

Healthcare Information and Management Systems Society (HIMSS) Standardized Chapter Bylaws

Bylaws of the: *Southern California Chapter*

Adoption Date: 07/19/2005

the operation, development, and improvement of health care information and management systems that support the provision of high-quality patient care at the lowest practicable costs.

ARTICLE I NAME

Section 1.1. Name. The name of the Chapter shall be called the Southern California Chapter and include, for purposes of uniformity, "Healthcare Information and Management Systems Society," hereinafter in these bylaws it will be identified as the "Chapter", a Chapter of the Healthcare Information and Management Systems Society ("HIMSS") and the Healthcare Information and Management Systems Society will be referred to as "HIMSS".

ARTICLE II TERRITORIAL JURISDICTION

Section 2.1 Territory: The territory of the Chapter is the area defined in *Appendix A*

This includes Imperial, Kern, Los Angeles, Orange, Riverside, San Bernardino, San Luis Obispo, Santa Barbara, San Diego and Ventura Counties

The Chapter may accord membership to persons outside of this area, should a request be received. The territorial description must be well defined, by county and delineation by zip codes within the geographic boundaries defined for all areas that the chapter is requesting to serve.

ARTICLE III PURPOSE

Section 3.1. Philosophy. *This Chapter shall be based on the concept that an organized exchange of experiences among members and with other organizations can promote a better understanding of the existing principals of health-care information and management systems. In addition, this Chapter shall promote the development of new principles for improving healthcare information and management systems and assist its members in their professional growth.*

Section 3.2. Objective. *The general objective of this Chapter shall be to promote professional approaches to*

Section 3.3. Purposes: This Chapter exists for the purposes of:

1. Planning and scheduling meetings which would provide Chapter members and other interested persons an opportunity to share ideas and exchange experiences in the field of healthcare information and management systems;
2. To assist members of this Chapter and others in developing their knowledge, increasing their effectiveness, and maintaining high-quality standards of performance through continuing education;
3. Planning and conducting training and educational programs designed to promote an understanding of information and management systems work in healthcare;
4. Develop and maintain appropriate relationships with other local and national associations and societies concerned with the improvement of information and management systems.

ARTICLE IV MEMBERSHIP

Section 4.1. Eligibility. Membership in the Chapter shall be available to all individuals who are active and/or interested in the field of healthcare information and management systems, and agree to abide by the HIMSS Code of Ethics (*Appendix B*) and Chapter Bylaws.

Section 4.2. Establishment of Membership. Membership in this Chapter shall become effective when a completed formal application and when designated dues payment has been received by HIMSS.

Section 4.3. Types of Membership. Membership in this Chapter shall be consistent with the current HIMSS membership categories. *This chapter shall have the following types of membership: Regular, Student, Associate/Corporate.*

Section 4.3.1 Regular Member. *Regular membership*

Please note: Italics indicates that this information may be edited or removed by the Board

1

shall be defined as the category for persons engaged in and/ or interested in the field of health care information and management systems.

Section 4.3.2 Student Member. Student membership shall be defined as the category for persons who are engaged in formal full-time study to become active in the field of health care information and management systems. Student members shall be afforded all privileges of regular members except the rights to vote or to hold office unless the Chapter has been deemed a University/College Chapter of HIMSS in which case, all privileges will apply.

Section 4.3.3 Associate/Corporate Member. Associate/Corporate membership shall be defined as those persons/organizations in related fields to health care, such as health care product or service vendors or person working in a hospital, nursing facility, medical group, medical clinic or other health care provider in an associate department to information systems management. An associate/corporate member may not hold an executive position within the Chapter. However, he or she may be appointed as a Chairperson on a committee or may function on a committee. Corporate membership shall remain a local-only membership category, with benefits and administration determined by and remaining with the Chapter.

Section 4.4. Resignation. A member may resign at any time, by providing written notice to this Chapter and HIMSS.

Section 4.5. Action of HIMSS Board. The HIMSS Board may suspend or expel any member for cause after giving such member the opportunity to have a hearing. Membership may be terminated by action of the HIMSS Board as a result of violation of the HIMSS Code of Ethics, nonconformity with Bylaws, or conduct unbecoming a member, as determined by the HIMSS Board. The HIMSS Board may reinstate any member suspended or expelled.

Section 4.6. Transfer of Membership. Membership in the Chapter shall not be transferable to another person/organization.

ARTICLE V

Please note: Italics indicates that this information may be edited or removed by the Board

DUES

Section 5.1. Dues. The HIMSS Board shall determine the dues to be charged. No portion of the dues paid by any member shall be refundable because his or her membership is terminated for any reason.

Section 5.2. Nonpayment of Dues. Membership shall be terminated for nonpayment of dues at a time consistent with and in accordance with, the policies and procedures of HIMSS.

Section 5.3. Donations. Any funds or property that may be donated to further the work or programs of the Chapter shall become the property of the Chapter and shall be used for the purpose designated by the donor if specified, or otherwise as determined by the Chapter.

ARTICLE VI MEETINGS

Section 6.1. Meetings of Members. The Chapter Board shall adopt the initial rules and regulations for conducting the meetings of the Chapter and may amend them from time to time by a majority vote of eligible members present and voting at a scheduled meeting. These regulations shall be in accord with *Robert's Rules of Order Newly Revised* (latest edition), when the latter are not in conflict with these bylaws or the Articles of Incorporation of Chapter.

Section 6.1. 1 Manner of Acting. Except as otherwise specified herein, the affirmative vote of a majority of eligible voting members present at a meeting at which a quorum is present, or in the case of mail votes, the affirmative vote of a majority of valid votes returned, shall constitute an act by the members.

Section 6.2. Business Meetings. The Chapter shall conduct an annual business meeting and such other meetings of members as determined by the Chapter Board.

Section 6.2. 1 Notice of Meetings. The membership shall be notified by email of annual or special meetings not less than 30 days prior to the date of the meeting.

Section 6.3. Eligibility to Vote. Only Regular Members shall have the right to vote. Members may not vote by proxy. Chapters may utilize any method of voting permitted by law.

Section 6.4. Quorum. A Quorum shall consist of a majority of the Chapter Board and a minimum of five other active members.

Section 6.5. Special Business Meetings. The Chapter Board may call special business meetings. Special business meetings shall be limited to consideration of subjects listed in the official call for such meetings unless otherwise ordered by unanimous consent of the eligible voting members present and voting.

Section 6.6. Dispersed Meetings. The Chapter Board may conduct business-requiring approval by mail or other methods permitted by law.

Section 6.6.1 Dispersed Meetings Vote. Voting in dispersed meetings shall require that ballots be returned in a period of time consistent with the medium used to transmit and return the ballots.

ARTICLE VII CHAPTER BOARD

Sections 7.1. Directives. So long as this Chapter remains a Chapter of the Healthcare Information and Management Systems Society (HIMSS), the Chapter Bylaws shall be in accordance with the requirements for affiliation. Said Chapter Bylaws shall be further enacted as necessary to satisfy any governmental regulations. As a Chapter of the Healthcare Information and Management Systems Society, no member, officer, or any person connected with the Chapter, shall receive, at any time, any pecuniary benefit from the operation of the Chapter. Any disbursement of funds shall be for services rendered to or for the benefit of the Chapter in meeting its purpose. All such payments shall be made in accordance with the Bylaws.

Section 7.2. Administration. The Administration of this Chapter shall be managed by an elected slate of officers that will be called the Chapter Board. The Chapter Board shall be elected from the general membership by the method of balloting. The Chapter Board shall have authority and responsibilities for supervising the general operation of the Chapter Board in meeting its purpose as stated in Article III.

Section 7.3. Eligibility. Members, who are elected to the Chapter Board, must be dues paying members of National HIMSS who have completed one year of membership.

Section 7.4. The Chapter Board shall consist of at least two (2) elected Officers, who shall be President/Chair and President-elect/Chair-elect. *This chapter shall have the following officers: President/Chair, President-Elect/Vice President/Chair-elect, Past President/Past Chair, Treasurer, Secretary, Board Member at Large (when needed).*

Section 7.4. 1 President/Chair (required officer). *The President shall act as Chair of the Chapter Board and shall preside at all of the meetings. The duties of the position are to execute policy, to provide leadership and direction, and other executive functions as may be required. The President may attend any and all committee meetings as an ex-officio member of that committee. The President must be an active member of the Healthcare Information and Management Systems Society (HIMSS).*

Section 7.4. 2 President-Elect/Vice President/Chair-Elect (required officer). *The President-Elect/Vice President/Chair-Elect shall assist the President, act in the absence of the President and perform other duties assigned by the President or the Board. The President-Elect/Vice President is responsible for reviewing and modifying, as necessary, the long-range plan for the Chapter and developing the operational plan for the following year. The President-Elect shall succeed to the office of President in the year following his or her term as President-Elect/Vice President.*

Section 7.4. 3 Past President/Past Chair (recommended officer). *The Past President is responsible for developing recommendations to the Chapter Board on programs, policy, and other Chapter administrative functions and assisting the President as requested.*

Section 7.4. 4 Treasurer (required officer). *The Treasurer shall be the financial officer for the Chapter and shall be responsible for the management of all cash, bank accounts, and financial records. The Treasurer shall maintain a bank account in the name of the Chapter and shall sign all checks authorized for disbursement by the Chapter Board and shall forward them to the President for co-signature. The Treasurer shall be responsible for all necessary income reports to the State and the Internal Revenue Service. The Treasurer shall turn over all records, bank accounts,*

Please note: Italics indicates that this information may be edited or removed by the Board

cash, etc. to the successor after a prompt and complete audit has been conducted.

Section 7.4. 5 Secretary (required officer). *The Secretary shall keep an accurate list of members in order to send mailings/e-mailings of meeting announcements, minutes, and other Chapter information available. The Secretary shall record minutes of all meetings and shall maintain all records pertaining to the Chapter's activities, and shall distribute copies of the minutes to all members.*

Section 7.4. 6 Board Member at Large. *One or more Board Member at Large positions may be elected each year as determined necessary by the Board prior to the annual elections. In the event that a President does not continue on the board as Past President, the Board may appoint a member to fill the Board Member at Large position. Each Board Member at Large shall participate in all functions, and may be assigned responsibility for one or more committees, as designated by the Board.*

Section 7.5. Chapter Board Meetings. Regular meetings of the Chapter Board shall be held at least two (2) times during a year at such time, place, and mode of meetings as the President may determine.

Section 7.5.1 Notice of Chapter Board Meeting. *Notice of all regular and special meetings shall be provided by email, mail, courier, facsimile or other methods permitted by law to each officer at least three (3) days prior to the date of such meeting, unless otherwise required by provisions of law. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed, properly addressed envelope, first class postage prepaid. If sent by courier, such notice shall be considered to be delivered when placed in the hands of the courier in a sealed, properly addressed envelope. If sent by facsimile, such notice shall be considered delivered when transmitted to the proper facsimile number. Neither the business to be transacted at, nor the purpose of any regular meeting to be held, need be specified in the notice. The purpose of any special meeting shall be specified in the notice, but business transacted at a special meeting shall not be limited.*

Section 7.5.2. Special Meetings. *Special meetings of the Chapter Board may be held upon the call of the*

Chapter President or any two (2) Chapter officers with proper notice.

Section 7.5.3. Waiver of Notice. *Notice of the time, place, and purpose of any meeting of the Chapter Board may be waived by telegram; facsimile, other writing, or other methods permitted by law either before or after such meeting has been held. Attendance at any meeting, except for the sole purpose of objecting to the holding of such meeting, shall constitute waiver of notice of such meeting.*

Section 7.5.4 Meeting by Conference Telephone. *Some or all members of the Chapter Board or of any committee of the Chapter Board may participate in any act at any meeting of such Chapter Board or committee by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, provided that a majority of such members consent in advance to such telephone communications. Telephone participation in such a meeting shall constitute attendance at the meeting of the person or persons so participating by telephone.*

Section 7.5.5. Action Without a Meeting. *Any action of the Board that may be taken at a meeting of the Board Officers may be taken without a meeting if a consent in writing/email, setting forth the action so taken, shall be approved by email by all of the Officers entitled to vote with respect to the subject thereof. Consent may be executed in one or more counterparts, all of which together constitute one unanimous consent of the Board. The secretary shall file the consent with the minutes of the meetings of the Board. Such consent shall have the same force and effect as an unanimous vote and may be stated as such in any articles or documents filed with the State, as required by law.*

Section 7.6. Quorum. One-half of the voting members of the Chapter Board shall constitute a quorum for any vote. In matters of conflict of interest in which a Chapter Board Officer is the subject, the Chapter Board Officer shall not be allowed to vote.

Section 7.7. Action of the Chapter Board. Except as otherwise provided by law, the Articles of Incorporation, or these Bylaws, the act of a majority of those Chapter Board Officers present in person at a meeting, teleconference call or by electronic submission at which a quorum is present, shall be the action of the

Please note: Italics indicates that this information may be edited or removed by the Board

4

Chapter Board. The Chapter Board may not vote by proxy. In the event of a tie vote, the Chapter Board President shall break the tie.

Section 7.8. Term of Office. The tenure of elected Officers shall commence July 1st through an election process.

***Section 7.8.1. Term Limits.** All terms of Chapter Board Officers shall commence on the first day of HIMSS fiscal year, following their election. The tenure of the elected Officers excluding the President and President-Elect/Vice President shall be one (1) year. The President may serve an additional year as Past-President. Officers can run for reelection in subsequent years.*

***Section 7.8.2. Resignation.** A Chapter Board Officer other than the Secretary may resign at any time by written notice delivered to the Secretary. The Secretary may resign at any time by written notice delivered to the President. A resignation is effective when the notice is delivered unless the notice specifies a future date. A pending vacancy may be filled by a member selected by the board before the effective date, but the successor shall not take office until the effective date.*

***Section 7.8.3 Vacancies.** If a position on the Chapter Board becomes vacant, except the Office of the President, the remaining Board Officers shall choose an active member to fill the vacancy for the unexpired part of the term. Vacancies on the Chapter Board may occur through written resignation, through a written notice of incapacitation that will prevent a Chapter Board Officer from completing his or her term, through forfeiture of or removal from office, or through succession to another Chapter Board position due to a vacancy. Candidates for any Chapter Board vacancies must meet all requirements for nomination to the Chapter Board positions as identified in these Bylaws. The person appointed to the vacant position shall assume all the obligations and rights of the position. If vacancies occur that are not covered by appointments, those vacancies shall require approval by two-thirds of the Chapter Board Officers.*

***Section 7.8.4 Removal of Chapter Board Officer.** One or more Chapter Board Members may be removed with cause. A Chapter Board Officer may be removed by action of two-thirds of the voting members.*

ARTICLE VIII ELECTIONS

Section 8.1. Elections for Officers of the Chapter Board. Chapter Board Officers shall be elected annually.

***Section 8.1.1 Election of the Chapter Board Members and Board Members.** The election of the Chapter Board members and Board members shall be considered a dispersed meeting.*

Section 8.2. Nominations. Chapter Board Officers shall be elected by secret ballot except when there is only one candidate for an office, in which case the Chapter Board President shall call for election of the candidate, by acclamation. When there are two or more candidates for an office, a majority vote of members shall constitute an election.

***Section 8.2.1 The Nominating Process.** The nominating process shall be conducted annually. The Board shall attempt to present two (2) qualified candidates for each position on the Chapter Board.*

***Section 8.2.2 Call for Nominations.** The Board shall solicit the membership by email and through the website. The Board shall strive to have at least two candidates per office. A call for nominations for the next year's Board shall be published and distributed to all members of the Chapter at least eight (8) weeks preceding the beginning of the Chapter fiscal year. Qualified nominations received approximately (8) weeks preceding the beginning of the Chapter year shall be considered by the current Board in the selection of candidates to be placed on the ballot.*

Section 8.3. Election Procedure and Certification

***Section 8.3.1 The Ballot Listing Candidates.** The ballot listing candidates shall be emailed by the Secretary to each eligible voting member of the Chapter approximately six (6) weeks preceding the beginning of the Chapter year and shall include notice that only ballots received within thirty (30) days will be considered valid. The ballot shall provide for write-in votes. The ballot shall list the nominees selected for the Chapter Board and Board.*

Please note: Italics indicates that this information may be edited or removed by the Board

5

Each eligible voting member may cast one vote for each candidate in each of the categories.

Section 8.3.2 The Secretary. *The current Secretary of the Chapter shall take steps necessary to ensure that balloting is fair and equitable. Counting of the ballots is to take place after the election is closed.*

Section 8.3.3 Counting the Votes. *The Secretary shall tabulate votes. The candidates for each Chapter Board position receiving the largest number of votes shall be elected to the respective Chapter Board position.*

Section 8.3.4 Tie Votes. *Tie votes for the election of Officers shall be settled by a vote of the Chapter Board.*

ARTICLE IX CONFLICT OF INTEREST

Section 9.1. General. The Chapter Board and its Officers shall administer Chapter affairs honestly and economically and exercise their best care, skill, and judgment for the benefit of the Chapter. The Chapter Officers shall exercise the utmost good faith in all transactions relating to their duties for the Chapter. In their dealings with and on behalf of the Chapter, they are held to a strict rule of honest and fair dealings with the Chapter. They shall not use their position, or knowledge gained therefrom, so that a conflict might arise between the Chapter interest and that of the individual. (*Appendix C*)

Section 9.2. Disclosure of Conflict of Interest.

Each nominee for a Chapter Board or committee position shall make written disclosure of any interest that might result in a conflict of interest upon nomination to office, before appointment to fill a vacancy in office, and annually thereafter. Such a written disclosure shall be made on such form or forms as may be adopted by the Chapter Board for that purpose. (*Appendix C*)

Section 9.2.1 Upon Disclosure of a Conflict of Interest. *Upon disclosure of a conflict of interest or a challenge on that basis, any Officer or nominee shall resolve such conflict in a manner consistent with that provided in the policies adopted by the Chapter Board or by any other ethical manner.*

Section 9.2.2. Failure to Make Written Disclosure. *Any Officer or nominee who fails to make written disclosure or is found to have an unresolved conflict*

of interest that does or will substantially impair faithful and diligent performance of the duties of the position shall be removed from the position or nomination.

Section 9.2.3. Conflict of Interest Filings. *Conflict of interest filings shall be delivered to the Chapter President or in the event that the filing concerns the Chapter President, the Chapter President-Elect/Vice President for review. If it is decided that action is required, the involved party shall be informed.*

Section 9.2.4. Meeting of the Chapter Board. *The Chapter President or, in the event that the form concerns the Chapter President Elect/Vice President, shall schedule a meeting of the Chapter Board to be held within no more than ten (10) working days of notification of the involved party. This meeting may be a dispersed meeting. A vote of the Chapter Board shall determine the disposition and any further action related to the conflict of interest.*

Section 9.2.5. Pending Determination. *Pending determinations as provided above, the Officer or nominee should not in any way be constrained relative to status as an Officer or nominee, as the case may be.*

Section 9.2.6. Persons Subject to Conflict of Interest Review. *Persons subject to conflict of interest review shall be kept fully informed by the Chapter President or Chapter President-Elect/Vice President of decisions and other relevant Chapter actions.*

ARTICLE X COMMITTEES

Section 10.1. General. All committees, standing and/or ad hoc shall serve concurrently with the President who appointed them.

ADD:

Section 10.2. Finance Committee (required).

The Finance Committee shall be composed of the President, President-Elect/Vice President, and the Treasurer. The Treasurer shall chair the committee. The Finance Committee shall monitor the financial status of the Chapter, review and make recommendations for approval of the Chapter budget to the Board, and make other appropriate recommendations to the Chapter Board to maintain the financial viability of the Chapter.

Please note: Italics indicates that this information may be edited or removed by the Board

6

Section 10.3. Other Committees. *The President may appoint or elected by membership other committees, task forces, and other workgroups, subject to Chapter Board approval, as deemed necessary to achieve the objectives of the Chapter.*

Section 10.4. Special Interest Groups. *Any group of members may apply to the Chapter Board for approval as a Special Interest Group by describing its unifying theme and planned activities for the year. Participation in any group shall be open to all members.*

ARTICLE XI HEALTHCARE INFORMATION AND MANAGEMENT SYSTEMS SOCIETY (HIMSS) AFFILIATION

Section 11.1. Requirements for Continued Affiliation with HIMSS.

Section 11.1.1 Membership. HIMSS members will be assigned to a chapter in accordance with HIMSS Board defined procedures. HIMSS members will also be given the opportunity to choose his/her chapter. At the time of affiliation there shall be a minimum of twenty five (25) HIMSS members in the chapter.

Section 11.1.2 Types of Membership. The types of membership in HIMSS shall be Regular, Student, Retired, Life and Emeritus.

Section 11.1.3 Chapter Officers. The Officers of the Chapter must be a member of National HIMSS.

Section 11.1.4 Membership Criteria. Membership in the Chapter must be open to all persons who meet the criteria for HIMSS membership.

Section 11.1.5 Use of HIMSS Name. Use of the HIMSS name and logo must comply with the current HIMSS policy and may not be used to promote, foster, or criticize any commercial product, vendor, or services, or to express views about issues.

Section 11.1.6 Standards Compliance. The Chapter shall comply with the existing Chapter Standards.

Section 11.1.7 Chapter Web Site Compliance. The Chapter shall comply with the HIMSS Chapter Web Site policies and procedures.

Please note: Italics indicates that this information may be edited or removed by the Board

Section 11.1.8 Affiliate Agreement. A Chapter Officer must sign the Chapter Affiliate Agreement in order to operate as a separate legal entity and as a Chapter of HIMSS (*Appendix D*).

ARTICLE XII ORGANIZATIONAL IDENTITY

Section 12.1. Organizational Identity. The Chapter is a distinct, separate entity from HIMSS. The Chapter is therefore responsible for maintaining the financial records, filing appropriate notices and forms with state and federal authorities, and maintaining necessary insurance coverage, similar items, for the Chapter. HIMSS shall not be liable for the debts and obligations of the Chapter. The Chapter shall not be liable for the debt and obligation of HIMSS.

ARTICLE XIII AMENDMENTS

Section 13.1. Amendments. The Bylaws may be altered or amended by satisfying all the following requirements.

13.1.1 Written Petition. A written petition shall be signed either by a least two (2) percent of the members or by a majority of the Chapter Board.

13.1.2 Member Affirmation. The petition shall receive an affirmative mail vote from two-thirds of all regular members voting.

ARTICLE XIV REVIEW OF BYLAWS

Section 14.1. Review of Chapter Bylaws. Prior to enactment or modification, Chapter Bylaws will be reviewed by HIMSS in accordance with existing policies and procedures. HIMSS shall convene an ad hoc committee to review the current Chapter Bylaws within three years of the last revision. HIMSS shall maintain a record of all revisions to the Bylaws, including effective dates.

ARTICLE XV DISSOLUTION

Article 15.1. Dissolution of the Chapter determined by HIMSS. According to Section 5 of the Affiliate Agreement. (*Appendix D*)

Article 15.2. Termination Notice to HIMSS.

The HIMSS Chapter Relations Office must receive a written notice of Chapter dissolution at least 30 days prior to the meeting where such dissolution vote is taken.

Article 15.3. Dissolution by the Chapter.

The Chapter may be dissolved at any general meeting of the membership by a three-fourths-majority vote of voting members present, providing such notice of intent shall have been communicated and provided each voting member at least 30 days prior to the meeting where such dissolution vote is taken.

Article 15.4. Chapter Assets.

In the event of the dissolution of the Chapter, all assets shall be distributed to HIMSS, in accordance with the United States Internal Revenue Service Code governing dissolution of Non-Profit, Tax exempt or For-Profit corporations.

**ARTICLE XVI
NONDISCRIMINATION**

Section 16.1. Nondiscrimination. The Chapter recognizes the rights of all persons to equal opportunity in employment, compensation, promotion, education, positions of leadership and power, and in receipt of services. The Chapter shall conduct its activities and shall offer its services to all persons equally, without discriminating against any employee, applicant for employment, director, officer, member, contractor or any other person with whom it deals, because of race, creed, color, national origin, handicap, sex, or age.

**ARTICLE XVII
MISCELLANEOUS PROVISIONS**

Section 17.1. Inspection of Corporate Records. The books of account and minute books shall be open to inspection upon written request by any Officer or member at any reasonable time and for any purpose reasonably related to his or her interest as an Officer or member. Such inspection may be made in person or by any agent or attorney designated by the Officer or member, and shall include the right to make extracts. Demands for inspection may be presented to the Chapter Board at any meeting or to any officer of the Chapter, whose obligation it will then be to facilitate review.

Section 17.2. Execution of Contracts. The Chapter Board may authorize any Officer or Officers and any agent or agents to enter into any contract or execute any instrument in the name of, and on behalf of, the

Chapter, and such authority may be general or limited to specific instances. No Officer, agent, or employee shall have any power or authority to bind or obligate the Chapter by any commitment, contract, or engagement, or to pledge its credits to render it liable for any purpose or in any amount unless dully authorized by the Chapter Board.

Section 17.3. Bylaws, Minutes, and Membership Records. The original or a certified copy of the Bylaws, together with all amendments thereto, and the minute books, including membership records, shall be kept with the principle Officer of the Chapter and shall be subject to inspection as provided in Section 17.1.

Section 17.4. Fiscal Year. The fiscal year of the Chapter shall commence on July 1st of each calendar year.

Section 17.5. Effect of Bylaws. These Bylaws and subsequent model HIMSS Chapter Bylaws are in all respects subordinate to, and shall be controlled by, applicable provisions of the corporate laws (profit or non-profit) of the State, other applicable laws, and the Articles of Incorporation of the Chapter. Except as these Bylaws may be inconsistent with such laws and Articles, they shall regulate the conduct of the business and affairs of the Chapter with respect to all matters to which they relate.

Section 17.6. Publications. *The Chapter may publish such newsletters, articles, books, journals, information on the web site and similar materials as the Chapter Board determines are necessary and desirable.*

Chapter President: Brian Mattson

Chapter Secretary: Adnan Hamid

Date: 07 / 19 / 2005

HIMSS Staff: _____

Title: _____

Date: _____ / _____ / _____

Please note: Italics indicates that this information may be edited or removed by the Board