

**BYLAWS OF THE
WEST VIRGINIA STATE ASSOCIATION MEDICAL STAFF SERVICES**

ARTICLE I. NAME.

The name of this Organization shall be the West Virginia State Association Medical Staff Services, governed by the Bylaws of the National Association Medical Staff Services.

ARTICLE II. MISSION.

The mission of this State Association shall reflect the mission of the National Association Medical Staff Services to influence and promote quality standards for the administrative management of health care professions. In addition, the State Association will provide the opportunity for continuing education for its members.

ARTICLE III. STRUCTURE.

The State Association shall be non-profit, 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, Associate and Honorary.

Section 1. ACTIVE: Active members shall be those individuals having responsibility in the administrative management of health care professionals. Active members shall pay dues and shall be eligible to vote and hold office. Active members shall be encouraged to join the National Association.

Section 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.

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.

ARTICLE V. DUES AND FEES.

Annual dues for membership shall be payable at an amount set by the Board of Directors (not to be set higher than 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 the dues requirement for the ensuing year. Membership dues are payable by March 1st of each year. Dues submitted after March 1st shall include an additional \$10.00 late fee. Failure to pay dues and applicable fees by May 1st shall result in termination of membership.

ARTICLE VI. LOCAL CHAPTERS.

Local Chapters formed for the purpose of providing a local forum for educational activities may petition the Board of Directors of the State Association for recognition and approval.

ARTICLE VII. OFFICERS.

Section 1. OFFICERS: The officers of this Association shall be the President, Present-Elect, Immediate Past President, Secretary and Treasurer, who shall serve as the Board of Directors. The President-Elect shall automatically succeed the office of the President.

Section 2. QUALIFICATIONS: A candidate shall be qualified for office:

- a. **PRESIDENT and PRESIDENT ELECT:** A candidate for the office of President and President Elect must be a member in good standing of the State Association, must be an Active member of the National Association and must be currently certified by NAMSS as either CPMSM or CPCS."
- b. **SECRETARY and TREASURER:** A candidate for the office of Secretary and Treasurer must be a member in good standing of the State Association, must be an Active member of the National Association and it is recommended that these officers be currently certified by NAMSS as either CPMSM or CPCS.

Section 3. ELECTION OF OFFICERS: Election of officers shall be held bi-annually at the Annual Conference.

- a. Nominations for officers shall be made by a Nominating Committee.

- b. In addition to the Nominating Committee's proposed slate of officers, write-in nomination of qualified candidates may be made. All candidates nominated must consent to nomination.
- c. Election shall be by a simple majority. Terms of office shall be two (2) years.

Section 4. VACANCIES IN OFFICE: Vacancies in office may be filled by the Board of Directors 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 President-Elect shall be filled by mail ballot or majority vote of the active membership.

Section 5. 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.

ARTICLE VIII. DUTIES OF OFFICERS.

Section 1. PRESIDENT: The president shall be the Chief Executive Officer of the State Association, shall preside at all meetings, and shall serve as Chairman of the Board of Directors. It shall be the President's duty to supervise the activities of the association, to present a report at the annual meeting, to appoint the chair and members of committees, upon approval of the Board of Directors, and to perform such other duties as authorized by the Board.

Section 2. PRESIDENT-ELECT: The President-Elect shall act for the President in his/her absence and at the direction of the President.

Section 3. IMMEDIATE PAST PRESIDENT: The Immediate Past President shall act as consultant to the President and Board of Directors, and shall serve as chairman of the Nominating Committee.

Section 4. SECRETARY: The Secretary shall keep accurate minutes of all meetings of the State Association and shall be custodian of all Association 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 State Association 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.

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

ARTICLE IX. MEETINGS.

Meetings of the WV State Association shall not conflict with meetings of the National Association. State Association meetings shall be held twice a year with the Annual Conference designated as the 2nd meeting of the year. Date and time of the meetings shall be established by the membership. Special meetings may be called by the President, the Board of Directors, or upon the request of at least four (4) members of the Association. The purpose of the meeting shall be stated in the call.

ARTICLE X. QUORUM.

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

ARTICLE XI. COMMITTEES.

The Board of Directors shall authorize the committees of the WV State Association. The President shall appoint the chair 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. PROGRAM COMMITTEE: The duties shall be to plan the educational content of all WV State Association meetings, including the Annual Conference.

Section 2. MEMBERSHIP COMMITTEE: The President shall appoint a Membership Chairman to promote the growth of the Association. This person shall process applications and reapplications, prepare an annual membership roster, and respond to inquiries concerning the State Association.

Section 3. BYLAWS COMMITTEE: The duties shall be to review the Bylaws at least annually, for conformity with the National Association's Bylaws, and to submit recommendations for revisions.

Section 4. NOMINATING COMMITTEE: The Nominating Committee shall be

composed of the Immediate Past President, who shall serve as chair, two (2) members elected by the Active membership by nominations from the floor, and one (1) member appointed by the Board of Directors.

Section 5. SPECIAL COMMITTEES: Special Committees may be appointed by the President for special projects, as needed.

ARTICLE XII. OFFICIAL PUBLICATION.

The publication of the WV State Association shall be the *MOUNTAIN STATEMENT*. The State Association will also utilize *SYNERGY*, the official publication of the National Association.

ARTICLE XIII. FISCAL YEAR.

The fiscal year of this State Association shall be January 1 through December 31 of each year.

ARTICLE XIV. AMENDMENTS.

These Bylaws may be amended by a two-thirds vote of the active membership at any WV State Association meeting, or by mail ballot (by two-thirds vote of mailed ballots returned within the time specified by the Board of Directors). Proposed changes in the Bylaws may be submitted by any Active Member to the Bylaws Chairman, who shall submit these proposed changes to the Board of Directors for review. Notice of proposed changes shall be sent to the voting members at least 15 days prior to a State Association meeting.

ARTICLE XV. PARLIAMENTARY AUTHORITY.

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

ARTICLE XVI. RULES AND REGULATIONS.

The Board of Directors may adopt such Rules and Regulations for the State Association as may be necessary for the efficient management of the Association.