

SUNCOAST CASE MANAGEMENT ASSOCIATION BYLAWS AS PROPOSED MARCH 2003

(Revised 2009)

BYLAWS

ARTICLE I

NAME AND LOCATION

Section 1 The name of this organization shall be the SUNCOAST CASE MANAGEMENT ASSOCIATION,

(SCMA), a non-profit corporation incorporated in the state of Florida.

Section 2. The state office of the organization shall be located in the county of Sarasota and localities as may

Be determined by the Board of Directors.

ARTICLE II

ETHICS, GOALS AND PURPOSE

Section 1. Ethics

a. The case manager provides service with respect for dignity of the person unrestricted by considerations of nationality, race, creed, sex, disease process, color, social/financial status or age.

b. The case manager safeguards the individual's right to privacy by judiciously protecting information of a confidential nature, sharing only that information relevant to his care.

c. The case manager maintains individual competence in practice, recognizing and accepting responsibility for individual actions and judgment.

d. The case manager acts to safeguard the patient when his/her care and safety are affected by incompetent, unethical or illegal conduct of any person.

e. The case manager uses individual competence as a criterion in accepting delegated responsibilities and assigning case management activities to others.

f. The case manager participates in the efforts of the organization to define and upgrade standards of

practice and education.

Section 2. Goals and Purpose

a. To provide a forum in which to exchange the experiences, opinions and resources available through discussion, study and publications.

b. To promote the professionalism, philosophy, and recognized scope of practice in the art and science of case management.

c. To educate its members, the health care delivery system, medical professionals, the insurance and other related industries, and the public in the advancement and improvement of quality of care, professionalism, and cost/benefit effectiveness of the case management philosophy.

d. To conduct programs for the promotion and improvement of case management.

ARTICLE III

MEMBERSHIP

Section 1. Qualifications:

Active membership in this organization shall be comprised of individuals who are case management professionals and those who have related business interests as described below:

a. Active membership: Voting members in this organization shall be licensed professionals with a current Florida license who is a certified case manager or is eligible to take the certification examination OR qualified health care providers in a health related occupation OR an individual in a health related occupation that is not a health care provider and is engaged in selling products or services to Case Management professionals.

Section 2. Representation:

a. All members are eligible to vote, serve on elected or appointed committees, and serve as a delegate in an elected office.

b. Only Licensed Case Managers are eligible for the office of President

c. Honorary members do not have voting privileges, nor are they eligible to hold office.

Special assignments may be designated at the discretion of the Board of Directors.

Section 3. Application for membership:

- a. All applicants for membership shall complete and sign the form of application provided by the organization and submit the application to the organization for approval.
- b. Renewal of membership will require an update of the membership application on an annual basis.

Section 4. Members in perpetuity

a. Charter Members: All members present at the organizational meeting of November 2002 shall be considered charter members of the Suncoast Case Management Association.

b. Those members serving as President for 2 or more terms will be considered member in perpetuity

Section 5. Termination of membership: Termination of membership will result from non-payment of dues.

Section 6. Removal from membership: the Board of Directors may remove Members of any classification from membership

for cause by two-thirds vote. For any cause other than non-payment of dues, removal shall occur only after the

member complained against has been advised of the complaint lodged against him/her and has been given reasonable opportunity for defense; such member, if removed, may appeal the decision of the Board of Directors at

the next scheduled Board meeting, providing that notice of intent to appeal is provided to the Chairman of the Board

at least thirty (30) days in advance of that meeting.

Section 7. Annual membership: Dues, payable on January 1st of each new year, are determined by the Board of Directors and

the amount is subject to ratification by the membership. All members are required to pay dues annually. New members joining at the annual conference will begin their membership at that time, and membership will continue thru the next calendar year.

a. Non-members will pay a guest fee for each meeting, the amount to be determined by the Board of Directors.

b. The guest meeting fee shall not be applicable toward membership dues.

Section 8. Delinquency: Any member whose dues are not received by the last working day of January of each new year will be

notified of the delinquency and charged the guest fee, as determined by the Board of Directors, until dues are paid

in full.

Section 9. Refunds: No dues shall be refunded to any member whose membership terminates for any reason.

Section 10. Liability of members: In accordance with non-profit corporation laws, no member of SCMA shall be personally

liable for any debts or obligations of SCMA by virtue of being a member of the organization.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Board of Directors: The governing body of this organization shall be the Executive Board of Directors, which shall

be comprised of the current elected chapter officers including the President, the immediate Past President, the Vice

President (President-Elect), the Secretary, the Treasure and committee chairpersons by invitation of the President.

Section 2. The Board of Directors shall:

a. Meet quarterly and on an as needed basis.

b. Perform the following duties:

i. Determination of annual dues

ii. Annual review and revision of by-laws

iii. Reporting new legislation affecting case management and the organization

a. Address at each meeting

i. The goals of the organization

ii. Financial status of the organization

- iii. Ideas for organizational growth
- iv. Educational opportunities
- v. Special requests of the membership

Sections 3. Duties of the Board

a. Chairman of the Board: shall be the duly elected President of the association as determined in January of each year. Duties of the Chairman of the Board (President) shall be:

- i. Preside over Board meetings
- ii. Act as official representative of the organization
- iii. Act as voting member on all committees
- iv. Appoint chairs for committees as appropriate.

a. Board Vice President shall be the duly elected Vice President of the association as determined in January of each year. Duties of the Board Vice President shall be:

- i. Preside over meetings in the absence of the chairman
- ii. Fulfill other duties of the Chairman in his/her absence
- iii. Be President-elect for the following year or in the event of an unexpected vacancy
- iv. Perform other duties as assigned by the Chairman

a. Board Treasurer shall be the duly elected Treasurer of the association as determined in January of each year.

Duties of the Board Treasurer shall be:

- i. Be responsible for payment of debts and expenses of the association from funds in the treasury.
- ii. Establish proper accounting procedures for handling the organization's funds and be responsible for keeping the funds in such banking institutions as are approved by the Board of Directors with access to the funds by at least two officers of the association.
- iii. Report the financial condition of the organization at all meetings of the Board and at other times when called up by the Board of Directors.
- iv. File annually with the Internal Revenue Service such information as is required for the tax exempt status
- v. Prepare a report at the end of the fiscal year, which will include an audit or a management review by the Board of Directors.
- vi. At the end of his/her designated term, deliver all books, money and other property in his/her charge to the successor or, in the absence of the successor, to the President.

a. Board Secretary shall be the duly elected Secretary for the association as determined in January of each year.

Duties of the Board Secretary shall be:

- i. Maintain minutes of all Board Meetings
- ii. Maintain membership list
- iii. Responsible for proper and legal mailing of notices to members.

ARTICLE V

ASSOCIATION OFFICERS

Section 1 Elected Association Officers: The elected officers of this organization shall be a President, a Vice-President who

shall serve as President-Elect, a Secretary and a Treasurer to be elected by the voting members by ballot in November with installation of the officers held at the January meeting. They shall serve until their successors have been duly elected and assume office.

Section 2. Qualifications of Office: Any voting member in good standing shall be eligible for nomination and election to any elective office of this organization.

Section 3. Nomination and Election of Officers: The nomination committee shall prepare and submit to the membership in

November, a nomination or nominations for each of the four offices of the association. Any person so nominated

shall have given his/her consent prior to nomination and election as an officer. Voting members may submit a

nomination to the nominating committee for consideration.

Section 4. Term of Office: Each elected officer shall take office in January and shall serve for a term of one year with the

President-Elect moving into the President's office the year succeeding his/her President-Elect term. An officer shall

remain in office until his successor is duly elected and qualified or until death, resignation, or removal.

Section 5. Vacancies:

a. President: The President-Elect immediately assumes the presidency in the event of a vacancy.

b. President-Elect: A vacancy in this office is filled by the Officers/Board of Directors from a slate submitted by the Nominating Committee.

c. The Officer/Board of Directors appoint all other vacancies.

Section 6. Removal: Any elected official, regardless of election or appointment, may be removed by recommendation of the

Board of Directors whenever, in its judgment, the best interests of the organization would be served thereby,

provided the elected official upon request was offered an opportunity to have an unprejudiced hearing at which the

elected official was permitted to defend against the termination.

Section 7 Duties of Officers

a. President

i. Presides over all association meetings

ii. Serves as official representative for the association

iii. Ex-official member of all standing and special committees, with the right to vote

iv. Appoints all chairs of committees, subject to the approval of the membership

v. Performs all other such duties as are incident to the office of president, as designated by the Board

of Directors.

a. Vice President

i. Shall be President-Elect and shall succeed to the presidency

ii. Performs the duties of the President in the event of the President's inability to serve.

iii. Performs other duties as may be delegated by the Board of Directors

a. Secretary

i. Maintains records of the proceedings of all business meetings of the association

ii. Properly and legally mails, electronically or by the United States Postal Service,

notices to all members as needed

iii. Executes all orders, votes and resolutions no otherwise committed.

iv. Maintains accurate records for all members, including meeting attendance

a. Treasurer

i. Collects all members' dues and/or assessments

ii. Establishes proper accounting procedures for handling the organization's funds and maintains said funds in such banking institutions as approved by the Board of Directors.

iii. Reports the financial condition of the organization at all association and Board meetings and at other times as called upon by the President.

iv. Provides financial audits, reviews and IRS filings as required.

v. Delivers to a duly elected successor all books, monies and other properties in his/her charge, or, in the absence of a successor, delivers such properties to the

association President.

ARTICLE VI MEETINGS AND VOTING

Section 1. The Association will hold a minimum of six meetings per year, with meeting times and days to be determined by the Board of Directors.

Section 2. Special Meetings of the association may be called by the Board of Directors at any time, or shall be called upon written request by ten (10) active members, within thirty (30) days after filing of the request with the association officers. The business to be transacted at any Special meeting shall be stated in the notice thereof, and no other business may be considered at that meeting.

Section 3. Written notice shall be sent to the last know address or e-mail address of each member at least ten (10) days prior to the scheduled meeting.

Section 4. Quorum: At any Annual or Special meeting of members, a quorum shall consist of fifty percent (50%) of those active members registered for said meeting, providing that no less than ten (10) active members are present. Twenty percent (20%) of the membership including three (3) members of the Officers/Board of Directors constitutes a quorum for a business meeting.

Section 5. At all meetings of the organization, each voting member shall have one vote, and may take part and vote only in person. Unless otherwise specifically provided by these bylaws, a majority vote of those voting members present and voting shall govern.

Section 6. All officers/Board members and committee chairpersons are required to attend at least $\frac{3}{4}$ of the meetings in order to retain their positions. Exceptions are at the discretion of the President and President-Elect.

Section 7. Rules of Order: "Roberts Rules of Order, Recently revised for Parliamentary Procedure" shall govern the meetings and proceedings of the organization, except as may be provided for in these bylaws.

ARTICLE VII COMMITTEES

Section 1. There shall be the following standing committees appointed by the chapter President which are composed of one chairperson and at least three members. Members may co-chair a committee at the discretion of the President. The majority of committee chairpersons must be voting members.

a. Membership: Responsible for seeking out and encouraging new members, planning recruitment and assisting with social events; screening applicants for membership using established criteria for membership eligibility, maintaining a membership list designating active and associate members and notifying the secretary of new members for notice purposes.

a. Nominations: Responsible for proposing members as appropriate candidates for offices which are vacant or about to expire, allowing thirty (30) days for suggestions from the membership. The committee shall then nominate candidates for the required offices as provided in these bylaws and report such nominations at least thirty (30) days prior to the elections.

b. Program: Responsible, along with the Board of Directors, for the planning, format, content and locations of regular meetings and educational conferences. Responsible for obtaining information and/or

content documentation for the provision of both nursing and case management contact hours for attendance at such meetings and conferences.

c. Hospitality: Responsible for assisting sponsors with locations for regularly scheduled, meetings, providing hospitality and welcoming for both sponsors and new members and assisting with obtaining necessary documentation from speakers to assist the program committee in the provision of educational programs.

d. Public Relations:

i. Newsletter: Responsible for creating and distributing to members, vendors and other interested parties, articles of interest and communications of other state and national associations, special events, upcoming meetings and other topics of interest. It shall be published as designated by the Board of Directors in keeping with the communication needs of the organization and shall be self supporting through donations and advertising whenever possible.

ii. Publicity: Responsible for developing promotional materials for the association. Promotes organization activities which reflect the professional and educational goals of the membership.

ARTICLE VIII

AMENDMENT OF BYLAWS

Section 1. The bylaws of this organization may be amended, in whole or in part, by ballot by a majority vote of members,

provided that the proposed amendment(s) have been approved by the Board of Directors and have been submitted

to all members at least thirty (30) days prior to the vote.

ARTICLE IX

DISSOLUTION

Section 1. The organization shall use its funds only to accomplish the objectives and purposes specified in these bylaws and no

part of said funds shall inure, or be distributed to the members. On dissolution of the organization, any funds

remaining shall be distributed, after all debts have been paid, to the members in good standing on a pro rata basis to

the amount of dues paid during the current of most recent fiscal year, with the excess going to a charity selected by

the Board of Directors.

END