

CONSTITUTION & BYLAWS

American Association of Healthcare Administrative
Management

Maryland Chapter

Revised November 2020

Maryland Chapter
American Association of Healthcare Administrative Management
Constitution and Bylaws

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CONSTITUTION

ARTICLE I **NAME**

The name of this organization shall be the Maryland Chapter of the American Association of Healthcare Administrative Management.

ARTICLE II **AFFILIATION**

All members of the Maryland Chapter are subject to the jurisdiction of the National American Association of Healthcare Administrative Management and are also subject to their Constitution, Bylaws, Regulations and Code of Ethics.

ARTICLE III **PURPOSE AND OBJECTIVES**

The purpose of the Maryland Chapter shall be to:

1. Promote and encourage the recognition of Healthcare Administrative Management as an integral part of the financial management in healthcare providers and throughout the healthcare industry.
2. Encourage the implementation of effective and efficient business and receivables management policies and procedures in all types of healthcare providers.
3. Stimulate and encourage the exchange of information among members and associates.
4. Develop and encourage the implementation of programs for the purpose of furthering the education and increasing the knowledge of the current membership and persons new to the hospital or healthcare industry.
5. Establish non-discriminatory standards of performance and professional conduct for persons who participate or are involved in the management of revenue cycle of any healthcare providers or related field conducting business in the healthcare industry.
6. Promote the healthcare professional by cooperating with other healthcare organizations, institutions and related agencies, third party payors and the general public.

ARTICLE IV
MEMBERSHIP

1. A member shall be an individual involved in or interested in the management of the healthcare industry or related field conducting business in the healthcare industry.
2. Membership shall be on an individual basis and not on an institutional basis.
3. The member may pay either National and Local dues or local only dues.

ARTICLE V
MANAGEMENT

An Executive committee shall direct the affairs of the Maryland Chapter

1. The Executive Committee shall consist of the elected Officers and the elected Board of Directors of the Maryland Chapter. The powers and duties of the Executive Committee are defined by the Bylaws.
2. The Chairman of the Board shall consist of the Past-President who will serve a two year, voting term with the current Board and Officers. This individual will assist the elected Officers and Board of Directors of the Maryland Chapter.

ARTICLE VI
BYLAWS

The Bylaws of the Maryland Chapter shall be its governing laws subject to this Constitution.

ARTICLE VII
AMENDMENTS

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

1. The membership of the Maryland Chapter may propose a change to the Constitution. Changes must be made by a representation of 5% of membership. Proposed changes must be in writing and accompanied by a signed petition. They shall be submitted to the Executive Committee for discussion at the next Board meeting.
2. The Executive Committee shall, by a majority vote, determine if the proposed change should be endorsed and therefore submitted to the membership for a vote.
3. Voting on amendments may occur at the annual meeting, a special meeting, or by mail. Mail shall be defined as United States Postal Service delivery, courier delivery or electronic mail.

4. Notification shall be in writing and shall inform the membership of the Article or Articles to be changed. This notification shall be mailed thirty (30) days prior to voting deadline. Voting by means other than electronic mail shall be counted only if postmarked by the date specified on the ballot. When voting by electronic mail, the vote shall be counted only if the electronic mail is dated on or before the date specified on the notification.
5. The Article or Articles to be changed shall be written for the membership in present form and in the proposed change form.
6. Amendments repealed or additions may be made at any time and shall be decided by a two-third (2/3) vote of the members responding prior to the voting deadline.

BYLAWS

ARTICLE I **OFFICERS AND DIRECTORS**

Section 1 Membership:

Only active regular members of record sixty (60) days prior to the first day of the election month shall have the right to hold office or be a member of the Board of Directors. A Maryland chapter President, 1st, and 2nd Vice President must be a National member in good standing throughout their term of office.

Section 2 Officers:

The Officers of the Maryland Chapter shall be the President, the 1st Vice President, 2nd Vice President, the Treasurer, and the Secretary, all of whom shall be member's ex-officio of the Board of Directors with power to vote.

Section 3 Election of Officers:

These Officers shall be elected by a plurality vote. Votes shall be cast on official mail ballots only. Mail shall be defined as United States Postal Service delivery, courier delivery or electronic mail. All members of record 60 days prior to the first day of the election month shall be able to vote. The Officers elected shall take office the following January 1, and shall serve for two years, or until their respective successors take office. Officers shall be eligible for re-election. The President may serve no more than two consecutive terms.

Section 4 Board of Directors:

In addition to the Officers of the Maryland Chapter, the Board of Directors shall consist of nine (9) elected members, four (4) Directors shall be elected in every odd numbered year and (5) Directors in every even numbered year or in a similar staggered manor to preserve board stability; in each case for a term of two (2) years or until their successors take office.

All Executive Board members must be current National Members. They must keep their National Membership for the duration of their term.

Ad-Hoc Members can be appointed to the Board of Directors at the discretion of the President. These individuals do not have voting rights.

Section 5 Chairman of the Board:

Past Presidents of the Maryland chapter shall serve in an advisory capacity and be members of the Board of Directors with voting powers that would serve as tie-breaker for a deadlock vote.

The Chairman of the Board shall be appointed to the outgoing President after the completion of their term.

Section 6 Powers & Duties of the Board of Directors:

- a. The Board of Directors shall manage the affairs of the Maryland Chapter in accordance with the Constitution and Bylaws of the Maryland Chapter and The National Organization.
- b. The Board of Directors is authorized and empowered as follows:
 1. To fill all vacancies that might occur among the Officers and/or Directors between annual elections. The runner-up of the last election will be given the first opportunity to fill the vacancy. If that individual chooses not to serve or there is no runner-up, then the President will appoint a replacement.
 2. To communicate the policies and activities for the Maryland Chapter in accordance with the purpose and objectives of the Constitution and to direct and supervise the affairs of the Maryland Chapter.
 3. To determine when and where the Annual, Regular and Special membership meetings of the Maryland Chapter should be held.
 4. To reduce, increase or alter, from time to time, the powers or duties of the elected and appointed Officers of the Maryland Chapter, regardless of the duties and powers delegated by these Bylaws to the elected Officer of the Maryland Chapter.
 5. To communicate the time and place for the Board of Directors meetings.

Section 7 Meetings of the Board of Directors:

- a. A minimum of six (6) Regular meetings of the Board of Directors shall be held each year.
- b. Special meetings of the Board of Directors may be called by the President or any three (3) other members of the Board.

- c. At all meetings of the Board of Directors, seven (7) members shall constitute a quorum and a majority of votes cast by the members present and voting shall be decisive of any motion.
- d. Any Officer or Director who is absent at two or more of the Regular Board Of Directors meetings, per calendar year is subject to loss of position as an Officer or Director, at the sole discretion of the President.
- e. At least ten (10) days before the date of any regular or special meeting, the President shall cause written notice thereof to be delivered to each member.

Section 8 Duties of the Chairman of the Board:

The Chairman of the Board may serve as the meeting official for the Board of Directors meetings at the discretion of the President.

The Chairman will directly supervise the Standards and Practices Committees; specifically:

- a. Chapter Excellence: Along with the Chapter Excellence Chair, ensure that all paperwork relative to Chapter Excellence is filed with the National organization in a timely and accurate manner.
- b. Charitable Committee: Oversee and act as the liaison between the Maryland Board of Directors and the Executive Committee members.

The Chairman of the Board will be the liaison for the Chapter with the National AAHAM Board of Directors and/or Administrative staff for National AAHAM as requested by the Executive Board and Board of Directors. The Chairman of the Board shall not make any binding agreements with the National Board or Administrative staff representatives without the approval of the majority vote of the Board.

Section 9 Duties of the President:

The President of the Maryland chapter shall be the Chief Executive Officer subject to the direction of the Board of Directors. The President shall preside over all meetings of the Board of Directors.

He/She shall be responsible for maintaining regular communications with Executive Directors of the National Organization.

He/She shall be a member ex-officio of all committees, standing and special, except the Nominating Committee.

He/She shall execute policy, provide leadership to the membership, and strive during his/her term of office to guide the Maryland Chapter so as to meet the objectives outlined in the Constitution.

The President or his/her Proxy is to attend all Presidential meetings held by the National Organization and to represent the Maryland Chapter on the National Board of Directors. National AAHAM requires that all individuals requested as Proxy be a National member in good standing. The individual does not have to be an Officer or a member of the Board of Directors for the Maryland Chapter.

Expenses for the President to attend the Presidential and National Board of Directors meetings will be covered by the Maryland Chapter.

Section 10 Duties of the First Vice President:

The First Vice-President shall perform the duties of the President in the absence of the President and he/she shall perform such other duties as may be directed by the President or the Board of Directors. He/She will familiarize himself/herself with the duties of the Presidency of the Maryland Chapter.

The First Vice President is responsible for the coordination and management of the Maryland Chapter Annual Institute. The First Vice President will also directly supervise the committees of Vendors and Sponsorship.

Section 11 Duties of the Second Vice President:

The Second Vice-President will be responsible for supporting the President and 1st Vice President and shall perform the duties in the absence of these individuals.

The Second Vice President will also support the First Vice President with the coordination of activities relative to the Annual Institute.

The Second Vice President will directly supervise the Programs Committee and the Events Promotion.

Section 12 Duties of the Treasurer:

The Treasurer shall supervise the financial affairs of the Maryland Chapter. He/she shall keep and preserve a record of all financial transactions, which shall be open to inspection by the Board of Directors and subject to audit at any time by an auditor duly appointed by the President and authorized by the Board of Directors.

He/She shall deposit funds of the Maryland Chapter in such banks as may be approved the Board of Directors and shall disburse funds only upon the approval of the Board of Directors, unless for ordinary and routine expenses by check only. Checks made payable to an individual and drawn upon the funds of the Maryland Chapter in excess of \$2,000.00 shall require the signature of the Treasurer and one other Officer. Checks of less than \$2,000 can be signed by the Treasurer. In the absence of the Treasurer, the signature of the President and one other Officer is required.

The Treasurer shall prepare the Annual Budget and present a budget to the Board of Directors for approval by the March Board of Directors meeting each year.

The Treasurer shall submit a current financial report to the Board of Directors at all meetings of the Board of Directors but no less frequently than semi-annually. An annual report must be submitted to the membership and such reports as may be required by the President, the Board of Directors or the National Organization.

The Treasurer shall review the balance in the checking account and anytime the balance exceeds five thousand dollars (\$5,000.00) by a reasonable amount, he/she should transfer, as soon as possible, any amount in excess of five thousand dollars (\$5,000.00) to a high yield bank account.

The Treasurer shall receive and disperse funds for all approved scholarship awards available through the Maryland Chapter.

The Treasurer shall coordinate annually the use of an outside agency / independent auditor to perform an audit of the financial records of the organization immediately following the close of each fiscal year.

Section 13 Duties of the Secretary:

The Secretary shall keep a record of the meetings of the Maryland Chapter. He/She shall keep a roster of members, keep the minutes of the Board of Directors meetings (providing copies to the Board of Directors) and perform such other duties as may be assigned to him/her by the President or the Board of Directors. The Secretary will directly supervise the Public Relations & Marketing Committee and oversight of Newsletter.

ARTICLE II
MEMBERSHIP

Section 1 Membership:

In order to receive full benefits of discounted registrations for the Installation Banquet, Annual Institute or free events open to the Maryland Chapter AAHAM members, individuals must have paid Maryland Chapter dues on record sixty (60) days prior to the event date.

Section 2 Application for Membership:

Subject to the provisions and Bylaws and to periodic qualifications or recommendations of the Executive Committee, any person may become a member of the Maryland Chapter of American Association of Healthcare Administrative Management.

Applications for membership shall be made in writing to the Membership Chairman through approved membership application.

Membership shall not be transferable. A member who changes his place of employment during a membership year shall continue as a member during the remainder of the membership year for which dues have been paid.

ARTICLE III **MEETINGS**

Section 1 Regular Meetings:

Regular meetings of the Maryland Chapter membership shall be held at least six (6) times a year at such time and place as may be designated by the Board of Directors.

Section 2 Annual Meeting:

The Annual Business Meeting of the membership shall be held each November at such time and place as the Board of Directors shall designate.

Section 3 Annual Institute Meeting:

The Annual Institute shall be held each September at a location agreed upon by the Board. The meeting will be a three-day learning institute which is managed by the First Vice President.

Section 4 Special Meetings:

Special meetings of the Maryland Chapter membership may be called at any time by order of the Board of Directors or the President. Special meetings shall be called by the Secretary within thirty (30) days following receipt of the request in writing of ten (10) percent of the membership.

Section 5 Board Meetings:

Board Meetings will be held at a time and place as may be designated by the President or his/her designee.

Section 6 Notice of Meetings:

At least fifteen (15) days before the date of any Annual or Special meeting, the Board of Directors shall cause written notice thereof to be delivered to each member or mailed to him/her.

Section 7 **Quorum:**

Fifteen (15) percent of the voting membership of the Maryland Chapter shall constitute a quorum at Annual or special meetings. For the election of Officers and Board of Directors, a majority of the votes cast by the voting members shall be decisive of any motion or resolution presented, except for the removal of an Officer or Director, or to amend the Constitution and Bylaws.

Section 8 **Voting Power:**

All recognized members who have paid Maryland Chapter dues on record shall have the right to vote as defined by the Constitution and Bylaws.

ARTICLE IV
DUES

Section 1 **National Dues:**

The annual dues and any other fees to the National organization shall be as determined by the National Board of Directors.

Section 2 **The Maryland Chapter Dues and/or Assessments**

The Maryland Chapter may levy additional dues and/or assessments upon Maryland Chapter members for the sole benefit of the Maryland Chapter provided such dues and/or assessments are for purposes consistent with the aims and purposes of the National Organization.

Section 3 **Payments of Annual Dues:**

Maryland Chapter dues are payable by December 31st for the upcoming calendar year of January 1, through December 31. No proration of dues is allowed. Applicants will be allowed to join the Maryland Chapter only.

Any Maryland chapter member joining within the last three (3) months of a calendar year will be maintained as a member for the following year.

In order to receive full benefits of discounted registrations for the Installation Banquet, Annual Institute or free events open to the Maryland Chapter AAHAM members, individuals must have paid Maryland Chapter dues on record sixty (60) days prior to the event date.

Section 4 **Delinquency:**

Members who have not paid their annual dues in full within thirty (30) days of the stated due date shall cease to be members.

If the delinquent dues are paid in full within the calendar year, the delinquent member shall be reinstated without future penalty.

ARTICLE V
COMMITTEES

Section 1 **Standing Committees:**

The President shall appoint the following standing committees from among the members of the Maryland Chapter.

- a. **Membership Committee** – the membership committee will not exceed five (5) members and will be led by the Membership Chairperson whose duties it shall be to provide for the solicitation of applicants for membership and maintenance of a current member register.
- b. **Programs Committee** – whose duty it shall be to create, arrange for and conduct programs for the education and enrichment of members and participants. Committee chairperson shall work with the 2nd Vice President for continuity of the committee leadership.
- c. **Finance and Auditing Committee** – whose duty it shall be to ensure the completion of an annual audit and follow-up on unpaid meeting income with the membership. The audit shall be performed by a CPA consistent with annual tax filing regulations.
- d. **Annual Institute Committee** – Chaired by the 1st Vice President whose duty it shall be to plan and present the Annual Institute.
- e. **Executive Certification Committee** – whose duty it shall be to prepare the membership for the CRCE examinations required for certification.
- f. **Professional Certification Committee** – whose duty it shall be to prepare the membership for the CRCP & CRIP examinations required for certification.

g. **Specialist Certification Committee** - whose duty it shall be to prepare the membership for the CRCS examinations required for certification.

h. **Practices and Standards Committees**

1. **Chapter Excellence** – whose duty it shall be to coordinate, create and publish all material consistent with both the National Page-Paton awards program and any other program in which the Chapter may participate.

The Chapter Excellence Award Chairman shall be responsible for overseeing the Chapter Excellence Award application process in the Chapter. He/she shall work with the President and with all committee chairmen and officers in order to attain the highest possible score for the Chapter.

2. **Charitable Committee** – This committee will be responsible for the coordination of activities and resources of our Chapter and Membership in charitable endeavors within the area we serve.

i. **Vendor and Sponsorship Committee** – This committee will be responsible for soliciting and maintaining vendor relationships with the Maryland Chapter. Individuals will work with the 1st Vice President for marketing at the Annual Institute as well as monthly meetings.

j. **Public Relations & Marketing Committee** – This committee will be responsible for the maintenance and updating of our website and social media avenues.

Section 2 Special Committee:

The President may make appointments to special committees and subcommittee from among the members of the Maryland chapter from time to time as the need arises.

The President and the Executive Board, during their term in office, shall have the authority to assign special tasks to members for appropriate study and for action.

Subject to the Constitution and Bylaws, the President shall have the authority to make appointments to all other committees.

The term of all committee membership shall expire at the end of the calendar year unless otherwise provided for by the action of the Executive Board.

ARTICLE VI
FISCAL YEAR

Section 1 The fiscal year of the Maryland Chapter shall begin on January 1, and end on December 31.

ARTICLE VII
AMENDMENTS TO THE BYLAWS

Section 1 Amendments to the Bylaws:

The Bylaws of the Maryland Chapter of the American Association of Healthcare Administrative Management may be amended, repealed, or changed by a proposal of a member, which proposal must be approved by the Board of Directors and a written vote of two-thirds of the ballots returned. Any proposal for change must be in writing and shall be submitted to the Board for discussion at the next Board meeting.

Notification of the proposed Bylaw change shall be in writing and shall inform the members of the article or articles to be changed.

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. Voting on any Bylaw change shall be by mail or electronic ballot submitted to the membership.

ARTICLE VIII
REMOVAL OF OFFICERS, MEMBERS & DIRECTORS

Section 1 Removal of Officers, Members, and Directors:

Any member, whose conduct shall be detrimental to the best interest of either the Maryland Chapter or the National Organization, may be suspended or expelled by the Board of Directors as follows:

Section 2 Officers and Board members – Officers and Board of Directors members may be removed as follows:

- a. When suspension or expulsion is contemplated in the case of an Officer or a member of the Board of Directors, the affected Officer or Director shall be entitled to receive specific charges in writing from the Board of Directors, and shall, if the person charged so desires, be afforded a hearing before the full Board of Directors of the Maryland Chapter of AAHAM. Final determination as to either suspension or expulsion of the Officer or Director or the dropping of charges shall be made by a simple majority vote of the Board of Directors.

- b. Upon determination of the Board of Directors to suspend or expel an Officer or Director, a Special Meeting of the membership shall be called. The Maryland Chapter's membership may, at such a meeting, by three-fourths (3/4) vote of those in attendances and voting, suspend or remove any Officer or Director.

Section 3 **Members-** When suspension or expulsion is contemplated in the case of a member of the Maryland Chapter, the affected member shall be entitled to receive specific charges in writing from the Board of Directors, and shall, if the person charged so desires, be afforded a hearing before the full Board of Directors of the Maryland Chapter of AAHAM. Final determination as to either suspension or expulsion of the member, or the dropping of charges shall be made by a simple majority vote of the Board of Directors.

ARTICLE IX
NATIONAL AAHAM AFFILIATION

Section 1 **National Affiliation**

The Maryland Chapter of AAHAM is affiliated with the National organization known as AAHAM. As such, the Maryland chapter is subject to the constitution, bylaws, and regulations and code of ethics of National AAHAM.

Section 2 **National Jurisdiction**

The Maryland Chapter of AAHAM is subject to the jurisdiction of National AAHAM. As such these bylaws, must be constructed in such a manner that the philosophy of AAHAM is not violated.