

ARTICLE I: NAME

This association shall be known as the Eastern Missouri Health Information Management Association, hereinafter "EMHIMA".

ARTICLE II: PURPOSE

The EMHIMA is committed to serving its membership by increasing, promoting, and perpetuating the visibility of its members by the following means:

- Education – to provide educational opportunities by which members may achieve and sustain professional excellence;
- Communication – to disseminate pertinent information to its members by maintaining effective databases and communication linkages; and
- Advocacy – to work in partnership with the Missouri Health Information Management Association, hereinafter "MOHIMA", to influence issues which impact the collection and use of health information at the state and/or national level.

ARTICLE III: MEMBERSHIP

Section 1. Composition. – The membership of EMHIMA shall be divided into three classes: (a) Active; (b) Student; and (c) Honorary.

Section 2. Active – Any person who pays EMHIMA annual dues and if applicable, any special assessments required by the Board of EMHIMA, MOHIMA or AHIMA shall be considered to be in good standing and shall be entitled to vote, hold office and serve as a member of the Board of Directors.

Section 3. Honorary – Any person who made a significant contribution to health information management science or rendered distinguished service in the health information management profession or its related fields may be awarded honorary membership in EMHIMA by the Board of Directors or by a simple majority vote of the active members of the association. These members shall be exempt from dues. An honorary member may hold no other class of membership in EMHIMA. Honorary members who were active members shall retain their active membership rights.

Section 4. Student – Any person currently enrolled in an AHIMA accredited institution of higher learning or enrolled in an AHIMA online campus program who is pursuing an education in health information management technology or health information management administration shall be a student member of this association so long as the student remains actively enrolled and pursuing a degree in health information management technology or health information management administration AND provided that they have also paid any required dues. A student member shall be entitled to attend only business and education meetings of this association without payment of registration fees, but shall not be entitled to vote, to hold office, or to service as a member of the Board of Directors.

Section 5. Application for membership – All applications for membership shall be in writing on the form provided by EMHIMA, or online via the EMHIMA website. Total amount of the annual dues, fees, and any assessment required by MOHIMA or AHIMA shall accompany the application.

Section 6. Transfer of Active, Student or Honorary Membership – For purposes of membership in this association, Active, Student or Honorary Membership is not transferable to any other association sponsored by either MOHIMA or AHIMA.

Section 7. Cessation, Resignation, Forfeiture, Expulsion, Reinstatement – Cessation, resignation, forfeiture or expulsion of an individual's membership shall be effective in this

Association upon notice of such action from a member of the Board of Director's of EMHIMA. If the Board of Directors of EMHIMA vote by simple majority to expel or otherwise void a member's membership, notification shall be served to the Board of Directors of EMHIMA. Potential further action on the part of EMHIMA shall be determined by their Board of Directors.

Section 8. Cessation of Property Interest – All right, title, and interest, both legal and equitable, of a member in and to the property of this Association shall cease in the event of any of the following: (a) resignation or death; (b) forfeiture of membership; or (c) expulsion.

ARTICLE IV: OFFICERS AND DIRECTORS

Section 1. Officers – The officers of EMHIMA shall be the President and President-Elect. The President shall serve for a term of one year having served as President-Elect the previous year or until a successor has been elected/selected and qualified.

Section 1a. President – The President shall preside at all meetings of EMHIMA and the Board of Directors and shall appoint chairmen of standing committees. The President shall be an ex-officio member of all committees except the Nominating Committee. The President shall maintain and be the Custodian of the official Procedures Manual.

Section 1b. President-Elect – The President-Elect shall assist the President and shall assume the duties of the President if absent or unable to act. The President-elect shall also be responsible for making arrangements for educational sessions with CEUs for EMHIMA members.

Section 2. Directors – There shall be six directors. Past-President, Treasurer, Recording Secretary, Corresponding Secretary and two (2) Advisory Directors.

Directors shall hold their positions for the terms described below or until a successor has been elected/selected and qualified.

The elected Directors shall also serve as appointed by the Board for assignments based on identified needs.

Section 2a. Past-President – The retiring President shall automatically become Past-President and considered a director for one year following the end of their term as President and will serve as Chairperson of the Bylaws Committee.

Section 2b. Treasurer – The Treasurer will be elected on odd years to serve a two year term. The Treasurer shall keep a full and accurate account of all receipts and disbursements and pay bills approved by the President. A financial statement regarding the current financial standing of the association will be prepared and presented to members at each annual meeting.

Section 2c. Advisory Directors – Two Advisory Directors, one elected in even years and one elected in odd years each for a two year term, shall serve in an advisory capacity to the Executive Board. The Second Year Director shall serve as the Chairman of the Nominating Committee.

Section 3. Executive Committee – The Executive Committee shall consist of the President, the President-Elect, and the Past-President/Director. The Executive Committee shall act on behalf of the Board of Directors between meetings, make recommendations for all appointed Directors and approve the annual report summary submitted by the President.

Section 4. Eligibility – Only active members in good standing shall be eligible to serve as Officers and Directors. Each Officer and Director must physically reside either in the State of Missouri or Illinois, or be employed in either the State of Missouri or Illinois for the entire term of

each office or succession of offices. The President-Elect, President, and Past-President will hold a credential offered by AHIMA.

Section 5. Nominations – Nominations shall be made by a Nominating Project Team. Only individuals who meet the eligibility requirements for Officer or Director and as defined in the Nominating Project Team procedures may be nominated for office.

Section 6. Election - Voting for Officers and Directors shall be by a plurality of the votes cast by the active members in good standing. In case of a tie, the election shall be decided by lot. Voting may be electronic or by mail ballot. Officers and Directors shall assume office on January 1st following their election with the exception of the President who shall assume office on January 1st the following year, having served as President-Elect for the preceding year.

Section 7. Vacancies – In case of death, incapacity, written resignation or ineligibility of any Officer or Director during his or her term of office, the vacancy shall be filled by an appointment of the President. The President may also determine to leave a position unfilled until the next election cycle.

Section 8. Removal from Office – Any elected or appointed Officer or Director of this Association may be removed for cause by the Board of Directors provided each action is taken by a majority vote of the members of the Board of Directors. Any elected or appointed Officer or Director of this Association will automatically be removed from his or her position upon cessation of meeting eligibility requirements set forth in Article IV, Section 4.

ARTICLE V: MEETINGS

Section 1. Annual Meeting. The annual meeting of this Association shall be held at a time and place designated by the President-Elect and approved by the Board of Directors.

Section 2. Official Call. The Board of Directors shall authorize circulation of a printed notice stating the place, day and hour of the annual meeting. Such notice shall be circulated at least thirty (30) days in advance of said meeting and should also be posted online at the EMHIMA web site. The Executive Board shall meet at least three (3) times during the year, as determined by the President.

Section 3. Special Meetings. Special meetings may be called by the President or by a majority of the Board of Directors, or upon written request of not less than eight (8) percent of the active members of this association. A minimum of 30 days and maximum of 45 days notice shall be given of the special meeting. The purpose of the meeting shall be stated in the call and no other business shall be transacted.

Section 4. Voting Body. Each active member in good standing shall be entitled to one vote on each matter presented to a vote at any meeting of the membership. To be entitled to vote, active members must be present at the meeting and vote in person and not by proxy.

Section 5. Quorum. Eight (8) percent of the active members in good standing shall constitute of quorum for the transaction of business at all meetings of this association. The affirmative vote of the majority of the members present at a meeting at which a quorum is present shall be necessary for adoption of any matter voted upon by the members unless a greater proportion is required by these bylaws.

Section 6. Cancellation. In the event of a national emergency or other circumstances prohibiting the holding of an annual meeting, the Board of Directors may cancel the meeting and prompt notice thereof shall be given to all members of the Association. The rescheduling of the meeting shall occur within 90 days of cancellation.

Section 7. Education and CEUs. EMHIMA will offer the opportunity for the attainment of at least fifteen (15) continuing education credits throughout each calendar via regular meetings or through sponsorship of special workshops.

ARTICLE VI: COMMITTEES, TASK FORCES, OTHER MEETINGS

Section 1. Establishment. There shall be the following Committees: (1) Bylaws; (2) Continuing Education; (3) Credentials; (4) Membership, (5) Nominating; (6) Budget; and other such Project Teams as necessary to conduct the business of the association. Composition, size and duties of the Project Team shall be determined by the President or his or her designee.

Section 1a. Bylaws – Chaired by the Past-President. This committee shall review all proposed amendments to the Bylaws and shall submit them together with any committee proposals to the Executive Board. Upon receipt of the Executive Board approval, the proposed amendments shall be submitted in writing to the voting members a minimum of 30 days and within a maximum of 60 days for membership voting.

Section 1b. Continuing Education – The President shall appoint the Chairman. This committee shall be responsible for maintaining a list of all members and guests attending each meeting. The lists shall be retained for a minimum of (4) years.

Section 1c. Credentials – The President shall appoint the Chairman. This committee shall be responsible for determining eligibility of members and shall verify the validity of and count the ballots for the election of the Executive Board and Nominating Committee Members.

Section 1d. Membership – The President shall appoint the Chairman. This committee shall be responsible for processing membership applications and maintaining an alphabetical membership roster.

Section 1e. Nominating – The President shall appoint the Chairman. The appointed Chairman will solicit the assistance of two active members, not on the Board. If two volunteers are not secured by the Nominating Chairman the issue will be added to the agenda of the next business meeting and two non-board active members will either volunteer or in the event more than two volunteer, voting by the active members present (assuming a quorum) will determine the two. The functioning of the committee shall be in strict accordance with the rules defined in the Procedure Manual for the Nominating Committee.

Section 1f. Budget. – The President shall appoint the Chairman. The Treasurer will also serve this Committee and cannot be the Chairman. The committee shall be responsible for preparing an Annual Budget and submitting it to the Executive Board. The budget shall be approved by the Executive Board at the first Executive Board Meeting for the new fiscal year.

Section 2. Directors. All other functions shall be performed by teams of Directors and/or others appointed by the Executive Committee. The responsibilities and duties of the Directors shall be determined by the President or his or her designee.

Section 3. Eligibility. Active, student, and honorary members in good standing shall be eligible to serve as members of project teams except as otherwise provided for by these bylaws.

Section 4. Reports. Each Director or member charged with a task shall present a written report to his or her respective Director five weeks prior to the annual meeting or as otherwise requested by the Director throughout the year. The Director will report these at the annual meeting and as requested by the President throughout the year.

Section 5. Vacancies. The President or his or her designee shall be responsible for the filling of vacancies for a given project.

Section 6. Quorum. A majority of the members of any project team shall constitute a quorum.

ARTICLE VII: FINANCE

Section 1. Fiscal Year. The fiscal year of the Association shall be at the close of the Annual Meeting. **The association year shall be from January 1 through December 31.**

Section 2. Dues. Dues for active, student and honorary members shall be as provided by the Board of Directors of EMHIMA and are due by February 28th each year. Assessments may be necessary to cover honorariums for special speakers or special workshops. Honorary and Student members of EMHIMA are exempt from paying the annual dues or assessments. A member in “good standing” is defined as a member who, if required, has paid all dues and assessments required by the association.

Section 3. Checks, payments & reimbursement. All checks, drafts, or other orders for payment of money issued in the name of this association shall be signed by individuals as authorized by the Board of Directors.

Section 4. Budget. The President shall oversee the development of an annual budget and present for approval to the Board of Directors.

Section 5. Treasurer. The Treasurer will be elected by the active membership.

Section 6. Dissolution of the Association. In the event the association is dissolved or otherwise ceases to function and/or exist, all monies held in account shall be deposited with MOHIMA. The Board of Directors of MOHIMA shall determine appropriate use of the money.

ARTICLE VIII: PARLIAMENTARY AUTHORITY

The latest edition of Robert's Rules of Order shall govern this Association in all cases not covered by these bylaws or those of MOHIMA.

ARTICLE IX: AMENDMENTS

Section 1. Amendment Authority. The authority to amend these bylaws shall be vested solely in the active members of this association. Two-thirds of the votes cast by the active members shall be sufficient to alter, repeal, or adopt any new bylaw amendment, provided that a copy of the proposed amendment has been sent to the members at least thirty (30) days before the meeting at which it is to be presented.

Section 2. Initiation of Amendment. A proposal for the alteration, repeal, or adoption of new bylaw amendments may be initiated by the Board of Directors or any active member. The Bylaw Project Team shall review each bylaw amendment and prepare it for submission to the active members with any technical changes in conforming amendments to the proposal any explanatory comments or recommendations as the Board of Directors shall deem necessary.

Section 3. Submission. The proposed bylaw amendments and supportive documentation shall be submitted to the Board of Directors for approval prior to being submitted to this association's active members. The revised bylaws of this association will be sent to the Board of Directors of MOHIMA as an informational item.

Section 4. Conformance. With the exception of the definition of “Active” Member, the bylaws shall not conflict with any provisions of the bylaws of MOHIMA or AHIMA. Such provisions shall be binding upon this association and shall be presented to the membership for formal adoption as

amendments at the first meeting of EMHIMA following the identification of any conflicts so that EMHIMA's bylaws do not conflict with either MOHIMA or AHIMA.

Section 5. Notice. Written or printed notice of any proposal for alteration, repeal or adoption of any new bylaw shall be mailed to the members at least thirty (30) days prior to the meeting at which the proposal is to be submitted to the vote of the members. Such notice shall include the text of the current bylaw, the proposed bylaw, and any comments or recommendations of the Bylaw Project Team and Board of Directors.

Section 6. Without Notice. By a ninety percent vote of the active members present, a proposal to amend the bylaws may be made and acted upon at the same meeting without prior notice. A ninety percent (90%) vote of the active members present shall likewise be required for adoption of such amendments.

Approved: April 23, 1984
Retyped: May, 1986
Approved: June, 1987 by Executive Board
Retyped: July, 1987
Approved: September 10, 1987
Approved: May 19, 1987
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