



**BY-LAWS
OF
INDIANA SOCIETY FOR
HEALTHCARE RISK MANAGEMENT**



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Revised 11/22/01
Revised 12/09/05

ARTICLE I - NAME

The name of the organization shall be the Indiana Society for Healthcare Risk Management.

ARTICLE II - PURPOSE

The Indiana Society for Healthcare Risk Management is a professional society which is a personal membership group affiliated with the American Society for Healthcare Risk Management (ASHRM) and the Indiana Health and Hospital Association (IHHA). The purpose of the Society shall be to advance the growth and development of the professional practice of healthcare risk management by:

- A. Conducting educational programs and activities to strengthen and develop healthcare risk management and patient safety programs.
- B. Providing a forum for the exchange of ideas.
- C. Developing professional relationships among members in order to facilitate free exchange of information and solution of mutual problems.
- D. Providing a forum on healthcare risk management issues and explaining the impact of these issues to other appropriate parties.
- E. Promoting the certification of healthcare management professionals.

The Society is organized exclusively for education, scientific, and charitable purposes. It shall be so conducted that no part of its income and earnings shall inure to the benefit of any member, director, or other individual.



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ARTICLE III - MEMBERSHIP

Section 1. Type of Membership

The Society's membership shall consist of individual members. Membership categories shall include active members and academic members. The qualifications for each category of membership are as stated below:

A. Active Member (voting member).

1. Employee of a hospital or other health care provider who is actively involved in the risk management/patient safety functions of that organization.
2. Commercial insurance agent, insurance broker, insurance company employee, risk management consultant, or employee of a company that offers services or products to hospitals or health care providers and that exists for the benefit of shareholders' and non-healthcare providers' private interests.

B. Academic member (nonvoting member).

1. Faculty and students interested in healthcare risk management/patient safety.

Section 2. Establishment of Membership.

Membership in the Society shall become effective upon (a) the receipt of an acceptable application form and (b) the receipt of the appropriate dues.



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Section 3. Termination of Membership.

A. Resignation.

1. Members may at any time file their resignation from the Society in writing with the Board of Directors.

B. Suspension or Expulsion.

1. The Board of Directors of the Society may suspend or expel any member for cause, at any time, after giving such member the opportunity for a review before the Board of Directors. Any member suspended or expelled may be reinstated by the affirmative vote of a majority of the members of the Board of Directors present and voting. Such action by the Board of Directors shall become effective immediately. For purposes of this subparagraph, the term "for cause" shall include, but not be limited to, any of the following:
 - a. Any violation of these By-Laws.
 - b. Any conduct on the part of said member which is prejudicial to the interests and welfare of the Society and its members.

C. Nonpayment of Dues.

1. Members who fail to pay dues within ninety (90) days after due and payable shall have their membership automatically terminated.



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ARTICLE IV – DUES/DONATIONS

The Society Membership shall establish minimal annual dues of the Society annually. No portion of the dues paid by any member shall be refundable because their membership is terminated for any reason. Any funds or property that may be donated to further the work or programs of the Society shall become the property of the Society, but shall be used for the purpose designated by the donor.

ARTICLE V - MEETINGS

Section 1. Annual Meeting.

The Society shall meet at least annually for the transaction of the affairs of the Society. Such annual meeting shall be held at a time and place selected by the Board of Directors.

Section 2. Special Meetings.

The Board of Directors of the Society may call special meetings. Special meetings shall be limited to consideration of subjects listed in the official call for such meetings, unless it is otherwise ordered by the unanimous consent of the members present and voting.

Section 3. Notice of Meeting.

The officers shall notify the membership by mail or electronic mail of annual or special meetings no less than fourteen (14) days prior to the date of the meeting.

Section 4. Voting.

A. Eligibility to Vote - only active members shall have the right to vote. Proxy voting shall not be permitted. However, voting by mail or electronic means shall be permitted whenever provided for in these by-laws.

B. Majority - except as otherwise specified herein, all matters shall be settled by majority vote.

Section 5. Quorum.

A quorum shall consist of the active members present at a duly called meeting.



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ARTICLE VI – BOARD OF DIRECTORS

Section 1. Eligibility.

Only active members of the Society shall be eligible to serve on the Board of Directors of the Society.

Section 2. Composition.

The Board of Directors shall be composed of six (6) members: Past President, President, President Elect, Secretary, Treasurer and one (1) Members at Large. The President shall act as chairman of the Board of Directors.

Section 3. Election and Term.

Elected members shall serve for a term of one year, with the exception of the treasurer, who will serve a two-year term. All terms will expire on December 31 of each year. The President Elect shall become the President in the year following service as President Elect.

The election of officers shall be conducted by email. A ballot listing all candidates proposed by the Board of Directors shall be mailed electronically to each eligible voting member of the Society by the member-at-large not less than thirty (30) days prior to the annual meeting. Ballots shall be received by the member-at-large no later than one week before the annual meeting. Ballots for special elections to fill vacancies shall be returned to the Board of Directors within 15 days after electronic mailing to the members. In either type of election, the votes shall be tabulated by the member-at-large and reported to the Board of Directors. The results of the election shall be communicated to the membership at the annual meeting in the case of annual elections and at such other time as deemed appropriate by the Board of Directors in the case of special elections. Notwithstanding these provisions, any member of the Board of Directors absent from two successive meetings of the Board of Directors shall have his or her appointment reviewed for possible termination. Any vacancy will be filled in accordance with the provisions of these By-Laws.

Section 4. Powers and Duties.

The Board of Directors shall have the powers to carry out the responsibility to develop plans, objectives, and purposes for the Society; establish standing and ad hoc committees in line with the objectives of the Society and in order to implement the Society programs; review the recommendations of these committees; establish the date, location, format and program of the Society's annual meeting and other educational programs the Society conducts.



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Section 5. Meetings.

The Board of Directors shall meet not less than four times a year and at the will of the President.

Section 6. Forfeiture of and Removal from Office.

Any officer of the Society or member of the Board of Directors shall automatically forfeit his or her office if he or she loses eligibility for membership or is expelled from membership.

Section 7. Special Committees

The President of the society may appoint special committees for purposes compatible with the society's objectives.



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ARTICLE VII - OFFICERS

Section 1. Eligibility.

Only active members of the Society who are otherwise in compliance with all provisions of the By-Laws shall be eligible for elective office in the Society.

Section 2. Officers.

The officers shall be the Past President, the President, the President Elect, the Secretary, the Treasurer, and one Member at Large, who shall be elected by the active membership of the Society.

Section 3. Duties.

The President of the Society shall act as Chairman of the Board of Directors and shall preside at all meetings of the Board of Directors.

The President Elect shall perform the duties of the office of the president whenever the president shall be unable to do so. The President Elect shall be responsible for coordinating educational programs for the Society and may elicit assistance from the Board or membership to accomplish the goals set forth by the Board.

The Treasurer shall be responsible for matters regarding the budget, the allocation of resources, and expenditures, and is charged with preparing an annual report to be presented to the Board of Directors for approval, or more frequently as requested by the Board of Directors.

The Secretary shall be responsible recording minutes of all meetings of the general membership and Board of Directors. The secretary shall obtain the signature of the president or presiding officer on the minutes. A binder of past minutes shall be maintained by the secretary and passed on to the next elected secretary.

The Member -at -Large shall be responsible for membership recruitment and composition of the annual Board of Directors Ballot.

Section 4. Reports.

No less than annually the President shall submit a report, in writing, to the membership. The report shall contain information on the fiscal operation of the Society, and any significant accomplishments completed during the year. The report shall be made available to the membership at the annual meeting.



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Section 5. Vacancies.

If the Office of President becomes vacant, the President Elect shall immediately accede to the presidency for the duration of the unexpired term and shall continue to serve as President for the subsequent term. If both the President and President Elect should become unable to perform the duties of their office, or if the President Elect is unable to fulfill his term, then a new election for those vacant positions shall be held in compliance with Article VI hereof. Further, if the President and President Elect positions become vacant, the Secretary shall function as President until the election shall be conducted for the vacant positions. Such special elections shall be conducted within sixty (60) days after the vacancy occurs. For all other vacancies during the term of office, the President shall appoint a person to fill the unexpired term within thirty (30) days.

ARTICLE VIII – AMENDMENTS

These By-Laws may be amended by a two-thirds vote of the active members present and voting at an annual meeting of the Society. Amendments to the By-Laws may be proposed by the Board of Directors or by petition of at least 25 active members of the Society. Amendments proposed by petition of the active members shall be filed with the President at least ninety (90) days prior to the annual meeting. Notice of proposed amendments shall be sent electronically to all active members not less than sixty (60) days in advance of the meeting. Amendments to the By-Laws that are approved by the membership shall become effective immediately thereafter. Decisions on amendments shall be promptly reported to the membership by the President.

Membership Approval Date:



ISHRM Executive Committee Job Descriptions

Office- Treasurer

Term- January of calendar year to January

Responsibilities

- Serves as a member of the Executive Committee.
- Participation in at least 75% of Executive Committee conference calls/meetings.
- Receives, records and deposits: annual membership dues, meeting registration fees, donations, and any other miscellaneous moneys received.
- Pays all expenses for the Society, including but not limited to, post office rental, educational meetings, speaker expenses, printing costs, mailing costs, and chapter supplies.
- Maintains and balances the Society's accounting books.
- Prepares the treasurer's report, showing debits and credits, prior to each business meeting and at the request of the Executive Committee.
- Prepares annual Indiana Not-for-Profit tax returns according to Indiana requirements.
- Send out 2nd notice of non-paid membership dues to all previous year members by March 31st.
- Provides name and demographic information of new members to the Executive Committee.
- Maintains the membership roster on the web site.
- Provides notification to member of paid dues upon request.
- Responsible for the maintenance of the pot office box. (May delegate authority to another member).
- Ensure that two Executive Committee officers are authorized so sign checks. The primary signature being that of the Treasurer.



ISHRM Executive Committee Job Descriptions

Office- Member at Large

Term- January of calendar year to January

Responsibilities

- Serves as a member of the Executive Committee.
- Participation in at least 75% of the Executive Committee Conference calls/meetings.
- Order current officer/Glenn Troyer Award Recipient plaques to be presented at the December Business meeting.
- Establish and chair a nomination committee consisting of two additional members to prepare a full slate of candidates and ensuring that the elections for new chapter officers are held in accordance with the society bylaws.
- Sends acknowledgement letters to new and renewing members. The letters will contain a brief organizational overview and orientation to the web site.



ISHRM Executive Committee Job Descriptions

Office- Past President

Term- January of calendar year to January

Responsibilities

- Serves as a member of the Executive Committee.
- Participation in at least 75% of the Executive Committee conference calls/meetings.
- In collaboration with the Executive Committee solicits nominations from membership, reviews candidates, and selects the winner of the Glenn T. Troyer award by mid-November.
- Assist the current President and other Executive Committee members to develop, review and implement goals and objectives.
- Assist the current President and other Executive Committee members in carrying out their assigned duties in governing the Society
- Solicits and oversees corporate sponsorship annually.



ISHRM Executive Committee Job Descriptions

Office-President

Term- January of calendar year to January

Responsibilities

- Serves as a member of the Executive Committee.
- Participation in at least 75% of Executive Committee Conference calls/meetings.
- Establishes agenda, meeting times and dates for Executive Committee meetings.
- Establishes agenda for Regular Business Meetings.
- Chairs the Executive Committee and regular business meetings.
- Establishes short term and long-term goals and objectives with input from the Executive Committee and society membership.
- Acts as the Society's representative in Society matters.
- Responsible for ongoing review and annual review of the Society's goals and objectives.
- Appoints and directs committees as appropriate.
- Submission of the Annual Report to membership at the annual business meeting in December.
- Is a current ASHRM member.
- Attend ASHRM conference on behalf of the Society.
- Introduces new members at Society meetings.
- Send out membership renewal reminders/notices to all current and past members in January of each year.



ISHRM Executive Committee Job Descriptions

Office- President-Elect

Term- January of calendar year to January

Responsibilities

- Serves as a member of the Executive Committee
- Participates in at least 75% of the quarterly Executive Committee calls/meetings prior to educational programs.
- In collaboration with the Executive Committee develops agenda and topics for educational programs.
- Functions as the President should the office be vacated or if the President is unavailable.



ISHRM Executive Committee Job Descriptions

Office- Secretary

Term- January of calendar year to January

Responsibilities

- Serves as a member of the Executive Committee
- Participation in at least 75 % of the Executive Committee conference calls/meetings.
- The Secretary functions as the President until an election is conducted should the offices of the President and President Elect be vacated.
- Prepare and maintain an accurate record of the proceedings of the following meetings:
 1. Executive Committee
 2. Regular business
 3. Special called meetings
 4. Telephone conferences of the Executive Committee
- Record an accurate count of attendance at each Executive Committee meeting and report in minutes.
- Responsible for distribution of business meeting minutes to the membership in a timely manner. (may be delegated)
- Prepare any correspondence as directed by the President or President Elect.