

BYLAWS
of the
Health Management and Informatics Alumni Organization

An Affiliate of
The University of Missouri Alumni Association

(Approved April 15, 2004;
amended through January 29, 2005)

ARTICLE I: NAME

The name of the organization shall be the Health Management and Informatics Organization hereinafter referred to as the Organization.

ARTICLE II: PURPOSE

The Health Management and Informatics Organization is an affiliate of the University of Missouri Alumni Association, an independent, not-for-profit educational corporation. The purpose of this Organization is to provide services to its alumni constituency and to the University. Services and activities may be educational, developmental, or social and may encourage both fellowship and constructive contributions to the University. This Organization encourages alumni to support the School of Medicine and University and to participate in building a greater University.

The goals of the organization shall be: (1) to encourage participation of Health Management and Informatics alumni and students in the activities and services of the HMI Alumni Organization, (2) to promote, support, and be involved in the continuing development of the MU Health Management and Informatics program, (3) to provide opportunities for networking, mentoring, information exchange, social interaction, and continuing education among alumni, students, and faculty, (4) to assist alumni and students in identifying employment, residency, and internship opportunities, (5) to promote and maintain the quality of professionalism among graduates of the Health Management and Informatics program, and (6) to communicate and coordinate the activities, interests, and concerns of the HMI Alumni Organization with other organizations.

ARTICLE III: MEMBERS

Section 1. Membership

Membership in this Organization shall be limited to those persons who are:

- (a) graduates, students, former students, or others who evince an interest in the Organization and the University, and who are Regular, Honorary or Associate Members of the University of Missouri Alumni Association, or
- (b) members who are expected to pay the established yearly dues to the MUAA to remain active in the organization, or
- (c) who have been elected to Honorary Membership as defined in Section 2.

Section 2. Honorary Members

Honorary Members shall include all persons who have rendered distinguished service to the University of Missouri or to the Organization and who have been elected to Honorary Membership by the Board of

Directors. The Organization shall pay the established dues to the University of Missouri Alumni Association for any Honorary Members who are not also Honorary Members of the national Association.

Section 3. Rights, Benefits, and Privileges

All members, including Honorary Members, shall receive identical rights, benefits, and privileges of membership as may be determined from time to time by the Board.

ARTICLE IV: OFFICERS

Section 1. Officers

Officers of this Organization shall consist of a President, a President-Elect, a Secretary, a Treasurer, and the Past President. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted in Article VIII of these bylaws.

Section 2. Term and Eligibility

Officers shall serve for a period of two years or until their successors are elected, and their terms of office shall begin following the meeting at which they are elected. The President-Elect shall automatically assume the office of President upon the expiration of the President's term. No member shall hold more than one office at a time; and no member shall be eligible to serve more than two consecutive terms in the same office.

Section 3. Nominations

Not less than 60 days in advance of a meeting regularly held for such purpose, the President shall appoint a Nominating Committee of at least three (3) members, at least one of whom is not a Director. It shall be the duty of this committee to nominate candidates for the Organization offices (except the office of President) and for vacancies on the Board of Directors. The report of the Nominating Committee shall be mailed to members of the Organization at least 14 days prior to the scheduled meeting.

At the meeting, additional nominations from the floor shall be permitted before the election. Nominees need not be members of the Board.

Section 4. Elections

The officers and Directors shall be elected at a meeting regularly held for such purpose; all positions shall be filled by a majority vote of the members present.

Section 5. Resignation or Removal

Any officer may resign by notice in writing to the Board of Directors in care of the Secretary. Any officer may be removed from office for good cause upon the vote of at least two-thirds of the Directors present at a meeting where a quorum of the Directors exists. Such removal shall be considered upon the request of not less than two Directors; any such request shall be submitted in writing to the Board in care of the Secretary. The officer in question shall receive written notice not less than 30 days in advance of the meeting at which the issue of removal is to be addressed. Upon request of the officer subject to the removal action, a hearing shall be held at said meeting prior to the vote of the Directors.

Section 6. Vacancies

In the event of a vacancy in the office of President, the President-Elect shall fill the office for the unexpired term. Other vacancies shall be filled by appointment of the President, with approval of the Organization Board of Directors, for the unexpired term. In the event of the absence or inability to act of the President, the President-Elect shall temporarily carry out the duties of the office.

ARTICLE V: MEETINGS

Section 1. Regular Meetings

The Organization shall hold at least one meeting annually on a date to be determined by the officers. In addition, other regular meetings may be scheduled as needed for the transaction of business or to carry out the purposes of the Organization. Notice of the annual meeting and of other regular meetings shall be mailed to the membership not less than 14 days prior to the meeting date.

Section 2. Special Meetings

Special meetings may be called by the President or by the Executive Committee and shall be called upon the written request of five (5) members of the Organization. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least 14 days' notice shall be given.

Section 3. Quorum

The members present shall constitute a quorum, no less than 10 members, for the conduct of any business of the Organization.

ARTICLE VI: BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall be made up of the officers of the Organization, chairs of standing committees, and at least ten (10) Directors elected by the membership.

Section 2. Powers and Duties

Except as otherwise provided by law, the Articles of Incorporation, or the bylaws of the Organization, all of the authority of the Organization and its government and management shall be exercised by the Board of Directors. The Board of Directors shall have general supervision of the affairs of the Organization between its business meetings, fix the hour and place of meetings, make recommendations to the Organization, and shall perform such other duties as are specified in these bylaws. The Board may solicit funds for specific Organization purposes. The Board shall be subject to the orders of the Organization, and none of its acts shall conflict with action taken by the Organization.

Section 3. Meetings

The Board shall meet at least twice each year and as often as necessary for the transaction of business or to carry out the purposes of the Organization; it shall determine its own meeting times. The annual general meeting will be held during the Fall Conference. Special meetings of the Board may be called by the President and shall be called upon the written request of three members of the Board. Procedures for notice shall be similar to those established in Article V, Sections 1 and 2. The Board may authorize the transaction of business by the Board by mail or by telephone. All members of the Organization are entitled to attend Board meetings.

Section 4. Term and Eligibility

- (a) Directors shall serve for a period of two years and until their successors are elected. Their terms of office shall begin following the meeting at which they are elected.
- (b) No person shall be selected for more than six consecutive years as a Director of the Organization, except as follows: Officers listed in Article IV, Section 1, shall be members of the Board for as long as they hold office, without regard to any limit otherwise imposed by this Section.
- (c) After absence from the Board of Directors for a minimum of two years, any former Director may be selected for additional terms as a Director; however, such additional service is again subject to the limits imposed herein.

Section 5. Nominations

A Nominating Committee shall be appointed and the procedures established in Article IV, Section 3, shall be followed to fill vacancies on the Board of Directors.

Section 6. Elections

The election procedure established in Article IV, Section 4, shall be followed in electing members to the Board of Directors.

Section 7. Resignation or Removal

Any Director may resign by notice in writing to the President in care of the Secretary. Any Director may be removed from office for good cause upon the vote of at least two-thirds of the Directors present at a meeting where a quorum of the Directors exists. Such removal shall be considered upon the request of not less than two Directors; any such request shall be submitted in writing to the President in care of the Secretary. The Director in question shall receive written notice not less than 30 days in advance of the meeting at which the issue of removal is to be addressed. Upon request of the Director subject to the removal action, a hearing shall be held at said meeting prior to the vote of the Directors.

Section 8. Vacancies

Vacancies shall be filled by appointment of the President, with approval of the Board of Directors, for the unexpired term.

Section 9. Executive Committee

(a) An Executive Committee shall be established, whose members shall serve one-year terms commencing at the close of the meeting at which new officers and Directors are elected. The Executive Committee shall consist of the officers, the Past President and at least one Director selected by the Board of Directors at said meeting. Alumni Association staff members shall be ex-officio, non-voting members of the Executive Committee.

(b) Unless otherwise provided by law or the bylaws of the Organization, the Executive Committee shall have full authority to conduct the business of the Organization, subject to the approval of the Board of Directors at its next regular or special meeting. An act or authorization of an act by the Executive Committee shall be as effective for all purposes as the act or authorization of the Board of Directors, including authorization of activities, expenditures, and all other matters normally within the jurisdiction of the Board, so long as the action is approved by a vote of a majority of the total membership of the Executive Committee. All members of the Organization are entitled to attend meetings of the Executive Committee.

Section 10. Expenditures

No expenditure in excess of \$100 of unallocated funds of this Organization shall be made unless it has been authorized by the Executive Committee.

ARTICLE VII: COMMITTEES AND TASK FORCES

Section 1. Standing Committees

The following standing committees shall be established: Membership and Student Relations. The President, with the approval of the Board, shall fill all vacancies on such standing committees and shall appoint or reappoint the committee Chairmen each year. Chairmen of standing committees shall be considered members of the Board when appointed and are subject to the term limitations established in Article VI, Section 4. A substantial number of members of each such committee shall be persons who are not Directors.

Section 2. Membership Committee

A Membership Committee of at least two members shall be appointed. This committee shall recommend ways to enhance service to members, develop plans and programs for attracting new members and retaining existing members, and determine ways to encourage participation from active and inactive alumni in the affairs of the Organization. The committee shall report to the Board of Directors at least twice each year.

Section 3. Student Relations Committee

A Student Relations Committee of three members, at least two of whom are not Directors, shall be appointed. This committee is charged with assisting in student recruitment efforts which may include speaking with prospective students, raising money for student scholarships and with selecting candidates to receive scholarship(s) and other activities that the Board develops. The committee shall report to the general membership at least once each year.

Section 4. Other Committees and Task Forces

(a) The Board or the President may establish and appoint other committees and task forces deemed necessary or appropriate, to serve the Organization. The Chairman of any such advisory committee or task force must be a member of the Organization and is considered an advisor to the Board of Directors. A substantial number of members of each such committee and task force shall be persons who are not Directors.

(b) The President of this Organization automatically shall be an ex-officio member of all committees and task forces, except the Nominating Committee.

ARTICLE VIII: PARLIAMENTARY AUTHORITY

The usual parliamentary rules governing deliberative bodies contained in the current edition of *Robert's Rules of Order* shall govern the Organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Organization may adopt.

ARTICLE IX: AMENDMENT OF BYLAWS

These bylaws may be amended at any regular or special meeting of the Organization by an affirmative two-thirds vote, provided that the proposed amendments have been mailed to all members of the Organization not less than 14 days prior to the meeting at which they will be considered.

ARTICLE X: MISCELLANEOUS PROVISIONS

Section 1. Development Fund

The Organization endorses and pledges its support of the University Development Fund, which is the official fund-raising agency of the University.

Section 2. Fiscal Year

The fiscal year of the Organization shall be from the first day of July each year through the 30th day of June in the succeeding calendar year.

Section 3. Definitions

As used in these bylaws, the following terms shall mean:

- (a) Association: the University of Missouri Alumni Association;
- (b) Organization: the Health Management and Informatics Alumni Organization
- (c) Board or Board of Directors: the Board of Directors of the Health Management and Informatics Alumni Organization

- (d) Director: a member of this Board of Directors; and
- (e) University: the University of Missouri-Columbia.

APPENDIX DUTIES OF OFFICERS

1. President

The President shall call and preside at all meetings of the Organization, its Board of Directors and Executive Committee and shall have general charge of, and control over, its operations. The President shall appoint the members of all committees and shall be an ex-officio member of all committees, except the nominating committee. The President shall perform such additional duties as may from time to time be prescribed by the Board of Directors or the Bylaws. The president shall be responsible for updating bylaws as required. The president shall be the principle liaison with the MU Health Management and Informatics program and students.

2. President-Elect

The President-Elect shall assist the President in the operations of the Organization and shall perform such additional duties as may be prescribed from time to time by the Board of Directors or the Bylaws. The President-Elect shall succeed to the office of President upon expiration of the current President's term, or in the event of a vacancy in the office of President. In the absence of the President, the President-Elect shall serve in his or her stead.

3. Secretary

The Secretary shall keep a record of all the proceedings of the Organization; shall keep on file all committee reports; shall maintain the official membership roll; shall maintain record books of bylaws, standing rules and minutes; shall send out to the membership notices of each meeting; shall prepare the meeting agenda; and shall conduct the general correspondence of the Organization. The Secretary shall make the minutes and records of the Organization reasonably available to any member upon request. In the absence of the President and President-Elect, the Secretary shall call the meeting to order and preside until the immediate election of a president pro tem.

4. Treasurer

The Treasurer shall be entrusted with custody of the funds of the Organization and shall disburse funds upon the authority of the Board of Directors or the Bylaws. The Treasurer shall make a full financial report annually and make such interim reports as the Board of Directors or Executive Committee may direct.

5. Past President

The Past President shall serve as a member of the Executive Committee. The Past President shall perform such additional duties as may from time to time be prescribed by the Board of Directors or the Bylaws.