

**NORTH CAROLINA ASSOCIATION
MEDICAL STAFF SERVICES**

BYLAWS

ARTICLE I: NAME

The name of the organization shall be the North Carolina Association Medical Staff Services (NCAMSS) and shall be governed by the Bylaws.

The NC State Association supports the mission and activities of the National Association Medical Staff Services (NAMSS).

ARTICLE II: HEADQUARTERS

The headquarters of the Association shall be located in the State of North Carolina.

ARTICLE III: OBJECTIVES

The objectives of the Association shall be to provide the opportunity for continuing education and to promote the improvement of professional knowledge and skill by uniting persons who are engaged in Credentialing, Privileging, Professional Practice Evaluation, Provider Enrollment, Quality Improvement, Risk Management, and Accreditation and Regulatory Compliance activities through this State Organization under the auspices of the National Organization.

ARTICLE IV: STRUCTURE

The Association shall be a non-profit, non-union, non-partisan and non-sectarian and shall have the right to establish and control its activities through its elected officers.

ARTICLE V: MEMBERSHIP

Membership in this Association shall be categorized as Active, Associate and Emeritus.

Section 1: Active Membership

Active membership shall be limited to individuals actively involved in Credentialing, Privileging, Professional Practice Evaluation, Provider Enrollment, Quality Improvement, Risk Management, and Accreditation and Regulatory Compliance practitioner or provider based organizations in the health care industry. Active members shall be required to pay dues and shall be eligible to vote and hold office.

Section 2: Associate Membership

Associate membership shall be available to those interested in the overall aims and objectives of this organization. Associate members shall be required to pay dues, but shall not be eligible to vote or hold office.

Section 3: Emeritus Membership

Emeritus membership may be awarded at the discretion of the Board of Directors to those individuals who have contributed to the advancement of the goals of this Association. Emeritus members shall not be required to pay dues and shall not be eligible to vote or hold office. Emeritus members will receive a fifty percent (50%) reduced rate for the Annual Conference and will not be required to pay quarterly meeting fees.

Section 4: Eligibility

Members who are consultants or vendors (jointly defined as those who regularly distribute, supply or sell products or services to other Active members or their employers) may not hold office or chair a committee or task force.

ARTICLE VI: DUES AND FEES

Section 1: Annual dues for membership shall be due and payable December 15th for the following fiscal year in an amount set by the North Carolina Association Medical Staff Services Board of Directors and shall not exceed the National Association's dues.

Section 2: All officers and members of the North Carolina Association Medical Staff Services are strongly encouraged to apply for membership in the National Association Medical Staff Services.

Section 3: Annual and Quarterly Meeting Cancellation fees are clearly defined on quarterly and annual meeting notices. They are defined as follows: Cancellations received prior to 2 weeks to the meeting date are subject to a \$50 cancellation fee and a 50% refund. Cancellations received after that will not be issued a refund. Registrations may be transferred to another individual and will incur a \$50 transfer fee. NCAMSS must receive a transfer request from the original registrant, and be sent to treasurer@ncamss.org.

ARTICLE VII: PURPOSE

Section 1: The purpose of this Association shall be:

- A. To provide an organized structure at the state level for members of the Association, enabling them to work together on problems of interest.
- B. To conduct educational programs aimed at the interests of the membership.
- C. To serve as a resource to the hospitals, managed care organizations, credentials verification organizations and physician offices and others involved in credentialing and medical staff support within the state.
- D. To provide a channel of communication between the National Association and the North Carolina Association Medical Staff Services.
- E. To encourage members to seek certification as a Certified Professional Medical Services Management and/or Certified Provider Credentialing Specialist.

F. To promote the purpose of, and membership in, the National Association.

Section 2: The Association shall not limit the size of the Active membership.

Section 3: Upon dissolution of the State Association, its assets shall be distributed as follows:

- A. All liabilities and obligations of the organization will be paid, satisfied and discharged.
- B. All remaining funds will be used to promote the medical staff profession, such as donations to state chapters who regularly promote educational conferences, or donations to chapter scholarship funds or NAMSS scholarship fund. This shall be decided upon by the voting members of the organization as set up in these bylaws.

Section 4: Bylaws of this Association may not be in conflict with the Bylaws of the National Association.

ARTICLE VIII: Board of Directors

Section 1: Officers - The Board of Directors shall be composed of the President, President-Elect, Immediate Past President, Secretary, Treasurer and five (5) Members at Large. The five (5) Members at Large shall be elected biennially in accordance with the guidelines outlined in Section 3 of this article (subsections A and B). Its duties shall be to promote the continued growth and effectiveness of the Association.

Section 2: Qualifications - A candidate for office in the North Carolina Association Medical Staff Services must be actively engaged in Credentialing, Privileging, Professional Practice Evaluation, Provider Enrollment, Quality Improvement, Risk Management, and Accreditation and Regulatory Compliance activities through this State Organization under the auspices of the National Organization.

Any name submitted for office must have the consent of the candidate.

Section 3: Appointment of Officers - 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. The incoming President-Elect, Secretary and Treasurer will be appointed every two years by the Board of Directors.

Elections shall be conducted biennially in the month of October in accordance with the following guidelines:

- A. Approximately October 1st a slate of officers compiled by the Nominating

Committee shall be emailed to the Active members of the organization.

- B. Ballots must be returned to the individual designated no later than October 31st to be included in the final tally of votes.
- C. The term of office will extend from January 1st through December 31st of the second year following the election.
- D. Elected officers will be promptly notified by the Secretary of the organization, and will be provided with a description of their duties and responsibilities.
- E. The results of the elections shall be announced at the November quarterly meeting, posted on the NCAMSS website, and submit new slate of officers to NAMSS.

Section 4: Vacancies – Vacancies may be appointed by the Board of Directors of the Association to fill the unfinished vacant term or if warranted the Board of Directors can seek nominations and fill the vacancy by majority vote of the Active membership

ARTICLE IX: DUTIES OF OFFICERS

Section 1: President - shall be the Chief Executive Officer of the Association. The President shall preside at all meetings of the Association 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 appoint the chairman of the committees upon approval of the Board of Directors; and to perform such other duties as authorized by the Board of Directors.

Section 2: President-Elect - shall, in the absence of, or because of incapacity of the President, perform the duties and assume the responsibility of the President. The President-Elect shall serve as Program Chairman.

Section 3: Immediate Past President - The duties of the Immediate Past President shall be to act as consultant to the President and the Board of Directors to serve as Chairman of the Nominating Committee, as a member of the Program Committee and as Historian.

Section 4: Secretary - shall record the proceedings and prepare the minutes of the Association, which shall be posted on the NCAMSS website for inspection within thirty (30) days of the meeting. The Secretary shall be custodian of all records of the Association, and shall issue all duly authorized notices of meetings at least four (4) weeks in advance of the meeting. The Secretary shall perform such other duties as maybe necessary to coordinate and advance the Association's objectives.

Section 5: Treasurer - shall be custodian of the funds for the Association, and shall be responsible for the collection of dues. The Treasurer shall keep a record of the payment of dues and shall provide a report to the Board at each meeting and other times as necessary, prepare an annual budget, and a financial statement of all annual receipts and expenditures.

The Treasurer shall be responsible for the appropriate tax reporting. The Treasurer shall perform such other duties as may be necessary to coordinate and advance the Association's objectives.

Section 6: Members at Large – Five members at large shall be elected by a majority vote of the members. The Members at Large will provide specific duties as well as other duties as necessary to coordinate and advance the Association's objectives.

- A. A designated Member at Large will serve as a back up to the Secretary and shall be expected to fulfill the Secretary's duties at meetings and conference if warranted.
- B. A designated Member at Large will serve a back up to the Treasurer and shall be expected to fulfill the Treasurer's duties at meetings and conference if warranted.
- C. A designated Member at Large will be responsible for keeping the Association's social media outlets and Website current.
- D. A designated Member at Large will be responsible for maintaining relationships with existing vendors and recruiting new vendors to support the Association's quarterly meetings and annual conference.
- E. A designated Member at Large will be responsible for maintaining relationships with existing sponsors and recruiting new vendors to support the Association's quarterly meetings and annual conference.

D and E can work together to maintain and recruit new vendor and sponsors.

Section 7: Board of Directors - The Board of Directors shall have the authority to make policy decisions for the Association; to approve the annual budget; to establish rules and procedures for the Association and directors; and to approve, modify, or disapprove reports, resolutions, chapter rules and regulations, procedure manuals or actions of officers or committees of the Association. The Board of Directors may act on any matter, except amendments to the Association Bylaws.

The Board of Directors shall meet at least three (3) times per year and may transact business at other times, if necessary. The actions of the Board of Directors shall be final except on appeal by the members. Duties of officers may be delegated in case of absence of an officer.

Members of the Board of Directors shall not receive any stated salary for their services but by resolution of the Board of Directors, fixed fee and expense of attendance may be allowed each officer for attending specific meetings. Nothing herein contained shall be construed to preclude any member of the Board of Directors from serving the National Association in any capacity and receiving compensation thereof.

A quorum of a meeting of the Board of Directors where business is transacted shall be a simple majority.

ARTICLE X: QUORUM

The quorum for all meetings of the Association shall be the Active members present in good standing.

ARTICLE XI: COMMITTEES

Section 1: Program - The Program Committee shall consist of the President, President-Elect as Chairman, the Immediate Past President and other members. The duties shall be to plan the meetings of the Association. The Committee will serve to assess and facilitate other education opportunities for the membership, request CE credit from NAMSS as applicable, and assist the President -Elect as Chair of the Committee.

Section 2: Membership and Marketing - The committee will serve to promote the growth of the Association who shall process applications, prepare a membership roster, market the Association and promote retention of the membership. At least two other Active members shall be identified to serve on the committee.

Section 3: Bylaws - The committee will serve to review the Bylaws at least annually and submit recommendations for revisions to the Board of Directors. The Board of Directors shall submit the proposed amendments to the general membership by email. Any Active member may propose amendments to the Bylaws Chairman who will be the Secretary.

Section 4: Nominating - The Nominating Committee shall be composed of the Immediate Past President, who shall serve as Chairman and two members appointed by the Board of Directors. The slate of nominees shall be presented and voted upon as outlined in Article VIII, Section 3.

Section 5: Special Committee - Special Committees may be appointed by the President for special projects as needed.

ARTICLE XII: AMENDMENTS

The Bylaws may be altered, amended or repealed by a two-thirds vote of the voting membership by email. Proposed changes to the Bylaws must be submitted in writing to the Bylaws Chairman. The Bylaws Chairman shall submit proposed changes to the Board of Directors for review. Notice of proposed changes shall be sent to the voting members and the voting members shall be given at least thirty (30) days to review proposed changes. Amendments shall be made if approved by two-thirds of the emailed ballots returned within the time specified by the Board of Directors.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

Parliamentary authority shall be Roberts Rules of Order, Newly Revised Edition.

ARTICLE XIV: RULES AND REGULATIONS

The Board of Directors may adopt such Rules and Regulations for the Association as may be necessary for the efficient management of the Association. Such Rules shall be a part of the Association Rules and Regulations Manual. They may be amended at any regular Board meeting, without previous notice, by a two-thirds vote of the voting

members present. The Board of Directors on an annual basis shall review the Association Rules and Regulations Manual.

ADOPTED by the North Carolina Association Medical Staff Services on 07/19/24.

Melissa Whitley

President
North Carolina Association Medical Staff Services

APPROVED by National Association Medical Staff Services on ___ / ___ / ___ .

Bylaws Liaison
National Association Medical Staff Services

President
National Association Medical Staff Services

Revised: 11/2004, 05/2009, 01/2013, 05/2013, 08/2015, 05/2019, 05/2022 07/2024