

CONSTITUTION & BY-LAWS

AMERICAN ASSOCIATION OF HEALTHCARE ADMINISTRATIVE MANAGEMENT

WESTERN RESERVE CHAPTER #18

CONSTITUTION

Article I- Name

The name of this organization shall be the American Association of Healthcare Administrative Management: Western Reserve Chapter #18. For purposes of identification and brevity herein, Western Reserve Chapter is referred to as the "Chapter" and American Association of Healthcare Administrative Management is referred to as "AAHAM".

Article II- Purpose & Objectives

The objectives of the Chapter shall align with those of AAHAM.
Purpose of the Chapter:

- a. Promote and encourage the recognition of Patient Account Management as an integral part of financial management throughout the healthcare industry.
- b. Provide education, certification, networking, and advocacy for Healthcare Revenue Cycle Professionals.
- c. Stimulate and encourage an exchange of information about the membership.
- d. Develop and encourage the implementation of programs for the purpose of furthering the education and increasing the knowledge of the membership in the healthcare industry. Establish standards of performance for persons who participate or are involved in the management of patient accounts of any healthcare facility.
- f. Cooperate with other healthcare organization, institutions and other related agencies.

Article III- Membership

- a. A member shall be an individual involved in the management of healthcare receivables management.
- b. Membership shall be on an individual basis and not on an institutional basis.
- c. Chapter members must be a member of AAHAM National.

Article IV- Meetings

Annual or special meetings of the Chapter shall be held as provided for in the By-laws.

BY-LAWS

Article I- Management

- a. Chapter officers and directors shall comply with the terms and conditions set forth in the Chapter Charter as granted by AAHAM and as may be amended by AAHAM from time to time.
- b. All actions and activities of the Chapter shall be in accordance with these Bylaws, the Chapter Charter, and the policies, procedures, and regulations of AAHAM, including, but not limited to, those relating to federal, state, and local income tax law requirements, antitrust compliance, membership procedures and use of AAHAM trademark and logo. Chapter officers and directors shall not make expenditures or commitments on behalf of the Chapter without approval of the Board of Directors.

Article II- By-Laws

The By-Laws of the Chapter shall be its governing laws subject to this Constitution.

Article III-Amendments

The Chapter Constitution may be amended, repealed or added to in the following manner:

- a. Any of the membership of the AAHAM Western Reserve Chapter may propose a change to the Constitution. It shall be in writing and shall be submitted to the Chairman of the Board who shall place it on the agenda of the next scheduled Board Meeting.
- b. The Board of Directors shall, by a majority vote, determine if the proposed change shall be submitted to the membership for a vote.
- c. A vote on a proposed change to the Constitution shall be taken at an annual meeting or at a special meeting called for the specific purpose of voting on such change.
- d. Notification shall be in writing and shall inform the members of the Article or Articles to be changed.
- e. The Article or Articles to be changed shall be submitted to the membership in their existing form and in the form of the proposed change.
- f. Voting on any change shall be by mail ballot submitted to the membership and a two-thirds vote of the members voting shall be required to adopt the said changes to the BY-LAWS

Article IV- Membership

- a. Application for membership shall be made in writing on applications forms furnished for that purpose from AAHAM National Office.
- b. The National Board of Directors shall have the final authority to determine the eligibility of an individual for membership, consistent with the ethical standards and requirements of this organization.
- c. Membership shall not be transferable from individual to individual. A member who changes employment during a membership year shall continue their membership during the remainder of the membership year for which dues have been paid.
- d. The Chapter Board of Directors may, from time to time, confer the status of Life Member upon individuals to recognize their outstanding contributions and meritorious service to the organization. All persons so designated prior to the adoption of these by-Laws shall have such Life Membership continued. After being so designated the Chapter will pay for the annual dues of the Life Member. If the Life Member wishes to be removed from AAHAM membership, they should notify the Chapter in writing prior to the next dues notice.

- e. A student member shall be an individual currently taking a minimum of six (6) credits per semester or the yearly equivalent of twelve (12) credits. Proof of credit hours is required before student member status is granted. Student members are entitled to all the benefits of a national member, with the exception of voting and professional certification and cannot be a proxy for a chapter President at any National board meeting.

Article V- Dues and Fees

- a. Annual dues shall be for a paid upon receipt of National AAHAM dues notification.
- b. Western Reserve Chapter #18 has no local dues. .
- c. New applications for membership will pay prorated amounts set by AAHAM.
- d. AAHAM updates memberships and provides chapter with list on a regular basis. Members should notify AAHAM with any change of job, title, address.
- e. Chapter Officers and Board will designate funds at the beginning of each fiscal year to be appropriated for scholarships, board and officer training and meeting registrations. Request for Scholarship Awards will follow the Scholarship Program guidelines.
- f. Financial assistance related to payment, four (4) annual certification fees, will be reviewed at the beginning of each fiscal year. Application for fees is a written request from the member's manager with the reason for the request.
- g. Local chapter may establish Associate member dues; however, National sets Student and retired member dues.

Article VI- Nominating Committee

- a. The President of the Chapter shall appoint three (3) members to serve on the Nominating Committee. The Committee members may not be officers of the Executive Committee.
- b. The Nominating Committee shall nominate candidates for election. The Committee will nominate for the offices of President, First Vice-President, Second Vice-President, Secretary, and Treasurer. Members of the Nominating Committee may not be nominees.
- c. The Committee shall report to the President no later than thirty (30) days before the scheduled date of the annual meeting the names of the candidates the Committee has nominated.
- d. All Ballots shall have provisions for write-in-votes for each office, which are to be provided in lieu of provision for additional nominations.
- e. A member may not be a nominee for more than one (1) elected office nor may a member hold more than one (1) such office. In the event a member is nominated by the Nominating Committee, write-in-votes for that member for another office shall be null and void. In the event a member receives write-in votes for two (2) or more offices and is elected to the offices, the said candidate shall be required to designate the office, which he/she would be willing to accept. The candidate receiving the next highest number of votes that rejected office shall be declared elected to that rejected office.

Article VII- Voting

- a. The President shall appoint a Voting Procedures Committee to prepare, implement and supervise the voting procedure in all situations in which the membership if the Chapter is required to vote.
- b. The Voting Procedures Committee shall be composed of a sufficient number to fairly and reasonably represent the various candidates or proposals upon which a vote will be taken.

- c. The Voting Procedures Committee Shall receive from the Nominating Committee the names of the nominees selected to be placed upon the ballot.
- d. The Voting Procedures Committee shall promulgate written rules and regulations for the conduct of the balloting to insure accuracy and secrecy is maintained. The said rules and regulations shall be published from time to time in the official publication of the Chapter.
- e. As stated above,-Local members can vote on local issues only.
- f. Board consists of the duly elected Chapter President- thus no local only or student member can be President of a local chapter, or be in a position to potentially have to act as president.

Section 2- Eligibility

- a. All AAHAM members shall have the right to vote. Proxy voting shall be used only for issues raised at any member meeting.
- b. A new member who submits an application for membership accompanied by the appropriate dues and fees, which are received in the office of the National Treasurer by the first day of the third quarter of the membership year, shall have the right to vote in any election held during the remainder of that membership year.

Section 3- Mail Votes

- a. Votes shall be cast, by email, or mail on an appropriate ballot.
- b. Announcement of the mailing of the ballots shall be made at the annual fall meeting and may also be published in the local newsletter
- c. A system of mailing the ballots and receiving the email or mail votes shall be designated to maintain the security and secrecy of the ballots and votes.
- d. Ballots must be mailed to the member by the Nominating Committee at least thirty (30) days prior to the December meeting, and to be counted, must be returned by the members postmarked at least ten (10) days prior to the meeting at which the results of such vote is to be announced.
- e. All email and mail votes shall be kept by the Chairman of the Nominating Committee for thirty (30) days after the election results are announced in case recounts are required.

Section 4- Majority

All matters except as otherwise specified in this Constitution and By-Laws shall require a simple majority of those voting.

Article - VI Meetings

Section 1- Annual Meetings

New officers and board will be announced no later than the December Chapter meeting.

a. Annual Meetings

Chapter Officers and Board will determine number and dates for quarterly Chapter meetings and an annual Education Conference. A list of dates will be published to the membership and to the chapter website.

b. Notice of Meetings:

A Written notice stating the place, day and hour of a meeting of members shall be via U.S. mail and/or electronic communication.

Section 2- Special Meetings

Special meetings may be called either by the President, a majority of the Board of Directors, or not less than one-tenth (1/10) of the membership. Notice of the meeting shall be communicated to all Board Members by the President.

Section 3- Meeting Place

The Board of Directors may designate any place within the Chapter membership area as the site of any meeting. A majority of the Board of Directors must approve before the meeting place is designated.

Section 4- Quorum

- a. There shall be no quorum requirements to convene an annual or special meeting of the membership.
- b. A simple majority of the Board of the Directors shall be required to convene a meeting of the Board. A simple majority of those present at such Board of Directors meeting shall be required for the passage of any business.

Article VII- Executive Committee

Section 1- Composition of Executive Committee

The Executive Committee shall consist of the officers of the Chapter, the Board of Directors including the Chairman of the Board.

Section 2- Officers

There shall be five (5) officers of the Chapter Executive Committee. They shall be President, First Vice-President, Second Vice-President, Secretary, and Treasurer.

Section 3- Board of Directors

The number of the Board of Directors, which shall constitute the whole Board, shall be three (3) including the Chairman of the Board.

Section 4- Chairman of the Board

The immediate Past President of the Chapter shall serve as Chairman of the Board of Directors for the term immediately following his/her presidential term and until there is a qualified successor. He/she shall have voting privileges during his/her term as Chairman of the Board.

Section 5-Executive Committee Vacancies

If any member of the Executive Committee shall for any reason be unable to perform the duties of his/her office, the Board of Directors may declare the office vacated by mail vote of the majority of the Board. If a member has been adjudged to have violated Codes of Ethics promulgated by this organization, the office shall be declared vacant, after final decision by the Ethics Committee of such violation. In either event, the Board of Directors, by a mail vote of the majority of the said Board, shall elect a successor to fill the unexpired term of the said office.

Article VIII- Powers & Duties of Officers

The officers of the Chapter shall be proposed by the Nomination Committee. Only members shall be qualified to hold office.

The powers and duties of these officers shall be as follows:

- a. President: Shall preside at all general membership meetings and at meetings of the Executive Committee. He/she shall be an ex-officio member of all committees, standing and special, except the Nominating Committee. He/she shall call meetings, execute policy and provide leadership to the members of the chapter. He/she shall consult with the Executive Committee and with the Board of Directors and keep them fully informed so the programs and activities of the chapter may be coordinated and accomplished. He/she shall submit the Annual Operations Report to National on or before March 31st. He/she shall strive during his/her term of office to guide the Chapter to meet the objectives outlined in the Chapter's Constitution.
- b. First Vice-President: Shall perform the duties of the President in the President's absence and is the officer in charge of Chapter development and membership recruitment.
- c. Second Vice-President: Shall be responsible for education and program development. He/she shall perform the duties of the First Vice- President's absence.
- d. Treasurer: shall be responsible for all monies of the Chapter and for all income and disbursement of these monies due and payable to the Chapter.
He/she may reimburse approved expenses for business of the Chapter subject to audit by the Executive Committee. He/she shall be bonded. He/she shall be responsible for financial reporting, yearly 990 IRS filing, and budget development. A current financial statement shall be provided at each Chapter meeting. He/she shall obtain a second authorization signature from the President for all disbursement checks. He/she shall ensure that every two (2) years upon reelection of officers, an external audit of the financial records is completed under the guidance of the President.

The incoming Treasurer and outgoing President shall complete the transition of all banking security sign-on and signature cards at the beginning of each new term.

The Treasurer shall maintain the Corporate Credit Card account and assure that account purchases are reconciled and charges paid on or before the billing due date. Use of the Corporate Credit card is limited to the Treasurer and President, who will each retain a copy of the card. Other chapter expenses and use of the card by Board members is allowed only with permission of the President and Treasurer.

An audit of the Corporate Credit Card account will be conducted as part of the Chapter bi-yearly audit.

- e. Secretary: shall keep, or cause to be kept, full minutes of all meetings of the membership, Executive Committee and Board of Directors; facilitate the gathering of information and articles, and publication of Chapter Newsletter quarterly; he/she shall perform such other duties as may be prescribed by the Executive Committee.

Section 2- Term of Office

Each of the elective officers shall be elected for and serve a term of two (2) years. An individual member may serve two (2) consecutive terms in the same office. The term of office shall commence January 1.

Article VIII-Power and Duties of the Board of Directors

- a. The Board of Directors shall consist of two (2) duly elected members and the immediate Past President of the Chapter, who shall be Chairman of the Board of Directors. It shall be the duty of each Board member to attend all Board meetings, the annual meeting and all special meetings. Each Board member shall have the power to designate, in writing, a proxy in his/her stead to attend and vote at any Board meeting.
- b. In the event the immediate Past President cannot serve as Chairman, the Board shall elect any Past President to serve as Chairman. In the further event there are no Past Presidents available to serve as Chairman of the Board, the Executive Committee shall appoint on one of their members to complete the term.

- c. The duties of the Board shall be to establish policy and the programs of the Western Reserve Chapter of the American Association of Healthcare Administrative Management, which policy and programs shall be carried out by the Executive committee.
- d. Elected board members will serve on either a committee of their choice or as designated by the President as needed. Suggested committees follow, however may be reassigned or changed based on the needs of the Chapter.

Section 2- Membership Committee

- a. There shall be a Membership Committee chaired by the First Vice President, which shall consist of not less than two (2) members appointed by the Vice-President.
- b. It shall be the purpose of the Membership Committee to report on all matters relating to membership and to promote the increase of membership.

Section 3- Publications Committee

- a. The Publications Committee shall consist of the Chairman appointed by the President, and others of the membership as the President may appoint. This Committee shall coordinate and prepare the material for all Chapter Publications, including the Chapter Newsletter which will be published quarterly.
- b. The Publications Committee shall develop and promote publication policies in accordance with the goals and objectives of the Chapter/Organization.
- c. This committee shall maintain the Chapter website and assure that information is posted timely and available to membership. The "Members Only" section of the website will also be maintained by this committee. Access will be granted to verified chapter members. Members not renewing their membership by 1/31 each year will have their "members only" access revoked.
- d. Social Media: This committee will be responsible for maintaining and posting to all social media sites for which the Board of Directors has authorized chapter participation.

Section 4- Constitution and By-Laws Committee

- a. The President shall appoint a Chairman and a minimum of two (2) members to the Constitution and By-Laws Committee. The Chairman will act a parliamentarian of the Chapter.
- b. The Committee shall continually review the Constitution and the By-Laws and shall make recommendations to the Executive Committee for amendments. They shall also study, consider and make recommendations to the Executive Committee for any proposed Constitution or By-Laws changes.

Section 5- Certification Program Committee

- a. The Certification Program Committee shall continue to review, update and monitor Certification programs.
- b. The Certification Program Committee shall consist of a Chair who is certified and a minimum of one (1) member appointed by the Chair.

Section 6- Education Committee

- a. The Education Committee shall consist of a Chairman and not less than Two (2) other members appointed by the Second Vice-President.
- b. The Education Committee shall develop and recommend to the Executive Committee outlines for workshops, institutes, and seminars in accordance with the goals and objectives of the Chapter/Organization.

Section 7- Finance Committee

- a. The Finance Committee shall consist of the Corporate Partners Chair, and not less than two (2) of the membership appointed by the President, the Treasurer

shall be a member of this Committee in long range planning and any capacity designated by the President.

- b. It shall be the responsibility of this Committee to examine and report on all matters relating to development of the Chapter including sources of income and expenditures for benefit of the Chapter's memberships.
- c. This Committee shall investigate and recommend to the Executive Committee investments for the financial assets of the Chapter.
- d. This committee will recommend to the Board of Directors requests for community contributions or any funds to be appropriated for special purposes of the Chapter.

Section 8- Other Committees and Assignments

- a. The President shall have the authority to appoint special committees relative to the objectives of the Chapter/Organization.
- b. The President shall have the authority to assign special tasks to members for appropriate study and for action.
- c. Subject to the Constitution and By-Laws, the President shall have the authority to make appointments to all other Committees.
- d. The term of all committee membership shall expire at the end of the Presidential term or until their successors are appointed, whichever is later.
- e. The President shall obtain the services of an independent auditor to perform an audit on the financial records for the Chapter immediately following the close of each fiscal year.

Article X- Amendments

The By-Laws of the American Association of Healthcare Administrative Management, Western Reserve Chapter, may be amended, repealed or added to in the following manner:

- a. Any of the membership of the Chapter may propose a change to the By-laws. It shall be in writing and shall be submitted to the Chairman of the Board who shall place it on the agenda of the next scheduled Board meeting.
- b. The Board of Directors shall, by a majority vote, determine if the proposed change shall be submitted to the membership for a vote.
- c. Notification shall be in writing and shall inform the members of the Article or Articles to be changed.
- d. The Article or Articles to be changed shall be submitted to the membership in their existing form and in the form of the proposed change.
- e. Voting on any change shall be by mail ballot submitted to the membership and two-thirds (2/3) vote of the members voting shall be required to adopt the said change.
- f. All Chapter Officers must be national members.

CODE OF ETHICS

Article I- Technical Standards

1. Chapter members shall be thoroughly familiar with the technical standards developed by the Organization. The practice of his/her craft should give evidence of adherence to those standards. There shall be a continuing effort to raise their level of competence and improve the services they provide.
2. Technical standards developed by the Organization and used to qualify a member for certification, should provide the basis upon which the AAHAM members will provide his/her services to an employer or client.
3. Chapter members should supplement those fundamental standards, derived through continuing professional and formal education, with standards drawn from the professionals that primarily influence patient account management, i.e.
 - a. the legal profession;
 - b. the accounting profession;
 - c. the collection industry;
 - d. the healthcare industry.

Article II- Professional Conduct

1. Chapter members should at all time conduct themselves in a manner that will enhance the stature of the profession. This can be accomplished by their recognition of the responsibilities they have to employers; client; the American Association of Healthcare Administration of Management; their colleagues; the persons supervised and managed; and patients.
2. Chapter members are required to serve their employers/clients with competency, always acting in a manner that would demonstrate their concern for their employer/ client's best interest. This would include, but is not limited to:
 - a. Honoring an employer/client's request to treat certain information as confidential. This requirement should not be construed as affecting the CPAM member's responsibility to answer a valid subpoena or summons enforceable by law.
 - b. Prudent, efficient management of the assets entrusted to our care by an employer.

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