

BYLAWS, RULES, AND REGULATIONS
OF THE SOCIETY FOR
ARKANSAS HEALTHCARE PURCHASING AND MATERIALS MANAGEMENT

ARTICLE I - - Name

The name of the organization shall be the Society for Arkansas Healthcare Purchasing and Materials Management.

ARTICLE II - - Affiliations

The Society for Arkansas Healthcare Purchasing and Materials Management declares itself an affiliate of the Arkansas Hospital Association (AHA) and the Association for Healthcare Resource and Materials Management (AHRMM).

Wherein the affiliations are for the purpose of furthering the goals of each Association, there shall exist no legal liabilities (or responsibilities) of either Association to the other.

ARTICLE III - - Objectives

The objectives of the Society shall be to:

- A. Bring about close cooperation among hospital purchasing staff and vendors in order to promote efficiency in hospital purchasing.
- B. Cooperate with hospitals and allied associations in matters pertaining to purchasing, standardization, and simplification.
- C. Encourage and assist members to develop their knowledge and increase their effectiveness in hospital purchasing.
- D. Provide a medium for the interchange of ideas and dissemination of material relative to hospital purchasing.
- E. Encourage and assist members to attend regular meetings, conferences and educational programs on hospital purchasing.

The Society is organized exclusively for charitable, scientific, and educational purposes as a not-for-profit association. It shall be conducted so that no part of its income or earnings will inure to the benefit of any member, director, officer or other individual. Upon dissolution, the assets shall be distributed to an organization enjoying an exempt status under S501 (c)(3) of the Internal Revenue Code or successor statutory authority.

ARTICLE IV - - Membership

Section 1. Eligibility:

- A. Regular membership. Individuals eligible for regular membership in the Society shall be those active in the field of medical care purchasing. Membership in the Society shall become effective upon approval of the Board of Directors of a completed application form and receipt of the specified dues.

- B. Affiliate Membership. Affiliate membership may be granted to those individuals who are in a position to provide supplies, services or consultation to healthcare procurement personnel. Membership in the Society shall become effective upon approval by the Board of Directors of a completed application form and receipt of the specified dues. Affiliate members shall be eligible to hold office as Affiliate Board Representatives, shall have voting rights and will be granted a discount on booth rental at the Annual Meeting and Trade Show
- C. Transfer of membership: Membership in SAHPMM is transferable for institutions that pay membership dues and for individuals who pay their own dues. All eligibility requirements for SAHPMM and the Arkansas Hospital Association (AHA) must be met.

Section 2. Termination:

Membership may be terminated by the Board of Directors for failure to pay dues or noncompliance with any pertinent provisions of these Bylaws and any rules and regulations promulgated pursuant thereto.

ARTICLE V - - Officers and Directors

Section 1. Eligibility:

Each elected officer or director of the Society shall be a medical care purchasing manager who is a regular member of the Society for Arkansas Healthcare Purchasing and Materials Management.

Section 2. Attendance at Board Meetings:

- A Any Board members missing at least three (3) meetings in one year may be replaced.

Section 3. Officers and Directors:

- A. The officers shall be a president, a president-elect, and a secretary.
- B. There shall be thirteen directors, consisting of the president, president-elect, secretary, one immediate past president, a representative from each of the seven hospital districts: Northwest, North Central, Northeast, Arkansas Valley, METRO, Southeast and Southwest or an at-large representative and two affiliate representatives. If a representative cannot be identified for a district, an at-large representative may be used to complete the seven representatives.
- D. All officers and voting power shall be as outlined in the Group Affiliation Contract with the Arkansas Hospital Association.
- E. All officers and directors will hold membership in AHRMM. (*See Article VIII, Section 4*)

Section 4. Elections:

The officers and directors shall be elected at the annual meeting, and shall assume office upon installation.

Section 5. Terms:

- A. The president, president-elect, secretary and past president shall serve for a two-year term.
- B. Each director shall serve three years.

Section 6. Duties of President:

The president will be the chief executive officer of the Society. He shall preside at all meetings of the Society and serve as chairman of the Board of Directors. He is a voting member of the Board but will cast his vote only in case of a tie. It shall be his duty to supervise the activities of the Society. He shall perform other duties as authorized by the Board of Directors. The president may not succeed himself.

Section 7. Duties of President-elect:

The president-elect shall, in the absence of or because of incapacity of the president, perform all duties and assume all responsibilities of the president. The president-elect will also function as the membership coordinator and will handle all activities involving membership. He will be a voting member of the Board of Directors and shall assume the office of president following the installation service at the annual meeting.

Section 8. Duties of Secretary

The secretary shall prepare the minutes of the Society which shall be available to the members for inspection. The secretary shall be a voting member of the Board of Directors.

Section 9. Duties of Past President:

The past president will act in an advisory capacity only; however, he will be a voting member of the Board of Directors. The Immediate Past-President will serve as the Education Coordinator for upcoming meetings.

Section 10. Duties of Board of Directors:

The Board of Directors shall have authority to make policy decisions for the Society, and to establish rules and procedures for the Board of Directors and for the Society. Each Board member shall have only one vote.

Section 11. Vacancies:

The Board of Directors shall fill any unexpired term at the next regular meeting.

In the event the president shall be unable to fulfill tenure of his office, the president-elect shall act as president until the next annual meeting, at which time he will assume the presidency.

ARTICLE VI - - Meetings

Section 1. Scheduled Meetings:

- A. There shall be a minimum of one (1) annual meeting and trade show and one educational seminar.
- B. The annual meeting will include an installation of officers.

Section 2. Meetings of Board of Directors:

The Board of Directors of the Society shall meet not less than twice each year, at the call of the president, or at the request of a majority of the Board members. These meetings may be face-to-face or held via conference call. A quorum must be met to constitute a meeting.

Section 3. Special Meetings:

Special meetings may be called at the request of the president or the Board of Directors.

Section 4. Quorum:

- A. Seven members shall constitute a quorum of the Board. A motion may be carried by majority of those present and voting.
- B. At the regular meetings, a majority of regular members present and voting rules.

Section 5. Voting:

- A. Voting members at all scheduled Board meetings will include the president, past president, president-elect, secretary, district or at large representatives.
- B. Only regular members may vote at the annual meeting.

ARTICLE VII - - Committees

Section 1. Nominating Committee:

The Board of Directors shall serve as the nominating committee. The duties of this committee shall be to nominate candidates for the Board of Directors and all the officers with the exception of the office of president. The names of the candidates nominated by the committee shall be presented to the membership at the annual meeting or via electronic survey.

Section 2. Other Committees:

Special committees may be appointed by the president for special projects as authorized by the Board of Directors.

ARTICLE VIII - - Dues

Section 1. Rate of Dues:

Annual dues of the members of this Society shall be \$15 more than a personal membership in the Arkansas Hospital Association, subject to change by the Board, and shall be due in January. Special fees may be requested at the discretion of the Board.

Section 2. Dues Delinquency:

The membership of a member who has not paid his dues by March 1 shall be terminated.

Section 3. Suspension and Expulsion:

Any member whose conduct shall be detrimental to the best interest of the Society, or who shall willfully violate its bylaws, rules, or regulations, may be suspended or expelled by action of the Board of Directors after affording the member an opportunity for a hearing before the Board of Directors.

Section 4. AHRMM Dues

The SAHPMM board will vote in January of each year as to whether adequate funds are available for the State Association to pay each board member's AHRMM dues. Also, the Society will discuss the option of sending a board representative to the AHRMM conference that calendar year. The Society will pay hotel accommodations and conference registration to the meeting. The Society will also pay any unreimbursed meals and mileage by their facility.

ARTICLE IX - Amendments

These bylaws may be altered, amended or repealed by a two-thirds vote of the members, at a regular meeting, at a special meeting called for this purpose, or via electronic voting via the internet. Written notice of proposed changes shall be sent to all members at least two weeks in advance of the meeting.

Revised: November 20, 2003
February 15, 2016