

**BYLAWS**  
**MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES**

**ARTICLE I**            **NAME**

The name of the organization shall be the Massachusetts Association Medical Staff Services (MAMSS) and shall be governed by the Bylaws of the Massachusetts Association Medical Staff Services.

**ARTICLE II**            **OBJECTIVES**

The objectives of this State Association shall be to provide the opportunity for continuing education and to promote the improvement of professional knowledge and skill by uniting persons who are engaged in medical staff activities and provider enrollment through this State Association. The State Association supports the mission and activities of the National Association Medical Staff Services (NAMSS).

**ARTICLE III**            **STRUCTURE**

The State Association shall be non-profit, non-partisan, and non-sectarian and shall have the right to establish and control its activities through its elected officers.

**ARTICLE IV**            **MEMBERSHIP**

Membership in this Association shall be categorized as Active and Honorary.

**SECTION 1**            **ACTIVE**

Active members shall be those individuals having responsibility in medical staff activities and/or other activities related to medical staff services and provider enrollment of healthcare professionals. Active members shall pay dues and shall be eligible to vote and hold office. Active members shall be encouraged to join NAMSS.

**SECTION 2**            **HONORARY**

Honorary members shall be recommended and approved solely by the Board of Directors based on their contributions and years spent in the field of medical staff services. They shall not pay dues and shall not be eligible to vote or hold office.

**ARTICLE V**            **DUES AND FEES**

**SECTION 1**

Annual dues notices for membership will be sent and shall be payable by the end of the first quarter of the fiscal year at an amount set by the State Association Board of Directors and shall not exceed the NAMSS dues. A late fee may be assessed if a member does not renew by the specified deadline.

**SECTION 2** Prospective members who join the State Association during the last Quarter of the fiscal year (October, November, and December) shall pay the annual dues amount for the current year, which shall satisfy the dues requirement for the ensuing year.

**SECTION 3** Failure by a member to pay dues by the specified date shall result in termination of the membership

**SECTION 4** If this State Association is disbanded, any all assets of the State Association will be forfeited to the NAMSS Treasury.

**ARTICLE VI**                    **LOCAL CHAPTERS**

The State Association shall encourage the formation of local chapters throughout the State, the purpose of which shall be to provide a forum for educational activities at a local level. Such Local Chapters shall petition the Board of Directors of the State Association for recognition and approval of their organizational structure.

**ARTICLE VII**                    **OFFICERS**

**SECTION 1**                    **OFFICERS**

The officers of this State Association shall be the President, President-Elect, Immediate Past-President, Secretary and Treasurer. The President-Elect shall automatically succeed the office of President.

**SECTION 2**                    **QUALIFICATIONS**

A candidate for office in the Massachusetts Association Medical Staff Services shall be a member in good standing of the State Association and must be an active member of National Association Medical Staff Services. All candidates for the State Association Board positions should be a Certified Professional in Medical Services Management (CPMSM) or a Certified Provider Credentialing Specialist (CPCS) or a Certified Provider Enrollment Specialist (CPES) or have equivalent experience as deemed by the Board of Directors. (See Exhibit A)

**SECTION 3**                    **ELECTION OF OFFICERS**

The election of officers shall be conducted every two (2) years by mail ballot or electronic ballot in accordance with the following guidelines:

- a. A call for nominations shall be made by the Nominating Committee Chair at least thirty (30) calendar days prior to the anticipated election. The call shall include all open positions and those positions for which the incumbent is running again. Nominations shall be returned to the Nominating Committee chair.
- b. At least thirty (30) calendar days following the call for nominations, a ballot will be sent to Voting members with the names of those members nominated for the positions, which shall be returned within fifteen (15) calendar days of the date of mailing. The winner shall be decided by a simple majority of the ballots returned.

- c. Term of office shall be two (2) years beginning on January 1 and ending on December 31.

**SECTION 4                    VACANCIES**

Vacancies, except President-Elect, may be appointed by the Board of Directors of the State Association to fill the unfinished vacant term. Vacancy of the office of President-Elect shall be filled by ballot (electronic means or paper) of the Active membership.

**SECTION 5                    REMOVAL OF OFFICERS**

Removal of the State Association Officer may be initiated by petition of an Active member in writing to the Board of Directors. An adverse recommendation must be approved by two-thirds vote of all Active members by written ballot.

**SECTION 6                    TERM OF OFFICE**

The positions of Immediate Past President, President, President-Elect, Secretary, Treasurer, shall each have a term of two (2) years. No individual elected as President, Secretary or Treasurer shall be eligible to serve more than one (1) consecutive term in the same position. However, an individual may be re-elected to a position under the following conditions:

1. If the individual is moving to a different officer position, provided that they have not previously served in that role.
2. If no new candidate volunteers for an open position, an individual who has previously served in that position may volunteer for one additional term. Upon completion of the second and subsequent terms, that individual shall not serve in the same position again unless no new candidates volunteer.

**ARTICLE VIII                    DUTIES OF OFFICERS**

**SECTION 1                    PRESIDENT**

The President shall be the Chief Executive Officer of the State Association. The President shall preside at all meetings of the State Association and shall serve as the Chair of the Board of Directors. It shall be the President's duty to supervise the activities of the State Association; to present a report at the membership quarterly meetings (a copy of which shall be kept in the permanent files of the State Association); to appoint the chair and members of committees (except whereby noted in Article XI, Sections 1 & 2) upon approval of the Board of Directors; and to perform such other duties as authorized by the Board of Directors.

**SECTION 2                    PRESIDENT-ELECT**

The President-Elect shall act for the President in his/her absence and at the direction of the President; the President-Elect shall serve as Chair of the Planning/Education Committee.

**SECTION 3                    IMMEDIATE PAST PRESIDENT**

The Immediate Past President shall act as consultant to the President and the Board of Directors, and shall serve as Chair of the Nominating Committee and as a member of the Planning/Education Committee. The Immediate Past President shall also serve as the "Archivist" for the association. Duties include arranging and describing records pertaining to the history of MAMSS and its Presidents, providing reference service, and preserving materials.

#### **SECTION 4                    SECRETARY**

The Secretary shall keep accurate minutes of all meetings of the State Association and shall be custodian of all Association records. The Secretary shall issue all duly authorized notices of meetings and shall perform such other duties as may be necessary.

#### **SECTION 5                    TREASURER**

The Treasurer shall be the custodian of the funds of the State Association and shall be responsible for the collection of membership dues. The Treasurer shall keep a record of the payment of dues, render an annual budget and financial statement and perform such other duties as may be necessary to coordinate and advance the State Association's objectives. The Treasurer should have had previous accounting and/or finance experience.

#### **SECTION 6                    BOARD OF DIRECTORS**

The Board of Directors consists of the Officers of the organization, the Sponsorship & Event Services Manager and the Media Coordinator, both of whom are appointed by the President and serve as ex-officio members of the Board (without a vote). The Board of Directors shall have the authority to make policy decisions for the State Association; to approve the annual budget; to establish rules and procedures for the State Association and directors; and to approve, modify or disapprove reports, resolutions, chapter rules and regulations or procedure manuals or action of officers or committees of the State Association. The Board of Directors reviews the Bylaws biennially for conformity with the NAMSS Bylaws and to submit recommendations for revisions. The Board of Directors may act on any matter that the convention body may act upon except amendments of the State Association Bylaws.

A MAMSS and /or NAMSS member who is considered a vendor is not eligible to be nominated, elected, or appointed to a volunteer leadership position with MAMSS. The definition of a vendor shall consist of individuals, companies, or organizations that regularly distribute, supply or sell products or services to MAMSS and/or NAMSS or their employers. These may include but are not limited to, software organizations, attorneys, interim staffing companies, professional organizations and healthcare regulators and accreditors. The Board may grant a waiver of any qualifications for such under this section, such waiver will serve of interest of the association.

The Board of Directors shall meet **at least quarterly** and may transact business in writing. The actions of the Board of Directors shall be final except on appeal of the State Association membership. Duties of officers may be delegated in case of absence of an officer.

A quorum of a meeting of the Board of Directors where business is transacted shall be a simple majority.

**ARTICLE IX**            **MEETINGS**

Meetings of the State Association shall be held at least four (4) times per year, at a date and time established by the membership. Special meetings may be called by the President, the Board of Directors, or at the request of at least four (4) members of the State Association. The purpose of the meeting shall be stated in the call.

**ARTICLE X**            **QUORUM**

The quorum of any State Association meeting shall be the Active members present in good standing.

**ARTICLE XI**            **COMMITTEES**

The Board of Directors shall authorize the committees of the State Association. Committees shall be standing and ad hoc. The President shall appoint the chairs and members of all committees (except whereby noted in Article XI, Sections 1 & 2) upon approval of the Board of Directors. The President shall be an Ex Officio member (without a vote) of all committees, except the Nominating Committee.

**SECTION 1**            **PLANNING/EDUCATION COMMITTEE**

The Planning/Education Committee shall consist of the President-Elect as chair, the Immediate Past President, the Sponsorship & Events Services Manager, the Treasurer and other members appointed by the President-Elect. The duties shall be to plan the Annual Conference and other educational activities and events.

**SECTION 2**            **NOMINATING COMMITTEE**

The Nominating Committee shall be composed of the Immediate Past President, who shall serve as Chair, and two members appointed from the Active membership, by the Immediate Past President.

**SECTION 3**            **SPECIAL COMMITTEES**

Special Committees may be appointed by the President for special projects as needed.

**ARTICLE XII**            **OFFICIAL PUBLICATION**

The MAMSS website will be maintained by the Media Coordinator. This position shall be appointed by the President and approved by the Board of Directors and shall serve in an ex-officio capacity on the Board of Directors (without a vote).

**ARTICLE XIII**            **FISCAL YEAR**

The Fiscal Year of this organization shall be January First through December Thirty First of each year.

**ARTICLE XV**            **AMENDMENTS**

These bylaws may be altered, amended, or repealed by a two-thirds vote of the voting membership at a State Association meeting, by mail or electronic ballot returned within the time specified by the Board of Directors. Proposed changes in the bylaws must be submitted in writing to the President. The President shall submit proposed changes to the Board of Directors for review. Notice of proposed changes shall be sent to the voting members at least fifteen (15) days prior to State Association meeting or, if by mail or electronic, by a two-thirds vote of mailed ballots returned, within the time specified by the Board of Directors.

**ARTICLE XVI**            **PARLIAMENTARY AUTHORITY**

Parliamentary authority shall be Roberts Rules of Order, Newly Revised Edition.

**ARTICLE XVII**            **RULES AND REGULATIONS**

The Board of Directors may adopt such Rules and Regulations for the State Association as may be necessary for the efficient management of the Association.

ADOPTED BY THE MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES  
ON:

DATE:            April 28, 1983  
Mary M. Pillsbury, President  
Massachusetts Association Medical Staff Services

APPROVED BY THE NATIONAL ASSOCIATION MEDICAL STAFF SERVICES ON:

DATE:            June 4, 1983  
Beth Bosilevac, President  
National Association Medical Staff Services

AMENDMENTS ADOPTED BY THE MASSACHUSETTS ASSOCIATION MEDICAL  
STAFF SERVICES ON: March 17, 1993.

AMENDED BY MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES ON:

DATE:            January 21, 2004  
Mary D. Jones, President  
Massachusetts Association Medical Staff Services

APPROVED BY THE MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES  
ON:

DATE:            August 19, 2004  
Nancy Dunn, President  
Massachusetts Association Medical Staff Services

AMENDMENTS ADOPTED BY THE MASSACHUSETTS ASSOCIATION MEDICAL  
STAFF SERVICES

DATE: April 26, 2013  
Nancy Dunn, President  
Massachusetts Association Medical Staff Services

APPROVED BY THE MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES  
ON:

DATE: March 16, 2016  
Michelle Tulloch, President  
Massachusetts Association Medical Staff Services

APPROVED BY THE MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES  
ON:

DATE: December 21, 2018  
Kimberley M. Coon, President  
Massachusetts Association Medical Staff Services

APPROVED BY THE MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES  
ON:

DATE: March 15, 2021  
Barbara E. Prats, President  
Massachusetts Association Medical Staff Services

APPROVED BY THE MASSACHUSETTS ASSOCIATION MEDICAL STAFF SERVICES  
ON:

DATE: March 5, 2026  
Karin Bernard, President  
Massachusetts Association Medical Staff Services

## **EXHIBIT A**

### **SUCCESSFUL CANDIDATES TO THE BOARD OF DIRECTORS MAY HAVE ONE OR MORE OF THE FOLLOWING:**

1. Member maintains another pertinent certification. (for example, CPQH, AHIT, RN.)
2. Member holds a college degree or equivalent related experience as deemed by the Board.
3. Member has at least five years of experience in the Medical Staff Services profession, is currently engaged as a Medical Staff Services Professional and has demonstrated leadership skills. This is subject to review by the Board of Directors.
4. Member has a demonstrated commitment to the State Association through attendance at membership meetings and conferences.

### **CRITERIA FOR REMOVAL FROM OFFICE**

The Board of Directors, by a two-thirds vote, may remove any officer, chair, board or council member for conduct detrimental to the interests of the association or its membership, or if the officer is suffering from a physical or mental infirmity that renders the individual incapable of fulfilling the functions of that office. The individual will be sent a certified written notice at least ten days prior to the date of when the vote will take place. The individual shall be afforded the opportunity to respond prior to the vote on such removal. The removal shall be effective when approved by the Board. An officer, board or council member who is found to no longer meet any of the qualifications for the position shall automatically relinquish his/her office.