

PENNSYLVANIA ASSOCIATION FOR HEALTHCARE QUALITY
BY LAWS

(Adopted 10/74)
(Revised 5/80)
(Revised 1/83)
(Revised 4/86)
(Revised 9/87)
(Revised 5/91)
(Revised 1/92)
(Revised 7/95)
(Revised 8/98)
(Revised 9/00)
(Revised 5/2020)

ARTICLE I - NAME

The name of this organization shall be the “Pennsylvania Association for Healthcare Quality” (PAHQ).

ARTICLE II – PURPOSE

Section 1. The purpose of the Pennsylvania Association for Healthcare Quality shall be to promote education and networking opportunities for healthcare quality professionals.

Section 2. The objectives of the Association shall be:

- A. To provide its members timely and relevant education programs and opportunities for dialogue about issues of mutual interest and concern to individuals working in the field of healthcare quality.
- B. To enhance knowledge about healthcare quality for members and other healthcare providers and consumers of healthcare.
- C. To work with the National Association for Healthcare Quality to promote national initiatives.

ARTICLE III - MEMBERSHIP

Section 1. Membership shall be open to all persons involved in healthcare quality.

Section 2. Any person desiring membership in the Association shall file a completed application for membership accompanied by the appropriate dues.

ARTICLE IV - DUES

Section 1. Annual membership dues shall be determined by a quorum of the Executive Committee.

Section 2. Dues shall be payable annually.

ARTICLE V – VOTING

Section 1. All current members shall be entitled to one (1) vote.

ARTICLE VI – QUORUM

Section 1. A simple majority of the members either in writing or by presence, shall constitute a quorum of the membership.

Section 2. A simple majority of the members of the Executive Committee with voting privileges shall constitute a quorum for a meeting of the Executive Committee.

ARTICLE VII – OFFICERS

Section 1. The officers of the Association shall be a President, President-Elect, Secretary and Treasurer, elected from the membership.

Section 2. The officers of the Association shall serve for a term of two years, or until their successors are elected. The Secretary and President-Elect will be elected in even years and the Treasurer will be elected in odd years.

ARTICLE VIII – EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall consist of the officers of the Association, the immediate Past President, the president of recognized regional association(s), Chairs of Membership, Program, Webmaster, Legislative, Marketing, Newsletter, Nominating and By Laws Committees. Each member of the executive committee shall be a member in good standing of the Association and shall be entitled to one (1) vote.

Section 2. A criterion for membership on the Executive Committee shall be that members shall be actively involved in healthcare quality for at least two years and a member in good standing of PAHQ.

Section 3. The Executive Committee shall provide the leadership of the Association, act on behalf of the membership, and shall manage the business of the Association.

Section 4. The Executive Committee shall approve the development and revisions of the administrative guidelines.

Section 5. Attendance requirements for the Executive Committee meetings:

- A. Members are required to attend and participate in at least fifty percent of the meetings.
- B. The President will send a meeting invite two weeks prior to the date of the meeting to the Executive Committee. Any member excused from a scheduled meeting shall provide a Committee report to the president, preferably in writing, one week prior to the meeting date.

Section 6. All vacated positions shall be filled through appointment by the President of the Association. A vacated Presidential office shall be filled in accordance with Article IX, Section 2. of the Bylaws.

ARTICLE IX – DUTIES OF THE OFFICERS

Section 1. The President shall preside at all meetings of the Association and the Executive Committee.

The President shall appoint the Standing and Ad Hoc Committee chairpersons. The President shall be an ex-officio member of all committees except the Nominating Committee and shall attend to all usual duties pertaining to the office of the Presidency.

Section 2. In the absence of the President, the President-Elect shall perform the duties of the President. In the event that the President is unable to continue in office, the President-Elect shall serve out the unexpired term and assume his/her own two (2) year term at the next calendar year. The President-Elect shall be responsible for making recommendations to the Executive Committee on matters regarding the Association's Administrative Guidelines.

Section 3. The Secretary shall maintain a record of:

- A. all minutes of the meetings of the Association and of the Executive Committee and
- B. any formal correspondence of the Executive Committee.

Section 4. The Treasurer shall maintain a record of all dues and funds of the Association and disbursements authorized by the Executive Committee.

ARTICLE X – MEETINGS

Section 1. Meetings of the Association's general membership shall be determined by the Executive Committee.

Section 2. Special meetings may be called by the President or at the written request of a simple majority of the Association members. No other business shall be transacted except that stated in the meeting notice.

ARTICLE XI – COMMITTEES

Section 1. The following Standing Committees are: 1) Membership Committee; 2) Program Committee; 3) Nominating Committee; 4) Legislative Committee 5) Marketing Committee and 6) Newsletter Committee.

Section 2. The chairperson of the Standing Committees shall be appointed annually by the President. Members may be selected by the chairperson or the President.

Section 3. The Nominating Committee shall consist of representation throughout the state.

Section 4. Ad Hoc Committees shall be created by the President, with approval of the Executive Committee.

Section 5. All committee chairperson(s) shall complete an Annual Report which shall be forwarded to the Executive Committee at the end of the calendar year.

ARTICLE XII – DUTIES OF THE STANDING COMMITTEES

Section 1. It shall be the duty of the Membership Committee to recruit membership and maintain a current electronic membership directory available on the website to the membership.

Section 2. It shall be the duty of the Program Committee to coordinate all activities associated with educational programs.

Section 3. It shall be the duty of the Nominating Committee to prepare a slate of nominees for the following year. The chairperson of the Committee shall present the slate of nominees to the Executive Committee according to the established time frame and in accordance with the Administrative Guidelines of the Association.

Section 4. It shall be the duty of the Bylaws Committee to review the bylaws annually and make recommendations for revision to the Executive Committee.

Section 5. It shall be the duty of the Newsletter Committee to collate and disseminate information pertinent to healthcare quality, the activities of the Association and its membership and published on the website which is available to the membership.

Section 6. It shall be the duty of the Legislative Committee to inform and advise PAHQ members, through email and published on the website, of pending/proposed legislative issues which may impact healthcare services.

Section 7. It shall be the duty of the Marketing Committee to develop the marketing strategy used to promote the organization's mission.

ARTICLE XIII – ELECTIONS

Section 1. Officers shall be elected by a majority vote. They shall assume their responsibilities at the beginning of the calendar year.

Section 2. In the event of a tie vote, the chairperson of the Nominating Committee shall follow the Administrative Guidelines. Ballots shall be retained by the Nominating Chairperson until the installation of the new officers.

ARTICLE XIV – AMENDMENTS

Section 1. The Bylaws shall be amended by a simple majority of those responding.

ARTICLE XV – ADMINISTRATIVE GUIDELINES

Section 1. Administrative Guidelines shall include the Job Descriptions for all Association positions, responsibilities of the Standing Committees, procedures for carrying out all business of PAHQ and other such items as deemed appropriate by the Executive Committee. The President-Elect shall have responsibility for reviewing the guidelines and making recommendations to the Executive Committee.

ARTICLE XVI – ASSOCIATION DISSOLUTION

Following a membership vote for dissolution, all Association members shall be notified of the dissolution by the President of the Association. On the winding up and dissolution of this Corporation, after paying or adequately providing for the debts, obligations and liabilities of the Corporation, the remaining assets of this Corporation shall be distributed to nonprofit funds, foundations or corporations which have established their tax-exempt status under Internal Revenue Code sections 501(c)(3) or 501(c)(6), or the corresponding section of any future federal tax code, and which have their principal area of activities in the Commonwealth of Pennsylvania and which have as their principal purpose the assistance and advancement of healthcare quality as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.