

# All Members Meeting



**himss**<sup>®</sup>

**CENTRAL &  
SOUTHERN OHIO**  
*Chapter*

**Wednesday  
September 30, 2015**

# Agenda

- Review Contact & Social Media Information.
- Introduce Board Members & Committee Members.
- Introduce Sponsors.
- Review Upcoming Events.
- Vote on New Bylaws.
- Q&A With Board Members.



**CENTRAL & SOUTHERN OHIO** *Chapter*

# Contacts

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**CENTRAL & SOUTHERN OHIO** *Chapter*



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## **Social Media**

Facebook – <http://www.facebook.com/csohimss>

Twitter – <http://www.twitter.com/csohimss>

LinkedIn - <https://www.linkedin.com/grp/home?gid=844577>



**CENTRAL & SOUTHERN OHIO** *Chapter*



CENTRAL & SOUTHERN OHIO *Chapter*

# Board Members



CENTRAL & SOUTHERN OHIO *Chapter*

# Board Members



## **President**

Scott Mash, MSLIT, CPHIMS, FHIMSS  
Director of Consulting Operations & HIE  
Outreach  
CliniSync  
[scottmash@outlook.com](mailto:scottmash@outlook.com)



## **Treasurer**

Joanne White  
Chief Information Officer  
Wood County Hospital  
[whitej@woodcountyhospital.org](mailto:whitej@woodcountyhospital.org)



## **Vice President/President Elect**

Jeff Haas  
Director, IT Clinical Systems  
Premier Health  
[jhaas@premierhealth.com](mailto:jhaas@premierhealth.com)



## **Secretary**

Russ Hessler  
Director of HIM  
Madison County Hospital  
[hessler.4@osu.edu](mailto:hessler.4@osu.edu)



## **Past President**

David Kissinger  
Director of Business Development  
Sagacious Consultants  
[DavidKissinger@sagaciousconsultants.com](mailto:DavidKissinger@sagaciousconsultants.com)



## **Marketing**

Joyce Miller  
Vice President/CIO  
Ohio Presbyterian Retirement Services  
[JMillerEvans@corp.oprs.org](mailto:JMillerEvans@corp.oprs.org)



# Board Members



## Programs

Ajay Sharma, FHIMSS  
Project Manager  
Inspirus Consulting  
[Ajay.Sharma@inspirus-consulting.com](mailto:Ajay.Sharma@inspirus-consulting.com)



## Communications

Jamie Sorg  
Chief Information Officer  
Blanchard Valley Health System  
[jsorg@bvhealthsystem.org](mailto:jsorg@bvhealthsystem.org)



## Public Relations

J. Mark Harvey  
Consultant  
EHR Integration Services  
[mark.harvey@ehr-integration.com](mailto:mark.harvey@ehr-integration.com)



## Sponsorship

Victor Simha  
Director of Enterprise Applications  
The Christ Hospital  
[victor.simha@thechristhospital.com](mailto:victor.simha@thechristhospital.com)



## Advocacy

Rick Moore  
Senior Consultant  
CSG Government Solutions  
[rkmoore@dmeconsult.com](mailto:rkmoore@dmeconsult.com)



## Membership

Lisa Cannon  
Director of Resource Management  
The Chartis Group  
[lisacannon86@gmail.com](mailto:lisacannon86@gmail.com)



# Board Members



## Scholarship

Albert Lai, Ph.D.  
Assistant Professor, Dept of Biomedical  
Informatics  
The Ohio State University  
[Albert.Lai@osumc.edu](mailto:Albert.Lai@osumc.edu)



## Member At Large (Voting)

Tom Bentley  
Deputy CIO of Applications  
The Ohio State Wexner Medical Center  
[Thomas.Bentley@OSUMC.edu](mailto:Thomas.Bentley@OSUMC.edu)



## HIE Liaison

Ryan Clark  
Account Executive  
Medasource  
[rclark@medasource.com](mailto:rclark@medasource.com)



## Advisor (Non-Voting)

Gary Ginter  
Chief Information Officer  
Premier Health  
[gginter@premierhealth.com](mailto:gginter@premierhealth.com)



## Member At Large (Voting)

Ben Bernecker  
Vice President  
Partner Healthcare IT  
[bbernecker@hctec.com](mailto:bbernecker@hctec.com)



## Advisor (Non-Voting)

Christina Moore  
Co-Founder and Executive Vice  
President of Sales  
G2 Works  
[christina.moore@g2works.com](mailto:christina.moore@g2works.com)







CENTRAL & SOUTHERN OHIO *Chapter*

# Committee Members



CENTRAL & SOUTHERN OHIO *Chapter*

# Committee Members

## Programs Committee

- Stephanie Kute, Battelle
- Scott Gaines, CoverMyMeds
- Marianne Murphy, Miami University
- Anthony Rose, Miami University
- Alex Vaillancourt, Physician Technology Partners
- Simon Lin, Nationwide Childrens
- Ama Boateng, Student @ Miami University
- Kelly Ottman, Student @ Miami University

# Committee Members

## Sponsorship Committee

- Loretta Hunt, Genesis HealthCare
- Grainne Mangan, TekSystems
- Bob Burritt, Kettering Health Network

# Committee Members

## Membership Committee

- Kapil Bajaj, Ohio University
- Donna Evans, Miami University
- Kim Garver, Dayton Children's Hospital
- Katrina Tallarico, Eclipse Healthcare Consulting, Inc.
- Deb Newman, Student @ Miami University
- Arrington Joyner, Student @ Miami University



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# Sponsors



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## Premier Level Sponsors



***EHR Integration Services***

<http://www.ehrintegration.com>

  
***expedient***

<https://www.expedient.com>

**HIMSS**

CENTRAL & SOUTHERN OHIO Chapter

## Premier Level Sponsors



Business and technology working as one

<http://www.logicalis.com/>

**Sagacious**  
consultants

<http://www.sagaciousconsultants.com>

**HiMSS**

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## Premier Level Sponsors



<http://www.AlegoHealth.com/>



<http://www.thinkahead.com/>

**HiMSS**

CENTRAL & SOUTHERN OHIO Chapter



## Premier Level Sponsors

covermymeds®

<http://www.covermymeds.com/>



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# Elite Level Sponsors



## Elite Level Sponsors



## Partner Level Sponsors





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# Become a Sponsor



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# Become a Premier Sponsor (\$2,500)

- Vendor table at Fall & Spring conference and Advocacy Day event.
- Three free passes for Fall & Spring conferences
- Invitation to pre-event dinners for speakers, special guests and board members.
- Preferential vendor table placement at CSOHIMSS events.
- Recognition as premier sponsor during introductory presentation at all events/programs and on related literature.
- Listing as sponsor on materials for CSOHIMSS luncheon at HIMSS national conference.
- Large logo and company description on chapter website with link to vendor website.
- All benefits listed under Advocacy level sponsors.



# Become an Elite Sponsor (\$1,000)

- Vendor table at Fall & Spring conferences.
- Two free passes for Fall & Spring conferences
- Secondary preferential vendor table placement at CSOHIMSS events.
- Recognition as elite sponsor during introductory presentation at all events/programs and on related literature.
- Listing as sponsor on materials for CSOHIMSS luncheon at HIMSS national conference.
- Medium logo on chapter website with link to vendor website.



# Become a Partner Sponsor (\$500)

- Vendor table at either Fall & Spring conference.
- Two free passes for Fall & Spring conferences
- Tertiary preferential vendor table placement at CSOHIMSS events.
- Recognition as partner sponsor during introductory presentation at the Fall or Spring event and on related literature.
- Small logo on chapter website with link to vendor website.

# Become an Advocacy Sponsor (\$400)

- Vendor table in the Statehouse Atrium for display of company's information.
- Logo and organization listing in Ohio HIMSS Advocacy Day leave-behind materials
- Logo on Ohio HIMSS Advocacy Day webpage with links to sponsor's website.
- Logo on Ohio HIMSS Advocacy Day Displays positioned prominently at gatherings
- Attendance at lunch and reception at the Statehouse Atrium.
- Drink coupons for the Statehouse Atrium Reception







CENTRAL & SOUTHERN OHIO *Chapter*

# Events



CENTRAL & SOUTHERN OHIO *Chapter*

## Events – Fall Conference

### CSOHIMSS 2015 Fall Conference:

**"So Long & Thanks for all the Data!"**  
*THE conference on Population Health*

**Friday, October 23, 2015**  
**8:30 a.m. to 3:30 p.m. (EDT)**

**Mandalay Banquet Center**  
2700 East River Road  
Dayton, Ohio 45439

Agenda & Register at: <https://www.eventbrite.com/e/csohimss-2015-fall-conference-so-long-thanks-for-all-the-data-the-conference-on-population-health-tickets-17746989724>

# Events – 9<sup>th</sup> Annual OHIT Day



Wednesday, April 27, 2016

Ohio Statehouse Atrium

Watch <http://csohio.himsschapter.org/events> for more info!



CENTRAL & SOUTHERN OHIO Chapter

## Events – Spring Conference

# HACK, HACK! IS THAT A COUGH OR A CYBER SECURITY BREACH?

THE conference on cyber security and HIPAA Privacy/Security

**Friday, May 20, 2016**

**The Conference Center at OCLC  
6600 Kilgour Pl  
Dublin, OH 43017**

**Register at: <http://csohio.himsschapter.org/Events>**

# Events – Lunch & Learn Webinars

**Central & Southern Ohio HIMSS  
Lunch and Learn Series!**

**2nd or 3rd Wednesday  
of each month**

**All topics will be health  
information technology related!**

**For a presentation schedule,  
registration information or to  
become a presenter, visit the  
HIMSS website at:**

**<http://csohio.himsschapter.org/Events>**



**HIMSS**

CENTRAL & SOUTHERN OHIO Chapter

# Events – Lunch & Learn Webinars

Wednesday, October 14, 2015, noon – 1:00 PM

Topic/Theme: PQRS Reporting

Presented by: Carol Saavedra, BA

Health Services Advisory Group (HSAG)

Registration:

<https://attendee.gotowebinar.com/register/8879678265374079490>

# Events – Lunch & Learn Webinars

Wednesday, November 18, 2015, noon – 1:00 PM

Topic/Theme: 2015-2017 Meaningful Use Final Rule

Presented by: Cathy Costello, JD

Scott Mash, MSLIT, CPHIMS, FHIMSS

Ohio Health Information Partnership

Registration:

<https://attendee.gotowebinar.com/register/1284906150116149762>

# Events – Lunch & Learn Webinars

Wednesday, December 16, 2015, noon – 1:00 PM

Topic/Theme: Meaningful Use Required Security Review

Presented by: Jim Carroll

Akron Regional Hospital Association

Registration:

Coming soon! Watch <http://csohio.himsschapter.org/events/>



# Events – Lunch & Learn Webinars

Wednesday, January 13, 2016, noon – 1:00 PM

Wednesday, February 17, 2016, noon – 1:00 PM

Wednesday, March 16, 2017, noon – 1:00 PM

Wednesday, April 13, 2017, noon – 1:00 PM

Wednesday, June 15, 2017, noon – 1:00 PM

***Speakers/Presenters Needed!***

***Please share your expertise with other  
CSOHIMSS members on any healthcare IT related  
topic.***



CENTRAL & SOUTHERN OHIO *Chapter*

# Get Involved!



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# How Can You Get Involved?

- Volunteer to participate on a committee
- Submit a proposal to speak at a conference
- Submit a proposal to speak at a lunch & learn webinar
- Become a sponsor
- Encourage others to join CSOHIMSS
- Attend an event!



CENTRAL & SOUTHERN OHIO *Chapter*

# Chapter Bylaws



CENTRAL & SOUTHERN OHIO *Chapter*

**Bylaws of  
Central & Southern Ohio Chapter of HIMSS**

**ARTICLE I  
NAME, PURPOSES AND TERRITORY**

**Section 1. Name.** The name of this corporation shall be Central & Southern Ohio Chapter of Healthcare Information and Management Systems Society (the “Chapter”), an Illinois not-for-profit corporation.

**Section 2. Purposes.** The Chapter is organized for the purpose of promoting the interests of the Healthcare Information and Management Systems Society, an Illinois not-for-profit corporation (“HIMSS”) within the geographic area covered by the Chapter as defined by HIMSS (“Territory”). The purposes of the Chapter shall include:

(a) Planning and scheduling meetings to provide Chapter members and other interested persons an opportunity to share ideas and exchange experiences in the field of healthcare information and management systems;

(b) Assisting Chapter members and others in developing their knowledge, increasing their effectiveness, and maintaining high-quality standards of performance through continuing education;

(c) Planning and conducting training and educational programs designed to promote an understanding of information and management systems work in healthcare; and

(d) Developing and maintaining appropriate relationships with other local and national associations and societies concerned with the improvement of information and management systems.

**Section 3. Offices.** The Chapter shall have and continuously maintain in the State of Illinois a registered office and a registered agent whose office is identical with that registered office and may have such other offices, within or without the State of Illinois, as the Chapter Board of Directors may determine.

**Section 4. Rules.** No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set for herein.

## **ARTICLE II MEMBERSHIP**

**Section 1. HIMSS/Chapter Dual Membership.** Each member of HIMSS in good standing within the Territory automatically shall be assigned membership in the Chapter in accordance with HIMSS procedures. In addition, any HIMSS member in good standing outside of the Territory may elect to become a member of the Chapter upon written request to HIMSS in accordance with its procedures. HIMSS members shall be placed in the Chapter membership category that corresponds with their HIMSS membership category.

**Section 2. Chapter-Only Membership.**

(a) Chapter-only membership may be granted to any individual who (i) is interested in and agrees to support the purposes of the Chapter; (ii) is active and/or interested in the field of healthcare information and management systems; (iii) meets the criteria for Chapter membership in a particular category of Chapter membership as determined by HIMSS; (iv) agrees to abide by these bylaws, the HIMSS Bylaws, the HIMSS Code of Ethics, and such other rules and regulations as the Chapter or HIMSS may adopt; and (iv) meets such additional criteria for membership as HIMSS may establish from time to time.

(b) All applicants must complete the Chapter-Only membership application form and submit the application, along with the designated fee, if any, to the administrative office of HIMSS. Qualified applicants shall become members of the Chapter upon notice from HIMSS.

**Section 3. Membership Categories.** The membership of the Chapter is composed of the following categories and such additional categories as may be established by HIMSS from time to time: Regular Member, Student Member, Retired Member, Life Member, Member Emeritus, and Organizational Membership. The criteria for membership are the same as those established by HIMSS for each such membership category in its bylaws or policies.

#### **Section 4. Member Rights.**

(a) All Chapter members have the right to serve on committees and attend the social and educational meetings of the Chapter.

(b) Only Regular Members and Members Emeritus of the Chapter have the right to vote in the Chapter's elections and on all other matters presented to the Chapter's voting members. "Regular Members" and "Members Emeritus" of the Chapter are collectively referred to herein as the "voting members." Each eligible voting member shall have one (1) vote in the Chapter's elections and on all other matters presented to the voting members.

(c) Only Regular Members and Members Emeritus of the Chapter who also are HIMSS members in good standing have the right to hold office in the Chapter; serve on the Chapter's Board of Directors; and serve in leadership roles on the Chapter's committees and task forces.

**Section 5. Member Resignation.** Any member may resign by submitting notice to the HIMSS administrative office in writing. Resignation will be effective upon receipt. Resignation will not relieve the member of the obligation to pay dues and other assessments accrued before the effective date of the resignation. No portion of any dues paid shall be refunded to the resigned member.

#### **Section 6. Ethics and Discipline.**

(a) **Grounds for Discipline.** A Chapter member may be disciplined for any of the following reasons:

(i) Failure to comply with these bylaws, the HIMSS Bylaws, the HIMSS Code of Ethics, or any other rules or regulations of HIMSS or the Chapter;

(ii) Unauthorized use of HIMSS or the Chapter's name, logo, or other symbols on stationary, publications, advertisements, printed material or in any other manner;

and

and symbols on stationary, publications, advertisements, printed material or in any other manner;

(iii) Immoral, dishonorable, or unprofessional conduct considered prejudicial to the best interests of, or inconsistent with, the purposes of HIMSS or the Chapter.

(b) **Procedures.** A Chapter member may be censured, suspended or expelled for cause and after a fair hearing by an affirmative vote of the majority of the HIMSS Board members present and voting at a duly called meeting of the HIMSS Board of Directors in accordance with HIMSS policies and procedures.

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**Section 7. Automatic Termination.** Membership in the Chapter automatically shall be terminated whenever a Chapter member's membership in HIMSS is terminated. In addition, the membership of any Chapter member who is in default of payment of HIMSS or Chapter dues or any other charges for a period of thirty (30) days from the date on which such dues or charges become payable, or otherwise becomes ineligible for membership in the Chapter or HIMSS, shall be terminated automatically, unless such termination is delayed by the HIMSS Board of Directors.

**Section 8. Member Reinstatement.** Chapter members may request reinstatement in accordance with HIMSS policies and procedures.

### **ARTICLE III DUES, FEES AND ASSESSMENTS**

The initial and annual dues for Chapter members, and the time for paying such dues and other assessments or fees, if any, shall be established by the HIMSS Board of Directors and such dues shall be submitted to HIMSS in accordance with HIMSS policies and procedures.

### **ARTICLE IV MEMBERSHIP MEETINGS**

**Section 1. Annual Meeting.** An annual business meeting of the voting members of the Chapter



## **ARTICLE IV MEMBERSHIP MEETINGS**

**Section 1. Annual Meeting.** An annual business meeting of the voting members of the Chapter shall be held at such time and place as shall be determined by the Chapter Board of Directors.

**Section 2. Special Meetings.** Special meetings of the voting members of the Chapter may be called at the request of the President, a majority of the Chapter Board of Directors, or at the written request of 10% of the Chapter's voting members. The time and place for holding special meetings shall be determined by the Chapter Board of Directors.

**Section 3. Notice.** Notice stating the place, day, and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not more than sixty (60) and not less than five (5) days prior to the date of such meeting, unless otherwise required by applicable law.

**Section 4. Quorum.** A majority of the members of the Chapter Board of Directors plus five (5) voting members of the Chapter present (in person or by proxy) shall constitute a quorum for the transaction of business at any duly called meeting of the voting members, provided that if less than a quorum is present, a majority of the voting members present may adjourn the meeting to another time without further notice.

**Section 5. Manner of Acting.** The act of a majority or more of the voting members present (in person or by proxy) at a duly called meeting at which a quorum is present shall be the act of the members, unless the act of a greater number is required by law, the Articles of Incorporation, or these bylaws.

**Section 6. Rules of Order.** Generally accepted parliamentary authorities may instruct the Chapter in all applicable situations insofar as they are not inconsistent with these bylaws, applicable law, or any rule or regulation of HIMSS or the Chapter.

**Section 7. Electronic Communications.** Member meetings may be held via telephone conference call, similar form of telecommunications, or any technology available which would permit all participants to simultaneously communicate and effectively participate.

**Section 8. Mail & Proxy Voting.** Voting by proxy, mail, e-mail or other electronic means on any matter before the voting members shall be permitted to the full extent allowed by the Illinois Not-For-Profit Corporation Act of 1986, as may be amended ("Act"). A mail, e-mail or electronic vote may be called by the Chapter Board of Directors. In order for a mail, e-mail or electronic vote to be valid (i) the action must be approved by a majority of voting members casting votes; (ii) the number of voting members casting votes must be sufficient to constitute a quorum had such action been taken at a meeting; and (iii) the voting members must be provided the opportunity to vote for or against the proposed action.

**Section 9. Minutes.** The Chapter will maintain minutes of meetings of the voting members and provide copies of those minutes to HIMSS on an annual basis, or more often upon request.

## ARTICLE V CHAPTER BOARD OF DIRECTORS

**Section 1. Authority and Responsibility.** The affairs of the Chapter shall be managed by the Chapter Board of Directors, which shall have supervision, control, and direction of the affairs of the Chapter; shall determine the policies or changes therein within the limits of these bylaws; and shall actively promote its purposes and have discretion in the disbursement of its funds. The Chapter Board of Directors may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

**Section 2. Composition.** The Chapter Board of Directors shall be comprised of the President, President-Elect, the Secretary, the Treasurer, the Immediate Past President, the Sponsorship Chair, the Scholarship Chair, the Membership Chair, the Advocacy Chair, the Programs Chair, the Public Relations Chair, the Public Relations Chair, the Communications Chair, the HIE Liaison, 2-3 Members-at-Large and an Advisor (each a Director), and ( ) Members-at-Large ~~[and the Chairs of the following committees: \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_]~~ (each a "Director"). ~~*[The chapters are provided some flexibility here. State law requires a minimum of three directors. It is recommended that Chapter Boards include a minimum of seven directors, including at least two Members-at-Large and/or a few key Committee Chairs. The Chapters have the option of choosing whether the members or the Board should elect the non-officer directors. See Section 5 below.]*~~

**Section 3. Qualifications.** Directors must be voting members and members in good standing of both HIMSS and the Chapter for at least one (1) year.

**Section 4. Term.** Directors shall serve a one (1) year or (2) year term in office, depending on the position, or until such time as their successors are duly elected, qualified and take office. The term of office for each Director shall begin on the July 1 following his or her election. ~~[Directors may serve no more than consecutive terms in office.] [The chapters are provided some flexibility here to determine term limits of specific board positions.]~~

**Section 5. Elections.** The voting members shall elect the Officers and Directors ~~[and the Board of Directors shall elect the At Large and Committee Chairs directors]~~ and Directors in accordance with such procedures as shall be established by the Chapter Board of Directors.

**Section 6. Regular Meetings.** The Chapter Board of Directors may take action to set the time, date, and place for the holding of a regular annual meeting of the Chapter Board of Directors and additional regular meetings of the Chapter Board of Directors without other notice than such action. The Chapter Board of Directors shall meet at least four (4) times a year.

**Section 7. Special Meetings.** Special meetings of the Chapter Board of Directors may be called by, or at the request of, the President or upon a written request to the Secretary of three (3) members of the Chapter Board of Directors. Notice of any special meeting of the Chapter Board of Directors shall state the time, date, and place of the meeting and shall be delivered at least ten (10) days prior to the date of such meeting.

**Section 8. Meeting by Conference Call.** Any action to be taken at a meeting of the Chapter Board of Directors or any committee thereof may be taken through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such a meeting shall constitute presence in person at the meeting of the persons so participating. Notwithstanding anything set forth to the contrary in these Bylaws, notice of any meeting to be held by conference call (whether regular or special) may be delivered a minimum of twenty-four (24) hours prior to the meeting.

**Section 9. Waiver of Notice.** Notice of a Board meeting need not be given to a director who signs a waiver of notice either before or after the meeting. Meeting attendance by a director will constitute a waiver of notice and a waiver of objections to the meeting time and place and the manner in which it was called or convened, except when a director states, at the beginning of the meeting or promptly upon arrival at the meeting, an objection to transacting business because the meeting is not lawfully called or convened.

**Section 10. Quorum.** A majority of the Chapter Board of Directors shall constitute a quorum for the transaction of business at any duly called meeting of the Chapter Board of Directors; provided that when less than a quorum is present at said meeting, a majority of the Chapter Board of Directors members present may adjourn the meeting to another time without further notice.

**Section 11. Manner of Acting.** The act of a majority of Directors present at a duly called meeting at which a quorum is present shall be the act of the Chapter Board of Directors, unless the act of a greater number is required by law, the Articles of Incorporation, or these Bylaws.

**Section 12. Informal Action.** Any action requiring a vote of the Chapter Board of Directors may be taken without a meeting if a consent, setting forth the action taken, is approved by all of the members of the Chapter Board of Directors entitled to vote with respect to the subject matter thereof.

**Section 13. Minutes.** The Chapter will maintain minutes of meetings of the Board and provide copies of those minutes to HIMSS on an annual basis, or more often upon request.

**Section 14. Resignation and Removal.** A Director may resign in writing submitted to the Chapter's President. In the case of the resignation of the President, the resignation will be submitted to the Secretary who will refer such resignation to the Board. A resignation will be effective on the acceptance date of the resignation as determined by the Chapter Board of Directors. A Director who no longer meets the qualifications for office shall be automatically removed and such vacancy shall be filled by the Chapter Board of Directors. Any Director may be removed at any time with or without cause by a two-thirds affirmative vote of the voting members present and voting, in person or by proxy, at any regular or special meeting at which a quorum of the voting members is present, when in their judgment the best interest of the Chapter or HIMSS would be served by such removal.

**Section 15. Vacancies.** The Chapter Board of Directors shall take action to fill any Board vacancy. A Director appointed pursuant to this Section shall hold their position for the remainder of the original term for which he or she was elected to fill.

**Section 16. Compensation and Loans.** Neither Directors nor Officers of the Chapter shall receive salaries or other compensation for their services as Directors, but the Chapter Board of Directors may, by resolution, authorize the reimbursement of expenses of attendance of Directors for each regular and special meeting of the Chapter Board of Directors; provided that nothing herein contained shall be construed to preclude any Director or Officer from serving the Chapter in any other capacity and receiving reasonable compensation therefor. The Chapter may not make loans to Directors.

## **ARTICLE VI OFFICERS**

**Section 1. Officers.** The Officers of the Chapter shall be a President, President-Elect, Secretary, Treasurer, Immediate Past President and such other officers as may be determined by the Chapter Board of Directors (collectively, the "Officers").

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**Section 2. Qualifications.** Officers must be voting members and members in good standing of both HIMSS and the Chapter for at least one (1) year.

**Section 3. Elections & Term.** The voting members shall elect the Officers in accordance with such procedures as shall be established by the Chapter Board of Directors. At the end of the President's term, the President-Elect automatically will succeed to the office of President. At the end of the President's term, the President automatically will succeed to the office of Immediate Past President. The Officers shall serve a one (1) or two (2) year term in office, or until such time as their successors have been duly elected and qualified. The term of office for each Officer shall begin on the July 1 following his or her election. The same individual may simultaneously hold the offices of Secretary and Treasurer. ~~{Officers may serve no more than      consecutive terms in the same office.}~~

**Section 4. Vacancies.** If the office of President becomes vacant, the President-Elect automatically will succeed to the office of President. Vacancies in any other office shall be filled by the Chapter Board of

(c) **Secretary.** The Secretary shall keep or cause to be kept the minutes of the meetings of the Chapter Board of Directors and voting members; shall see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; shall be custodian of the corporate records; shall keep or cause to be kept an accurate census of the Chapter membership; and shall in general perform all the duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Chapter Board of Directors. One (1) year term.

(d) **Treasurer.** The Treasurer shall be responsible for all funds and securities of the Chapter; shall receive and give receipts for monies due and payable to the Chapter from any sources whatsoever, and shall deposit all such monies in the name of the Chapter in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these bylaws; shall submit financial reports to HIMSS, to the Chapter Board of Directors at its regular meetings, and to the Chapter membership at its Annual Meeting; and shall in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Chapter Board of Directors. Two (2) year term.

(e) **Immediate Past President.** The Immediate Past President shall perform all duties incident to the office of Immediate Past President and such other duties as may be specified by the President or by the Chapter Board of Directors. One (1) year term.

(f) **Sponsorship.** The Sponsorship chair provides leadership to the chapter board in developing sponsor recruitment and retention activities, setting annual sponsorship goals, and evaluating sponsor satisfaction. Two (2) year term.

(g) **Membership.** The membership chair provides leadership to the chapter board in developing recruitment and retention activities, setting annual membership goals, and evaluating member satisfaction. Two (2) year term.

(h) **Scholarship.** The Scholarship chair provides leadership to the chapter board in developing and maintaining a scholarship process that encourages eligible students to apply for the reward offered on an annual basis. Two (2) year term.

(i) **Advocacy.** The Advocacy chair provides leadership to the chapter board to identify issues on a regional, state and national level that the chapter can pursue to advance the cause of healthcare information technology and to lead the chapters advocacy efforts. Two (2) year term.

(j) **Communications.** The Communications chair provides leadership to the chapter board in exploring appropriate print and electronic communications vehicles to reach the chapter's targeted audiences and updates the chapter website accordingly. One (1) year term.

(k) **Marketing.** The Marketing Chair provides leadership to the chapter board in exploring appropriate communication channels, developing marketing efforts and creating marketing materials to reach the chapter's targeted audiences. One (1) year term.

(l) **Public Relations.** The Public Relations chair provides leadership to the chapter board in developing and maintaining a positive image of the chapter to all public constituencies and is responsible for the chapter's social media sites. Two (2) year term.

(m) **HIE Liaison.** The HIE Liaison provides leadership to the chapter by serving as the vital communication link between the Chapter and local, state and national HIE activities. The HIE Liaison is a member of and attends meetings of the HIE task force/roundtable. The HIE Liaison coordinates efforts with the HIMSS HIE committee(s), HIMSS State Advocacy efforts and the National HIMSS Advocacy program. Two (2) year term.

(n) **Programs.** The Program chair provides leadership to the chapter board in developing plans for and implementation of educational and professional development offerings to the chapter's members and its broader healthcare audience. Two (2) year term.

(o) **Member-at-Large (voting).** The Member-at-Large provides support to the chapter in achieving Chapter goals and serves as a vital communications link between the chapter and various healthcare IT communities. One (1) year term.

(e)(p) **Advisor/vocacy (non-voting).** The Advisor provides a vital link between the chapter, membership and potential new members and/or sponsors focusing on the needs of chapter constituents and

## ARTICLE VII COMMITTEES

### Section 1. Committees.

(a) **Committees with Authority of the Chapter Board.** The Chapter Board of Directors, by resolution adopted by a majority of the Directors in office, may designate one or more standing committees, each of which shall consist of a majority of Directors and no fewer than two Directors, which to the extent provided in said resolution shall have and exercise the authority of the Chapter Board of Directors in the management of the Chapter; but the designation of such committee(s) and the delegation thereto of authority shall not operate to relieve the Chapter Board of Directors or any individual Director of any responsibility imposed upon them by law. ~~{This provision allows a chapter to establish, for example, an Executive Committee, Nominating Committee, or Audit Committee.}~~

(b) **Other Committees.** The Chapter Board of Directors may establish such other committees not having the authority of the Board of Directors as it deems necessary or prudent in the exercise of its authority and responsibility as set forth in these bylaws.

**Section 2. Authority.** The action establishing a committee shall set forth the committee's purpose, authority, and composition, and the qualifications required for membership on the committee. All committees shall report to and be subject to the ultimate authority of the Chapter Board of Directors, unless otherwise set forth in the resolution establishing such committee. Committees may be terminated or repurposed by a majority vote of the Chapter Board of Directors.

**Section 3. Composition.** In the absence of any direction to the contrary in the authorizing action, the President shall appoint the Chairperson and members of all committees, subject to the approval of the Chapter Board of Directors. Only voting members that are also members of HIMSS shall be eligible to serve in a leadership position on a committee.

**Section 4. Quorum and Manner of Acting.** At all meetings of any committee, a majority of the



**Section 4. Quorum and Manner of Acting.** At all meetings of any committee, a majority of the members shall constitute a quorum for the transaction of business unless otherwise set forth in these bylaws or the resolution establishing such committee. A majority vote by committee members present and voting at a meeting at which a quorum is present shall be required for any action.

**Section 5. Vacancies & Removal.** Unless otherwise provided in the resolution establishing a committee, vacancies in the membership of a committee shall be filled by appointments made in the same manner as the original appointments to that standing committee. Unless otherwise provided in the resolution establishing a committee, any member of a committee may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Chapter or HIMSS would be served thereby.

**Section 6. Policies and Procedures.** The Chapter Board of Directors (or its designee(s)) shall develop and approve policies and procedures for the operation of all committees.

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## **ARTICLE VIII RELATIONSHIP WITH HIMSS**

The Chapter shall abide by the terms of its Affiliate Agreement with HIMSS, which agreement sets forth, among other things, the relationship between the parties, their rights and responsibilities with respect to one another, and the grounds upon which the Chapter's affiliation with HIMSS may be terminated and its charter revoked.

## **ARTICLE IX CONTRACTS, CHECKS, DEPOSITS AND BONDING**

**Section 1. Contracts.** The Chapter Board of Directors may authorize any Officer or Officers, agent or agents of the Chapter, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter and such authority may be general or confined to specific instances.

**Section 2. Checks, Drafts, Etc.** All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Chapter shall be signed by such Officer or Officers, agent or agents of the Chapter and in such manner as shall from time to time be determined by resolution of the Chapter Board of Directors. In the absence of such determination by the Chapter Board of Directors, such instruments shall be signed by the President and countersigned by the Treasurer.

**Section 3. Deposits.** All funds of the Chapter shall be deposited from time to time to the credit of the Chapter in such banks, trust companies, or other depositories as the Chapter Board of Directors may select.

**Section 4. Bonding.** The Chapter Board of Directors may provide for the bonding of such officers and employees of the Chapter as it may from time to time determine.

## **ARTICLE X FINANCIAL MATTERS**

**Section 1. Books and Records.** The Chapter shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its voting members, the Chapter Board of Directors and any committees having the authority of the Chapter Board of Directors. The Chapter shall provide HIMSS with copies of such books and records upon request.

**Section 2. Fiscal Year.** The Chapter's fiscal year shall be determined by the HIMSS Board of Directors.

**Section 3. Annual Budget.** A budget showing anticipated revenue and expenses will be adopted annually by the Chapter Board of Directors.

**Section 4. Financial Review.** The Chapter Board of Directors may, in its discretion, provide for an annual review of the Chapter's books and records by an independent accountant. Results of such review will be reported by such accountant to the Chapter Board of Directors, with copies provided to HIMSS.

## **ARTICLE XI WAIVER OF NOTICE**

## **ARTICLE XI WAIVER OF NOTICE**

Whenever any notice whatsoever is required to be given under the provisions of the Illinois General Not For Profit Corporation Act of 1986, as amended (the "Act"), or under the provisions of the Articles of Incorporation or by bylaws of the Chapter, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated herein, shall be deemed equivalent to the giving of such notice.

## **ARTICLE XII BYLAW AMENDMENTS**

**Section 1. Amendment by Voting Members.** These bylaws may be altered, amended or repealed and new bylaws may be adopted by a two-thirds vote of the voting members voting in person or by proxy at any meeting of the members at which a quorum is present. Amendments may be proposed by the Chapter Board of Directors, or by written petition of two percent (2%) of the voting members submitted to the Chapter Board of Directors. Notwithstanding the foregoing, all bylaw amendments are subject to the prior written approval of the HIMSS Board of Directors. Amendments not receiving the approval of the HIMSS Board of Directors shall be of no force or effect.

**Section 2. Amendment by HIMSS Board.** The HIMSS Board of Directors also shall have the authority to amend these bylaws from time to time in order to bring them into compliance with HIMSS Chapter policies and procedures without the approval of the Chapter's voting members; provided, however, the HIMSS Board shall provide the Chapter's voting members notice of any such amendments at least thirty (30) days prior to the effective date of such amendments.

## **ARTICLE XIII INDEMNIFICATION**

The Chapter shall indemnify all past and present Officers, Directors, employees, committee members, and all other Chapter volunteers to the full extent permitted by the Act, and shall be entitled to purchase insurance for such indemnification of Officers and Directors to the full extent as determined by the Chapter Board of

## **ARTICLE XIV ELECTRONIC COMMUNICATIONS**

Unless otherwise prohibited by law, (i) any action to be taken or notice delivered under these Bylaws may be taken or transmitted by electronic mail or other electronic means; and (ii) any action or approval required to be written or in writing may be transmitted or received by electronic mail or other electronic means.

## **ARTICLE XV DISSOLUTION**

In the event of the dissolution of the Chapter, the Chapter Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Chapter, transfer all remaining assets of the Chapter to HIMSS (except any assets held by the Chapter upon condition requiring return, transfer or other conveyance in the event of dissolution, which assets shall be returned, transferred or conveyed in accordance with such requirements) or, in the event HIMSS previously has been dissolved, the Chapter shall dispose of all of the remaining assets of the Chapter (except any assets held by the Chapter upon condition requiring return, transfer or other conveyance in the event of dissolution, which assets shall be returned, transferred or conveyed in accordance with such requirements) exclusively for the purposes of the Chapter in such manner, or to such organization or organizations as shall at the time qualify as a tax-exempt organization or organizations recognized under Sections 501(c)(3) or 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding provisions of any future United States Internal Revenue statute, as the Chapter Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of general jurisdiction of the county in which the principal office of the Chapter is then located, exclusively for such purposes in such manner, or to such organization or organizations that are organized and operated exclusively for such purposes, as said court shall determine



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# Chapter Bylaws Vote Now!



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# Other News / Events



CENTRAL & SOUTHERN OHIO *Chapter*

NATIONAL  
**HEALTH  
+ IT WEEK**

One Voice. One Vision.

Celebrating The 10<sup>th</sup> Anniversary of  
National Health IT Week

October 5 – 9, 2015

Show your commitment – [www.healthitweek.org](http://www.healthitweek.org)



#NHITweek



## **NOHIMSS Half-Day Fall Conference: Northern Ohio eHealth Check-up**

*Thursday, November 5, 2015  
8:00 am - 1:00 pm*

*Akron Children's Hospital  
215 W Bowery St  
Akron, OH 44308*

More Info: <http://northernohio.himsschapter.org/Events>



# HimSS<sup>®</sup>16

Annual Conference  
& Exhibition

FEBRUARY 29 – MARCH 4, 2016  
LAS VEGAS



Registraton & Additional Info:  
<http://www.himssconference.org/>

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CENTRAL & SOUTHERN OHIO Chapter



**Please enter your Question in the Question box or use the “raise your hand” feature to be unmuted to ask your question of the CSOHIMSS board.**



**HIMSS**

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