

BYLAWS

TENNESSEE SOCIETY OF MEDICAL ASSISTANTS, INC

CODE OF ETHICS

The Code of Ethics of this Society shall set forth principles of ethical and moral conduct as they relate to the medical profession and the particular practice of medical assisting.

Members of this Society dedicated to the conscientious pursuit of their profession and thus desiring to merit the high regard of the entire medical profession and the respect of the general public which they serve, do pledge themselves to strive always to:

- Render service to humanity with full respect for the dignity of the person.
- Respect confidential information gained through employment unless legally authorized or required by responsible performance of duty to divulge such information.
- Uphold the honor and high principles of the profession and accept its disciplines.
- Seem to continually improve our knowledge and skills of medical assisting for the benefit of patients and professional colleagues.
- Participate in additional service activities which aim toward improving the health and well-being of the community.

CREED

I believe in the principles and purposes of the profession of medical assisting.

I endeavor to be more effective.

I aspire to render greater service.

I protect the confidence entrusted to me.

I am dedicated to the care and well-being of all patients.

I am loyal to my employer.

I am true to the ethics of my profession.

I am strengthened by compassion, courage and faith.

ARTICLE I-NAME

The name of this organization shall be the Tennessee Society of Medical Assistants (herein referred to as TSMA). It is a constituent society of the American Association of Medical Assistants (herein referred to as AAMA). TSMA is a professional organization of individual medical assistants who comprise affiliated component chapters.

ARTICLE II-PURPOSE

The purpose of this Society is to enable medical assisting professionals to enhance and demonstrate the knowledge, skills and professionalism required by employers and patients; protect medical assistants' right to practice; and promote effective, efficient health care delivery through optimal use of multi-skills of Certified Medical Assistants (CMAs).

The Society shall strive to:

- Cooperate at all times with the medical profession in improving public relations.
- Provide educational services for the self-improvement of its members and to stimulate a feeling of fellowship, respect, and cooperation among its component chapters.
- Encourage and assist in forming new local chapter within the State of Tennessee.

ARTICLE III-ORGANIZATIONAL POLICY

This society hereby is declared to be a nonprofit, professional organization. It is not now, nor shall it ever become, a trade union or collective bargaining agency. No person otherwise qualified for membership in this society shall be denied membership because of race, religion, sex, national origin or political affiliation. No person who participated in the activities of organizations whose intent is to overthrow the government of the United States of American shall become a member of this society.

ARTICLE IV-COMPONENT CHAPTERS

SECTION 1. AFFILIATION

A chapter may become affiliated with TSMA by submitting a written request to the Board of Directors, five (5) copies of proposed Bylaws, which shall not be in conflict with those of the TSMA and sufficient dues should accompany the request.

SECTION 2. APPROVAL

Component chapters approved by the Board of Directors prior to February 1 of any year shall be entitled to representation at the TSMA annual meeting.

SECTION 3. REVOCATION

A component chapter found guilty of any conduct or action deemed in contradiction to the Code of Ethics, Articles of Incorporation, Bylaws or Standing Rules/Policy Handbook of this society shall be subject to revocation of its charter. A three-fourths (3/4) vote of the Board of Directors shall be necessary for revocation.

ARTICLE V-MEMBERSHIP

SECTION 1. CLASSES

There shall be eight (8) classes of membership, **active, associate, affiliate, sustaining, honorary, student, life and member-at-large**. Membership in a component (local) chapter, constituent (state) society and the AAMA shall be required for all classes except honorary and members-at-large unless

there is no component chapter in the area. No other membership or quasi-membership classes shall be permitted by this society or by a component chapter of this society.

SECTION 2. QUALIFICATIONS

- A.** An active member shall be one of the following
 - 1. A CMA (AAMA) holding current credential status and whose CMA (AAMA) credential has not be revoked as provided by the AAMA Certifying Board Disciplinary Standards and Procedures for the CMA (AAMA).
 - 2. Anyone who was an active member on December 31, 1987, and who maintains continuous active membership. Continuous active membership shall be defined as having dues postmarked or submitted electronically to the AAMA Executive Office by December 31. The controlling time is that of the sending not of that of the receiving.
- B.** An associate member shall be a medical assistant who is not yet an AAMA Certified Medical Assistant (CMA) and who does not fall under any other category.
- C.** A sustaining member is anyone who has been an active or associate member for at least two years and who has retired from the medical assisting profession is eligible for sustaining membership. This membership shall be forfeited if not renewed annually.
- D.** An honorary member shall be on who is not eligible for active membership but has made outstanding contribution to the advancement of medical assisting and /or the society. Honorary membership is conferred by two-thirds (3/4) vote of the Board of Directors of TSMA. There shall be no more that two (2) honorary memberships conferred in any one (1) year. The name of the candidate for honorary membership together with a written statement outlining his/her contributions shall be submitted at the annual meeting of the General Assembly.
- E.** A student member I. shall be enrolled in a medical assisting program.2. may choose a one-year student membership or a two-year student membership. 3. After 2 two-year membership the member is then eligible for either associate or active membership if member meets all the qualifications for active membership. 4. After a one-year membership, the student may be eligible for another year of student membership as long as the member renews during the one-year membership term. After the two-year membership, the member is eligible for associate or active membership as noted in Section 2. E3. 5. A member is eligible for only two (2) consecutive years of student membership.
- F.** A life member shall be an active member who has had life membership conferred for having made an outstanding contribution to TSMA. The name of the candidate and statement shall be submitted at the board meeting prior to the annual meeting. Conferral of life membership shall require a two-thirds (3/4) vote of the Board of Directors. There shall be no more than one (1) life membership conferred in one (1) year.
- G.** A member-at-large shall be either active, life, sustaining, student, honorary, associate or affiliate member who resides in an area in excess of sixty (60) miles from the county boundaries of the nearest component chapter. Such a member shall pay only state and national dues.
- H.** An affiliate member shall be someone who is not eligible for another category of membership but who is interested in the profession of medical assisting.

SECTION 3. PRIVILEGES

- A.** Active, associate, member-at-large and life members may enjoy all the rights and privileges of AAMA membership at the chapter, state and national levels to include voting, holding office and chairing a committee on the chapter or state level.

- B. An affiliate member may not vote, hold office or chair a committee.
- C. A sustaining member may vote, chair or serve on a committee, but may not hold office.
- D. An honorary member may not vote, hold office or chair a committee.
- E. A student member may vote and serve on a committee but may not hold office or chair a committee.

SECTION 4-REVOCATION

Any member who had has his/her CMA credential revoked by the Certifying Board as provided by the AAMA Certifying Board Disciplinary Standards and Procedures for CMAs (see www.aama-ntl.org) will immediately lose his/her membership and all privileges attached thereto and shall not be allowed reinstatement unless the revocation of the credential is rescinded by the Certifying Board. No refund of any dues amount will be paid.

ARTICLE VI-DUES

SECTION 1-ANNUAL DUE DATE

Full dues will be assessed for active, associate, affiliate and member-at-large classes. Annual dues shall become due and payable November 1 of each calendar year and shall be delinquent if not postmarked or electronically received by December 31 to the AAMA Executive Office. The date is that of the sending and not that of the receiving. Dues paid after September 1 by current or returning members shall be credited through the following year. Dues will be billed by and remitted directly to the Executive Office of the AAMA. TSMA dues shall be fixed by the General Assembly and the AAMA dues shall be fixed by the House of Delegates.

SECTION 1-NEW MEMBER DUES

Annual dues for new members and/or new component chapters joining AAMA for the first time on or after September 1 of any year shall be credited through the following year with all rights and privileges granted.

SECTION 3-ELIGIBILITY

To be seated in the General Assembly of TSMA or the House of Delegates of the AAMA at the annual conference, dues for all members or delegates and alternates must be postmarked or electronically sent to the Executive Office of the AAMA on or before December 31. The date is that of the sending and not that of the receiving.

SECTION 4-RECIPROCITY

TSMA and component chapter shall offer reciprocity to members transferring membership from another constituent society and/or component chapter. The transferring member shall present proof of current AAMA membership status.

SECTION 5-DUES STRUCTURE

Full dues will be assessed for active, associate and affiliate members. Half dues will be assessed for sustaining and student members. Honorary and life members shall not be required to pay state dues. Membership dues may not be transferred from one member to another, nor are they refundable.

ARTICLE VII-FINANCES

SECTION 1-MONIES

- A. All monies received as donations or grants shall be placed in the general operating fund unless the condition of the donation or grant should stipulate otherwise.
- B. Bank accounts shall require one signature of either the President or Treasurer. All accounts must be in the name of TSMA.

SECTION 2-BUDGET

The Budget/Finance/Ways and Means Committee shall prepare a balanced budget for the ensuing year for review by the Board of Directors. The budget as revised by the Board of Directors shall be presented to the General Assembly for approval at the annual meeting.

SECTION 3-FISCAL YEAR

The fiscal year of the TSMA shall be June 1 through May 31.

SECTION 4-SURETY BOND

The President and Treasurer (and anyone else who handles any amount of money for TSMA) shall be surely bonded in an amount stipulated by the Board of Directors and paid by the TSMA. The bond should cover the TSMA and not the individual members.

SECTION 5-ANNUAL AUDIT

Annually following the close of the fiscal year, a Financial Review Committee shall review all accounts of the TSMA, including standing and/or special committees. The committee will consist of at least three (3) eligible members (one for each chapter) in good standing who with the presence of the treasurer and incoming Budget and Finance chairman will conduct a review, prepare a report and complete the necessary tax forms. (Tax forms are usually completed by the Treasurer). The Financial Review report is due no later than 30 days after the close of the fiscal year (May 31st) to the TSMA Officers. The report will be presented to the membership at the Fall Seminar.

ARTICLE VIII-OFFICERS

SECTION 1-ELECTED OFFICERS

All officers of the TSMA shall be elected for two (2) three (3) year terms or until successors are elected. They are the President, Vice President, Recording Secretary, Treasurer and Speaker of the Assembly. In the event there are not enough qualified members at any time the following officers' duties will be combined: President and Speaker of the Assembly and Recording Secretary and Treasurer.

SECTION 2-VACANCY IN OFFICE

- A. A vacancy in the office of President shall be filled by the Vice President.
- B. In the event of a vacancy in the office of Vice President, the office shall remain vacant until the next annual meeting when a Vice President shall be elected by the membership.
- C. A vacancy in the office of Speaker of the Assembly, Recording Secretary, or Treasurer shall be filled by a majority vote of the Board of Directors within thirty (30) days of the vacancy but no to exceed sixty (60) days if there are any qualified members to fulfill the vacancy. If not, the office will remain vacant and duties will be assigned to another officer until the Election of Officers at the next General Assembly.

SECTION 2-QUALIFICATIONS-Refer to the Policy Handbook for clarification.

ARTICLE IX-BOARD OF DIRECTORS

The Board of Directors shall consist of the elected officers and chairman of the standing committees. Each member is entitled to one (1) vote. The parliamentarian is an ex-officio member without vote.

SECTION 1-MEETINGS

The Board of Directors shall meet during the fall seminar, preceding and immediately following the meeting of the General Assembly. A mid-winter board meeting may be held either by teleconference or in person so that business of the TSMA can be discussed on a more regular basis. Special meetings may be called at the written request of the President or by a majority vote of the Board of Directors. This can be mail or electronic request.

SECTION 2-QUORUM

A majority of the Board of Directors members shall constitute a quorum.

SECTION 3-COMMITTEES

- A. The Standing Committees of TSMA shall include: Annual Conference, Budget/Finance/Ways and Means, Bylaws/Policy Handbook, Communications, Continuing Education, Fall Seminar, Historian, Public Policy, Membership/Certification and the Nominating Committee. The chairs of the standing committees except the nominating committee shall be appointed by the Vice-President and approved by the Board of Directors at the pre-conference meeting.
- B. The Nominating Committee shall be elected by the General Assembly at the annual meeting and shall be comprised of three (3) eligible members representing the current chapters of the TSMA. There shall not be more than one (1) member elected from any chapter. Refer to the Policy Handbook for guidance and amplification.
- C. Appointed committees shall consist of the Parliamentarian, Chaplain and Financial Review.
- D. All Standing Committees except for the Fall Seminar and Annual Conference shall serve a three (3) year term to coincide with the term of the President who makes the appointments.
- E. Task Force Committees may be appointed by the President and approved by majority vote of the Board of Directors for a specific purpose. The number of members, length of time and specific duties shall be in accordance with the authorization of his/her specific appointment.

ARTICLE X-GENERAL ASSEMBLY

The governing body of the TSMA shall be the General Assembly which shall have the authority to determine the policies of this society and the power to amend the bylaws, act upon such business as may be presented and conduct the annual election of officers.

SECTION 1-GOVERNANCE

The Society shall be governed by General Assembly which has the authority to determine the policies of this society, to amend the bylaws, to conduct the election of officers, to select delegates and alternates to the AAMA annual conference and to act upon other business as may be presented.

SECTION 2-REPRESENTATION

In order to be seated as a member of the General Assembly, vote, and/or address the Assembly, an individual must be an active member, member-at-large, associate, affiliate, life, sustaining or student member whose dues are postmarked or electronically sent by December 31 to the AAMA Executive Office. The date is that of the sending and not that of the receiving.

SECTION 3-ELIGIBILITY

Eligibility shall be verified either by national roster or other methods deemed acceptable by the AAMA Membership Department.

SECTION 4-APPOINTMENTS

The Speaker of the Assembly shall appoint such committees as are necessary to perform the business of the General Assembly.

SECTION 5-QUORUM

A majority of the members present shall constitute a quorum.

SECTION 6-ANNUAL MEETING

The General Assembly shall convene annually. Refer to the Policy Handbook for guidance and amplification.

ARTICLE XI-NOMINATIONS AND ELECTIONS

SECTION 1-NOMINATIONS

- A. The slate of qualified candidates for society officers shall be submitted by the Nominating Committee and be presented to the membership at the pre-conference Board of Directors meeting.
- B. Nominations from the floor for society officers shall be called for during the General Assembly. Credentials must be in the hands of the Nominating Committee prior to the nominations from the floor. Notification of such nominations from the floor must be presented to the Nominating Committee chair and Speaker of the Assembly no later than 6:00 pm the day prior to the meeting of the General Assembly.
- C. Representation of this society in the AAMA House of Delegates shall be in accordance with the Bylaws of the AAMA (Article XV Section 2C 1-4) as follows:
 1. Delegates and alternates shall be active or AAMA Life members in good standing with the AAMA.
 2. The number of delegates shall be determined by the constituent society's total active and associate membership of the membership year prior to the date on which names of the delegates and alternates shall be submitted to the Speaker of the House.
 3. Delegates and alternates shall be elected to serve one (1) year from the opening of the House of Delegates for the elected year until the opening of the House of Delegates the following year.
 4. The names of the delegates and alternates shall be submitted to the AAMA Executive Office at least ninety (90) days prior to the Annual Meeting of the House of Delegates.

The President and Vice President are automatic delegates. It is not necessary for a candidate to be present to be elected; however previous written consent must have been given in order for the names to be placed in nomination.

SECTION 2-ELECTIONS

- A. Election of officers and delegates shall be held during the General Assembly.

- B. Election shall be by ballot with a majority vote necessary for election. If only one candidate is nominated for each office, the election may be by voice vote.
- C. Election of AAMA delegates shall be by ballot vote with a plurality vote necessary for election.

ARTICLE XII-MEETINGS

SECTION 1-GENERAL ASSEMBLY

- A. The General Assembly shall meet during the annual meeting of the TSMA.
- B. Special meeting of the General Assembly may be held at the call of the Board of Directors by written notice to the membership at least thirty (30) days in advance of said meeting.
- C. In the event of an administrative emergency, in lieu of calling a special meeting of the General Assembly, ballots shall be mailed and/or emailed/electronically sent and returned to the Speaker of the Assembly by certified mail, email or electronic means. Ample time, not less than fifteen (15) days, will be allowed for reply. These ballots will be tabulated by the Speaker and attached to a report and forwarded to the Parliamentarian. This report will be authenticated and presented to the Chairman of the Board of Directors.

ARTICLE XIII-AMENDMENTS

Constituent society bylaws must be in strict conformity with the mandated sections of the AAMA Bylaws: Name and Affiliation, Purpose, Membership, Dues, Reciprocity of Membership, Delegates/Alternates representation to the House of Delegates, Dissolution. It will be the responsibility of the AAMA to notify constituent societies of any changes in those mandated changes bylaws. It will be the responsibility of the constituent societies to make the mandated changes with copies of revised bylaws returned to the AAMA within thirty (30) days of notification. Any action taken by the state society that is inconsistent with such mandated language shall immediately be null and void and of no effect.

Bylaws made be amended at any annual meeting of the General Assembly of the TSMA by a two-thirds (2/3) vote of the General Assembly members present.

Bylaw amendments approved annually will become effective at the close of that annual meeting unless otherwise specified by a designated date.

ARTICLE XIV-AUTHORITY

SECTION 1-PARLIAMENTARY AUTHORITY

The rules contained in **Robert's Rules of Order Newly Revised** shall govern this society in all cases to which they are applicable and in which they are not inconsistent with the Bylaws or special rules of TSMA.

SECTION 2-CONFORMITY WITH AAMA

These bylaws shall automatically be amended when necessary to conform with the AAMA.

ARTICLE XV-DISSOLUTION

SECTION 1-MEETING

In the event of dissolution of the Society, there shall be a meeting of the General Assembly for this purpose. The majority of the General Assembly attending such a meeting shall vote in favor of the dissolution. None of the assets shall be distributed to any member but they will be transferred to a medical or charitable institution or project which a majority of the members attending the dissolution shall approve and designate.

SECTION 2-NOTIFICATION OF AAMA

The President shall notify the AAMA Executive Office of the Society's dissolution within then (10) days of the meeting at which dissolution is approved by the society membership.

SECTION 3-FINAL REPORTING TO AAMA

It shall be the responsibility of the President and Treasurer to complete all necessary federal and state forms upon dissolution. Copies of these forms will be sent to the AAMA Executive Office. All outstanding liabilities are to be and the remaining funds distributed as noted in Section 1.