

# OHIMA Proposed Bylaw Changes – SUMMARY

## May 2021

Current Bylaw #	Current Bylaw	Proposed Bylaw	Rationale
-	-	-	Table of Contents and Article Numbers updated to reflect new header names and numbers.
3.1	Its mission is to lead the health informatics and information management community to advance professional practice and standards in Ohio.	Its mission is empowering people to impact health in Ohio.	AHIMA's mission was updated and OHIMA will update its mission to align with the national association and other state component associations.
4.1	The members ...apply for membership in AHIMA and select OHIMA as their state association	The members ... apply for membership in OHIMA and AHIMA.	Reworded for global members.
4.2, 4.3, 4.3.1, 4.11, 5.2, 5.3, 5.5, 6.2, 6.4, 7.3, 8.1, 8.2, 15.1	Active Members	Professional Members	Rename "active" member to "professional" member in accordance with AHIMA's membership type changes coming in 2022. AHIMA's new bylaw changes surrounding this change were approved during AHIMA House of Delegates Meeting in October 2020.
4.2	-	Members with a preferred mailing address outside the United States may select a Component State Association (CSA). If a CSA is not selected, the member will be entitled to digital membership privileges.	Accommodation for global members.

4.3.2	Any full or part-time student formally enrolled in a CAHIIM- accredited or AHIMA-approved program, including those that are pending accreditation/approval, or enrolled in another course of study acceptable to AHIMA, who meets the qualifications set forth in these Bylaws is eligible for Student membership.	A student currently enrolled in a formal certificate or degree program directly relevant to AHIMA's purposes, who meets the qualifications set forth in these Bylaws is eligible for Student membership.	Updating definition of Student Membership in accordance with AHIMA member type changes.
4.3.3	Honorary Types of Members	-	Per the AHIMA 2020 House of Delegates Meeting, the two types of members going forward will be Professional and Student. Within the Professional membership type, the following statuses will remain: Honorary, Emeritus, Premier. The New Graduate and New to AHIMA statuses will be phased out.
4.3.4	Emeritus Types of Members		
4.4	All applications for membership in AHIMA shall be on a form approved by the AHIMA Board of Directors and shall be accompanied by the then applicable dues and fees for the relevant types of members.	-	Remove outdated process reference.
4.5	Members shall pay membership dues and fees to AHIMA within thirty (30) days of their due date. Failure to timely pay dues and fees shall cause a member to cease being in good standing and may be grounds for expulsion from membership in OHIMA under the procedures set forth in the OHIMA Policy and Procedure Manual.	Members shall pay membership dues and fees to AHIMA within thirty (30) days of their due date. Those who pay within the 30 days following their due date will incur a late fee. Failure to timely pay dues and fees shall cause a member to cease being in good standing.	Updated language according to AHIMA's new membership model coming in 2022.

4.8	An annual meeting of the members shall be held each year for the purpose of education on matters of relevance to the health information management profession and to OHIMA, professional networking, and for the transaction of such other business as may come before the meeting.	An annual meeting of the members shall be held each year for the purpose of education on matters of relevance to the health information profession and to OHIMA, professional networking, and for the transaction of such other business as may come before the meeting. <u>Members may participate in the annual meeting, or any other membership meeting, by means of conference telephone or by other means by which all members participating are able to read or hear the proceedings of the meeting, participate in the proceedings, and contemporaneously communicate with the persons who are present at the meeting.</u>	Added sentence explicitly stating that virtual options are allowed for member meetings.
4.9 & 4.10	<u>Special Meetings of the Members.</u> Special meetings of the members of OHIMA or of any committees or teams of members may be held at any time or place upon call by the Chair of the Board of Directors. Notice shall be provided stating the time and place of the meeting and the purpose or purposes for which the meeting is called.	<u>Special Meetings of the Members.</u> Special meetings of the members of OHIMA or of any committees or teams of members may be held at any time or place upon call by the Chair of the Board of Directors.  <u>Notice.</u> Written 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 less than seven (7) business days nor more than sixty (60) days before the date of the meeting, to each member of record entitled to vote at such meeting. Notice may be delivered by regular mail, electronic mail or text message.	Sections separated and specifics regarding notice added.

5.2	The Board of Directors is comprised of Officers and Directors of OHIMA. The total number of Directors of OHIMA shall be nine (9). Nine (9) Directors shall be elected at large by the Active Members.	The Board of Directors is comprised of Officers and Directors of OHIMA. The total number of Directors of OHIMA, <u>including the Officers</u> , shall be nine (9). <u>Seven Directors shall be elected at large by the Professional Members. The officers shall be elected pursuant Article VI of these bylaws.</u>	Reworded per attorney to better clarify structure.
5.5	Election and Term of Office. The Active Members shall elect Directors annually by electronic ballot at a time and under procedures set forth in the OHIMA Policy and Procedure Manual. Election shall be by a plurality of the votes cast by the Active Members. Directors shall take office on a date specified in the CSA Affiliation Agreement, following their election. At-large Directors shall hold office for a term of two (2) years and until their successor is elected and qualified or until their earlier death, resignation, or removal. The President/Chair-elect will serve for a term of three (3) years (one year as President/Chair-elect, the second year as President/Chair and the third as Past President Director) and until their successor is elected and qualified or until their earlier death, resignation, or removal.	Election and Term of Office. The Professional Members shall elect Directors annually by electronic ballot at a time and under procedures set forth in the OHIMA Policy and Procedure Manual. Election shall be by a plurality of the votes cast by the Professional Members. Directors shall take office on a date specified in accordance with the CSA Affiliation Agreement following their election. At-large Directors shall hold office for a term of two (2) years and until their successor is elected and qualified or until their earlier death, resignation, or removal. Three (3) at-large Directors shall be elected each year, unless a different number is necessary in a given year in order to fill vacancies. Ex officio Directors shall serve as Directors for as long as they hold their office.	Reworded per attorney to better clarify structure.

5.11	Notice of Special Meetings. Five (5) days notice of any special meeting of the Board of Directors shall be given; except that, in the event of an emergency as determined by the President/Chair or Officers, the notice period may be waived.	Notice of Special Meetings. Five (5) days notice of any special meeting of the Board of Directors shall be given; except that, in the event of an emergency as determined by the President/Chair or Officers, the notice period may be waived. <u>Notice may be delivered by regular mail, electronic mail or text message.</u>	Specifics of notice added.
6.1	The elected Officers of OHIMA shall consist of a President/Chair, a President/Chair-elect and a Past President/Chair. The Board may also appoint such other Officers as, in its judgment, are necessary to conduct the affairs of OHIMA. No Officer shall execute, acknowledge, or verify any instrument in more than one capacity which is required by law or by these Bylaws to be executed, acknowledged, or verified by two or more Officers. The Board of Directors shall select and retain an Executive Director who shall serve as the chief staff executive of OHIMA.	The elected Officers of OHIMA shall consist of a President/Chair, President/Chair-elect and a Past President/Chair. The Board <u>shall appoint a Secretary and a Treasurer and may also</u> appoint such other Officers, as, in its judgment, are necessary to conduct the affairs of OHIMA. No Officer shall execute, acknowledge, or verify any instrument in more than one capacity which is required by law or by these Bylaws to be executed, acknowledged, or verified by two or more Officers. The Board of Directors shall select and retain an Executive Director who shall serve as the chief staff executive of OHIMA.	Added per attorney.

8.1	<p>The Nominating Committee shall be comprised of the Ohio Regional Association Presidents and the elected Committee Chair. If an Ohio regional association has co-presidents, one (1) co-president shall preside as Nominating Committee member representing their geographical area.</p> <p>The Nominating Committee Chair shall be elected annually by electronic ballot under the procedures set forth in the OHIMA Policy and Procedure Manual. Election shall be by a plurality of the votes cast by the Active Members. The Nominating Committee Chair shall serve for a one (1) year term. The Chair and the members of the Committee must be Active Members of OHIMA. The Committee shall identify and recruit qualified individuals to serve on the Board of Directors and as Officers of OHIMA. The Committee shall nominate election candidates for open Director and Officer positions in accordance with Section 5.2.</p>	<p>The Nominating Committee shall be comprised of no fewer than three (3) nor more than six (6) members appointed by the OHIMA Board of Directors, who shall serve for a two-year term. The Nominating Committee Chair shall be elected annually by electronic ballot under the procedures set forth in the OHIMA Policy and Procedure Manual. Election shall be by a plurality of the votes cast by the Professional Members. The Nominating Committee Chair shall serve for a one (1) year term. The Chair and the members of the Committee must be Professional Members of OHIMA. The Committee shall identify and recruit qualified individuals to serve on the Board of Directors and as Officers of OHIMA. The Committee shall nominate for election by the Professional Members in accordance with Section 5.2 candidates for open Director and Officer positions.</p>	New process for Nominating Committee selection.
15.1	<p>A proposal to the Board of Directors to amend the Bylaws may be initiated by the Board of Directors and/or any Active Member of OHIMA at any time that is at least <b>forty (40) days</b> prior to the meeting at which a vote on the proposal is to be taken.</p>	<p>A proposal to the Board of Directors to amend the Bylaws may be initiated by the Board of Directors and/or any Professional Member of OHIMA at any time that is at <b>least thirty (30) days</b> prior to the meeting at which a vote on the proposal is to be taken.</p>	Number of days updated.