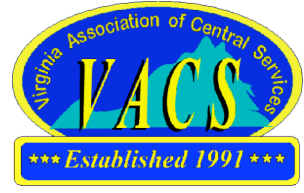




VIRGINIA ASSOCIATION OF CENTRAL SERVICES BY-LAWS



ARTICLE I – NAME

- 1.1 The name of the Chapter shall be Virginia Chapter of Central Services (VACS).

ARTICLE II – PURPOSE

- 2.1 The purpose of the Chapter is to:
 - 2.1.1 Identify and unify Central Services personnel professionally within the Commonwealth.
 - 2.1.2 Promote personal education.
 - 2.1.3 Provide guidelines for professional growth.
- 2.2 The Chapter is organized exclusively for charitable, scientific, and educational purposes as a not-for-profit chapter. It shall be so conducted that no part of its income and earnings shall inure to the benefit of any member, director, officer, or other individual. Upon dissolution, any assets of the Chapter shall be distributed to an organization enjoying an exempt status under Section 502 (c) (3) of the Internal Revenue Code or successor statutory authority.

ARTICLE III – MEMBERSHIP

Categories of membership in this organization are Active, Affiliate, Associate, and Retired. Membership in this Chapter shall become effective upon the approval of a completed application and receipt of the specified dues of the Chapter.

- 3.1 Active Membership
 - 3.1.1 Individuals eligible for active membership in the Chapter shall be those who are involved in a supervisory role in the field of healthcare central service, operating room, or materials management.
 - 3.1.2 Active members are eligible to vote, to hold office in the Chapter, and to serve on committees.
 - 3.1.3 Active members in good standing are eligible to serve as delegates to the Annual Meeting of the International Association of Healthcare Central Service Materiel Management. To maintain good standing, an active member must attend the Chapter Annual Meeting every twelve months period.

3.2 Affiliate Membership

- 3.2.1 Affiliate members shall be those persons who currently work in a healthcare central service, operating room or materials management in a technician role.
- 3.2.2 All affiliate members are eligible to vote in general meetings and elections.
- 3.2.3 Affiliate members in good standing are eligible to serve on committees.

3.3 Associate Membership

- 3.3.1 Associate membership is granted to those individuals who have a substantial interest in and/or are indirectly involved with the central service function of a hospital or related health care activity. These include representatives of a medical industry, members of a corporation owning, or providing consultative services to health care facilities.
- 3.3.2 Associate members shall have no voting privileges and shall not be eligible to hold office, but may be appointed to serve on committees.
- 3.3.3 Participation as an exhibitor or program sponsor at either the spring annual meeting or fall educational seminar will constitute receipt and payment in full of annual membership dues.

3.4 Retired Membership

- 3.4.1 Retired membership may be granted to those individuals who have been active members of the Chapter and have retired from the field of health care central services, operating room, and materials management.
- 3.4.2 Retired members shall have no voting privileges and are not eligible to hold office, but may be appointed to serve on committees.

3.5 Loss of Eligibility

- 3.5.1 Any person who is no longer eligible for membership in the Chapter shall be automatically terminated at the end of the term for which dues have been paid.

ARTICLE IV – OFFICERS

4.1 Eligibility

- 4.1.1 Active or Affiliate members of the Chapter in good standing for at least two years. Must have served on Board of Directors for VACS.
- 4.1.2 Active members of the International Association of Healthcare Central Service Materiel Management.

4.2 Officers

- 4.2.1 The officers shall be a president, president elect, secretary, and treasurer.

4.3 Election and Term

- 4.3.1 The President shall be elected in the odd numbered years and the President-Elect shall be elected in the even numbered years, for a two- (2) year term each.
- 4.3.2 A ballot of candidates shall be presented to the membership at the annual meeting. An Election Committee shall be appointed by the President to tabulate the votes and the results of the election shall be announced to the membership at the annual meeting.
- 4.3.3 The positions of Secretary and Treasurer are appointed by the VACS Board of Directors, President and President Elect.

4.4 Duties

4.4.1 Duties of the President

- 4.4.1.1.1 Shall be the Chief Executive Officer of the Chapter.
- 4.4.1.1.2 Preside at all meetings of the Chapter and the Board of Directors
- 4.4.1.1.3 Supervise the activities of the Chapter and perform other duties as authorized by the Chapter and the Board of Directors.
- 4.4.1.1.4 Has the power to appoint any special committee deemed necessary and appoint the chairman of each standing committee.
- 4.4.1.1.5 Assume or appoint an active IAHCSSMM member to represent the Chapter on IAHCSSMM's Board of Directors.

4.4.2 Duties of the President-Elect

- 4.4.2.1.1 Assume all responsibilities of the President when the President

- is absent.
- 4.4.2.1.2 Assume the duties of the President at the end of the President's term.
- 4.4.2.1.3 Become the President in case of a vacancy in the office.
- 4.4.2.1.4 Assume responsibility for all educational meetings.

4.4.3 Duties of the Secretary

- 4.4.3.1.1 Prepare and keep minutes of all meetings.
- 4.4.3.1.2 Preserve all letters and transactions of the Chapter.
- 4.4.3.1.3 Maintain current member contact information including but not limited to home address, phone number, email address, and IAHCSSM membership number.
- 4.4.3.1.4 Notify all members of the time and place of the meetings.
- 4.4.3.1.5 Send out newsletters and all other correspondences.

4.4.4 Duties of the Treasurer

- 4.4.4.1.1 Responsible for all Accounts Receivable and Payable.
- 4.4.4.1.2 Report the account activity to the President, Secretary, and the Board of Directors quarterly.
- 4.4.4.1.3 Distribute the Chapter checks at the direction of the President and as needed to cover the expenses of the Chapter.
- 4.4.4.1.4 Perform other duties as assigned by the President.
- 4.4.4.1.5 Notify members of delinquent dues.

4.5 Vacancies

- 4.5.1 The President-Elect shall automatically assume the responsibilities and duties of the President of the Chapter when and if a vacancy occurs in this position. The President-Elect shall complete the unexpired term, as well as his/her own two-(2) year term as President.
- 4.5.2 The Board of Directors shall have the authority to fill any other vacancy that may occur among the officers, by appointment of an eligible member of the Chapter for the unexpired term.

ARTICLE V – BOARD OF DIRECTORS

5.1 Eligibility

- 5.1.1 Active or Affiliate members in good standing shall be eligible to serve on the Board of Directors.

5.2 Composition

- 5.2.1 All officers of the Chapter shall be members of the Board of Directors.
- 5.2.2 The Board of Directors shall be composed of no less than three (3), but no more than five (5) delegates preferably, but not limited to each of the following geographical areas in the state of Virginia:
 - (1) North
 - (2) East
 - (3) West
 - (4) Southwest
 - (5) Central/South
- 5.2.3 The immediate past-president shall sit on the Board of Directors.
- 5.2.4 The immediate past-president will vote only to dissolve ties.

5.3 Election and Term

- 5.3.1 The election of directors shall take place at the annual spring meeting. A ballot listing the candidates proposed by the Election Committee shall be submitted. This committee shall tabulate the votes and the results of the election shall be announced to the membership at the annual meeting.
- 5.3.2 Two (2) or three (3) delegates shall be elected in the odd numbered years and one (1) or two (2) delegates shall be elected in the even numbered years for a two- (2) year term each.
- 5.3.3 No director may serve more than two (2) consecutive terms.

5.4 Duties of the Board of Directors

- 5.4.1 Responsible for making policy decisions for the Chapter and ensures that such decisions are expedited.
- 5.4.2 Review and make recommendations concerning the expenditures of the Chapter's annual budget.
- 5.4.3 Establish rules and procedures for the Board of Directors and for the Chapter.
- 5.4.4 Approve, modify, or disapprove recommendations, resolutions, and actions of the officers and committees of the Chapter.

5.5 Vacancies

The Board of Directors shall have the authority to fill any vacancy that may occur

on the Board, by appointment of an eligible member of the Chapter for the unexpired term.

ARTICLE VI – MEETINGS

6.1 Annual Meeting

The Chapter shall meet at least annually to conduct the business of the Chapter.

6.2 Board of Directors Meetings

The Board of Directors shall meet prior to and following the annual meeting and at least one other time during the year.

6.3 Special Meetings

The President with the approval of the Board of Directors may call special meetings. Special meetings shall be limited to consideration of subjects listed in the official call for such meetings, unless it is otherwise ordered by unanimous consent of the members present and voting.

6.4 Notice of Meetings

The secretary of the Chapter shall notify the membership of the annual or special meetings.

6.5 Order of Meetings

- 6.5.1 The Chapter shall adopt regulations for conducting meetings and may amend them from time to time by a majority vote of those present and voting at the annual meeting. These regulations shall be in accord with Roberts' Rule of Order, Revised.
- 6.5.2 The President of the Chapter shall preside at all meetings of the membership and Board of Directors. In his/her absence, the President-Elect shall assume the chair.

6.6 Voting

Each member of the Chapter in good standing present at the meeting shall be entitled to one vote on matters requiring membership vote. Proxy voting shall not be permitted.

6.7 Quorum

- 6.7.1 Annual and Special Meetings
A quorum shall consist of no less than 10 percent of the total eligible

voting membership, based on the number of members at the time of the meeting.

6.7.2 Board of Directors Meeting

Two thirds of the total number of the Board of Directors constitutes a quorum to conduct business.

ARTICLE VII – DUES

7.1 Rate and Payment

7.1.1 The Board of Directors shall establish the dues of the Chapter subject to the approval of membership.

7.1.2 Payment of the registration fees for either the spring annual meeting or fall educational seminar will constitute receipt and payment in full of annual dues. In the event that a member is not able to attend either meeting, a fee established by the Board of Directors can be paid to maintain active membership.

7.1.3 Cancellations must be made at least two weeks prior to the date of the meeting and a \$10 per day cancellation charge will be deducted from the registration fee. No refunds will be processed after the cancellation date.

7.1.4 Spouses are welcome to attend all Saturday luncheons for a fee of \$15.00 payable in advance to VACS. Tickets will be available at the registration desk.

7.2 Dues Delinquency

7.2.1 Members who have not paid their annual dues by the anniversary date of their last recorded participation at an educational seminar or meeting shall have their membership terminated.

ARTICLE VIII – COMMITTEES

8.1 The President Shall Appoint the Following Committees:

- a. Election
- b. Membership
- c. Vendor
- d. Education
- e. Web Site

8.2 Duties of the Election Committee

8.2.1 Prepare a slate consisting of two names for each office and present it at the meeting.

8.2.2 All nominees will have consented to serve.

8.3 Duties of the Membership Committee

8.3.1 Review and recommend standards, practices, and procedures for membership in the Chapter.

8.3.2 Maintain membership records.

8.4 Duties of the Vendor Committee

8.4.1 .
Coordinate vendor support and participation in VACS meetings.

8.5 Duties of the Education Committee

8.5.1 Select speakers for the annual meeting.

8.5.2 Coordinate the program schedule for the annual meeting.

8.5.3 Organize and select the annual meeting place.

8.6 Duties of the Web Site Committee

8.6.1 Update news and maintain the Web Site.

8.6.2 Revise the Web Site format and present proposals for changes to the Board of Directors.

ARTICLE IX – FISCAL YEAR

The fiscal year of the Chapter shall be from April 1st.

ARTICLE X – AMENDMENTS

10.1 The By-laws may be amended, upon the recommendation from the Board of Directors, by a two-thirds vote of the members present and voting at any annual meeting of the Chapter providing the quorum has been met.

10.2 Amendments to the By-laws may be proposed by petition of at least 25 members of the Chapter and in good standing. Amendments so proposed shall be filed with the secretary at least 90 days prior to the annual meeting.

This document was last revised April 2010