

**ARIZONA ASSOCIATION OF MEDICAL STAFF SERVICES BYLAWS**

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**ARTICLE 1 NAME**

The name of the association shall be the Arizona Association – Medical Staff Services (herein referred to as the State Association) governed by the Bylaws of the National Association Medical Staff Services (NAMSS).

**ARTICLE 2 PURPOSE**

Our mission is to provide support and enhance the professional development and recognition of individuals responsible for practitioner credentialing, privileging, professional practice evaluation, provider enrollment, quality improvement, risk management and /or regulatory compliance in the diverse healthcare industry.

**ARTICLE 3 STRUCTURE**

The State Association shall be nonprofit, nonunion, nonpartisan and nonsectarian and shall have the right to establish and control its activities through its elected officers. Organized local chapters

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shall petition the State Board of Directors for recognition. The purpose shall be to provide a forum for educational activities at a local level. Bylaws for Chapters of State Associations shall not be in conflict with the Bylaws of the State Association or NAMSS.

### ARTICLE 4 MEMBERSHIP

- 4.1 Members are to adhere to the State Association and NAMSS code of ethics and refrain from conduct injurious to the association or its purpose. No individual shall be denied appointment on the basis of sex, race, creed, religion, disability or national origin. The Board of Directors shall, at its discretion, create additional membership categories.
- 4.2 **Active**  
Active members shall consist of individuals actively involved in credentialing, privileging, practitioner or provider organizations, provider enrollment, quality, risk management and/or regulatory compliance in Arizona's healthcare industry. Active members shall pay dues and be eligible to vote and are eligible to hold office.
- 4.3 **Associate**  
Associate members shall consist of individuals who do not meet the criteria for active membership interested in the overall goals and objectives of the Association. Associate members shall pay dues and be eligible to vote but are not eligible to hold office.
- 4.4 **Honorary/Emeritus**  
(Exempt from Dues and registration fees) Any active member or former member of AAMSS who has made an outstanding contribution to the society and/or profession shall be eligible for Honorary membership. Honorary membership is conferred by a majority vote of the Board of Directors. Nominations may be submitted by any member of the Board of Directors for consideration of an individual as an Honorary Member.
- 4.5 **Termination of Membership**  
The Board of Directors may, by affirmative vote of a simple majority vote from members of the Board, expel a member for conduct injurious to the State Association or its purposes. Any member who has been recommended for such action shall be entitled to reasonable advance notice of the basis for same and the opportunity to submit a response to the Board prior to the Board's action on the matter, all in accordance with procedures adopted by the Board.

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- 4.6 Transfer of Membership  
Membership in the State Association is not transferable or assignable.

## ARTICLE 5 MEMBERSHIP MEETINGS

Meetings of the membership shall be held at least annually at such time, date and place as determined by the Board of Directors. Notice of the meeting shall be provided to the membership not less than thirty (30) days prior to the meeting. Quorum is a majority of the members present.

## ARTICLE 6 DUES

Annual dues for membership are due and payable at an amount set by the Board of Directors and in accordance with the Dues Policy and shall not be higher than NAMSS dues.

## ARTICLE 7 LOCAL CHAPTERS

A local chapter may not limit the size of its active membership.

A local chapter must agree to abide by the Bylaws of the State and National Organizations.

Local chapters shall provide their minutes to the State Chapter for recordkeeping once they have been approved by their local membership.

## ARTICLE 8 OFFICERS

### DEFINITION

The officers shall serve as the Board of Directors with vote. The officers shall consist of the President, President-Elect, Immediate Past President, Secretary and Treasurer. Officer duties are listed under individual position descriptions which are approved by the AAMSS Board of Directors on a semi-annual basis.

### ELIGIBILITY

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Any active member is eligible to serve as an Officer in the State Association. Candidates must be either CPCS or CPMSMS certified.

### ELECTION

All officers, except for the Immediate Past President and the President shall be elected by the active membership in accordance with State Association policy on nominations and election. The President and President-Elect, upon completion of their terms, shall automatically succeed to the offices of Immediate Past President and President respectively.

## ARTICLE 9 BOARD OF DIRECTORS

### 9.1 GENERAL POWERS AND DUTIES

The State Association shall be governed by its Board of Directors/Officers in accordance with the Articles of Incorporation and these Bylaws.

### 9.2 COMPOSITION

The Board of Directors/Officers shall consist of the President, President-Elect, Immediate Past President, Secretary and Treasurer. There will be four (4) Members-At-Large, serving on the Board of Directors with a vote. Chair and Vice- Chair, if applicable of the following committee's, which are appointed by the President, will also serve on the Board of Directors with a vote: Website, Newsletter, Education and Membership.

Appointed advisors shall serve in an ex-officio capacity without vote which shall include Chapter Presidents.

The President – Elect, Secretary, Treasurer and Members at Large of the Board of Directors must be elected by the state membership. Board of Director duties are listed under individual position descriptions which are approved by the AAMSS Board of Directors on a semi-annual basis.

### 9.3 TERM OF OFFICE

A Board member shall not hold more than one voting position at a time. The President shall serve for one term only, with the President-Elect automatically succeeding to the office of President.

The Immediate Past President, President, and President-Elect shall serve for a one-year term and may not be elected to a second term.

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The Secretary, Treasurer and Member at Large shall serve for a two-year term and may be re-elected.

### **9.4 REMOVAL**

Any Member of the Board of Directors may be removed by an affirmative vote of – voting members of the Board whenever in the Board's judgment the best interests of the State Association will be served by such removal. Any Member of the Board of Directors who has been recommended for removal shall be entitled to reasonable advance notice of the basis for same and the opportunity to submit a response to the Board prior to the Board's action on the matter, all in accordance with procedures adopted by the Board.

### **9.5 VACANCIES**

Vacancies on the Board of Directors shall be filled by appointment to the Board upon recommendation of the President and by ratification of the Board.

### **9.6 MEETINGS**

The Board shall establish a schedule of regular meetings for the fiscal year. Special meetings of the Board may be called by a majority of the Directors/Officers or by a written request of any three (3) voting Directors.

## **ARTICLE 10 PARLIAMENTARY AUTHORITY**

Parliamentary authority shall be Robert's Rules of Order Newly Revised Edition.

## **ARTICLE 11 DISSOLUTION**

Upon dissolution of the State Association, the assets shall be distributed as follows: All liabilities and obligations of the organization will be paid, satisfied, and discharged. All remaining funds will be used to promote the medical services profession, such as donations to other states or the National Association who regularly promote educational conferences, or donations to state scholarship funds.

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## ARTICLE 12 AMENDMENTS

These Bylaws may be amended by a two-thirds vote of the voting membership at any State Association meeting by a two-thirds vote of ballots returned within the time frame specific by the Board of Directors. Proposed changes in the Bylaws may be submitted by any Active member who shall submit these proposed changes to the Board of Directors for review. Changes to the Bylaws become effective 30 days after the vote where amendments were reviewed and approved.. These Bylaws may not be unilaterally amended by either the members or by the Board of Directors. The Bylaws will be reviewed and approved in accordance with the NAMSS Bylaws Committee policy.

The Board of Directors shall have the power to adopt such amendments to the Bylaws as are, in the Board's judgment, technical or legal modifications or clarifications or renumbering, or amendments made necessary because of punctuation, spelling or other errors of grammar or expression. Such amendments shall be effective immediately.

## ARTICLE 13 POLICIES AND PROCEDURES

Policies and procedures and other documents, as may be necessary to implement more specifically the general principles of conduct found in these Bylaws, shall be adopted in accordance with this Article. Policies and Procedures shall set standards of practice that are to be required for the State Association.

Policies and Procedures may be adopted, amended, repealed or added by vote of the Board of Directors at any regular or special meeting, or by conference call, provided that copies of the proposed amendments, additions or repeals are provided to the Board prior to being voted upon. Adoption of and changes to the Policies and Procedures shall become effective only when approved by the Board. The Policies and Procedures shall be reviewed periodically by the Board, in accordance with the Bylaws Policy.

ORIGINAL:

04/20/85

AMENDMENT - 1986

04/19/86

AMENDMENT - 1990:

AAMSS Board of Directors:

Approved


02/22/90

Active Membership:

Approved

04/23/90

## ARIZONA ASSOCIATION OF MEDICAL STAFF SERVICES BYLAWS

Copy Provided to NAMSS:		04/27/90
AMENDMENT - 1993:		
AAMSS Board of Directors:	Approved	09/18/93
Active Membership:	Approved	11/19/93
Copy Provided to NAMSS:		11/17/95
NAMSS:	Approved	08/09/96
AMENDMENT - 1996:		
AAMSS Board of Directors:	Approved	09/20/96
Active Membership:	Approved	11/22/96
Copy Provided to NAMSS:		
NAMSS:	Approved	
AMENDMENT – 1998:		
AAMSS Board of Directors:	Approved:	10/05/98
Active Membership:	Approved:	11/14/98
Copy Provided to NAMSS:		02/28/99
NAMSS:	Approved	
AMENDMENT – 2001:		
AAMSS Board of Directors:	Approved:	01/18/2001
Active Membership:	Approved:	02/26/2001
Copy Provided to NAMSS:		06/21/2001
NAMSS:	Approved:	09/07/2001
AMENDMENT – 2004:		
AAMSS Board of Directors:	Approved:	04/15/2004
Active Membership:	Approved:	11/18/2004
Copy Provided to NAMSS:		01/2005
NAMSS:	Approved:	5/18/2005
AMENDMENT – 2007:		
AAMSS Board of Directors:	Approved:	8/23/2007
Active Staff:	Approved:	10/12/2007
Copy Provided to NAMSS:		11/2007
NAMSS:	Approved:	1/15/08
		
Approved by NAMSS Bylaws, Policies and Procedures Committee on February 26, 2010		
AMENDMENT – 2008		
AAMSS Board of Directors	Approved:	10/30/08
Active Staff:	Approved:	12/11/08
Copy Provided to NAMSS		2/18/09
NAMSS:	Approved:	
AMENDMENT – 2009		

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AAMSS Board of Directors  
Active Staff:  
Copy Provided to NAMSS  
NAMSS:

Approved: 11/13/2009  
Approved: 12/28/2009  
Approved: 2/26/2010

### **AMENDMENT – 2023**

AAMSS Board of Directors  
Active Staff:  
Copy Provided to NAMSS  
NAMSS:

Approved: 05/12/2023  
Approved: 08/18/2023  
Approved: 08/16/2023