

## BYLAWS

### ALASKA HEALTH INFORMATION MANAGEMENT ASSOCIATION

#### ARTICLE I. NAME

The name of this component state association of the American Health Information Management Association (AHIMA) shall be the Alaska Health Information Management Association (AKHIMA).

#### ARTICLE II. PURPOSE

The purpose of this Association is to promote the art and science of professional health information management and to improve the quality of comprehensive health information services for the welfare of the public in the State of Alaska.

#### ARTICLE III. MEMBERSHIP

**SECTION 1: Composition.** The membership of AKHIMA shall be divided into five (5) classes of membership:

- A. Active
- B. Associate
- C. Student
- D. Honorary
- E. Corporate

**Section A. Active:** Any individual with an AHIMA certification in good standing is eligible for Active Membership. Active Members in good standing shall be entitled to all membership privileges including the right to vote.

**Section B. Associate:** Any individual interested in the purposes of AKHIMA who is an associate member of AHIMA but does not meet the qualifications for active membership is eligible for associate membership. Associate members shall have all rights and privileges of membership, including that of serving on committees and subcommittees with voice and vote; however, they shall not be entitled to other voting privileges, hold office, or serve as delegates.

**Section C. Student:** Any student formally enrolled in an AHIMA accredited or approved program, including those pending accreditation/approval is eligible for student membership. A student may retain this class of membership until the first qualifying examination for which he or she is eligible, after which time he or she shall be transferred to active or associate membership based on the results of the examination. Student members shall have all rights and privileges of membership, including that of serving on committees and subcommittees in

designated student positions with voice but no vote. They shall not be entitled to other voting privileges, hold office, or serve as delegates.

**Section D. 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 AKHIMA by the Board of Directors or by a simple majority vote of the members of AKHIMA. These members shall be exempt from dues. An honorary member may hold no other class of membership in AKHIMA. Honorary members shall be eligible for a national appointment. Honorary members who were Active Members shall retain their Active Membership rights.

**Section E. Corporate:** Any corporation interested in the purposes of AKHIMA is eligible for corporate membership. The corporation shall designate one representative who shall have rights and privileges of membership, including that of serving with voice and vote in any capacity as appointed; however, a corporate representative shall not be entitled to other voting privileges, hold office, or serve as a delegate.

## **SECTION 2: Application for Membership and Initial Dues**

All applications for membership shall be in writing on the form approved by the Alaska Health Information Management Association, and shall be forwarded by the applicant directly to AKHIMA, accompanied by the amount of annual dues, fees, and any assessment as provided by the Alaska Health Information Management Association Board of Directors.

## **SECTION 3: Cessation of Membership**

With the exception of corporate members, resignation, forfeiture or expulsion of an individual's membership shall be effective in AKHIMA upon notice of such action from the Membership Division of AKHIMA.

Cessation or forfeiture of membership:

(a) Resignation: any member in good standing may resign by submitting the resignation in writing to the Board of Directors of AKHIMA.

(b) Relocation: Transfer of an individual's membership in AKHIMA to another component state association of the AHIMA shall be effective upon receipt by AKHIMA from the American Health Information Management Association of due notice of such transfer. For purposes of membership in AKHIMA, transfer of an individual's membership from another component state association to the AKHIMA shall be effective upon receipt by AKHIMA from the American Health Information Management Association of due notice of such transfer and payment of AKHIMA dues.

(c) Forfeiture of membership: Members dues shall be payable annually to AKHIMA by December 31 of the year. Membership shall be forfeited if dues and assessments are not paid by the deadline.

(d) Expulsion for cause: Any member who violates the bylaws of AKHIMA or the standards of professional ethics may be expelled from membership by a majority vote of the AKHIMA Board of Directors, after a hearing, provided said member shall have been given a copy of the charges preferred against the member, together with thirty (30) days' notice in writing of the time, date and location of the hearing. Service of notice and copy of the charges may be made either by receipted personal delivery or by a registered letter, return receipt requested, mailed to such member's last known address.

#### **Section 4: Reinstatement of Membership**

A former member whose resignation has been accepted or whose membership has been forfeited shall be reinstated upon application and payment of the current year's dues, fees and assessments to the AKHIMA. An inactive member may be restored to the class of membership previously held upon application and payment of any difference in dues and assessments.

### **ARTICLE IV. MEETINGS**

#### **SECTION 1: Annual Meeting**

The annual meeting of members shall be held on the last Thursday in April of each year in Anchorage; however, the date may be changed to allow for scheduling of meeting rooms.

#### **SECTION 2: Special Meetings**

Special meetings of members may be called by the President or by the Board of Directors, or by written request of not less than fifty percent (50%) of the Active members of this Association.

#### **SECTION 3: Notice of Meetings**

At least thirty (30) days', but no more than fifty (50) days', written notice shall be given to all members stating the purpose, place, day and hours of the annual meeting, by or at the direction of the President.

At least ten (10) days', but no more than fifty (50) days', written notice shall be given to all members stating the purpose, place, day and hours for special meetings, by or at the direction of the President.

#### **SECTION 4: Voting Rights**

Each Active member in good standing shall be entitled to one (1) vote at any meeting of the members. To be entitled to vote, active members must be present at the meetings and vote in person and not by proxy. Voting may also take place by mail ballot, online voting or teleconference voting.

#### **SECTION 5: Quorum**

At any meeting of members, a quorum shall exist if at least twenty-five percent (25%) of the active members are present. The affirmative vote of a majority of the active members present at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted upon by the members, unless a greater proportion is requested by these Bylaws.

#### **SECTION 6: Cancellation**

In the event of a national emergency or other circumstances prohibiting the holding of the annual meeting, the Board of Directors may cancel the meeting and prompt notice thereof shall be given to members of the Association.

### **ARTICLE V. BOARD OF DIRECTORS**

#### **SECTION 1: Composition**

The members of the Board of Directors shall be the: President, President-Elect, Secretary, Treasurer, Past-President (Director), and two (2) elected Directors.

#### **SECTION 2: Powers and Duties**

The property, business, and affairs of this Association shall be managed by the Board of Directors. The Board may exercise all such powers of this Association as are by law, or by these Bylaws, directed or required to be exercised by the Board of Directors.

#### **SECTION 3: Regular Meetings**

Regular meetings of the Board of Directors shall be as necessary to conduct the business of AKHIMA.

#### **SECTION 4: Special Meetings**

Special meetings of the Board of Directors may be called by the President or upon written request of four (4) members of the Board of Directors. At least five (5) days', but no more than thirty (30) days', written notice shall be given to all members stating the purpose, place, day and hours for special meetings, by or at the direction of the President.

## **SECTION 5: Quorum**

A majority of the members of the Board of Directors shall constitute the quorum.

## **ARTICLE VI. OFFICERS AND DIRECTORS**

### **SECTION 1: Officers**

The officers of this Association shall be the President, President-Elect, Secretary and Treasurer.

### **SECTION 2: Directors**

There shall be three (3) Directors:

- (a) The retiring President shall automatically become a Director for one (1) year.
- (b) One Director shall be elected for a two-year term each year. The First Year Director shall be elected by the membership and progress to Second Year Director. The Second Year Director shall automatically occur after the election of a new First Year Director.

### **SECTION 3: Eligibility**

Only Active members in good standing shall be eligible to hold office.

### **SECTION 4: Term of Office**

Upon being elected by the membership the President-Elect shall serve for one (1) year, advancing for one (1) year to serve as President, and will serve one (1) year as Past-President (Director).

The Secretary and Treasurer shall hold office for two (2) years each and be elected in alternating years. The Board year will commence July 1 through June 30.

### **SECTION 5: Nominations**

Nominations shall be made by a Nominating Committee as provided in Article VII, Section 8.

### **SECTION 6: Election**

Voting for officers and directors shall be by mail ballot, by online voting, or by telephone voting, except as may otherwise specifically be provided by these Bylaws.

#### **Section A. Mail Ballot**

Ballots with instructions for their use shall be mailed to all Active members at least thirty (30) days prior to the annual meeting. In order to be counted, a ballot must be returned by mail to the Nominating Committee designee and must be postmarked by the date indicated on the ballot. The Nominating Committee tellers shall meet prior to the annual meeting, open, and count the ballots. Ballots received with a postmark after the due date shall be destroyed unopened.

### **Section B. Online Voting**

Instructions for online voting will be mailed and/or e-mailed to all Active members at least thirty (30) days prior to the annual meeting. Voting will be available for a specified period of time only.

### **Section C. Telephone Voting**

Instructions for telephone voting will be mailed and/or e-mailed to all Active members at least thirty (30) days prior to the annual meeting. Voting will be available for a specified period of time only.

The officers shall be selected 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. Results of the election shall be announced at the annual meeting. Officers assume office on July 1 of the election year.

## **SECTION 7: Vacancies**

In case of death, incapacity, or written resignation of any officer or director during his/her term of office, the vacancy shall be filled by action of the Board of Directors.

## **SECTION 8: Duties of Officers**

**Past-President:** The past president is a Director and shall chair the nominating committee.

**President:** The President shall preside at all meetings of the Board of Directors and all meetings of members, shall appoint chairpersons to committees, except as otherwise provided in Article VII, and shall be the ex-officio member of all committees except the Nominating Committee. The President shall serve as the AKHIMA Delegate to the national House of Delegates. The President shall be the AKHIMA representative at Summer and Winter Regional Team Talks and the annual Leadership Conference.

**President-Elect:** The President-Elect shall serve as the second AKHIMA Delegate to the national House of Delegates, at such time as AKHIMA is eligible for two delegates. The President-Elect will be a member of the Program Committee, and shall perform all duties of the President in his/her absence or inability to act. The President-Elect shall attend the annual Leadership Conference and Summer Team Talks. The President-elect shall attend Winter

Regional Team Talks as AKHIMA's finances allow.

**Secretary:** The Secretary shall keep a permanent record of the meetings of the Association and of the Board of Directors, and shall be responsible for all official correspondence of this Association under the direction of the President.

**Treasurer:** The Treasurer working with the board appointed bookkeeper shall have charge of all funds belonging to this Association, shall file the necessary tax forms annually, shall present financial reports as requested by the President and to the membership annually. The Treasurer will maintain with the President an accurate membership roster. The Treasurer will send out dues reminders no later than November 15th to all members.

**Directors:** The First Year Director will assist the Second Year Director. The First Year Director will co-chair the Program Committee in preparation of Second Year Director duties. The Second Year Director will chair the Program Committee.

### **SECTION 9: Removal**

Any of the elected or appointed officers or directors of this Association may be removed for cause by the Board of Directors provided each action is taken by a majority vote of members of the Board.

## **ARTICLE VII. COMMITTEES**

### **SECTION 1: Establishment**

There shall be such committees as necessary to conduct the business of this Association, including a Nominating Committee. The composition, size, and duties of the committee shall be set forth in the AKHIMA Policy and Procedure Manual, and subject to approval of the Board of Directors.

### **SECTION 2: Eligibility**

Active members in good standing shall be eligible for appointment as Chairperson or members of the committees. Associate members may be appointed as committee members.

### **SECTION 3: Term of Office and Vacancies**

The term of office and provisions for filling of vacancies on committees shall be set forth in the AKHIMA Policy and Procedure Manual.

### **SECTION 4: Duties**

The duties, operational policies and procedures shall be set forth in the Association's Policy and Procedure Manual. Committees may not preempt the authority of the Board of Directors in any matter.

## **SECTION 5: Reports**

Each committee chairperson shall present a written report to the President thirty (30) days before the annual meeting and, if requested, present a verbal report at the annual meeting. Each committee chairperson shall submit a written report to the President quarterly for publication in the Northline with the exception of the Nominating Committee. See Section 6.

## **SECTION 6: Nominating Committee**

**Chairperson:** The Chairperson of the Nominating Committee shall be the Past-President of AKHIMA.

**Members:** The Nominating Committee shall consist of three members elected by the membership annually.

**Quorum:** A majority of the members of the Committee shall constitute a quorum.

**Duties:** The duties of the Committee shall be to:

1. Solicit nominees for the vacancies on the Board of Directors, preferably with two nominees for each office.
2. Include on the ballot, in specified years, names for the AKHIMA's nominee for the AHIMA Nominating Committee.
3. Include on the ballot, when indicated, the nominee(s) for Distinguished Member. Nominating Committee members may solicit nominees for this honor, but cannot accept self nominations.
4. Election shall be by mail ballot of the Active members in good standing. A plurality vote shall elect. When electronic abilities exist, online voting will be an option.

**Reports:** The ballot shall constitute the annual report of this Committee. Any recommendations of the Nominating Committee shall be made by the Board of Directors.

## **ARTICLE VIII. NATIONAL REPRESENTATION**

### **SECTION 1: Number of Delegates**

The AKHIMA shall be represented in the House of Delegates of the American Health Information Management Association as provided in the Bylaws of the

American Health Information Management Association. As funds are available, AKHIMA Board of Directors may elect to send both the President and President-Elect to the AHIMA national convention.

## **SECTION 2: Term of Office**

The term of the Delegate shall be one (1) year, in conjunction with the term of President and President-Elect.

## **SECTION 3: Qualifications**

The first delegate shall be the President; the second delegate shall be the President-Elect. If a delegate is unable to attend, a current AKHIMA Board member shall be appointed as substitute by the Board of Directors.

## **ARTICLE IX. FINANCE**

### **SECTION 1: Fiscal Year**

The fiscal year of this Association shall be January 1 through December 31.

### **SECTION 2: Dues and Assessments**

Dues for Active, Associate, Student, and Corporate members shall be as provided by the Board of Directors of the American Health Information Management Association, and shall be paid by the member directly to the AHIMA. The state's portion of dues is rebated to AKHIMA. Dues for AKHIMA members shall be as provided by the Board of Directors and shall be paid directly to AKHIMA.

### **SECTION 3: Checks, drafts, etc.**

The Treasurer and President shall sign all checks, drafts, or other orders for payment of monies in the name of this Association. The Past President shall review all bank statements prior to reconciliation by the treasurer.

## **ARTICLE X. PARLIAMENTARY AUTHORITY**

Where the Bylaws are silent, this Association shall be governed by the latest edition of Robert's Rules of Order.

## **ARTICLE XI. AMENDMENT OF BYLAWS**

### **SECTION 1: Authority and Voting**

The authority to amend these Bylaws shall be vested solely in the Active members of the Association. Two thirds (2/3) of the votes cast by the Active

members present shall be sufficient to alter, repeal or adopt any new Bylaw amendments, provided that a copy of the proposed amendment has been sent to every member at least thirty (30) days before the meeting at which it is to be presented.

## **SECTION 2: Initiation and Submission**

**Initiation:** The Board of Directors or an Active member may initiate a proposal for the alteration, repeal or adoption of new Bylaw amendments. The Bylaws Committee shall review each proposed Bylaw amendment and prepare it for submission to the active members with any such technical changes and conforming amendments to the proposal and any explanatory comments or recommendations as the Bylaws Committee shall deem necessary.

**Submission:** The proposed Bylaw amendments and support documents shall be submitted to the American Health Information Management Association for approval prior to being submitted to this Association's Active members. This Association's Active members shall send the revised Bylaws of this Association to the American Health Information Management Association after adoption.

## **SECTION 3: Notice**

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

## **SECTION 4: Without Notice**

By a ninety percent (90%) vote of the Active members, a proposal to amend the Bylaws may be made and acted upon at the same meeting without prior notice, as defined in Article XI, Section 3. A ninety percent (90%) vote of the Active members shall likewise be required for adoption of such amendments.

## **ARTICLE XII. DISSOLUTION**

This Association shall make no distribution of its assets to any of its members during the period of its operation or upon its liquidation. Upon the dissolution or final liquidation of this Association, any assets remaining after all obligations have been satisfied or provided for shall be transferred to a nonprofit entity determined by the Board of Directors and not inconsistent with Alaska statute and United States Internal Revenue Code.

*Revisions*  
*May 1996*  
*May 1997*

*June 2001*  
*April 2002*  
*April 2003*  
*April 2005*  
*June 2005*  
*May 2006*