



Health Management Association

BYLAWS

ARTICLE I NAME

The name of the association shall be Health Management Association.

ARTICLE II PURPOSE

The purpose of the Association shall be to provide a forum for the exchange of ideas among business professionals engaged in medical group practice management and to serve as a mechanism for increasing awareness through education and development of management information through group effort and concerted group action.

ARTICLE III MEMBERSHIP CATEGORIES

- I. ACTIVE** To qualify as an Active Member, individuals must be employed by an entity engaged in a medical or dental practice, in hospital/nursing homes, in home health care, or in ancillary patient services. Active members are entitled to all HMA benefits, including the right to vote, serve as an officer and serve on any committee. Each Active Member shall be entitled to one vote.
- II ALLIED** The Allied Member category has been created for organizations and individuals who service the health care industry by providing products and non-patient care services to HMA, members, The Allied Member may serve on any committee, but may not serve as an officer or have the right to vote.
- II. RETIRED** A retired member shall be a person who has retired as administrator (or a member of administration as defined by the administrator) from the field of medical group management Retired members shall be subject to the same obligations as active members; however, they shall not be entitled to vote or hold the office of chairperson of a committee

ARTICLE IV ANNUAL DUES

The annual dues will be as follows:

- | | | |
|-------------|--------------------|---|
| I. | Active Membership | \$150.00 |
| II. | Allied Membership | \$250.00 |
| III. | Retired Membership | \$0.00 Retired Members will only be required to pay the costs of any meetings or conferences they attend. |

Dues will be collected at the time of membership application. All members in good standing will pay annual dues to the Association prior to January 31st of each year. Dues will

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include the cost of **the regular meetings each year**.

Annual dues shall be set by The Board of Governors with notification of any change in dues by October 15th of each year. Members whose dues are not paid by March 1st will no longer be members of the Association until reinstated by payment of dues.

There shall be no proration of dues for members joining or reinstated in any category after January 31st of each year.

No applicant shall be denied membership on the basis of race, color, creed, national origin, age, sex or disability.

ARTICLE V BOARD OF GOVERNORS

The Board of Governors will be comprised of up to three past presidents who are current members, and the current Executive Board.

The responsibilities of the Board of Governors shall include, but not be limited to the following:

- 1.) To maintain and support the bylaws of the Association.
- 2.) To review and revise the bylaws of the Association.
- 3.) To review, interpret, and resolve issues.

The Board of Governors shall have the final authority on the resolution of all matters presented to them for consideration. Minutes of all meetings of the Board of Governors shall be recorded and maintained. If the Board of Governors is deadlocked on any vote, the matter shall be referred to the general membership for a vote by the active membership.

ARTICLE VI OFFICERS

The officers of the Association shall be as specified below. All Officers must be active members **for the year in which they are to serve** and will be elected at the November meeting and serve for one calendar year beginning January 1st. Each office shall be open to nomination in November for the following term. Vacancies in offices may be filled by majority vote of the Board of Governors. An Active Member may serve in the same office for up to two consecutive years.

- 1.) The PRESIDENT shall preside at the meetings of the Association and lead the organization in pursuing the organizations' mission. She/he shall cause to be communicated to the membership all matters affecting the Association between meetings and shall perform such other duties as are necessary incidental to the office. The President will work with the Secretary regarding registration and attendance at meetings, events, and conferences, including coordinating with the facility.

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- 2.) The PRESIDENT-ELECT shall perform all the duties of the PRESIDENT in the President's absence, and at the President's request assist in fulfillment of his/her executive duties. The President-Elect shall automatically serve as President for the following term. The President-Elect will take minutes of meetings of the Board of Governors, the Executive Board, and record any votes taken at meetings. The President-Elect will serve as the liaison officer to be in contact with applicants and FGCU regarding the FGCU scholarship the association has established in the name of Robyn Wright, including attending related meetings with FGCU.
- 3.) The SECRETARY shall maintain corporation records, including minutes of all the Board of Governors meetings, special meetings, and votes taken at monthly membership meetings; as well as keep records of attendees of all monthly meetings. The Secretary shall conduct all correspondence on behalf of the Association, including sending out the new member packets, monthly meeting notices, and minutes or records of votes taken, both to the Board, and when called for, to the membership. The Secretary may use email, regular mail, or whatever means is most efficient or effective. The Secretary will work with the President regarding attendance at monthly meetings, events, and conferences, including coordinating with the facility. The Secretary will work with the Treasurer regarding payment of dues and of costs for attending meetings, events and conferences. The Secretary shall have all other duties pursuant to law.
- 4.) The TREASURER shall send out notices of dues payable, collecting same and depositing them in a bank that is approved by the Board of Governors. The Treasurer will work with the Secretary regarding payment of dues and of costs for attendance of meetings, events, and conferences. She/he shall dispense funds for all necessary costs. The Treasurer shall be responsible for all tax audits.

ARTICLE VII EXECUTIVE BOARD

The Officers of the Association shall constitute the Executive Board and shall have responsibility for the management of the affairs of the Association. A majority of the Executive Board membership shall constitute a quorum at any meeting of the Executive Board. Minutes of all meetings of the Board of Governors, Executive Board, or meetings at which a vote is taken shall be recorded and maintained.

ARTICLE VIII GENERAL MEMBERSHIP MEETINGS

There will be up to twelve (12) regular meetings held each calendar year for education purposes. These meetings will be held at a location convenient for all members, or may be virtual meetings and members can attend through a virtual meeting service as arranged by the Board of Governors. Time and place of all meetings will be communicated to members before each meeting.

A quorum for the transaction of business at a meeting of the Association shall be a majority of the Active Members present at the meeting.

VOTING at all meetings shall be limited to one vote per Active Member. A proxy vote from an Active Member shall be presented in writing to the President or presiding Officer prior to the business session from which she/he will be absent. Majority vote of the Active Members



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present shall be all that is required for any question presented.

Guests for each of the **regular** meetings will pay the costs of each meeting attended.

ARTICLE IX COMMITTEES

The Executive Board shall have the power to appoint standing and ad hoc committees, as it deems advisable to carry on the work of the Association.

The President shall, **by October 15 of the year**, appoint a nominating committee consisting of at least two (2) voting members, and not more than four (4), in addition to the President who will serve as chair. The committee's purpose will be to develop and circulate to the membership a slate of qualified candidates. Notwithstanding the report of the nominating committee all Offices except that of the President shall be open to nominations from the floor by affirmative vote of three (3) Active Members.

ARTICLE X DISSOLUTION

No individual member of the Association may enter into any contract or execute any instrument in the name of, or on behalf of the Association unless approved by the Executive Board.

ARTICLE XI AMENDMENTS

Amendment of these bylaws must be submitted in writing and may be adopted by a two-thirds (2/3) vote by the Board of Governors at any business or special meeting called for that purpose provided that the notice of the meeting shall have included the proposed amendment. **Any such meeting may be conducted in person or virtually through the means of a telephone conference call, video conference, or via written consensus, so long as the subject, participation, and decision(s) is/are memorialized and agreed to by a 2/3 majority of the Board of Governors.**



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Job Description

POSITION TITLE: **PRESIDENT**

GENERAL SUMMARY STATEMENT

The President of the organization is responsible for ensuring that the Board of Governors and its members are aware of and fulfill their governance responsibilities; comply with applicable laws and bylaws; and conduct board business effectively and efficiently. The President will work with the Secretary coordinating registration and attendance at monthly meetings and at events and conferences.

WORK CONTACT GROUP

Ongoing contact with the members of the organization and the Board of Governors.

ACCOUNTABILITY

The President is accountable to the Board of Governors or Members as specified in the bylaws. The President may delegate specific duties as appropriate; however, the accountability for them remains with the President.

SPECIFIC DUTIES

MEETINGS

The President plans an agenda for the monthly meeting. This may require input from the organization's officers and/or committee chairpersons.

The President presides over meetings. In this capacity, the President chairs meetings according to the rules of order.

The President votes as prescribed in the bylaws.

BOARD COMMITTEES

The President serves as an ex-officio member of board committees specified in the bylaws.

COMMUNITY RELATIONS

The President ensures that the organization maintains positive and productive relationships with funders, donors, and other organizations. In this capacity, the President serves as primary spokesman for the organization.



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SIGNING OFFICER

Job Description

POSITION TITLE: PRESIDENT (Continued)

The President is normally designated by the Board of Governors and/or bylaws as one of the signing officers for certain documents.

BOARD DEVELOPMENT

The President ensures that structures and procedures are in place for effective recruitment, training, and evaluation of Board Members.

DELEGATION

The President may establish or propose the establishment of committees of the Board, and may assign tasks and delegate responsibilities to Board Committees and/or Officers.



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Job Description

POSITION TITLE: PRESIDENT-ELECT

GENERAL SUMMARY STATEMENT

The President Elect of the organization is responsible for performing all the duties of the President in the President's absence. The President –Elect will take minutes of meetings of the Board of Governors, Executive Board, and record any votes taken at meetings. The President-Elect attends meetings and approves scholarships that the Association has established at FGCU in memory of Robyn Wright, funded by a minimum amount of Five Hundred Dollars (\$500) per year.

WORK CONTACT GROUP

Ongoing contact with the members of the organization and the Board of Governors.

ACCOUNTABILITY

The President-Elect is accountable to the Board of Governors or Members as specified in the by laws.

SPECIFIC DUTIES

MEETINGS

The President-Elect plans an agenda for the monthly meeting in the absence of the President.

The President-Elect presides over meetings in the absence of the President

In this capacity, the President-Elect chairs meetings according to the rules of order in the absence of the President.

The President-Elect votes as prescribed in the bylaws.

COMMUNITY RELATIONS

The President-Elect supports the President and ensures that the organization maintains positive and productive relationships with funders, donors, and other organizations.



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Job Description

POSITION TITLE: PRESIDENT-ELECT (Continued)

SIGNING OFFICER

The President-Elect is normally designated by the Board of Governors and/or bylaws as one of signing officers for certain documents.



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Job Description

POSITION TITLE: TREASURER

GENERAL SUMMARY STATEMENT

The Treasurer of the organization is responsible for maintaining custody of the funds and handling all receipts and disbursements for the Association. The Treasurer assists the Secretary of the Association with the operation of the registration counter at all meetings and conferences, and will work with the Secretary regarding fees paid for meetings and conferences. The Treasurer attends all meetings and conferences and is available for meetings with the Board.

WORK CONTACT GROUP

Ongoing contact with the members of the organization and the Board of Governors.

ACCOUNTABILITY

The Treasurer is accountable to the Board of Governors or Members as specified in the bylaws.

SPECIFIC DUTIES

1. Deposit incoming checks (dues, conference registration, etc.) on a weekly basis and record them in a program such as Quicken.
2. Pay the association's expenses promptly through a program such as Quicken.
3. Provide reports at meetings and work with the Association accountant on filing the Association's annual tax return.
4. Provide copy of all registration forms to the Secretary.

BOARD COMMITTEES

The Treasurer serves as a member of the board committees as specified in the bylaws.

SIGNING OFFICER

The Treasurer is designated by the Board of Governors and/or bylaws as one of the signing officers for certain documents.



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Job Description

POSITION TITLE: **TREASURER (Continued)**

SUBJECT: Disbursement of Monies

POLICY: All Monies distributed will be documented.

PROCEDURE:

1. Request for payments will be made to Treasurer.
2. Documentation of expense must accompany request.
3. Check printed by the Treasurer.
4. Checks are signed by one of the authorized signers.



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Job Description

POSITION TITLE: **SECRETARY**

GENERAL SUMMARY STATEMENT

The Secretary of the organization is responsible for ensuring that the minutes of meetings and records of any votes are provided to the Board of Governors, and when called for, to the membership; sends out the welcome packages to new members; and handles correspondence and communications for the Association. The Secretary will coordinate with the President regarding registration of members attending the monthly meetings and conferences and communicate with the meeting facility regarding the number of members who will be attending **the meeting**. The Secretary will work with the Treasurer regarding payments of dues and **costs for meetings and conferences**.

WORK CONTACT GROUP

Ongoing contact with the members of the organization and the Board of Governors.

ACCOUNTABILITY

The Secretary is accountable to the Board of Governors or Members as specified in the bylaws.

SPECIFIC DUTIES

MEETINGS

The Secretary is responsible for attending all HMA meetings and conferences, as well as writing down all minutes of Board of Governor's meetings, Executive Board meetings, special meetings and recording, as minutes, votes taken at all other meetings; typing up the minutes and submitting them to the Board of Governors; and, keeping a file of all minutes pertaining to the current year.