

Indiana Healthcare Marketing and Public Relations Society

By-Laws

(Adopted October 30, 2000/Amended April 17, 2009)

ARTICLE I – Name

The name of the organization shall be the Indiana Healthcare Marketing and Public Relations Society, hereinafter called the Society.

ARTICLE II – Mission

The Mission of the Society is to promote, support and educate healthcare public relations, marketing and planning professionals in Indiana.

ARTICLE III – Membership

Section 1. Eligibility

Membership in the Society shall be available to individuals actively engaged in the field of healthcare public relations, planning and marketing. Eligibility shall be without regard to race, creed, sex, sexual orientation or national origin. Membership shall be for individuals, exclusive of institutions and associations.

Section 2. Establishment of Membership

Membership in the Society will be granted by the Board of Directors to persons who have completed an application for membership, are eligible for membership as designated in Article III, Section 1, and have paid their dues.

Section 3. Membership Categories

1. **Active Membership** – To be eligible for active membership an individual shall be employed by a healthcare provider, system, council, association or health-related school or university, and have, as a major part of the work responsibility a direct, supervisory or advisory involvement in healthcare marketing, public relations, communications or planning.
2. **Associate Membership** – Associate Membership shall be available to individuals who are employed by consulting firms and other vendors who do not have a significant direct, supervisory or advisory involvement in the healthcare industry, but wish to be involved with the Society. Such qualification is ultimately determined by the Board of Directors. Associate members shall not be entitled to vote or hold elected office in the Society.
3. **Student Membership** – Student Membership shall be available to individuals who are full-time students in discipline relevant to healthcare public relations, marketing, and planning and who have an interest in the improvement of these disciplines in the field. Student members shall not be entitled to vote or hold elected office in the Society.
4. **Inactive Membership** – Inactive Membership shall be available to individuals who are no longer actively employed by organizations outlined in Section 3, A

and B but wish to remain involved in the Society's activities. This membership category is also open to individuals who have been a member of either a related national, state or regional Society during their employment but are no longer eligible for active membership status. Inactive members shall not be entitled to vote or hold elected office in the Society.

Section 4. Transfer of Membership

Membership in the Society shall not be transferable to another person. A member whose institutional affiliation changes shall retain membership during the full term for which dues have been paid. Should a member in any membership category change positions and no longer meet requirements for membership in on category yet meet requirements for another, transfer from one category to another is automatic upon notification by the member to the secretary/treasurer of the Society.

Section 5. Termination of Membership

Membership in the Society is terminated by the non-payment of annual dues. Members are expected to terminate their membership in the Society if changes in employment render them ineligible for continued membership. The Board may terminate membership of any member if, in the opinion of the Board, the action or activities of the member are not consistent with the objectives of the Society. Should the terminated member desire an appeal hearing, the Board will arrange for such a meeting within a reasonable period of time. Any member terminated may be reinstated by the affirmative vote of a majority of the members of the Board.

Section 6. Resignation

Members may file a written resignation with the Board at any time.

ARTICLE IV – Dues and Fiscal Year

Section 1. Dues

Annual membership dues shall be established by the Board of Directors of the Society. Dues are not refundable.

Section 2. Fiscal Year

The Fiscal Year of the Society shall be January 1 to December 31.

ARTICLE V – Meetings of the Society

Section 1. Annual Membership Meeting

The Society shall convene at least one annual membership meeting for the transaction of affairs of the Society. The Secretary shall notify the membership by mail of the time, location and agenda of the annual meeting at least thirty (30) days prior to the date of this meeting.

Section 2. Time and Location of Regular Meetings

The time and location of regular meetings shall be determined by the Board of Directors. The locations shall be selected in a manner which reflects locations represented by Society members.

Section 3. Special Meetings

Special meetings will be called by the President. The President may call the meeting him/herself or at the request of ten percent (10%) of active members of the Society, only for the specific purpose for which the meeting was called.

Section 4. Educational Meetings

The Board of Directors shall establish a minimum of one educational meeting a year. Notification shall be sent to all members at least sixty (60) days prior to the meeting. Non-members may be invited to the meeting(s). The Society shall not assume the responsibility for travel or personal expense of any person attending the meeting(s), without prior approval of the Board of Directors.

Section 5. Order of Meetings

The Society shall adopt procedures for conducting meetings consistent with Robert's Rules of Order. These procedures may be amended by the membership of the Society present and voting.

Section 6. Voting

Active members of the Society shall be entitled to on vote on matters pertaining to the Society. No proxies will be allowed.

Section 7. Quorum

A quorum shall consist of those present and voting at membership meetings.

ARTICLE VI – Board of Directors

Section 1. Composition

The Board of Directors shall consist of ten (10) members, five (5) of whom shall serve as officers. The officers shall be President, Vice President, Secretary, Treasurer and Immediate Past-President. In addition to the officers, four (4) elected members and a representative of the Indiana Hospital Association will complete the Board.

Section 2. Election

The election of officers to the Board of Directors shall be conducted by ballot of Active Members of the Indiana Society for Healthcare Public Relations and Marketing at the Annual Membership Meeting. The slate of candidates proposed by the Nominating Committee shall be the offices of President, Vice President, Secretary, and Treasurer and the two at-large member positions whose terms are expiring. The slate of candidates shall be mailed to Active Members of the Society at least thirty (30) days prior to the date of the annual meeting. Opportunities for nominations from the floor will be permitted. Officers and directors will be elected by simple majority of members present. All Active Members of the Society in good standing will be eligible for the Board of Directors.

Section 3. Terms of Office

The directors shall be elected for a term of two years. Officers will be elected to a two-year term, and may be elected to a second two-year term. Officers shall take office on January 1.

Section 4. Conditions of Office

Any elected or appointed member of the Board of Directors who misses three (3) Board meetings within a single business year or who otherwise is unable to perform the obligations of the Board member may be asked to relinquish his/her office by the Board.

Section 5. Powers

The Board of Directors is empowered to establish policies, rules and regulations for the Society in order to carry out its purposes.

Section 6. Vacancies

The President shall have the authority to fill all vacancies that may occur by appointment with ratification by the Board of Directors. In the event the President is unable to fulfill tenure of the office, the Vice President shall serve as acting president until the next election.

Section 7. Meetings

The Board of Directors of the Society shall meet at least twice annually.

Section 8. Quorum

At any meeting of the Board of Directors, those present and voting shall constitute a quorum.

ARTICLE VII – Committees

Section 1. Nominating Committee

The Nominating Committee shall be appointed by the President and be composed of three (3) members, including the Immediate Past President. The Immediate Past President will chair the committee. The duties of the Nominating Committee shall be to nominate to the Society membership the names of candidates for the offices of President, Vice President, Secretary, and Treasurer, as well as candidates for the expiring at-large member positions.

Section 2. Other Committees

The President may appoint additional committees to assist in the work of the Society with the approval of the Board. Committee chairs will be Active Members of the Society.

Section 4. Meetings

The Committees shall meet at the call of the chairperson or his/her designee, upon at least five (5) days notice.

ARTICLE IX – Affiliation Agreement

Section 1. Society Affiliation

The Society shall maintain affiliation with the Indiana Hospital Association.

ARTICLE X – Acceptance and Amendments

Section 1. Amendments

These By-Laws may be altered, amended or repealed by a two-thirds (2/3) vote of the members present at the Annual Meeting of the Indiana Society for Healthcare Public Relations and Marketing. Notification of proposed By-Law changes shall be made at least thirty (30) days prior to the meeting.