

APHA-Affiliate Memorandum of Understanding (MOU) Frequently Asked Questions

MOU OVERVIEW

What is the purpose of the MOU?

The purpose of the MOU is to improve communication and clarify business practices between APHA and each state/regional Affiliate. Since becoming APHA Executive Director, Dr. Georges Benjamin has strived to strengthen the role of the Affiliates in APHA and the relationship between the Association and Affiliates.

Whose idea was it to create the MOU?

In 2004, the Committee on Affiliates, now the Council of Affiliates (CoA), formed several work groups, one of which—the Governance Workgroup—was designed to more clearly define the relationship between APHA and Affiliates. The impetus to create the MOU was born in the Governance Workgroup.

How was the MOU developed?

The MOU was initially drafted in 2004 by an Affiliate past-president, incorporating elements of the APHA Bylaws that address the relationship between APHA and Affiliates. These elements, which deal mostly with financial issues, had been in place for quite a few years. In 2005 and 2006, the Governance Workgroup reworked the draft MOU, adding elements from the “Affiliation Agreements” chapter in a book created by the American Society of Association Executives (ASAE) entitled *Component Relations Handbook: Tools and Tips for the Component Relations Professional*. After more discussion and revision by the CoA, the draft underwent legal review. Final input was received from Affiliate leaders at the APHA Annual Meeting in November 2006. In 2015, the CoA began reviewing the MOU and in 2016, the CoA sub-committee met to discuss updates.

What are the major parts of the MOU?

The major parts of the MOU include: Federal Requirements, Purpose of the MOU, Core Values of the APHA/Affiliate Relationship, Responsibilities, Benefits to the Affiliate, Benefits to APHA, Affiliate Standards, Miscellaneous Provisions, and Term of Agreement.

What additional requirements does the MOU make of my Affiliate that were not in place previously?

The major additional requirements include legal not-for-profit incorporation status of the Affiliate, an annual affirmation of good standing, an annual report on the financial status of the Affiliate, and general liability insurance. Under the original MOU, the **Affiliate President was required to be an APHA member. The revised MOU requires**

Why does the President and Affiliate Representative to the Governing Council (ARGC) of my Affiliate need to be an APHA member?

To increase engagement and strengthen shared values between the Affiliate leaders and APHA. The “Affiliation Agreements” chapter of *Component Relations Handbook: Tools and Tips for the Component Relations Professional* recommends that at least the Affiliate organization president be a member of the parent organization. As a voting member of the Governing Council, the ARGC will review resolutions, position papers and proposed Constitution and Bylaws changes. The ARGC

also votes during the annual meeting governing council sessions. Therefore, the CoA believes that requiring that Presidents and ARGCS obtain APHA membership is a reasonable requirement.

What is meant by an “affirmation of good standing?”

Since there is a business relationship between APHA and each Affiliate, it is important that they are both viable organizations. Originally it was envisioned that a statement of good standing would be obtained from the state official that oversees corporations or charities. After discussion with the CoA, the requirement was simplified. To fulfill this requirement, a simple statement signed by the Affiliate President guaranteeing that the organization is in good standing with appropriate authorities will suffice.

What is the difference between 501(c)(3) and 501(c)(6) incorporation status?

A 501(c)(3) organization is one that is organized exclusively for religious, charitable, scientific, or educational purposes. Such organizations may advocate or provide educational material consistent with their purposes as long as it does not participate in, or intervene in any political campaign.

A 501(c)(6) is a "business league" of individuals similar to a trade association of organizations. There could be a 501(c)(6) of public health workers, but it would by necessity, have to be limited to issues related exclusively with the welfare of public health workers and not public health issues broadly or generally.

Why does APHA need annual reporting about the Affiliate’s financial status?

An annual financial report is requested to provide an overall snapshot of an Affiliate’s financial status, growth, or pending financial problems so that APHA and the Affiliate may mutually work to maintain its viability.

MOU REVISIONS, REVIEW AND LEGAL QUESTIONS

What was updated in 2016 from the original 2007 MOU?

There are various updates that have been included in the MOU to standardize processes and establish parameters. The five major updates in the revised MOU include the following:

- Guidance on how to use the updated APHA standard language, branding and logo
- An MOU renewal/review process
- APHA streamlined affiliate dues assessment and annual report process
- APHA defined parameters for Affiliate obligations
- Defined usage of APHA and Affiliate member lists
- Federal funding guidelines

Has the MOU been reviewed by an attorney?

After numerous discussions with representatives from the CoA and feedback from Affiliate leaders, the MOU was sent to an attorney retained by APHA to both review and respond to questions and issues raised. Several changes were incorporated as a result. These changes dealt mostly with specifics concerning standards of incorporation and the operation of affiliated organizations.

What if my Affiliate wants to have it reviewed by another attorney?

It is acceptable to have legal review of the MOU. However, it is important to note that the MOU was developed by public health leaders in Affiliates like yours, is from the perspective of the Affiliates, and advocates for Affiliate strength in the relationship with APHA. It is suggested that

you discuss the MOU with the governing board of your affiliate, participate in conference calls about the MOU, and ask questions of other Affiliate leaders before seeking additional legal clarification. The CoA wants to make this process as simple and straightforward as possible, and is comfortable with the legal review that has taken place in the development of the MOU.

Can I make changes to the MOU before signing?

APHA and CoA have worked hard to incorporate the essential elements of an affiliation agreement while not allowing the requirements to be overly burdensome. Because of the need for consistency nationwide, and the short time frame for approval, it will not be possible to make changes in the MOU.

Does my Affiliate have to sign the MOU?

No. If your governing board chooses not to sign the MOU, the relationship between your affiliate and APHA will continue to be governed by APHA By-Laws. However, your affiliate will not be able to participate in certain grant and other opportunities offered or sponsored by APHA.

Is a signed MOU required for participation in APHA grant opportunities (e.g. Accreditation Support Initiative)?

Yes. If your Affiliate wants to receive direct funds to support a project in response to an RFP, it must sign the APHA-Affiliate MOU.

Is there a deadline for signing the MOU?

The deadline for signing the MOU is January 31, 2017.

Can the Affiliate just sign and return page one and ten of the MOU?

An Affiliate should sign the designated pages and send all ten pages to APHA. If an Affiliate is unable to send all ten pages in the mail, please sign and return pages one and ten.

What is the best way to return the signed MOU to APHA?

Please **sign and mail** the MOU document to:

American Public Health Association (APHA)
Attn: Kimberly Moore Smith, Director, Affiliate Affairs
800 I Street NW
Washington, DC 20001-3710

APHA will sign and email the executed MOU to the Affiliate leaders.

What if I don't meet the deadline?

APHA will work with you to answer questions and guide you through the process so approval can be expedited.

DUES ASSESSMENT, MEMBER LISTS AND COMPLIANCE

Will the Affiliate dues amount be reassessed periodically?

The Affiliate dues will be reassessed every three years. The next review is scheduled for 2017. Adjustments will be made based on the recommendation of the CoA and approval of the APHA Executive Board.

What is the timeline for the annual report?

Beginning in 2017, the annual report and the dues assessment process will coincide and take place in June. APHA will provide a template for the annual report. The annual report will be due on June 30, 2017.

Are there consequences for an Affiliate that misses a deadline or does not participate in an activity?

Affiliates are expected to comply with deadline and submit information related to annual dues payments, annual membership lists, annual reports and evaluations and reports for grant awards. Failure to comply with the deadlines and/or requests for information will result in the following:

- Non-payment of Affiliate dues will result in a reduction of APHA benefits for the Affiliate during that fiscal year. One year of non-payment precludes Affiliate from participating in APHA Governing Council activities.
- Two years of nonpayment precludes Affiliate from participating in APHA Governing Council activities and ineligible for receiving paid travel to the Affiliate Presidents-Elect Meeting.
- Three years of nonpayment precludes the Affiliate for receiving all APHA benefits and results in an inactive status. If an affiliate refuses to provide their member list to APHA, the Affiliate will be ineligible to receive an APHA member list for their respective state.

At what frequency are member lists exchanged between APHA and Affiliates and what are the parameters?

On an annual basis, APHA will provide the Affiliates a list of APHA members that reside in their territory. The list will include the name, mailing address, email, and designated component groups for each individual. Affiliates should use the list to promote internal membership and should not sell the APHA member list. Similarly, Affiliates will provide APHA a list of Affiliate members that reside in their territories on an annual basis. The list should include the name, mailing address, email, and APHA membership status. APHA should use the list to promote internal membership and should not sell the Affiliate member lists. It will also be used in the dues assessment process.

In what other ways can the Affiliate member list be used?

A roster of Affiliate members may be used for public health educational campaigns, to engage Affiliate members in federal advocacy, and marketing of membership and the APHA annual meeting.

GENERAL LIABILITY

What is the difference between general liability insurance and board & directors liability insurance?

General liability insurance covers the organization for accidents that might occur to visitors or members. Directors and officers insurance protects the organization against acts or failures to act by

directors and officers which might harm the organization. **The MOU requires an Affiliate to maintain general liability insurance.**

Can I purchase general liability insurance through APHA?

APHA works with [The Novick Group](#) and facilitates the opportunity for Affiliates to purchase general liability insurance at a discounted rate. If you are interested in receiving a quote or learning more, contact Affiliate Affairs staff and you will be connected with the appropriate Novick Group account manager.

How much will these general liability requirements cost my Affiliate?

The exact amount is contingent upon a number of variables. Contact Affiliate Affairs and you will be given The Novick Group account manager's information to contact and obtain an estimated cost of the general liability insurance. An Affiliate may also want to purchase Director and Officers Insurance and bear the cost of their president's insurance as a benefit.

ADVOCACY

Does an Affiliate need to run all positions by APHA before finalizing a decision to support state legislation or other policy?

No, an Affiliate does not need prior approval before finalizing their decision to support state legislation or other policy. An Affiliate would need to prior approval by APHA, if they would like APHA to support a particular policy.