

SCAMSS

S. C. Association of Medical Staff Services



Linking Our Knowledge

Bylaws

Definitions:

1. NAMSS: National Association of Medical Staff Services
2. SCAMSS: South Carolina Association of Medical Staff Services
3. Board Of Directors: Elected and appointed representatives who have the overall responsibility for the Association
4. Membership: Refers to anyone currently holding membership with the Association
5. CPMSM: Certified Professional Medical Services Management
6. CPCS: Certified Provider Credentialing Specialists

ARTICLE 1

NAME

The name of the association shall be the South Carolina Association Medical Staff Services (SCAMSS), governed by the Bylaws of the National Association Medical Staff Services (NAMSS).

ARTICLE 2

MISSION

To promote patient safety, we will strive to assure the highest level of clinical competence for physicians and healthcare practitioners in our communities.

ARTICLE 3

OBJECTIVES

The objectives of the 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 credentialing, privileging, practitioner or provider organizations and/or regulatory compliance in the healthcare industry activities through SCAMSS, and to support the mission of NAMSS.

ARTICLE 4

STRUCTURE

SCAMSS shall be nonprofit, nonunion, nonpartisan and nonsectarian and shall have the right to establish and control its activities through its elected officers. Organized local chapters shall petition the SCAMSS Board of Directors for recognition. The purpose shall be to provide a forum for educational activities at a local level. Bylaws for Chapters of SCAMSS shall not be in conflict with the bylaws of the SCAMSS or NAMSS.

ARTICLE 5

DUES

Annual dues for membership shall be due and payable at an amount set by the Board of Directors (not to be set higher than the National Association dues). An individual who joins during the last quarter of the fiscal year shall pay for the ensuing year. Failure to pay dues by the specified date shall result in termination of membership.

NOTE: As of November 2, 2007 the dues amount was set at \$30.00.

ARTICLE 6

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 acceptance on the basis of sex, race, creed, religion, disability or national origin. The Board of Directors shall, at its discretion, create additional membership categories.

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

6.1

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 be eligible to vote and hold office in compliance with the regulations listed under the Board of Directors. Active members shall be encouraged to join NAMSS.

6.2

Affiliate/Associate

Affiliate/Associate members shall consist of those individuals interested in the overall goals and objectives of SCAMSS or former active members who no longer meet the criteria for active membership, who support NAMSS, or are full time students enrolled in a health related field. Affiliate members pay dues but are not eligible to vote or hold office; however, they may serve in an advisory position.

6.3

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.

6.4 Termination of Membership

The Board of Directors may, by affirmative vote of a simple majority of voting members of the Board, expel a member for conduct injurious to SCAMSS 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.

6.5 Reinstatement

Upon written request of a former member whose membership was terminated pursuant to Article 6, Section 6.4, the Board of Directors may, by affirmative vote of a simple majority, reinstate such former member to membership upon such terms as the Directors deem appropriate.

6.6 Transfer of Membership

Membership in the State Association may be transferable or assignable as determined by the Board.

ARTICLE 7 MEMBERSHIP MEETINGS

Meetings of the State Association shall be held bi-annually, at a date and time established by the Program Committee. Special meetings may be called by the President, the Board of Directors, or at the request of at least five (5) members of the Association. The purpose of the meeting shall be stated in the call. Notice of meetings shall be provided to the membership not less than 30 days prior to the meeting. Active members present in good standing shall constitute a quorum.

ARTICLE 8 LOCAL CHAPTERS

8.1 A local chapter may not limit the size of its active membership.

8.2 A local chapter must agree to abide by the Bylaws of SCAMSS and NAMSS.

8.3 Local chapters shall provide their minutes to SCAMSS for record keeping once they have been approved by their local membership.

ARTICLE 9 BOARD OF DIRECTORS/OFFICERS

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 Board of Directors will serve as the Program Committee, whose duty shall be to plan the educational content of all State Association meetings. In addition, the Board of Directors will serve as the Bylaws Committee, whose duty

shall be to review the Bylaws at least every two years, for conformity with the NAMSS Bylaws, and to submit recommendation for revisions. The Action of the Board of Directors shall be final except on appeal by SCAMSS membership. A quorum of a meeting of the Board of Directors shall be a simple majority. The officers shall serve as the Board of Directors with vote. Board appointed advisors shall serve in an ex-officio capacity without vote.

9.1 **GENERAL POWERS AND DUTIES**

SCAMSS shall be governed by its Board of Directors in accordance with the Articles of Incorporation and these bylaws.

9.2 **COMPOSITION**

The Board of Directors/Officers shall consist of the President, President-Elect, Immediate Past President, Secretary and Treasurer.

9.3 **DUTIES OF OFFICERS**

To encourage participation of President and President Elect at the annual NAMSS leadership retreat, SCAMSS will contribute \$300 respectively towards their expenses as long as money is available. The expenses will be reimbursed upon receipt of documented expenses.

President: The President 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 Fall meeting, to appoint Chairman and members of Committees, upon approval of the Board of Directors, and to perform such other duties as authorized by the Board of Directors.

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 Chairman of the Strategic Planning Committee. .

Immediate Past-President: The Immediate-Past President shall act as a consultant to the President and the Board of Directors, and shall serve as Chairman of the Nominating Committee and as a member of the Bylaws, Program and Strategic Planning Committee.

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.

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 that payment of dues and shall prepare an annual accounting report to be presented to the membership at the Fall meeting. The Treasurer shall be bonded in an amount to be determined by the Board of Directors.

Members at Large:

The member at large shall be a representative from state regions and shall be a contact within their region. They are appointed by the Board. The member at large duties shall include recruiting and communication to members within their region. They may be invited to Strategic Planning Committee and Board meetings, as a non voting member at the request of the Board.

9.4 **TERM OF OFFICE**

A Board member shall not hold more than one position at a time. The President-Elect automatically succeeds to the office of President. The term of office shall be for two years. Officers are eligible for more than one term, if voted by the members.

9.5 **MEETINGS**

The Board shall establish a schedule of regular meetings for the fiscal year. Special meetings of the Board may be called by a majority of the Officers or by a written request of 5 voting members from the membership.

ARTICLE 10 QUALIFICATIONS OF OFFICERS

A candidate for office must be a member in good standing of SCAMSS, and it is recommended Officers be CPMSM or CPCS certified and an active member of NAMSS.

ARTICLE 11 ELECTION OF OFFICERS

All officers, except for the Immediate Past President and the President shall be elected bi-annually by the active membership in accordance with SCAMSS bylaws on nominations and election. The President and President-Elect, upon completion of their two year terms, shall automatically succeed to the offices of Immediate Past President and President respectively.

Election of officers shall be held bi-annually, at the fall meeting and shall take place by ballot (mail or electronically).

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

10.2 The Nominating Committee's proposed Slate of Officers shall be disseminated 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 nomination.

10.3 Ballots will be disseminated to the active members 30 days following the initial posting of the Slate, with ballots to be returned within 15 days of the date of posting.

10.4 Election shall be by a simple majority of the ballots returned.

ARTICLE 12

REMOVAL OF OFFICERS

The Board of Directors, by a two third vote, may remove any officer or Committee Chair, for conduct detrimental to the interests of SCAMSS or its membership, or if the officer is suffering from a physical or mental infirmity that renders the individual incapable of fulfilling the functions of that office. The individual will be sent a certified written notice at least 10 days prior to the date of when the vote will take place. The individual shall be afforded the opportunity to respond prior to the vote on such removal. The removal shall be effective when approved by the Board. An officer or Chair who is found to no longer meet any of the qualifications for the position shall automatically relinquish his/her office.

ARTICLE 13

VACANCIES

If there is a vacancy in the office of the President prior to the expiration of the President's term, the President-Elect shall assume the responsibilities and authority of the President for the remainder of the unexpired term. If there is a vacancy in another office, the Board of Directors, upon the recommendation of the President, shall appoint another member possessing the appropriate qualifications to serve out the remainder of the unexpired term.

ARTICLE 14

POLICIES AND PROCEDURES/RULES AND REGULATIONS

Policies and procedures and other documents, as may be necessary to implement more specifically the general principles of conduct found in these bylaws, shall be adopted in accordance with this Article. Policies and Procedures shall set standards of practice that are to be required for SCAMSS.

Policies and Procedures may be adopted, amended, repealed or added by vote of the Board of Directors at any regular or special meeting, or by conference call, or by e-mail provided that copies of the proposed amendments, additions or repeals are provided to the Board prior to being voted upon. 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.

ARTICLE 15

COMMITTEES

The Board of Directors shall sanction the committees of SCAMSS. Committees shall be standing and special. The President shall

appoint Chairmen 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.

Bylaws Committee: The Bylaws Committee shall be composed of the Board of Directors. The President shall serve as Chairman.

Membership Committee: The Treasurer shall serve as the membership Chairman to promote the growth of the Association. This person shall process applications and re-applications, prepare an annual membership roster, and respond to inquiries concerning the State Association.

Nominating Committee: The Nominating Committee shall be composed of the three most recent past presidents that are current active members of SCAMSS and one member appointed by the Board of Directors. The Immediate Past President shall serve as Chairman.

Program Committee: The Program Committee shall be composed of the Board of Directors. The President shall serve as Chairman.

Strategic Planning Committee: The Strategic Planning Committee shall be composed of the Board of Directors, past presidents and members at large. The President-Elect shall serve as Chairman.

Special Committees: Special Committees may be appointed by the President for special projects as needed.

ARTICLE 16

OFFICIAL PUBLICATION:

SCAMSS will also utilize SYNERGY, the official publication of NAMSS.

ARTICLE 17

FISCAL YEAR

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

ARTICLE 18

SEAL

The official seal shall bear the words "South Carolina Association Medical Staff Services."

ARTICLE 19

PARLIAMENTARY AUTHORITY

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

ARTICLE 20

DISSOLUTION

Upon dissolution of SCAMSS, the assets shall be distributed as follows: All liabilities and obligations of the organization will be paid, satisfied, and discharged. All remaining funds will be used to promote

the medical services profession, such as donations to South Carolina Society of Medical Staff Services.

ARTICLE 21 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, conference call or electronically.

A request for revisions shall be disseminated to the active members for vote. The Bylaws may be amended by majority vote of the ballots returned within the time specified by the Board of Directors.

These Bylaws may not be unilaterally amended by either the members or by the Board of Directors.

The Bylaws will be reviewed and approved in accordance with NAMSS Bylaws Committee policy.

The Board of Directors shall have the power to adopt such amendments to the Bylaws as are, in the Board's judgment, 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.

Approvals:

These Bylaws are adopted and made effective upon approval of the National Association of Medical Staff Services, superseding and replacing any and all previous Bylaws or policies pertaining to the subject matter thereof.

Adopted by the Membership:

By: _____
Dawn Corbin, CPMSM, CPCS - President

Date: November 1, 2007



Approved by NAMSS Bylaws, Policies and Procedures Committee on