



# **ByLaws**

Approved  
April 7<sup>th</sup>, 2009

<b>Article I</b>	<b>Title and Affiliations</b>
<b>Section 1.</b>	<b>Title:</b>
	The name of this organization shall be <b>MINNESOTA HEALTHCARE CENTRAL SERVICE MEMBERS ASSOCIATION,</b> and shall hereinafter be referred to as the Association.
<b>Section 2.</b>	<b>Affiliations:</b>
	Agreements of affiliation may be undertaken with the approval of the voting membership, and, in accordance with the procedures required for amending these By-laws (see Article IX). Such affiliations may not conflict with the objectives of this Association as defined by these By-laws.  Our current affiliation shall be with IAHCSSM, the International Association of Healthcare Central Service Materiel Management.

<b>Article II</b>	<b>Objectives and Functions</b>
<b>Section 1.</b>	<b>Objectives:</b>
	The purpose of this association is the improvement of patient care through the development and education of its members in the areas of sterilization, surgical instrumentation and related Central Service practices.
<b>Section 2.</b>	<b>Functions:</b>
	<ul style="list-style-type: none"> <li>A. To develop managerial, supervisory, and technical skills of the members.</li> <li>B. To promote programs of educational interest to the membership.</li> <li>C. To provide regular opportunity for group discussion.</li> <li>D. To pool the knowledge and experience of members for the purpose of providing the best service possible to all departments of the hospital.</li> <li>E. To discuss and attempt to solve problems submitted by fellow members.</li> <li>F. To stimulate interest through presentation of new techniques and products.</li> </ul>

<b>Article III</b>	<b>Policies</b>
<b>Section 1.</b>	This Association shall be non-sectarian and non-partisan.
<b>Section 2.</b>	No products or commercial enterprises shall be endorsed by this Association.
<b>Section 3.</b>	Donations to the Association may be solicited with the approval of the membership for specific purposes.
<b>Section 4.</b>	Monies received by the Association shall be used in accordance with the Objectives and Functions set forth in Article II of these By-laws.

<b>Article IV</b>	<b>Membership</b>
<b>Section 1.</b>	<b>Membership categories:</b>
	<p>A. Voting Members:</p> <ul style="list-style-type: none"> <li>a. Qualifications: <ul style="list-style-type: none"> <li>i. To be eligible for membership, an applicant must perform, instruct, oversee, direct, or supervise Central Service functions.</li> <li>ii. Must have paid annual dues by the December Meeting of each business year or upon application of membership.</li> </ul> </li> <li>b. Privileges: <ul style="list-style-type: none"> <li>i. May participate in all activities of the Association.</li> <li>ii. May hold office</li> </ul> </li> </ul> <p>B. Honorary Members:</p> <ul style="list-style-type: none"> <li>a. Qualifications: <ul style="list-style-type: none"> <li>i. Limited to distinguished members no longer actively employed in the profession, and to those in related professions who have contributed significantly to the advancement and/or development of Central Service.</li> <li>ii. May be nominated by a current voting member of the Association.</li> <li>iii. Granted on recommendation of the Executive Committee, and with the approval of 2/3 the voting Members present and voting.</li> </ul> </li> <li>b. Privileges: <ul style="list-style-type: none"> <li>i. May participate in all activities of the Association, except: <ul style="list-style-type: none"> <li>1. may not vote</li> <li>2. may not hold office</li> </ul> </li> </ul> </li> </ul>

	<p>C. Vendor/Sponsor Members</p> <ul style="list-style-type: none"> <li>a. Qualifications <ul style="list-style-type: none"> <li>i. Have an interest in the functions of Central Service, which relates to their business or field.</li> <li>ii. Must have paid annual dues by December meeting of each business year or upon application of membership.</li> </ul> </li> <li>b. Privileges <ul style="list-style-type: none"> <li>i. The vendor/sponsor member is an individual member, and the membership status is not intended to encompass a company, corporation, or similar legal entity.</li> <li>ii. May participate in all educational activities at regular membership or business meetings.</li> <li>iii. May vote.</li> <li>iv. May hold certain MHCSMA offices such as: <ul style="list-style-type: none"> <li>1. Board Member at Large</li> <li>2. Secretary</li> <li>3. Treasurer.</li> </ul> </li> <li>v. Vendor/Sponsor members are not eligible to become: <ul style="list-style-type: none"> <li>1. President Elect.</li> <li>2. President.</li> <li>3. MHCSMA’s representative to IAHCSSMM.</li> </ul> </li> <li>vi. Will be given the opportunity to display their products at MHCSMA sponsored exhibitions and seminars.</li> <li>vii. May be given the opportunity to represent their interests/ products to the membership at the conclusion of/during the educational portion of the bi-monthly meetings, upon the approval of the executive committee.</li> </ul> </li> </ul>
<b>Section 2.</b>	<b>Procedures</b>
	<ul style="list-style-type: none"> <li>A. Membership applications with the initial annual dues must be submitted to the Treasurer for approval.</li> <li>B. Upon approval the new member will receive: <ul style="list-style-type: none"> <li>1. a copy of the by-laws,</li> <li>2. a certificate of membership,</li> <li>3. a membership address/phone list,</li> <li>4. a current list of items in the MHCSMA library, and</li> <li>5. the most recent issue of the Association meeting minutes.</li> </ul> </li> <li>C. MHCSMA’s year coincides with the calendar year: <ul style="list-style-type: none"> <li>1. membership is paid for the calendar year, or fraction thereof;</li> <li>2. membership expires on December 31<sup>st</sup> of the membership year.</li> </ul> </li> </ul>

<b>Article V</b>	<b>Offices, Terms, Elections and Appointments</b>
<b>Section 1.</b>	<p>The MHCSMA Board of Directors shall consist of the following offices and terms:</p> <p>President: 2 years  President Elect: 1 year  Immediate Past President: 1 year  Treasurer: 2 years  Secretary: 2 years  2 to 6 Executive Board members: 2 years.</p>
<b>Section 2.</b>	<p>Qualifications:</p> <p>Must be a voting member.  Must be a member of the current affiliating organization - IAHCSSM.</p>
<b>Section 3.</b>	<p>Each year, at the October meeting or as soon as practicable thereafter, the voting members will nominate candidates for President Elect, Treasurer, Secretary and Executive Board Members, as specified in section 5.</p>
<b>Section 4.</b>	<p>Elections will be held by mail (either electronic or regular) during the month of November.</p>
<b>Section 5.</b>	<p>On Even Numbered Years, MHCSMA members will elect:  A President Elect,  A Secretary, and  One to three Executive Board Members.</p> <p>On Odd Numbered Years, MHCSMA members will elect:  A Treasurer, and  One to three Executive Board Members.</p>
<b>Section 6.</b>	<p>Election results will be certified and announced during the December meeting.</p>
<b>Section 7.</b>	<p>Terms of office commence on the January 1<sup>st</sup> immediately following the December announcement and certification.</p> <p>The terms of office will be effective until the end of the appropriate calendar year.</p>
<b>Section 8.</b>	<p>In case of an officer's resignation or an unexpected vacancy, the Board of Directors shall seek nominations among the membership and appoint a replacement for the remainder of the officer's term.</p>

<b>Article VI</b>	<b>Duties of Officers</b>
<b>Section 1.</b>	<b>President:</b>
	<ul style="list-style-type: none"> <li>A. Preside at all meetings.</li> <li>B. Oversee necessary committees.</li> <li>C. Represent MHCSMA at IAHCSSM’s annual meeting at the expense of MHCSMA, providing funds are available.</li> <li>D. Provide liaison and communication between MHCSMA and IAHCSSM.</li> <li>E. Notify IAHCSSM of the result of the MHCSMA elections, following the December meeting as indicated in the IAHCSSM recharter procedures.</li> <li>F. Report the activities and news from IAHCSSM including that from chapters at each association meeting.</li> <li>G. Review proposed annual budget for approval at Annual meeting.</li> </ul>
<b>Section 2.</b>	<b>President Elect:</b>
	<ul style="list-style-type: none"> <li>A. Assumes all the duties of the President when the President is absent.</li> <li>B. Becomes the President when the office is vacated.</li> </ul>
<b>Section 3.</b>	<b>Treasurer:</b>
	<ul style="list-style-type: none"> <li>A. Keeps all financial records of the Association, including bank statements and cancelled checks.</li> <li>B. Reports the financial status of the Association at each meeting.</li> <li>C. Submits financial statement for audit by the Board of Directors at the end of the business year.</li> <li>D. In the second year of office, represent MHCSMA at IAHCSSM annual meeting at the expense of MHCSMA, providing funds are available.</li> <li>E. Serves as good-will liaison for Association matters relating to the well being of members and reports activities at meetings.</li> <li>F. Maintains membership records, provides Executive Committee with current listing by category prior to each annual meeting.</li> <li>G. Assures that all board members are members in good standing of the affiliating organization.</li> </ul>

<b>Section 3.</b>	<b>Secretary:</b>
	<ul style="list-style-type: none"> <li>A. Keep minutes of all meetings of the chapter.</li> <li>B. Preserve all letters and transactions of the organization.</li> <li>C. Notify all members of the time and place of the meetings, two weeks prior to the meetings.</li> <li>D. Serves as good-will liaison for Association matters relating to the well being of members and reports activities at meetings.</li> <li>E. In the second year of office, represent MHCSMA at IAHCSMM annual meeting at the expense of MHCSMA, providing funds are available</li> <li>F. Maintains membership records, provides Executive Committee with current listing by category prior to each annual meeting.</li> </ul>
<b>Section 4.</b>	<b>Immediate Past President:</b>
	<ul style="list-style-type: none"> <li>A. Participates as a member of the executive board.</li> <li>B. Assumes the duties of the President when the President is absent.</li> </ul>
<b>Section 5.</b>	<b>Executive Board Members:</b>
	<ul style="list-style-type: none"> <li>A. Help establish the direction of the organization.</li> <li>B. Participate in organization projects.</li> <li>C. Act as liaisons between the membership and the board.</li> </ul>
<b>Section 6.</b>	<b>Accountability:</b>
	<p>The officers of the Association are responsible to the Board of Directors, and to the membership, for the enforcement of the by-laws.</p> <p>Officers are expected to attend a minimum of six meetings a year, or 80%, whichever is less. In return, MHCSMA will pay the officer's IAHCSMM annual membership dues.</p> <p>Officers unable to perform the duties of their office will be asked to reimburse MHCSMA for their IAHCSMM dues.</p>

<b>Article VII</b>	<b>Meetings</b>
<b>Section 1.</b>	<b>General Membership meetings.</b>
	<p>General membership meetings shall be held on a periodic, scheduled basis and will include</p> <ul style="list-style-type: none"> <li>A. An educational session;</li> <li>B. A forum “Problem Clinic” to discuss CS related issues or questions;</li> <li>C. A business meeting.</li> </ul>
<b>Section 2.</b>	<b>Business Meeting agenda:</b>
	<p>The preferred order of business shall be:</p> <ul style="list-style-type: none"> <li>A. Call to order</li> <li>B. Minutes of previous meeting</li> <li>C. Report of the President</li> <li>D. Report of the Treasurer</li> <li>E. Report of standing committees</li> <li>F. Unfinished old business</li> <li>G. New business</li> <li>H. Adjournment</li> <li>I. Next meeting date.</li> </ul>
<b>Section 3.</b>	<b>Quorum:</b>
	<p>In order to make a decision for the organization, a quorum shall be:</p> <ul style="list-style-type: none"> <li>A. Four officers present at a Board meeting.</li> <li>B. Ten members present at a regularly scheduled membership or business meeting.</li> </ul>

<b>Article VIII</b>	<b>Amendments</b>
<b>Section 1.</b>	<b>Who introduces:</b>
	Any board member may introduce changes to these bylaws.
<b>Section 2.</b>	<b>Amendment procedure:</b>
	Amendments will be discussed at Board meetings and will be brought up for a vote of the membership.  The membership will vote either at a regular membership meeting, or by mail (electronic or regular) as determined by the Board.