

# **KENTUCKY ASSOCIATION MEDICAL STAFF SERVICES**

## **BYLAWS**

### **ARTICLE 1**

#### **NAME**

The name of this organization shall be the Kentucky Association of Medical Staff Services (KAMSS). KAMSS will be governed by these Bylaws and those of the National Association Medical Staff Services (NAMSS)

### **ARTICLE 2**

#### **PURPOSE**

The purpose of this State Association shall be to provide the opportunity for continuing education, to promote the improvement of professional knowledge and skills by uniting persons who are engaged in medical staff activity, credentialing/verification, and healthcare activities through this State association, and to support the mission statement of the National Association of Medical Staff Services

### **ARTICLE 3**

#### **STRUCTURE**

The State Association shall be non-profit, non-union, non-partisan, and non-sectarian and shall have the right to establish and control its activities through its elected officers

# ARTICLE 4

## MEMBERSHIP

Members are to adhere to the NAMSS code of ethics and refrain from conduct injurious to the association or its purpose. No individual shall be denied appointment on the basis of sex, race, creed, religion, disability or national origin. The Board of Directors shall, at its discretion, create membership categories in addition those defined herein:

- 4.1 Active** - Active members shall be those individuals having direct responsibility in medical staff activities, healthcare activities, provider credentialing and/or verification and regulatory or quality compliance activities. Active members shall pay dues and shall be eligible to vote and hold office. Active members shall be encouraged to join the National Association Medical Staff Services.
- 4.2 Associate** - Associate members shall be those individuals interested in the overall goals and objectives of the Association. Associate members shall pay dues but shall not be eligible to vote or hold office.
- 4.3 Honorary** - Honorary membership may be awarded at the discretion of the Board of Directors to those individuals who have made significant contributions to the advancement of the goals and objectives of the Association. Honorary members shall not pay dues and shall not be eligible to vote or hold office. Any active member may submit written nominations to this category to the Board of Directors.
- 4.4 Termination of Membership** – The Board of Directors may, by affirmative vote of a simple majority of the voting members of the Board, expel a member for conduct injurious to the State Association or its purposes. Any member who has been recommended for such action shall be entitled to reasonable advance notice of the basis for same and the opportunity to submit a response to the Board prior to the Board's action on the matter, all in accordance with procedures adopted by the Board.
- 4.5 Reinstatement** – Upon written request of a former member whose membership was terminated pursuant to Article 4, Section 4.4, the Board of Directors may, by affirmative vote of a simple majority of the voting members of the Board, reinstate such former member to membership upon such terms as the Directors deem appropriate.

# ARTICLE 5

## MEMBERSHIP MEETINGS

Meetings of the State Association shall be held at a date and time established by the membership (meeting guidelines shall be followed. See attachment A of the bylaws). The meeting notices shall be posted on the Website, including date and location of the meeting at least one week prior to the meeting date. Membership shall be notified by email (notices will be mailed to members without email service). The annual meeting shall be held in the spring. Special meetings may be called by the President, the Board of Directors or on the request of at least four (4) members of the association. The purpose of the meeting shall be stated in the call.

A quorum at any State Association meeting shall be five (5) active members present who are in good standing.

## ARTICLE 6

### ANNUAL DUES

Annual dues for membership shall be billed by January 1 and shall be due and payable no later than April 30 at an amount set by the Board of Directors (not to be set higher than National Association dues). Members shall be notified of dues change by way of posting on the website. Those members without Internet service will be notified via U.S. mail. In addition to the letter, changes in dues amount shall be announced three consecutive meetings prior to implementation. An individual who joins during the last quarter of the fiscal year shall pay the annual dues set for the current year, which shall satisfy dues requirements for the ensuing year. Failure to pay dues by April 30 may result in termination of membership.

## ARTICLE 7

### LOCAL CHAPTERS

The State Association shall encourage the formation of regional chapters throughout the state, the purpose of which shall be to provide a forum for educational activities at a regional level. Such regional chapters shall petition the Board of Directors of the State Association for recognition and approval of their organizational structure.

A regional chapter may not limit the size of its active membership. A regional chapter must agree to abide by the Bylaws of the State and National Organizations. Regional chapters shall provide their minutes to the State Chapter for recordkeeping once they have been approved by their local membership.

## ARTICLE 8

### OFFICERS

- 8.1 Officers** - The officers of this Association shall be President, President-Elect, Immediate Past President, Secretary, Treasurer and Regional Presidents or their representative. These officers shall serve as the Board of Directors. The President-Elect shall automatically succeed to the office of the President.
- 8.2 Eligibility** - A candidate for office must be a member in good standing of the State Association and preferably be an active member of the NAMSS. It is recommended that candidates for the office be Certified Medical Staff Coordinator (CMSC) and/or Certified Provider Credentialing Specialist (CPCS) certified or have five years experience as a medical staff services professional with direct responsibility in healthcare activities, provider credentialing and/or verification and regulatory or quality compliance activities. A candidate should be able to exercise good judgment and possess the ability to work toward the common good of the association as a statewide organization.

**8.3 Election of Officers** - Election of officers shall be held annually in the month of October and shall take place by mail ballot. Installation of officers will be held at the January meeting.

1. The Nominating Committee shall have their initial meeting in July.
2. This Committee shall make nominations for officers. All candidates nominated must consent to serve prior to the ballots being sent. This Committee in addition will also accept nominations from the floor at the summer State and Chapter meetings for State officers.
3. Inability to nominate a candidate to fill vacant office shall be brought to the attention of the Board of Directors prior to the fall meeting by the Nominating Committee Chair (Immediate Past President).
4. This Committee will present the final slate to membership at the regularly scheduled fall meeting.
5. Official ballots will be sent by the third week of November with ballots to be returned to the Nominating Committee Chair within fifteen (15) days of being sent. The Nominating Committee Chair shall prepare a report for presentation to the members via email.
6. Election shall be by a simple majority of the ballots returned. Terms of office shall be as follows: Treasurer, two years (being elected to office in even years) Secretary two years (being elected to office in odd years). President-Elect, one year; President, one year; Immediate Past President, one year.

## **ARTICLE 9**

### **BOARD OF DIRECTORS**

- 9.1 General Powers and Duties** – The State Association shall be governed by its Board of Directors/Officers in accordance with the Articles of Incorporation and these bylaws.
- 9.2 Composition** – The officers shall serve as the Board of Directors with vote. Appointed advisors shall serve in an ex-officio capacity without vote. A majority of the Board of Directors must be elected by the state membership.
- 9.3 Term of Office** – Election shall be by a simple majority of the ballots returned. Terms of office shall be as follows: Treasurer, two years (being elected to office in even years; Secretary two years (being elected to office in odd years); President-Elect, one year; President, one year; Immediate Past President, one year.
- 9.4 Removal of Officers** – Removal of a State Association Officer may be initiated by petition of an active member in writing to the Board of Directors. An adverse recommendation must be approved by a two-thirds vote of all active members by written ballot.
- 9.5 Vacancies in Office** – The Board of Directors may fill vacancies in office for the remainder of the un-expired term, with the exception of the office of President, which shall be assumed by the President-Elect. Vacancy of the office of the President-Elect shall be filled by mail ballot of the active membership.

- 9.6 Board Meetings** - The Board shall establish a schedule of regular Board meetings for the fiscal year. Special meetings of the Board may be called by a simple majority of the voting members of the Board of Directors/Officers.

## **ARTICLE 10**

### **PARLIAMENTARY AUTHORITY**

Parliamentary authority shall be according to Roberts Rules of Order (newly Revised Edition).

## **ARTICLE 11**

### **DISSOLUTION**

If this Association dissolves, any and all assets of the State Association will be forfeited to the National Association Medical Staff Services.

## **ARTICLE 12**

### **AMENDMENTS**

These bylaws may be amended by a simple majority vote of returned ballots. Proposed revisions in the bylaws are to be submitted to the bylaws chair. The Bylaw Committee reviews and submits recommendation to the Board of Directors. The Board approves then sends an email to the members stating that the suggested revisions are posted on the Website for fifteen (15) days. Members without email service will receive written notice. All amendments and suggestions will be reviewed with the final document and ballot posted on the website and mailed to the voting membership without email service. Ballots must be returned via email or U.S. mail by the date noted on the Ballot. The approval will be determined by a simple majority of returned ballots. The Bylaws Committee shall review these bylaws on an annual basis.

# **ARTICLE 13**

## **POLICIES AND PROCEDURES**

The Board of Directors may adopt such policies and procedures for the Association as may be necessary for the efficient management of the Association. The adoption, amending, repeal or addition of such policies and procedures for the Association may be done by vote of the Board of Directors at any regular or special meeting or by conference call, provided copies of the proposed amendments, additions or repeals are provided in advance of being voted upon to the Board of Directors. Adoption of and changes to the Policies and Procedures shall become effective only when approved by the Board. The Policies and Procedures shall be reviewed periodically by the Board, in accordance with the Bylaws Policy.

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