IHLA accounts and those of IHLA publications and will work with the elected Treasurer to complete audits and financial reports.
- 13) The Executive Board shall approve all matters of financial policy for the corporation including acting on the proposed budget before the beginning of each fiscal year.
- 14) Apart from the biannual meetings, meetings of the Executive Board of Directors may be called by the president at any time, and also upon request of a majority of the Board members.

- 15) In the interim between meetings, matters may be submitted to the members of the Executive Board in writing or via email or text and votes cast in writing, emails, or on the membership section of IHLA's official website. These votes shall have the effect of votes at any official meeting.
- 16) The Executive Board shall encourage excellence in research and professional practice in the membership and programming of IHLA in consultation with the elected Standing Committees on Practice and Standards, and Research Standards.
- 17) The Executive Board shall monitor the status of excellence in research and professional practice in IHLA and within the field of health literacy on a biennial basis and report its findings to the membership. This short report should be published on the IHLA website. The Executive Board also shall encourage inclusiveness in gender, nationality, race and culture in the membership and programming of the association
- 18) The Executive Board shall work with divisions, interest groups, standing committees, and future commissions, committees, work groups as well as the Council of Affiliates to help gather information to monitor progress within IHLA and within the health literacy field.

6. Meetings

- 1) The overall meeting of the membership at least every three years is called the Global Health Literacy Summit.
- 2) The Global Health Literacy Summit should include: sessions programmed by the divisions and interest groups, and affiliates; the meeting of the divisions and interest groups with elected Standing Committees on Research Standards, and Practice and Standard; at least one meeting of the Executive Board; a meeting of the General Assembly; as well as meetings of appointed commissions, working groups, or committees.
- 3) Special meetings of IHLA or of health literacy affiliate organizations may be called by consultations among IHLA's Executive Board and affiliate health literacy organizations.
- 4) The location of the Global Health Literacy Summit shall be selected by the Executive Board. The Board will seek feedback from the Council of Divisions prior to making its decision.

7. Rules of voting

- 1) Decisions of the corporation and of Executive Board shall be effected by a majority of members voting, except that Bylaws may be suspended only by a three-fourths majority of those present and voting.

8. Elections

- 1) There shall be a uniform nomination and election procedure for the president elect, secretary, treasurer, and members of the elected standing committees.
- 2) IHLA's executive director shall provide nomination forms to all members. Nominations will be provided by the elected Standing Committee on Nominations and Elections. Such forms shall be returnable to the chair of the Nominations and Elections Committee by the date specified by the committee.
- 3) The date specified shall not be less than 21 days from the date nomination and election forms are distributed. The date may vary but shall be selected to encourage maximum response from the members and to enable the committee to complete its work in a timely manner and meet other deadlines indicated in the Bylaws.

- 4) The elected Standing Committee on Nominations and Elections shall give serious consideration to nomination recommendations, but the recommendations shall be advisory.
- 5) The elected Standing Committee on Nominations and Elections shall provide to the secretary general a ballot containing the names of at least two members for every elective office and committee as noted in #2 above. The Nominations and Elections Committee shall also provide to the executive director a summary of the professional record of candidates for all offices.
- 6) The secretary general shall prepare an online ballot that conforms to the elected Standing Committee on Nominations and Elections' reports and that provides space for write-in candidates for each elective office. One copy of the online ballot shall be distributed to each Regular and Retired Regular member in good standing.
- 7) The secretary general shall also distribute to each member in good standing a summary of the professional record of all candidates for office.
- 8) The voting period shall close 30 days following distribution of ballots. Completed ballots shall be returnable to the office of the executive director, who shall notify all members in good standing of the results at least one month before the annual meeting. If a tie occurs between candidates for an office, a runoff shall be conducted by the elected Standing Committee on Nominations and Elections by ballot of the membership.

9. Role of divisions and interest groups

Introduction

IHLA encourages the establishment of interest groups and divisions. Divisions and interest groups are independent organizational parts of IHLA on specific terms within the field of health literacy. Divisions and interest groups are subject to the IHLA statutes and Bylaws.

Divisions and interest groups are international and open to all IHLA regular members.

Divisions

- 1) Any group of IHLA members who share a specific interest compatible with those of the association may become a Division of IHLA according to the provision of the Bylaws.
- 2) The functions and responsibilities of Divisions are specified in this Constitution and in the Bylaws.
- 3) While self-governing, the Divisions are expected to be accountable for their activities as outlined below within section 9 of the Bylaws.

Interest Groups

- 1) Members of the association who share a common interest compatible with the purpose of IHLA may form an Interest Group of the IHLA in accordance with procedures and requirements specified in the Bylaws.
- 2) Interest Groups require fewer members than Divisions.
- 3) While self-governing, the Interest Groups are expected to be accountable for their activities as outlined below within section 9 of the Bylaws.

Programming Role of Divisions and Interest Groups

- 1) Divisions and Interest Groups determine the vast majority of the programming (panels, lectures, research presentations) at the IHLA meetings.
- 2) Divisions and Interest Groups are allotted time slots during the IHLA meetings. Divisions receive more allotted time slots than Interest Groups. The number of allotted sessions to Divisions and Interest Groups is determined by the Council of Divisions in consultation with the Executive Board; decisions are linked to the capacity of the infrastructure where the IHLA Global Health Literacy Summit and other meetings occur.
- 3) The Council of Affiliates receives a number of allocated sessions within the IHLA meetings and is responsible for peer review selections of panelists, or presenters.
- 4) The number of allocated sessions provided to the Council of Affiliates for IHLA meetings may vary and is determined by the IHLA Council of Divisions in consultation with the Executive Board; session availability is linked to the capacity of the infrastructure where the IHLA Global Health Literacy Summit and other meetings occur.

Establishment of IHLA Divisions

- 1) A Division consists of 40 or more members. The required number of members within a Division can be changed in the future by the Executive Board.
- 1) A Division shall be formed and recognized by action of the Executive Board.
- 2) A petition requesting the creation of a Division shall include a description of the programs/initiatives planned by the Division in each of the three IHLA functions: research, practice, and professional/public service, with at least 40 voting member signers.
- 3) At least 30 voting members must pay dues to become members of the Division by Oct. 1st in order for the Division to be recognized by the Executive Board. Dues collection and funds for a recognized Division shall be handled by the central office.
- 4) The formal status of a recognized Division in good standing is indefinite, but is reviewable by the Executive Board upon the recommendations of the elected Standing Committees on Research Standards, and Practice and Standards.
- 5) Each Division shall report annually to the elected Standing Committees on Research Standards, and Practice and Standards about their research, practice, and professional/public service activities during the preceding year. These reports are due on a schedule to be determined by the elected Standing Committees on Research Standards, and Practice and Standards.
- 6) The elected Standing Committees on Research Standards, and Practice and Standards shall report once annually to the Executive Board about a Division's good standing within IHLA. The elected Standing Committees on Research Standards should assess if a Division's research activities are acceptable or unacceptable and define the criteria used to make this evaluation. The elected Standing Committees on Practice and Standards should assess if a Division's practice activities are acceptable or unacceptable and define the criteria used to make this evaluation.

Establishment of IHLA interest groups

- 1) An Interest Group consists of 15 or more voting members. The required number of members within an Interest Group can be changed in the future by the Executive Board.

- 2) Interest Groups of 15 or more voting members shall be formed and recognized by action of the Executive Board.
- 3) A petition requesting creation should include a description of the program planned by the Interest Group in each of the three IHLA functions: research, practice, and professional/public service, with at least 15 voting member signers.
- 4) At least 12 voting members must pay dues to become members of the Interest Group by Oct. 1st in order for the Interest Group to be recognized by the Executive Board.
- 5) Dues collection and funds for a recognized Interest Group shall be handled by the central office. Formal status as an Interest Group is normally for a finite term of one to three years, but is renewable by Board of Directors action.
- 6) An Interest Group in good standing may petition to become a Division after it has undergone at least one positive five-year assessment, following the procedure outlined in Article V, Section 2. The formal status of a recognized Interest Group in good standing is indefinite, but is reviewable by the Executive Board upon the recommendations of the elected Standing Committees on Research Standards, and Practice and Standards.
- 7) Each Interest Group shall report annually to the elected Standing Committees on Research Standards, and Practice and Standards about their research, practice, and professional/public service activities during the preceding year. These reports are due on a schedule to be determined by the elected Standing Committees on Research Standards, and Practice and Standards
- 8) The elected Standing Committees on Research Standards, and Practice and Standards shall report to the Executive Board about an Interest Group's good standing within IHLA once annually. The elected Standing Committees on Research Standards should assess if an Interest Group's research activities are acceptable or unacceptable and define the criteria used to make this evaluation. The elected Standing Committees on Practice and Standards should assess if an Interest Group's practice activities are acceptable or unacceptable and define the criteria used to make this evaluation.

Transition from Interest Group to Division

- 1) An Interest Group in good standing may petition to become a Division after it has undergone at least one positive five-year assessment, following the procedure outlined in Article V, Section 2.
- 2) A new Division can be created from an Interest Group in good standing by a majority vote of the Executive Board.
- 3) An Interest Group shall have at least 30 voting members in order to petition for divisional status. The petition shall include a description of the program planned by the future Division in research and practice, -- as well as an explanation of the need for a change in status.

Accountability reporting by Divisions and Interest Groups

- 1) Divisions and Interest Groups shall report annually to the elected standing committee on Research Standards about research activities. Divisions and Interest Groups should report annually to the elected standing committee on Practice and Standards about practice activities. The schedule for these annual reports should be determined by the elected Standing Committees.

- 2) The Divisional and Interest Group reports shall be the foundation of annual assessments by the elected standing committees on Research Standards and Practice and Standards.
- 3) Each Division and Interest Group additionally will be assessed every five years by a Special Evaluation Committee composed of one member from elected standing committees on Research Standards and Practice and Standards, and the chair or vice chair from the Council of Divisions.
- 4) At least one officer from each Division or Interest Group being assessed in any given year during a five year Special Evaluation process should meet with the Special Evaluation Committee to discuss the Division's and Interest Group's activities and projects during the five-year period.
- 5) The Special Evaluation Committee will report to the Executive Board (and the elected standing committees on Research Standards and Practice and Standards) and recommend any actions that might be needed as a result of the assessments.

Dissolving Divisions and Interest Groups

- 1) Divisions and Interest Groups may be dissolved in two ways:
 - a) any group may voluntarily seek to be dissolved through a majority vote of its members. Such recommendation would go directly to the Executive Board, which may grant the request, or
 - b) through action of IHLA's members during a General Assembly meeting, on the recommendation of the Executive Board.
 - c) The five year Special Evaluation Committee can offer such a recommendation to the Executive Board following the Special five-year Evaluation of any division or interest group. If such a recommendation is made, the Division or Interest Group may request and thus receive a hearing by the Board of Directors. The hearing should be held no later than the next regular meeting of the Executive Board.
 - d) If the Board of Directors determines that dissolution of the division or interest group is necessary, it must notify IHLA membership of the motion to dissolve at least 30 days prior to a vote during the meeting of the General Assembly.

Membership of Divisions and Interest Groups

- 1) Eligibility for membership in Divisions and Interest Groups shall be determined by the Divisions and Interest Groups. However, no person eligible for Regular membership in IHLA may become a member of any Division or Interest Group without first becoming a Regular member of IHLA by paying the appropriate dues.
- 2) Persons not eligible for Regular membership in IHLA (but who may be Student members) may join Divisions and Interest Groups if eligible under division/interest group criteria and may hold division and interest group office, but such persons shall have no voting privileges in association-wide IHLA meetings and elections, nor hold association-wide office in IHLA, nor be served by the IHLA secretariat without extra charge.
- 3) IHLA officers who fail to pay dues on time or who become ineligible to hold office will be replaced by action of the IHLA Executive Board at its next meeting or by mailed ballot.
- 4) Divisions and Interest Groups shall be empowered to assess dues on their members in addition to those required for corporation membership.

- 5) The chief officer of each Division and Interest Group shall be designated as "head."
- 6) Divisions and Interest Groups shall be entitled to use central office facilities at cost for their programs. All Division and Interest Group funds must be deposited with the IHLA secretariate.
- 7) Divisions and Interest Groups shall plan programs for the IHLA Global Health Literacy Summit in cooperation with the Council of Divisions.

10. Council of Divisions

- 1) The Council of Divisions shall consist of the chair/presidents or other representative designated by each of the divisions, the elected head or vice head of the Council of Affiliates, and one representative selected by the Executive Committee.
- 2) The Council of Divisions shall annually choose a chair, a vice-chair, and such other officers as may be required.
- 3) The Council of Divisions establishes its own operating procedures, subject to approval by the Executive Board.
- 4) Secretariats and vice-presidents of the divisions will be included in the mailing of the Council of Division. At the meetings of the Council of Divisions, as many as two officials from each division and one representative from Interest Groups should attend.

11. Council of Affiliates

- 1) Each organization granted affiliate status in IHLA shall name a representative to serve on the Council of Affiliates.
- 2) The elected head of the Council of Affiliates shall be a member of the Executive Board.
- 3) The elected head or vice head shall be a member of the Council of Divisions.

12. Standing Committees

- 1) The following Standing Committees shall be appointed by the Executive Board to carry out policies of the association:
 - Standing Committee on Membership and Fundraising
 - Standing Committee on Finance and Legal
 - Standing Committee on Strategic Planning and Implementation
 - Standing Committee on Policy and Advocacy
 - Standing Committee on Professional Development
 - Standing Committee on Communication and Publications
 - Standing Committee on Regional Affairs

The following Standing Committees are elected:

- Nominations and Elections
 - Research Standards
 - Practice and Standards
- 2) The membership and duties of each Standing Committee shall be as provided by the Bylaws.

- 3) Other committees may be specified in the Bylaws or approved by the Executive Board. Their terms and duties shall be specified in the Bylaws or approved by the Executive Board.
- 4) The elected and appointed Standing Committees each shall have nine members.
- 5) No more than one Regular member from the same university, health care organization, or institution shall serve on the same committee, nor shall one Regular member serve on more than one elected standing committee at one time.
- 6) All terms shall be for three years. No person shall serve more than two consecutive elected terms on a standing committee. An individual who serves two consecutive elected terms may return to the committee after an interim of two years.
- 7) The Standing Committee annually shall choose a chair.
- 8) The members of the elected Standing Committees on Research Standards and Practice and Standards shall serve as liaisons to Divisions and Interest Groups regarding their programs and help them meet their functional responsibilities to IHLA and the health literacy field.
- 9) Each appointed Standing Committee shall have a chair who shall be appointed by the president, except that the president-elect shall chair the Committee on Finance and Legal. A representative of the Council of Affiliates may be named to any committee under the same conditions as applied to any other member.
- 10) If a member of an appointed Standing Committee does not fulfill the duties of office during his/her three-year term, and specifically does not: participate in the activities of the committee, or send required materials for which he/she was responsible, or attend official committee meetings, then the Executive Board, through established procedures, may deem that person's seat on the committee vacant. The established procedures will allow the inactive committee member to respond and participate in the discussions regarding the status of the seat. The Executive Board may then fill the remaining years of the position through its authority from sections 5 and 8 of the Bylaws, or through the next regular election.
- 11) The elected Standing Committees on Research Standards and Practice and Standards shall advise the IHLA Executive Board on matters relevant to their respective areas.
- 12) They shall initiate programs in these areas consistent with IHLA policies.
- 13) The elected Standing Committees on Research Standards and Practice and Standards shall participate in the Division and Interest Group assessment process,
- 14) One representative from the elected Standing Committees on Research Standards and Practice and Standards shall serve on the Five Year Special Evaluation Committee.
- 15) The elected Standing Committee on Research Standards is responsible for: policies that will enhance the scholarly activities of the health literacy field and of IHLA; the conferral of academic honors on behalf of IHLA for meritorious scholarly achievements, as well as liaison with other associations and organizations concerned with research and scholarship processes.
- 16) The elected Standing Committee on Research Standards is responsible for reviewing research quality in all Division and Interest Groups as discussed in section 9 of the Bylaws. This committee shall bring before the annual meeting such resolutions on such matters as it considers appropriate.
- 17) The elected Standing Committee on Practice and Standards should be concerned about: ethical issues among researchers and practitioners; health literacy criticism and accountability;

interactions between researchers and professionals; intellectual and professional diversity; professional civility; and free expression.

- a) The elected Standing Committee on Practice and Standards is responsible for reviewing the quality of efforts of all Division and Interest Groups in these areas as discussed in sections 9 and 11 of the Bylaws. This committee shall bring before the annual meeting such resolutions on these matters as it considers appropriate.
- b) The elected Standing Committee on Practice and Standards also is particularly concerned with: policies that will enhance the practice of health literacy and of IHLA; conferral of honors on behalf of IHLA for meritorious health literacy practice achievements; liaison with other associations and organizations concerned with health literacy practice.
- c) The elected Standing Committee on Practice and Standards is responsible for reviewing the quality of efforts of all Division and Interest Groups in these areas as discussed in sections 9 and 11 of the Bylaws.
- d) The appointed Standing Committee on Communication and Publications shall administer IHLA's publications, and shall have the responsibility to recommend a qualified IHLA member for the editorship of the IHLA website to the Executive Board. The appointed Standing Committee on Communication and Publications also should make recommendations about health literacy outreach to health, communication professionals, and IHLA members to the Executive Board and the membership.
- e) The editor of each IHLA publication is appointed by the Executive Board upon recommendation by the appointed Standing Committee on Communication and Publications. The Executive Board shall be the final authority for policy concerning IHLA publications including future publications from IHLA, or future, official publications from Divisions, Interest Groups, and Affiliates. Similar processes shall be followed for the selection of editors and policy concerning future official IHLA publications.
- f) The appointed Standing Committee on Membership and Fund Raising shall administer the membership policies of the corporation, and shall have the responsibility of reviewing qualifications for membership in IHLA. The appointed Standing Committee on Membership and Fund Raising also is responsible for the coordination and execution of IHLA's fund raising activities in consultation with the Executive Board.
- g) The appointed Standing Committee on Finance and Legal— under the guidance of its chair, the president-elect, and past president and in consultation with the president — shall supervise the fiscal records of the corporation, including the annual audits arranged by the secretary general.
- h) The Standing Committee on Finance and Legal shall review the fiscal condition of IHLA, shall recommend to the executive board any changes deemed desirable and, under the supervision of the executive board, shall have overall responsibility for the coordination of fundraising activities.
- i) The appointed Standing Committee on Finance and Legal, in consultation with the president and secretary general, shall recommend to the executive board policies regarding investment of the corporation's reserves.
- j) Withdrawals from the corporation's long-term reserves shall be recommended in advance by the executive director and approved by the president and president-elect.

- 18) The elected Standing Committee on Nominations and Elections shall be responsible for soliciting and making nominations for all IHLA elected offices, and for the conduct of elections, in accordance with the Constitution and Bylaws.
- 19) The appointed Standing Committee on Strategic Plan and Implementation shall be responsible for recommending to the IHLA Executive Board's priorities, strategies and programs that will facilitate the goals for any Strategic Plan adopted by the membership. The committee will continually evaluate the plan's goals and objectives to ensure it continues to be responsive to the changing environment and needs of the membership.
- 20) The appointed Standing Committee on Policy and Advocacy is responsible for health literacy policy monitoring, evaluation, and recommendations in consultation and coordination with the Executive Board and membership. The Standing Committee on Policy and Advocacy also is responsible for advocacy generation, monitoring, evaluation, and recommendations in consultation and coordination with the Executive Board and the membership.
- 21) The appointed Standing Committee on Professional Development is responsible for health literacy professional development generation, monitoring, evaluation, and recommendations in consultation and coordination with the Executive Board and membership. The appointed Standing Committee on Professional Development also is responsible to generate, monitor, evaluate, and make recommendations regarding: other health literacy educational initiatives for peers; health care professionals; adult education; higher education; child and adolescent education; and cross cultural education in consultation and coordination with the Executive Board and the membership.
- 22) The appointed Standing Committee on Regional Affairs is responsible for monitoring, evaluation, and recommendations regarding the development of health literacy activities worldwide (with a special focus on developing nations and regions) in consultation and coordination with the Executive Board and membership. The Standing Committee on Regional Affairs should make recommendations to the Executive Board and leadership regarding commissions, meetings, or working groups that could foster the development of health literacy research, practice, awareness, and policy in specific nations or regions around the world.
- 23) The incoming president may, in consultation with the Executive Board, appoint such other committees as may be deemed necessary. Their duties shall be approved by the Board of Directors.

13. Commissions

- 1) It is possible to establish IHLA Commissions that focus on overarching, foundational health literacy issues that over time are not addressed by (or underrepresented within) existing Divisions, Interest Groups, and the Council of Affiliates.
- 2) The Commissions will be created and appointed by the Executive Board according to the provisions in the Bylaws.
- 3) Functions and responsibilities of Commissions are specified in the Bylaws.
- 4) Any interested IHLA member (Regular, Student, Retired) may be a member of a Commission.
- 5) Commissions shall be empowered to assess dues on their members in addition to those required for IHLA membership.
- 6) The chief officer of each Commission shall be designated as "head."

- 7) Commissions shall be entitled to use central office facilities at cost for their programs. All commission funds must be deposited with the IHLA central office.
- 8) Commissions shall plan programs in a manner similar to divisions for the annual meetings in cooperation with the Council of Divisions.
- 9) If more than one Commission is appointed, a representative selected by a future Council of Commissions shall serve as a voting member of the Council of Divisions.
- 10) Each appointed Commission shall report annually to the Executive Board. The report should address the commission's progress to address its mission and to make policy recommendations to the Executive Committee.

14. Endowment and grants

- 1) Unless otherwise dedicated by the donor, all earnings of the endowment funds shall be placed in the general fund of the corporation.
- 2) The endowment funds of the corporation shall be handled outside the regular budget of IHLA.
- 3) IHLA and IHLA official publications may receive grants or financial support for special purposes that are consistent with the corporation's objectives. Any grants or financial support for IHLA publications and activities shall be received with the understanding that such financial support does not grant or imply any control whatsoever over such publications and activities by the granting agency, nor any endorsement by IHLA of the granting agency's policies or activities. All grant proposals must be submitted to the IHLA president for consultation with the chair of the IHLA Finance Committee and chair of the External Funding Committee. Grant proposals for IHLA or Divisional/Interest Group publications shall be reviewed by the Committee on Publications.
- 4) Fund raising for IHLA endowments and grants are the responsibility of: the Executive Board, the Secretary General, and the appointed Standing Committee on Finance and Legal in consultation with the membership.

15. Publications

- 1) The association's official publication is the IHLA website. The addition of future official IHLA publications shall be considered periodically. The development of future publications depends on academic/professional needs, financial resources, and membership demand.
- 2) IHLA's official publications shall receive their annual allotments of funds before other expenses are met. IHLA shall allot each year to the IHLA website at least \$5 for each Regular Member in addition to at least \$4 for each Student member. Allocations from Affiliate members shall be determined by the IHLA executive committee in consultation with the Standing Committee on Communication and Publications. The allocations to future journals shall be determined by the IHLA executive committee in consultation with the Standing Committee on Communication and Publications. The IHLA executive committee must notify members 30 days prior to a publication re-allocation decision.
- 3) The editors of the IHLA website shall be appointed for three-year, renewable terms. Editors of future official IHLA journals or publications shall be appointed for three-year, renewable terms. The editors of official IHLA publications shall appoint subordinate and advisory editors. The editor of each official IHLA publication shall exercise final authority on editorial content. As specified in section 5 of the Bylaws, the IHLA Secretary General shall serve as business

manager of IHLA publications, and, subject to Publications Committee review, shall direct all business and fiscal matters.

- 4) In addition to providing updated news about health literacy research, practice, and professional/public service, the official IHLA website shall contain the minutes of the IHLA executive board meetings and the financial reports of the association. The official IHLA website shall provide access to the Health Literacy Directory. The Health Literacy Directory shall contain: contact information for all members (regardless of category of membership), the names of members and chairs of the appointed committees and the elected standing committees, and the leadership roster of all Divisions, Interest Groups, and future Commissions. Some news on the IHLA website shall be open access, but pertinent information for IHLA members shall be available via secure/password access.

16. Amendments

- 5) These Bylaws may be amended by a majority vote of the membership present and voting at any General Assembly.
- 6) Amendments to the Constitution and to these Bylaws must be submitted in writing to all members of the corporation at least 20 days in advance of the meeting at which they will be voted upon. Certification by the Secretary General that notice has been given shall be conclusive.
- 7) Changes in IHLA dues must be made under rules for change in Bylaws.
 - a) Membership dues for individuals may be graduated.
 - b) Membership dues for organizations (Affiliate memberships) may be graduated according to profit/non-profit status.