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Bylaws

XX Chapter of the Society of Hospital Medicine

A Pennsylvania nonprofit Corporation

Effective XX/XX/XXXX

Article I: General

Name. The name shall be known as the XXX Chapter of the Society of Hospital Medicine (SHM), a nonprofit corporation in the Commonwealth of Pennsylvania.

Location. The geographical area of members represented by this chapter includes XXXX

The principal office is in Pennsylvania, also known as the National Office of the Society of Hospital Medicine.

Article 2: Purposes

- (a) The purposes of the Corporation are exclusively for charitable purposes as set forth in the Articles of Incorporation. In pursuing such purposes, the Corporation shall not act so as to impair its eligibility for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended;
- (b) Support the policies and goals of the Association as set forth in Article 1, and in all matters act in harmony with the principles and procedures of national Association and its constitution;
- (c) Promote high quality and high value health care for every hospitalized patient
- (d) Advancing the state of the art in hospital medicine through education and research
- (e) Improving hospitals and the health care community through innovation, collaboration and patient centered care
- (f) Supporting and nurturing a vibrant, diverse and multidisciplinary membership to ensure the long-term health of hospital medicine

(g) Other

Article III: Members

Voting Members: The Chapter shall have classes of voting members consistent with membership in good standing in the National Association (of the Society of Hospital Medicine) consisting of:

1. Physician Members: practicing hospitalist physicians (including those focused on research, education, or administration).
2. Nurse Practitioners and Physician Assistants: Hospital medicine nurse practitioners and physician assistants.
3. Practice Administrators: hospital medicine administrators and managers.

4. Affiliates: Practitioners working in hospital medicine including healthcare policy analysts, medical librarians, etc.
5. Allied Health Professionals: Registered nurses, hospital pharmacists and other practitioners working in hospital medicine.
6. International Hospitalists: Non-US and non-Canadian individuals are eligible to join SHM at a reduced membership rate with digital access to SHM publications.
7. Residents/Fellows: Physicians in residency and fellowship programs.
8. Students: Individuals enrolled in accredited medical programs (includes MD, DO, NP, PA, etc.).

Non-Voting Members: The Chapter shall have classes of non-voting members who may be invited to attend chapter meetings but may not vote or hold office:

1. Residents/Fellows: Physicians in residency and fellowship programs.
2. Students: Individuals enrolled in accredited medical programs (includes MD, DO, NP, PA, etc.).

Requirements for Membership: Individual must be an active dues-paying member of the Society of Hospital Medicine and have a primary address within The Chapter's geographic representation.

Dues: There will be no Chapter Dues.

Article IV: Officers and Organization

Number, Election and Terms of Officers: The officers of The Chapter shall consist of the **President, Vice President, Immediate Past President, Secretary, Treasurer and Membership Director**. The term of office shall be **two years**. Officers may serve no more than **two consecutive terms**. (The Society of Hospital Medicine requires that a chapter elects a minimum of three officers, from its active members, within a reasonable term limit established by The Chapter). The composition of the Board may be modified with consent of the Board and a majority vote of the participating Voting Members of the chapter. Elected officers shall be chosen **biannually** among Voting Members in good standing by ballot of eligible Voting Members.

Removal: **Any Officer may be removed from office, without the assignment of cause, by a vote of a majority of current Officers at a duly convened meeting of the Board, provided that written notice of the intention to consider removal of such Officer has been included in the notice of the meeting. No Officer shall be removed without having the opportunity to be heard at such meeting, but no formal hearing procedure need to be followed.**

Quorum: A majority of all the members of the Board present in person or with permission via conference at any duly convened meeting, shall constitute a quorum for the transaction of business at any meeting, and the acts of the majority of the Board present at a meeting at which a quorum is present shall be the acts of the Board, unless a greater number is required by the Act or these Bylaws.

Vote: Every Officer shall be entitled to one (1) vote.

Regular Meetings: Regular meetings of the Board shall be held as determined by the Board. These may be in person or via conference call as determined by the Board.

Duties: The duties of the Board Officers shall include the following:

The President works with other chapter leaders and members to develop and drive the chapter's annual goals and strategic plan. The President organizes and presides at all chapter member and chapter leadership meetings, generally supervises the business of the chapter and guides the leadership to realize the chapter's goals, meeting plans and other chapter initiatives. The President also recruits new members for the chapter, attends SHM annual conferences when able and attends quarterly chapter leader conference calls.

The President-Elect has the power of the President in his/her absence, collaborates with the President to learn the President's role, becomes familiar with the programs of the chapter and its governance and develops and facilitates officer transitions. The President-Elect also assists and supports the President as needed and automatically becomes the President at the end of the President-Elect's term, which coincides with the end of the former President's term.

The Treasurer will review and keep the board aware of chapter activity funds, develops relationships with vendors and works with SHM Staff to confirm displays for chapter meetings. Along with the Secretary, the Treasurer fulfills the responsibilities of the President and/or President-Elect when he/she is unavailable.

The Secretary assures that minutes are prepared and maintained for all chapter leadership and chapter member meetings, posts meeting synopses on the chapter's HMX community, assists in determining meeting content and fulfills the responsibilities of the President in his/her absence.

The Membership Director works with other chapter leaders to recruit, retain and engage members within the chapter's geography. The Membership director sends out notices of meetings and works with the SHM National Office to maintain an accurate and updated list of members and prospective members.

NP/PA Membership Director works in partnership with the Membership Director to recruit, retain and engage physician assistants and nurse practitioners within the chapter's geography. The NP/PA Membership Director helps develop content at chapter meetings that is of value of nurse practitioners and physician assistants.

The Immediate Past President provides advice and leadership to the Board of Directors regarding past practices and other matters to assist the Board in governing the Chapter. The Immediate Past President supports the President and the Vice President on an as-needed basis. The Immediate Past President performs the duties of the President in the absence of the President and Vice President.

Resignations: Any member, or officer may resign such position at any time, such resignation to be made in writing and to take effect from the time of its receipt by the Chapter, unless some later time may be fixed in the resignation, and then from that date. The acceptance of the resignation by the Board shall not be required to make it effective.

Filling Vacancies: If the position of any officer or Elected Officer becomes vacant, by an increase in the number of Officers, or by reason of death, resignation, disqualification or otherwise, the Officers may choose a person or persons who shall hold office for the remaining term. If the Vice President is selected to fill a vacancy in the office of President, such person shall be permitted to serve the full term as President to which he or she would normally succeed.

Article V: Meetings and Notice

Place of Meetings: Meetings may be held at such place determined by the Board such that it is within the geographical representation of the chapter. The Chapter should hold a minimum of two regular meetings annually with sufficient notice to the membership.

Notice of Meetings: Chapter Meeting information will be listed on The Chapter's webpage on the Society of Hospital Medicine's website and distributed via email to subscribed members and prospective members within the Chapter's geographical representation.

Meeting Attendance: All members of the Society of Hospital Medicine are eligible to attend the Chapter's Meetings. Prospective members of the Society of Hospital Medicine are also eligible to attend the Chapter's Meetings when determined by the chapter. It is required that all attendees, including both members and non-members, sign-in at the Chapter's meeting.

Article VI: Amendments

The Articles of Incorporation or Bylaws of the Chapter may be amended by a majority of all Officers present at any duly convened meeting of members as long as advanced notice of such purpose has been given, including a copy of the proposed amendment or a summary of the changes to be effected thereby. Amendments should be ratified at the next possible Chapter meeting by a majority of voting members present.