

OREGON ASSOCIATION MEDICAL STAFF SERVICES

BYLAWS

ARTICLE I. NAME

The name of the Organization shall be the Oregon Association Medical Staff Services (OAMSS), governed by these Bylaws and by the Bylaws of the National Association Medical Staff Services (NAMSS).

ARTICLE II. MISSION STATEMENT

The mission of the OAMSS is to provide the opportunity for continuing education and to promote the improvement of professional knowledge and skills.

In support of the Mission Statement, the following goals are identified:

- Provide educational resources to enhance skills and competence
- Educate members regarding the changing organizational structure of the health care industry
- Promote professional relationships with other organizations

ARTICLE III. STRUCTURE

OAMSS 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 IV. MEMBERSHIP

Membership in this Association shall be categorized as Active, Affiliate, and Honorary.

Section 1. Active: Active members shall consist of individuals actively involved in credentialing, privileging, practitioner or provider organizations and/or regulatory compliance in the healthcare industry. Active members shall pay dues and shall be eligible to vote and hold office in compliance with the regulations listed under the Officers/Board of Directors. Active members shall be encouraged to join the National Association.

Section 2. Affiliate: Affiliate members shall consist of former active members who no longer fulfill the active criteria, individuals who do not meet criteria for active membership but support, or full time students enrolled in a health related field. Affiliate members shall pay dues but shall not be eligible to vote or hold office, however, they may serve in an advisory position.

Section 3. Honorary: Honorary membership may be awarded at the discretion of the Board of Directors to those individuals who have contributed 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.

Section 4. Termination of Membership. The Board of Directors may, by affirmative vote of four (4) voting members of the Board, expel a member for conduct injurious to NAMSS 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.

Section 5. Reinstatement. Upon written request of a former member whose membership was terminated pursuant to Article 4, Section 4, the Board of Directors may, by affirmative vote of four (4) voting members of the Board, reinstate such former member to membership upon such terms as the Directors deem appropriate.

ARTICLE V. DUES AND FEES

Annual dues for membership shall be due and payable at an amount set by the Board of Directors (not to exceed the amount of the National Association dues). 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 within thirty (30) days of the specified date shall result in termination of membership with notification by letter from the Treasurer. The member may be reinstated upon payment of past and/or current dues.

If this Association is disbanded, any and all assets of the OAMSS will be forfeited to the NAMSS treasury.

ARTICLE VI. LOCAL CHAPTERS

The OAMSS shall encourage the formation of Local Chapters throughout the State, the purpose of which shall be to provide a forum for educational activities at a local level. Such Local Chapters shall petition the Board of Directors of the OAMSS for recognition and approval of their organizational structure and bylaws. Bylaws for the Chapters of OAMSS shall not be in conflict with the Bylaws of the OAMSS nor the NAMSS.

ARTICLE VII. OFFICERS/BOARD OF DIRECTORS

Section 1. Officers: The officers of the OAMSS shall be the President, President Elect, Immediate Past President, Secretary and Treasurer, who shall serve as the Board of Directors. The President Elect shall automatically succeed the office of President.

Section 2. Qualification: A candidate for office must be an Active member in good standing of the OAMSS. Current certification by the National Association is recommended. It is further recommended that officers be Active members of the National Association.

Section 3. Election of Officers/Terms of Office: Election of officers shall be held annually in the month of September, and shall take place by mail ballot.

- a. A Nominating Committee shall make nominations for officers.

- b. The Nominating Committee's proposed Slate of Officers shall be mailed (emailed) to the Active membership at least thirty (30) days prior to balloting. Write-in nominations may additionally be made. All candidates nominated must consent to nominations.
- c. Ballots will be mailed (emailed) thirty (30) days following the initial mailing of the Slate, with ballots to be returned within fifteen (15) days of the date of mailing.
- d. Election shall be by a simple majority of the ballots returned.
- e. Terms of office shall extend from January 1 to December 31 in compliance with the elected or appointed position. Terms of office shall be one year for President, President Elect and Immediate Past President, and shall be two years for the Secretary and the Treasurer.
- f. Active members of the OAMSS board will be encouraged to attend all Oregon state conferences. Conference fees will be waived, and related expenses will be paid by OAMSS in accordance with the policies and procedures.

Section 4. Vacancies in Office: Vacancies in office may be filled by the Board of Directors for the remainder of the unexpired term, with the exception of the office of President, which shall be assumed by the President Elect. Vacancy of the office of President Elect shall be filled by mail ballot of the Active membership.

Section 5. Removal of Officers: Removal of an OAMSS 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.

ARTICLE VIII. DUTIES OF OFFICERS/BOARD OF DIRECTORS

Section 1. President: The President shall be the Chief Executive Officer of the OAMSS, shall preside at all meetings, and shall serve as Chair of the Board of Directors. It shall be the President's duty to supervise the activities of the OAMSS, to present a report at the Annual Meeting, to appoint the Chairs and members of Committees upon approval of the Board of Directors, and to perform such other duties as authorized by the Board. The President shall serve as Chair of the Program Committee for the Spring Conference.

Section 2. President Elect: The President Elect shall act for the President in his/her absence and at the direction of the President. The President Elect shall serve as Chair of the Program Committee for the Fall Conference.

Section 3. Immediate Past President: The Immediate Past President shall act as consultant to the President and Board of Directors, and shall serve as Chair of the Nominating Committee and as a member of the Program Committee.

Section 4. Secretary: The Secretary shall keep accurate minutes of all meetings of the OAMSS and shall be the custodian of all OAMSS records. The Secretary shall issue all duly authorized notices of meetings and shall perform such other duties as may be necessary.

Section 5. Treasurer: The Treasurer shall be the custodian of any funds collected or received by the OAMSS and shall be responsible for the collection of membership dues. The Treasurer shall keep a record of the payment of dues and shall prepare an annual accounting to be presented to the membership at the Annual Meeting. The Treasurer shall be bonded in an amount to be determined by the Board of Directors.

Section 6. Board of Directors: The Board shall have the authority to make policy decisions for the OAMSS and may act on any matters for the OAMSS, with the exception of amending these Bylaws. The actions of the Board of Directors shall be final except on appeal by the OAMSS membership. A quorum of a meeting of the Board of Directors shall be a simple majority.

ARTICLE IX. MEETINGS

Meetings of the OAMSS shall be held at least once a year, at a date and time established by the Board of Directors. The regular meeting in spring shall be the Annual Conference. Special meetings may be called by the President, the Board of Directors, or on the request of at least four (4) members of the OAMSS. The purpose of the meeting shall be stated in the call.

ARTICLE X. QUORUM

A quorum at any OAMSS meeting shall be the Active members present, in good standing.

ARTICLE XI. COMMITTEES

The Board of Directors shall authorize the Committees of the OAMSS. Committees shall be standing and special. The President shall appoint the chairs and members of all committees, upon approval of the Board of Directors. The President shall be an Ex-Officio member of all committees, except the Nominating Committee.

Section 1. Bylaws Committee: The Bylaws Committee shall be a standing committee. The duties shall be to review the Bylaws at least annually, for conformity with the NAMSS's Bylaws, and to submit recommendations for revisions to the Board of Directors, prepare and distribute the revisions for voting by the membership.

Section 2. Membership Committee: The Membership Committee shall be a standing committee. The duties shall be to promote the growth of the OAMSS. The committee will be responsible for providing applications and reapplications, preparing an annual membership roster, and responding to inquiries concerning OAMSS.

Section 3. Nominating Committee: The Nominating Committee shall be a standing committee. The duties shall be to solicit nominations for officers from the OAMSS membership, prepare a slate of nominations and distribute and count election ballots. If there is no Nominations Committee, the OAMSS past president will seek nominations from the organization and will preside as the nominations committee.

Section 4. Program Committee: The Program Committee shall be a standing committee. The duties shall be to plan the educational content of all OAMSS meetings, including the Annual Conference. If there is no Program Committee, the OAMSS Board will act as the Program Committee.

Section 5. Scholarship Committee: The Scholarship Committee shall be a standing committee. The duties shall be to distribute applications for scholarship award, evaluate returned applications and make a recommendation to the Board of Directors in accordance with the Policy and Procedure on Scholarship.

Section 6. Special Committees: Special committees may be appointed by the President for special projects, as needed.

ARTICLE XII. OFFICIAL PUBLICATION

The publication of the OAMSS shall be the "OAMSS NEWSLETTER". The President shall appoint an Editor who shall be responsible for the printing and distribution of the publication. The OAMSS will also utilize the "Synergy", the official publication of the NAMSS.

ARTICLE XIII. FISCAL YEAR

The fiscal year of the OAMSS shall be January 1 through December 31 of each year.

ARTICLE XIV. SEAL

The official seal shall bear the words "Oregon Association Medical Staff Services", also known as "OAMSS".

ARTICLE XV. AMENDMENTS

All proposed amendments of these Bylaws shall be referred to the Board of Directors. The Board of Directors shall report on them either favorably or unfavorably at the next regular meeting, or a conference call, or a special meeting called for such purpose. They shall be voted upon at that meeting or conference call. A request for changes shall be mailed (emailed) to the Active members for vote. The Bylaws may be amended by a two-thirds vote of the voting membership at any OAMSS meeting or by mail ballot (by two-thirds vote of mailed ballots returned within the time specified by the Board of Directors). These Bylaws may not be unilaterally amended either by the members or by the Board of Directors. The Bylaws will be reviewed annually.

The Board of Directors shall have the power to adopt such amendments to the Bylaws as are, in the Board's judgement, technical or legal modifications or clarifications or renumbering, or amendments made necessary because of punctuation, spelling or other errors of grammar or expression. Such amendments shall be effective immediately.

ARTICLE XVI. PARLIAMENTARY AUTHORITY

Parliamentary authority shall be according to Robert's Rules of Order, Newly Revised Edition.

ARTICLE XVII. POLICIES AND PROCEDURES

The Board of Directors may adopt such policies and procedures for OAMSS as may be necessary for the efficient management of the Association.

APPROVALS:

OAMSS President _____ Date _____

NAMSS President _____ Date _____

- OAMSS Approval 11/19/92
- OAMSS Revised 5/11/95, NAMSS Approval 8/1/95
- OAMSS Revised 4/2001
- OAMSS Revised 4/22/04, NAMSS Approval 10/20/04
- OAMSS Revised 3/22/07, NAMSS Approval _____