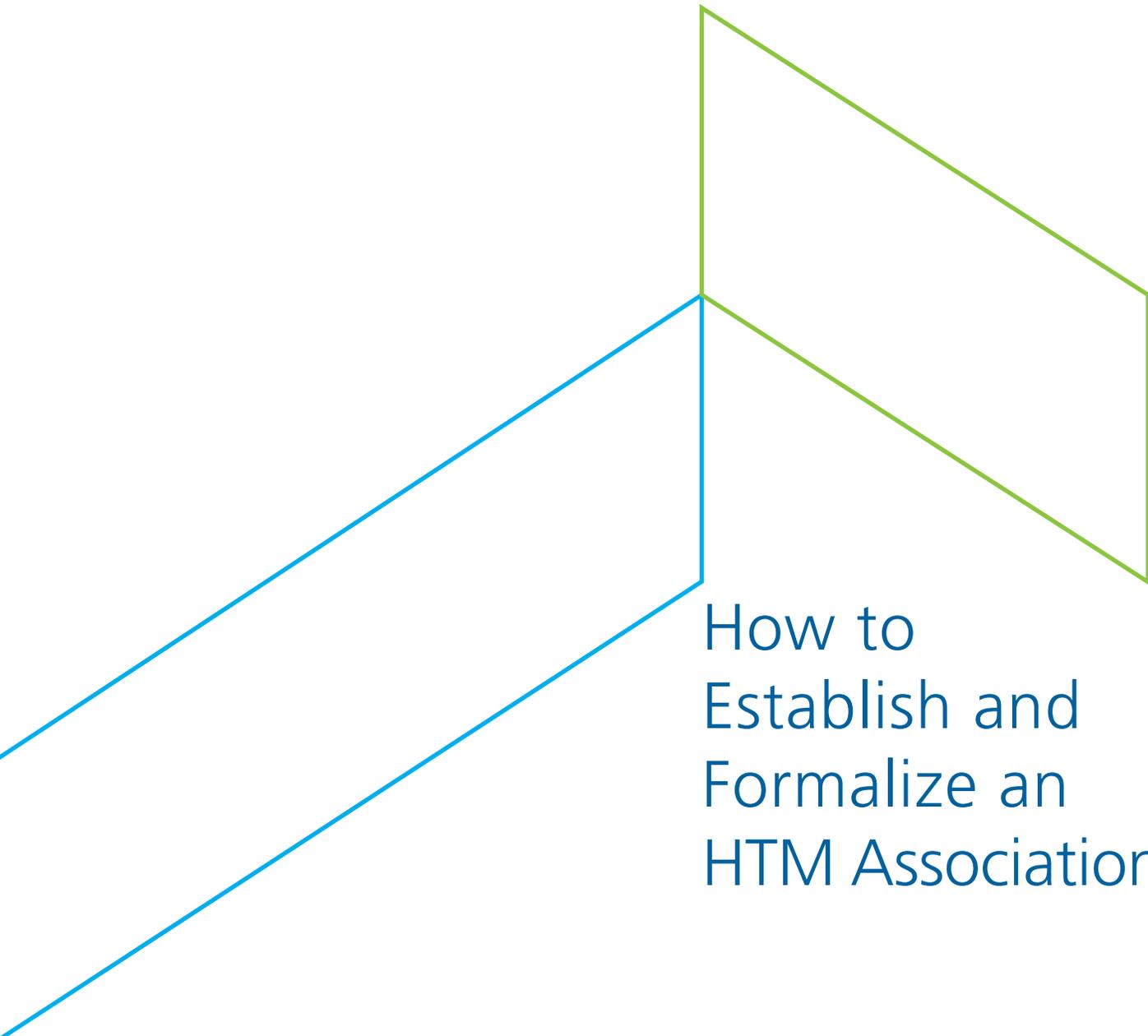


2016  
Edition



How to  
Establish and  
Formalize an  
HTM Association

## **About AAMI**

AAMI, the Association for the Advancement of Medical Instrumentation, is a diverse community of more than 7,000 healthcare technology professionals united by one important mission—supporting the healthcare community in the development, management, and use of safe and effective medical technology. Founded in 1967, AAMI fulfills its mission through education, certification, publications, and standards development.

- Membership: [www.aami.org/membership](http://www.aami.org/membership)
- Career Center: [www.aami.org/career](http://www.aami.org/career)
- Student Website: [www.aami.org/student](http://www.aami.org/student)
- Promotion of the Field: [www.lamHTML.com](http://www.lamHTML.com)

## **AAMI's Vision for the Healthcare Technology Management Professional**

*(2011 Future Forum)*

HTM professionals will be fully integrated members of the healthcare delivery team and will have significant influence in the management of all healthcare technology. In addition, the career path will be better defined, with a supportive educational infrastructure.

## **About this Publication**

This publication is a free resource published by AAMI's Technology Management Council (TMC) to help those interested in establishing a new local HTM association, or those who wish to manage an existing HTM association more effectively. A special thanks to Pat Lynch and many others for their significant contributions to this publication.

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## **How to Establish and Formalize a Local HTM Association**

Healthcare technology management (HTM) professionals are vital members of any world-class healthcare delivery team, and establishing a local HTM association can work to fortify bonds among the clinical engineers, biomedical equipment technicians, and other highly skilled professionals who use their expertise to ensure the safety, efficacy, and availability of life-saving healthcare technologies. The process of establishing a local HTM association, whether it be city, state, or regional, begins by communicating with local members of the HTM community to determine their level of interest, needs, and expectations. Once interest and commitment are verified, a series of activities must take place.

This document outlines a suggested path for establishing a new HTM association. The sequence and timing of activities will vary, and many activities can be performed simultaneously or may not be performed at all. *This is only a guide*; feel free to deviate if that works better for you.

All official documentation generated during the organizational process should be copied. The originals should be maintained together and in a safe place so that succeeding leaders will have a permanent record of the formation of the organization, as well as the intent of the founders.

### **1. FORM A WORKING GROUP/STEERING COMMITTEE**

Identify a few people with similar interests in forming an association who are sufficiently committed to laying out the groundwork. About five to six individuals would be a good start. The purpose of this group is to direct the effort by first agreeing that sufficient need exists for the organization to warrant a survey of a broader sample of the HTM community. This should be the primary objective of this working group. Roles and responsibilities for conducting the survey should be assigned and a date agreed upon for the next meeting, which should occur in approximately one month in order to avoid losing momentum. The group should consider surveying a large cross section of vendors, third-party organizations, in-house personnel, students, and retired individuals.

As interest in an HTM organization builds, the informal working group most likely will expand into a more formalized steering committee with an acknowledged chairperson. The steering committee may include more people, possibly eight to 10. It may be beneficial to add individuals who represent different types of employers or who are influential within the technical services community, thereby increasing the potential to attract more members down the road. The main criteria for selection to the steering committee, however, should be commitment to the cause and willingness to work. Establishment of the organization could take two to three years before it is running smoothly, so it is critical that the key players be hard workers who are united in their purpose. The working group may also consider teaming up with AAMI, AAMI's Technology Management Council, or a nearby regional organization.

## 2. HOLD STEERING COMMITTEE MEETING

Many things must be decided before an organization can be started. This can be best done by a small steering group rather than a large general membership. A general membership usually is more interested in the “what’s in it for me” activities of the organization than the administrative and organizational details. For this reason, forming a small steering committee to make decisions about the items listed below is advantageous:

- A. Geographic coverage area of the organization (e.g., metropolitan area vs. entire state)
- B. Name of the organization
- C. Selecting a working board and working leader

## 3. CREATE A WEBSITE

A website is a great tool to update members with upcoming events. This is also an avenue for job seekers, employers, students, and anyone who may be interested in the field.

Proposed suggestions for inclusion on the website:

- List officers and options for contacting them
- Upcoming meetings to include: place, time, subject, how to participate
- Local job postings
- Education opportunities: local, regional, national
- Links to related websites
- Membership list
- Copy of the bylaws
- Suggestion box
- Application for joining
- Minutes from previous meetings

The initial website does not need to include all of these characteristics. A majority of HTM associations use Wild Apricot ([www.wildapricot.com](http://www.wildapricot.com)). Although using Wild Apricot is not required, doing so provides the following advantages:

- The website and name are free.
- The entire website is template based, with everything necessary already in place for running a not-for-profit association.
- The customization (adding a name, text, contact info, etc.) is as easy as using Microsoft Word.
- It automatically allows people to sign up as members, storing their contact and other information.
- It allows people to sign up for upcoming events, recording their emails, etc.
- It allows email blasts, for sending communications to everyone or a select subgroup of members.

A number of local organizations would be willing to help you set up a simple website on Wild Apricot in a matter of 20 minutes. Please view [www.HTMA-TEXAS.com](http://www.HTMA-TEXAS.com) for examples.

#### 4. DETERMINE INTEREST LEVEL

a) Determine the geographic area that the organization would serve. This should be based on various considerations:

- Proximity of other local organizations. A listing of organizations is available under "Resources" on AAMI's website ([www.aami.org](http://www.aami.org)).
- A reasonable distance for members to travel to attend meetings.
- The estimated number of HTM professionals in the area.

b) Identify the target audience to receive the survey. Traditionally, good sources include:

- hospitals
- independent service organizations
- medical equipment manufacturers
- colleges

c) Develop a questionnaire to assess the level of interest and potential participation in the organization. The questionnaire should be designed to collect the following information:

- Would you join if a local organization were formed?
- Would you be willing to pay dues? What annual level do you feel is reasonable?
- What would you like the organization to do?
- What topics are of interest to you (i.e., identify greatest professional needs, both personally and in the work setting)?
- Would you be interested in serving on a committee? Being a board member?
- Would you be interested in speaking? Exhibiting at a vendor night?
- What service(s) should the organization provide its members?
- Can you recommend colleagues who would be interested in being a member or board member?

d) Using SurveyMonkey (a free survey tool available at [www.surveymonkey.com](http://www.surveymonkey.com)), create your survey. Place the survey on your website.

e) Obtain a list of hospitals in the geographic region that you plan to cover, including contact information. Invite them to go to the website to join for free and to follow the link for the SurveyMonkey survey.

f) Analyze results. It is critical to be objective in doing so.

g) Determine next steps based on findings. Specifically, does it make sense to go forward, postpone moving forward until more interest is generated, or cease activity entirely? There is nothing wrong with saying that there is not enough membership commitment *at the moment*. You may want to wait a few months and set a date to start the process again. A different season can make a difference. If it appears the working group is unable to generate enough interest, these individuals may consider joining nearby organizations. This way they can stay current with what's going on and gather information that could help generate additional interest in starting the organization in the future.

## 5. RAISE OPERATING FUNDS

Minimal operating funds (not exceeding \$300–600) are required to get the organization started. If you decide that corporate membership is going to be, for example, \$300 per year, simply identify two companies that are willing to pay for their membership in advance. This provides the necessary cash to incorporate and open a bank account.

## 6. SCHEDULE AN INFORMAL MEETING

If the survey findings are favorable, the next step would be to schedule an informal meeting with interested parties invited. Prior to that meeting, the working group should meet to determine:

- Name of the organization (determined by steering committee but submitted for discussion by the entire group)
- Geographical boundaries of the organization (determined by the steering committee but submitted to the group for discussion)
- Agenda
- Who should be in charge at the first meeting
- Selecting a site (a local hospital is preferable)
- Drafting and sending out an announcement
- Who is in charge of the sign-in sheet
- Nametags
- Greeting attendees
- Refreshments, if desired
- Inviting a guest speaker, if desired (possibly from another HTM organization or AAMI)
- Developing and handing out an information packet after the meeting

Because the most likely questions from attendees are "What's in it for me?" and "What will I get out of becoming a member?," the working group, specifically the person in charge, should be prepared to address these issues. A review of the survey findings might prove helpful in this regard, as it is important to get the buy-in of potential members from the outset.

The guest speaker's role should be to assist in identifying the group's common areas of interest. He or she also could address the benefits of having such an organization.

It may be preferable to schedule an "event" as the kick-off effort. A fun activity, such as golf, provides an opportunity for people to socialize and get to know each other. Afterward, the business agenda could be introduced. Attendees should be told beforehand what you plan to accomplish, but the social atmosphere and networking opportunities could foster a more favorable outcome for the serious issues.

The name of your organization reflects the territory or region in which you focus your efforts. It is your brand or logo that will always represent your organization. Protect this name by incorporating your organization with the state (see step 12). In selecting a name, consider the region, city, or location where your organization will focus its recruiting efforts (Gulf Coast, Appalachian Valley, Northeastern Pennsylvania).

## 7. DEVELOP BYLAWS

A set of bylaws must be developed by the new organization and approved by its members. The bylaws detail the organization's operating procedures. The bylaws should include information concerning membership rights and priorities, governance, meeting attendance, and financial matters. The best way to begin this task is to refer to an existing HTM organization's bylaws (see Appendix C for examples). While revisions will need to be made in order to adapt the bylaws to your particular situation, taking notice of the basic framework will be helpful.

Each member of the steering committee should read relevant bylaws and be involved in the development process. While it may be more expeditious to have a subcommittee of the steering committee do most of the work, it is vital that all members of the group come to a consensus on important issues. Two other reasons for developing the bylaws early is that 1) they provide an understanding of the seriousness of the undertaking and 2) they are required, at least in some states, for incorporation purposes.

Refinement of the bylaws is an ongoing process throughout the life of the organization. They should be reviewed regularly to ensure that they are consistent with current practices. If not, they should be revised as needed. Keep in mind that a small steering committee would reach a consensus faster than a large one.

Most importantly, Bylaws are very general in their verbiage. Specifics such as annual dues, specific dates (of elections, changing of officers, etc.) should not be included; instead, they should be left to the discretion of the board on a year-by-year basis. Bylaws are very difficult to change, as they require the advance notice and voting approval of the entire membership.

## 8. ELECT BOARD

An organization is governed by a board of directors, but the majority of the day-to-day responsibility of work is the responsibility of the officers. An approach that has worked to great success in more than a dozen HTM associations is as follows:

- The presence of a board with *up to* 12 directors
- These directors are elected for a staggered two-year term
- Directors are elected by the membership of the association
- No officers are elected by the members of the association
- Once elected, the directors meet and, from within their group, select who will become president, vice president, secretary, and treasurer for the following year

This strategy allows a much larger pool of people to share the workload and allows people to participate in the association leadership without having to be one of the officers.

The bylaws should specify who will serve as the officers of the organization, as well as their responsibilities and the terms of office. They also should stipulate the size and term of office for the board of directors. Boards frequently have rolling memberships (e.g., members may be elected for a three-year term, with one-third of the board elected every year).

The responsibilities of the officers should be clearly defined. An officer's operations manual may be used to supplement the bylaws, as noted in Appendix D. This manual also outlines the procedures for the organization, providing a handy reference document that ensures continuity.

Members of the organization should attempt to nominate individuals that have expertise and a strong commitment to the office they are seeking. This should be an organizational goal. Less experienced individuals should be involved early on, thereby being groomed for possible future positions as officers. One way to achieve this is to elect or appoint a less experienced person to a key committee position or chairmanship, thus enabling him or her to develop skills required by an officer.

## **9. SELECT A REGISTERED AGENT**

Law requires the presence of a registered agent during incorporation. The agent agrees to receive mail on behalf of the organization at a physical address in the state of incorporation and forward it to the corporation. He/she has no liability or other responsibilities.

## **10. ESTABLISH A MAILING ADDRESS**

A physical address is required for incorporation. This is the address of the registered agent.

## **11. INCORPORATE WITH THE STATE**

Incorporating with your state is necessary. This never requires an attorney. The process is quick, simple, and cheap. The website for your state's secretary of state will have a section for corporations. The website also will have forms for incorporating a not-for-profit organization. These forms should be completed and submitted with the appropriate fees, and your official incorporation document will arrive a few days later.

Incorporation is important for three reasons: 1) it limits personal liability, thereby reducing personal risk, and 2) it protects the name of the organization. Without incorporation, another organization could take your name, thereby robbing you of a key element of your identity. 3) Incorporation also is required for obtaining an IRS Employer Identification Number (EIN) number and obtaining an IRS Not-for-Profit status.

## **12. OBTAIN AN EIN FROM THE IRS**

This is necessary to set up a bank account, which will be needed to deposit checks received from members and to pay for services, such as meeting expenses. This requires visiting the IRS website and filling out the appropriate forms. The assignment of an EIN is instantaneous. This will be the organization's official identification for tax returns and formal transactions, such as dealing with banks.

## **13. OPEN A BANK ACCOUNT**

Check your local banks to see which ones have free checking options for not-for-profit organizations. A bank with branches throughout your service area should be selected. Remember, you are a volunteer organization, so the treasurer will change every few years; therefore, access to the checking accounts will have to transfer from one person to the next.

## 14. PLAN INAUGURAL MEETING (FIRST "OFFICIAL" MEETING) OF THE ORGANIZATION

The planning and organization of the first meeting is critical to getting the organization off to a proper start. The general guideline should be to "keep it simple," despite the fact that much needs to be accomplished. To attract a wide audience for this event, you may want to invite an interesting speaker who can address a topic of wide spread concern to the HTM community.

Announcement of this meeting should be mailed well in advance, preferably a month before the event. Preregistration should be required, so that the meeting room can be set ahead of schedule and ample food is available. A contact name with phone number should be provided in the event of questions. You also might consider including a response card that can be mailed, thereby reducing the time commitment by the contact person.

The location should be convenient for most of the attendees. This could be at a local hospital, manufacturer's facility, or possibly a meeting room of a hotel. Consideration should be given to whether meals or refreshments will be made available and, if so, the cost to attendees (if any).

This initial communication is important and should include the following:

- Purpose of the new organization.
- Types of members.
- Whether there is a fee for this initial meeting. (Getting this meeting underwritten by a manufacturer or employer may be possible.)
- Start and end times (for attendees to know what to expect).
- Name of guest speaker and topic.
- Solicitation of interest in serving on committees.

Because it is important that the inaugural meeting runs smoothly, careful attention should be paid to the agenda and the time frame for agenda items. The steering committee chairman should run the meeting, with other members of the committee having been assigned specific roles. The agenda for the meeting will vary, depending on the nature of the group. However, the following "basics" should be considered:

- Purpose of organization.
- Introduction of steering committee members. (The organization may function for the first year under the leadership of the steering committee and its chairman. After that, a board of directors, consisting of officers and directors, is officially elected by the full membership annually or biannually. The membership of the individual organization should determine how it wishes to proceed in this regard.)
- Introduction of attendees. (By enabling each person to state his/her name, employer, and job function, a more informal, friendly atmosphere is created at the outset.)
- Frequency of meetings and locations. (Firm plans should be announced for the date, time, and location of the next meeting in approximately one month, in order not to lose momentum.)
- Membership: who can join, dues requirement.
- Establishment of committees/solicitation of participation. (It is recommended that a written list of committees, with information about their purposes and functions, be handed out to attendees at the start of the meeting.)
- Question and answer session.
- Guest speaker.

## **15. HOLD INAUGURAL MEETING**

All attendees should sign in by giving their names, phone numbers, and e-mail addresses, in order to ensure they receive information on future programs. Steering committee members should greet attendees and talk with as many as possible following the program to determine participant satisfaction with the event. The steering committee members may wish to have a debriefing session immediately following the meeting to exchange information about individual communications, as well as to discuss their overall reaction to the group dynamic. Adhering to the schedule is important, not only to wrap up the meeting in a timely fashion but also to convey a sense of control. If the meeting loses focus, the interest of the participants also may be lost.

## **16. ORGANIZE COMMITTEES**

It is critical to the organization's future that committees are established to perform the many tasks required to continue formation and growth. The number and size of the committees may vary over time and with each organization. Involving the membership in these committees is important, not only because the workload is less when distributed within the group but also because committee work tends to give participants a greater sense of participation and ownership of the organization.

Typical committees include:

- Membership
- Communications (e.g., disseminating a newsletter)
- Program (e.g., arranging meetings, vendor relations)
- Special projects
- Bylaws/policy
- Nominating
- Finance/audit
- Liaison
- Website

A more specific account of the responsibilities of these committees is included in Appendix B.

## **17. ESTABLISH PROCEDURES FOR FINANCIAL MANAGEMENT**

HTM organizations presumably are established because of the professional concerns of their members. Operating these organizations like businesses is imperative. They must operate on a sound financial basis and adhere to generally accepted accounting policies and principles.

Procedures must be established to handle funds received, ensuring that they are deposited promptly in a financial institution and accurately recorded on the organization's books. Similarly, there should be procedures that document the accountability for money expended, including authorization for such expenditures. Check signing authorization must be defined, including whether to require more than one signature on checks. One method commonly used is to require more stringent controls as expenditures increase. For example, the treasurer can sign checks up to \$500, the president and the treasurer must jointly sign checks up to \$2,500, and the president and chairman of the board must jointly sign checks over \$2,500.

As an organization grows, improved accounting practices may be in order. A newly elected treasurer should have the opportunity to review past financial practices to determine if they are

adequate for his/her term of office. The bylaws should state clearly the treasurer's responsibilities, but it is ultimately the president who is held accountable for proper financial management. This responsibility sometimes is shared with the board of directors, thereby spreading accountability.

Ideally, the treasurer of the organization should have accounting experience (e.g., department managers/supervisors frequently are involved in bookkeeping responsibilities as part of their daily routine, as well as budgeting). If anyone in the organization has that experience or is willing to assume the treasurer's responsibilities, then identify someone with good organizational skills. Purchasing a textbook on setting up books for a business operation would be money well spent. The board also might consider a web-based bookkeeping program so that the books are accessible to all who might require them.

The bylaws should stipulate an annual audit of the books and financial records of the organization to ensure they are being handled properly. An outside accountant or CPA also should conduct an independent audit. It is imperative that each organization has an individual familiar with local tax laws and filing requirements who can prepare the annual tax and legal filings in a timely manner.

## **18. DEVELOP THREE-YEAR BUSINESS AND FINANCIAL PLANS**

To maintain interest and ensure ongoing programs, a three-year schedule should be generated. The first year of the calendar should be fairly firm, in order to allow scheduling and coordination. The subsequent years will be less firm but still provide a projection of what the organization hopes to accomplish in the near future. The purpose of this planning is to publicize programs as widely as possible and enable coordination for meeting sites, speakers, and programs.

It is important for a newly established organization to focus initially on the basics and to get itself operating smoothly. Longer range plans may include expanding the organization's geographic base or holding an annual meeting in conjunction with AAMI or a local organization in a neighboring state. While this vision of the future is important, it may be too ambitious—even counterproductive—to undertake such large goals in the early stages.

The financial plan should provide a projection of the organization's income and expenses over a three-year period. This is particularly critical for a start-up entity, which must make critical decisions with regard to dues amounts, types of membership, and sources of non-dues revenue, such as special programs or vendor nights. Likely expenses would include a newsletter, website, bulletin board, or some other regular means of communication; meeting-associated costs such as meals or room rental; postage; stationery; copying; and reimbursement of phone, mileage, or other allowable expenses incurred by members.

As a first step *before* developing the plan, the organization should do an honest and objective analysis of its position vis-à-vis its environment, assessing its strengths, weaknesses, opportunities, and risks. This analysis provides the foundation on which the future strategic direction of the organization is built.

## **19. RAISE OPERATING FUNDS**

Dues are a generally accepted means of raising revenue. It is important, however, not to set the level for individuals so high that it deters membership. One common practice is to develop a tiered membership, with corporate members paying the highest amount and individuals and students paying a more nominal fee. The membership and/or liaison committee should benchmark the practices of other HTM organizations to determine the most logical dues structure. In addition, it should survey area companies and other targeted institutional supporters to assess the level of monetary support they are likely to provide.

Possible sources of non-dues revenue include:

- Dinner meetings sponsored by manufacturers. Dinner is provided by the sponsor, but members are charged a nominal fee; nonmembers are charged a higher rate. This enables the manufacturer to have a forum for a technology presentation or new product introduction, while providing the HTM organization with a fundraising opportunity, coupled with an education event.
- Manufacturer training courses. Some manufacturers are willing to conduct free or discounted regional training courses sponsored by HTM organizations. These can be major revenue generators for the organization. Determing each party's responsibilities from the outset is important. For example, who pays for the promotion of the course, facility rental, and meals?
- Vendor nights, during which HTM organizations charge a fee for manufacturers to display equipment or literature about their products. Depending on space availability, financial resources, and other factors, this could be restricted to a few companies or expanded to include not only exhibits, but also education programs. This latter example is a more aggressive approach and fits more appropriately within the long-range planning model described earlier.
- Group sport activities such as a golf tournament.

## **20. APPLY TO BECOME A FEDERAL TAX-EXEMPT ORGANIZATION**

A nonprofit HTM organization can apply for tax-exempt status with the IRS (see Appendix A). Before doing so, you must have your bylaws in order, as the IRS is very particular about the wording and what you designate as your type of organization. It is essential that federal and state tax status be settled early in the organization's life. Delays could cause the IRS to audit the books and assess past due income taxes, as well as possible liens and levies.

The department of revenue for the state in question will be notified automatically of the organization's incorporation and will respond with a questionnaire concerning the organization's purpose and funding. Based on this information, the organization's tax status will be determined and the incorporator (one of the local organization's officers) will be notified of that determination.

## **21. AFFILIATE WITH NATIONAL ASSOCIATIONS**

For a nominal cost, affiliation can provide numerous additional benefits to the local organization and its members. One natural affiliation would be to join the Association for the Advancement of Medical Instrumentation (AAMI). AAMI already has a long-established membership category for HTM organizations, as well as a wealth of products and services specifically targeted to the HTM community. In addition, AAMI certifies biomedical equipment technicians, laboratory equipment specialists, and radiology equipment specialists. AAMI's Technology Management Council also is a good resource for groups that are either starting out or have well-established organizations. For more information about the benefits of AAMI HTM organization membership, visit [www.aami.org](http://www.aami.org).

## **22. MARKET THE ORGANIZATION**

The ability to persuade others to perceive value in the organization is fundamental to its success. Building membership that truly represents HTM professionals in your area is important to securing corporate membership and sponsorship of association events. Vendor support is critical to areas such as technical education, fundraisers, and organizational skills.

Another fertile source for new members is local colleges. A natural synergistic relationship will exist between your organization and the colleges. Your organization most likely will express a need for education in its bylaws and can draw upon the colleges for speakers, technical resources, and possibly other resources, such as current videos and publications. The college/university needs to stress the importance of ongoing professional development to its students. This relationship also should provide students with early experience in forming a support network that can give them insight into the profession, as well as offer a ready source of contacts when students begin searching for jobs.

One way to enhance the recognition of your organization is to develop a logo. This is an optional feature that is nice to have, particularly for your organization's website, signage, and other venues where your name would be listed.

## **23. GROW THE MEMBERSHIP**

This is another key component of a successful organization, particularly in the early years. It is critical to maintain the enthusiasm of the original members and build upon that strength. As with any organization, attrition will occur naturally over time, so it is important to continually bring in new blood to sustain the organization for the long term. A mentoring program also is recommended, as it can make younger members feel welcome and impart enhanced value from their membership. If the organization is to be sustained over time, this continual process of development must be continued. In fact, if done well, a mentoring program can be developed into one of the primary benefits of the organization, as it can be a rewarding experience for members of any age or level of experience.

## **24. COMMUNICATE**

Communication is the lifeblood of any organization, not only between the board of directors and the membership at large, but also among the entire membership and between the membership and others in sister organizations throughout the country. Electronic communications have greatly enhanced the ability to communicate rapidly, as well as reduced the costs for expenditures such as newsletters. In fact, your organization may elect to rely predominantly on e-mail as its means of communication.

One value-added feature of your organization might be the ability to go online and communicate instantly with peers via chat rooms, bulletin boards, and listservs. This is a relatively easy and inexpensive way to obtain vital information quickly and to network within the organization. Some of these services presume the existence of an organization website. An alternative would be for a local HTM organization to join AAMI, thereby immediately connecting with all other AAMI member HTM organizations and allowing for instant access to a much broader community.

In communicating with the membership, it is essential that you stay current with your members' perspectives, not only through informal communications between the officers and members, but also through periodic surveys designed to assess member needs, interests, and expectations. Also, remember to thank your members for their support and participation.

## **APPENDIX A RESPONSIBILITIES**

### **REGIONAL HTM ORGANIZATIONS**

Regional organizations are developed to serve the specific needs of HTM professionals in their geographic area. They are able to identify items, such as state or local regulations, that affect their market.

The board of directors should develop a mission statement for the organization, specifying its objectives and outlining the types of programs and services the organization will provide to its membership.

The objectives should be reviewed periodically to assess progress in each area. These objectives should include:

**MEMBERSHIP:** To improve existing services and develop new services that create exceptional value and pride in belonging.

**EDUCATION:** To offer innovative and effective education programs that foster open interactions and exchanges of experience.

**PUBLICATIONS:** To provide a wide range of information in a timely manner through publications and other communications/media.

**ADMINISTRATION:** To develop an operational structure with a stable financial base that is responsive to a growing membership.

The following list describing committee and position responsibilities is meant as a guideline and can be tailored to fit each organization's needs. Those responsibilities deemed to be mandatory should be included in the organization's bylaws.

### **STEERING COMMITTEE**

The steering committee initiates the regional organization's formation. Although there are no defined responsibilities, the committee should maintain a concerted effort to continue organization formation.

Typically, this group will:

- Solicit participation from local industry members.
- Select a leader to communicate with other committee members and the potential organization membership base.
- Develop the mailing list.
- Develop an interest survey.
- Determine the dates, times (workday, evenings, or weekends), speakers, locations, and formats for meetings.

Usually, steering committee members are elected by the general membership, as the organization's first board of directors (officers and directors). The responsibilities of these offices are detailed as follows:

## **OFFICER/DIRECTOR RESPONSIBILITIES**

The board of directors manages the organization's operations in a cost-efficient manner, providing programs of particular interest to its members. More specifically, these responsibilities are as follows:

### **President**

- Presides over all board and general membership meetings
- Chairs the board of directors and has other powers, as may be assumed as reasonably belonging to the board chairman
- Coordinates overall planning and activities
- Attends all board and organization meetings and functions
- Appoints all committee chairpersons (or these individuals may be elected, depending on the organization's bylaws)
- Prepares and submits reports required in organization bylaws
- Ensures that all documents, certificates, and reports have been filed as required by local, state, and federal laws
- One of the officers who signs checks and drafts
- An active member of the organization

### **Vice President**

- Becomes acting president in the absence or inability of the president to exercise the duties and office
- A voting member of the board of directors
- Typically chairs the program/meeting arrangements committee
- Attends all board and organization meetings and functions
- An active member of the organization

### **Treasurer**

- Monitors the collection and disbursements of all organization monies
- Works with the accountant hired by the organization, reviewing all tax and other financial filings
- A voting member of the board of directors
- Deposits organization funds in an insured financial institution and maintains a checking account and an interest-bearing savings account in the organization's name
- Provides a financial report at each board and membership meeting and an annual report
- An active member of the organization

### **Secretary**

- Records and distributes board and organization meeting minutes
- A voting member of the board of directors
- Files any certificate required by any federal or state statute
- Maintains the current membership mailing list
- Coordinates distribution of meeting notices and communications with the communications/newsletter committee
- Maintains a directory of all officers, board members, and committee chairpersons for each fiscal year

- Attends all board and organization meetings and functions
- An active member of the organization

### **Directors**

- Voting members of the board of directors
- Provide input concerning planning and operations
- Become chairpersons of current committees, as directed by the president, assuming this is consistent with the bylaws
- Perform service assignments as requested by the board
- Attend all board and organization meetings and functions
- Active members of the organization

### **COMMITTEE RESPONSIBILITIES**

The following descriptions should be considered guidelines *only* and are *not* put forth as roles and regulations. Differences in the goals and constituencies of each HTM organization will force variations in how these guidelines are applied. Note that all committee members must be active members of the organization.

#### **Liaison Committee (or individual):**

- Deals with other HTM organizations and similar professional associations in the same market, in order to exchange ideas, promote programs, and discuss potential program cosponsorships

#### **Program/Meeting Arrangements Committee**

- Plans and executes all organization meetings
- Identifies and recruits speakers
- Identifies and coordinates potential tours
- Develops and distributes annual events schedule
- Responsible for setting up, registering, and signing in all participants in conjunction with membership committee

#### **Membership Committee**

- Responsible for membership growth and retention
- Recruits a corporate representative at each local hospital or other healthcare facility to *notify* colleagues of upcoming events
- Maintains a current membership mailing list and coordinates its accuracy with the organization's secretary
- Works with organization officers to develop methods of attracting and retaining members

#### **Nominating Committee**

- Comprised of members (ideally the past presidents) who have *no personal involvement in the election*
- Chaired by a past president or the outgoing president
- Reviews the entire membership list in settling on a final slate

- Keeps all discussions regarding nominees confidential and within the nominating committee
- Contacts proposed nominees to determine their interest and explain their responsibilities; requests nominee agreement in writing before the election
- Presents full slate of nominees to the board of directors (officers and directors) for final approval, prior to the election by the full membership
- Provides written ballots and records the results of the elections as outlined in the bylaws

## APPENDIX B BYLAWS OF HTM ORGANIZATIONS

### HTMA Texas Bylaws 2014

*Highlights of this set of bylaws:*

- 1. Based largely on template used by North Carolina Biomedical Association (NCBA) since 1980. Only four modifications since that time.*
- 2. Governed by a board of directors (with up to 12 members) elected by association members. This potentially large number allows for entry-level persons to enter the association leadership without the burden of moving straight into a high-pressure officer role. The board positions are lower activity and allow for time to become familiar with the operations of the board before much demand is placed on them.*
- 3. The board then elects, from within itself, the officers for the following year. This ensures the best compatibility of top leadership.*
- 4. Provides for mandatory rotation off the board after two 2-year terms.*

#### **Article 1 – Name**

#### **Article 2 – Purpose**

#### **Article 3 – Memberships**

#### **Article 4 – Meetings**

#### **Article 5 – Voting**

#### **Article 6 – Association Leadership**

#### **Article 7 – Committees**

#### **Article 8 – Amendments**

#### **Article 9 – Dissolution**

#### **Article I - Name**

This organization shall be known as the Healthcare Technology Management Association of Texas (HTMA Texas).

#### **Article II – Purpose**

The purpose of HTMA Texas is to:

- **Provide** a forum for students and professionals involved in fields closely related to medical instrumentation to exchange experiences, information, and ideas to help improve the quality of patient care and further advancement of medical instrumentation.
- **Communicate** new instruments, techniques, standards, government regulations, and areas of mutual concern.
- **Support** the continuing education of its members.
- **Promote** local service training by manufacturers of medical instruments and encourage others to enter fields involved with medical instrumentation.

## **Article III - Memberships**

### **Section 1.**

This organization shall enroll the following three (3) types of members:

**Members** - Includes Students, Clinical Engineers, Biomedical Technicians, Radiology Equipment Technicians, others employed in the repair of medical instrumentation, Healthcare IT, Plant Maintenance/Engineering, Doctors/Nurses, Vendors, Manufacturers, PACS administrators, Hospital administrators and managers or others employed in a field that impacts Healthcare Technology Management. **(Voting Member)**

**Corporate** - Organizations whose main purpose is to provide a service and/or produce a product related to the healthcare field. Membership includes a logo and link on website.

**Honorary Members** - Designated by the board for outstanding lifetime service and pay no annual dues.

### **Section 2.**

Membership dues shall be reviewed annually by the board of directors.

### **Section 3.**

All membership dues are to be paid at time of registration. Renewals are due annually in January. Members who join after June 30<sup>th</sup> pay half price for that year.

## **Article IV – Meetings**

Business meetings will be held with one month's notice. Meeting will follow Robert's Rules of Order, Latest Edition format.

## **Article V – Voting**

Only Members in good standing may vote. Each approved voting member is entitled to one (1) vote, which may be cast in person or by written proxy. A quorum will consist of 5% of voting members. Passage of voting issues will be by simple majority of those voting, unless otherwise indicated in these bylaws. Notice to the members will be given at least 30 days in advance for any issues that require a vote.

## **Article VI – Association Leadership**

### **Section 1.**

The association will be governed by the board of directors, consisting of up to twelve (12) voting members in good standing, nominated and elected by secret ballot. The affairs, business, property and concerns of this association will be vested in the board of directors for the benefit of the association.

## **Section 2.**

The board of directors may be nominated, elected or dismissed by those voting members of the association in good standing as hereinafter set forth.

## **Section 3.**

The powers and duties of the board of directors shall consist of, but not be limited to, the following:

- A. Carry out the purposes of the association in accordance with the Bylaws.
- B. Devise and carry into execution such measures, as they deem proper and expedient to promote the objectives of the association for the benefit of the association and its members.
- C. Call and hold regular and special meetings of the membership and of the board at such times and place, as they deem proper.
- D. Appoint all committees (Special or standing), including the officers of the association, which consist of but are not limited to:
  - 1) President
  - 2) Vice President
  - 3) Secretary
  - 4) Treasurer
- E. Fix a schedule of fees and dues for membership
- F. Audit bills and disburse funds in accordance with these Bylaws.
- G. Receive, hold, invest and re-invest any funds of the association.
- H. Accept on behalf of the association gifts of money, securities, or other property on such terms as the board of directors shall approve upon the advice of legal counsel, if necessary.
- I. Make an annual report to the Membership at the annual meeting giving a brief account of its stewardship and recommendations for the future.
- J. Enter into negotiations, employ agents, hire and dismiss employees, or make purchases in the name of the association; contract for, lease, or purchase property or facilities for the use of the association.
- K. Establish rules of conduct for members and a disciplinary code, which will become part of these Bylaws.
- L. Set up regulations for the use of the association's property and equipment.
- M. Accept or reject for cause; suspend, expel or discipline members in accordance with Article V, Section 14.
- N. Appoint honorary members, bestow commendation, notice of appreciation, awards, or other honors as from time to time they deem proper.
- O. Appoint vacant board of directors positions.

#### Section 4.

**The officers will be selected by the board of directors from within their rank at the first board meeting after their election.**

The powers and duties of the association officers shall be as follows:

- A. **The President:** Shall act as Chairman at the meetings, the board of directors, and the membership; shall be Chief Executive officer of the HTMA Texas and Ex-Officio Member of all committees with the right to vote; shall preside at all regular and special meetings; may call special meetings of the Membership, board of directors and Committees; Shall perform such other duties as are necessary and incidental to that office, including appointing of committee chairman, and members of HTMA Texas to represent the association to the public.
- B. **The Vice President:** Shall be deputy to the President and perform the duties of the President whenever the President is absent or if the President is unable to act; shall assume the Office of the President for the balance of the term if it should be vacated; shall be Ex-Officio Member of all Committees; Shall act as Chairman of the Education Committee.
- C. **Secretary:** Shall record and publish the minutes of all regular and special meetings of HTMA Texas and its board of directors; shall be responsible for notifying all members that these special meetings are to be held, and upon due notice given by said Secretary shall be responsible for all correspondence and official notification of the association; Shall act as Chairman of the Nominating Committee; shall carry into execution all orders, votes and resolutions of the association when so directed; shall with the President prepare the agenda for all regular and special meetings of the Membership or the board of directors; shall in the absence of the President and Vice President, act as Chairman of any regular or special meeting of the Membership; shall be keeper of the seal of the association; shall manage the membership.
- D. **The Treasurer:** Shall keep an account of all monies received and expended for the use of the association and shall make disbursements only upon vouchers approved in writing by the board of directors; shall deposit all sums received in banking institutions approved by the board of directors; shall make a report of the financial status of HTMA Texas at all regular meetings of the association or when called upon by the President or board of directors; shall in the absence of the President, Vice President and the Secretary, act as Chairman of any regular or special meeting of the Membership. The funds, books, vouchers and records in the hands of the Treasurer shall at all times be under the supervision of and subject to inspection by the board of directors. A financial statement will be provided to the board of directors at their regularly scheduled meetings.

Upon expiration of the Treasurer's term of office, or upon leaving that office for any reason, all books, monies, records and vouchers or any other property of the association shall be delivered promptly to either the successor to that office or to the President.

There shall be an audit of the books of the association at least once a year as of December 31st; and a special audit may be made whenever so ordered by the board of directors. This audit may be conducted by Certified Public Accountant, or as otherwise directed by the board.

Funds, with the exception of Petty Cash, may be drawn only over the signature of the Treasurer or President.

- E. **The Outgoing President:** Will automatically become an Ex-Officio member of the board of directors for a period of one year upon completion of his term of office.

### **Section 5.**

The above officers and any others elected by the board of directors shall have such other authority and duties as may from time to time be prescribed by the membership.

### **Section 6.**

The initial term of office of a member of the board of directors shall be as follows:

One half (1/2) of the board shall be elected for a one-year term and one half (1/2) shall be elected for a two year term.

In subsequent years, One half (1/2) new members shall be elected for a two-year term.

### **Section 7.**

At the first regularly scheduled meeting of the Membership following the adoption of these Bylaws, nominations will be received from the Bylaws Committee for the purpose of electing the board of directors. Nominations may be made from the floor. After closing nominations, the Bylaws Committee will have a list of all nominees qualified to hold office made and distributed to all persons present.

An election by secret ballot shall be held to choose the board of directors. The nominees receiving the greatest number of votes will become directors. In case of ties, similar run off election procedures will follow until all directors have been selected.

All future elections will follow procedures defined in Section 13 through 16 of this Article.

### **Section 8.**

A director may be removed for cause following a Hearing before the voting membership at a special meeting called solely for that purpose; by a closed ballot, two thirds (2/3) vote of the members present concurring, the Chairman and appellant abstaining. A quorum must be present.

### **Section 9.**

A director may resign from the board of directors at any given time after fulfilling all obligations other than service of his entire term by giving notice in writing to the board, which will act on it no later than the next meeting following its receipt. The resignation will not affect that member's standing in the association.

### **Section 10.**

No member of the board of directors or member of committees, whether Executive, Ordinary or Standing will receive any salary or compensation for services rendered to HTMA Texas unless previously contracted for by action of the board of directors; such action requiring a three fourths (3/4) vote of the board members present at a board meeting and ratified at the next general membership meeting by a majority of those voting members present.

### **Section 11.**

Should a member of the board of directors be absent from three (3) consecutive meetings of the board without sending a communication to the President, Vice President or Secretary stating the reasons for absence, or if the communication be sent and found unacceptable by the board, that director's seat may be declared vacant by the board of directors and the board of directors may forthwith proceed to fill the vacancy by special election. The member so deposed will not lose membership in HTMA Texas and may use the right of appeal to the board.

**Section 12.**

Should any vacancy occur on the board of directors by reason of death, ill health, resignation or otherwise, it will be filled without undue delay by Special Appointment by the board of directors. Those so appointed will fill the vacancy for the unexpired terms of the previous occupant.

**Section 13.**

Elections will be held annually at the regularly scheduled general membership meeting. Those elected will assume office the following January 1st.

**Section 14.**

The board of directors, by committee or otherwise, will submit a slate of new nominees for the board of directors at the regularly scheduled general membership meeting each year. The Secretary will have a list of all these nominees drawn in ballot form and distributed to all members qualified to vote. Ballots will list nominees in alphabetical order. Nominations from the floor shall be accepted.

**Section 15.**

Directors shall be elected by the top voted nominees.

**Section 16.**

There shall be no absentee ballots.

**Section 17.**

Should an individual or organization be contracted to provide any of the normal duties of the directors then those directors will remain responsible for the execution of those duties by the contracted individual or organization. In the event of such contracted arrangement, the President will be the principle liaison between HTMA Texas and the contractor.

**Section 18.**

Members elected to the board of directors at an annual business meeting shall serve no more than two (2) consecutive terms and must step down for one (1) year before being considered for re-election to the board of directors.

**Article VII - Committees**

The board of directors will create committees as needed.

**Article VIII - Amendments**

Amendments to these Bylaws shall be instituted by a two-thirds (2/3) majority vote of the membership present at a regular meeting or via proxy. Notice of action to amend these bylaws shall be included in at least one (1) meeting notification prior to the vote.

**Article IX – Dissolution**

Anything to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to such as will qualify it as an exempt organization under Internal Revenue Code Section 501 Subdivision (c) 3 including, for such purposes, the making of distributions to other organizations that so qualify.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties, or assets of this corporation, or dissolution or otherwise, shall inure to the benefit of any private person or individual or any member, officer, or trustee of this corporation, and on liquidation or dissolution all properties and assets of this corporation remaining, after paying or providing for all debts and obligations, shall be distributed and paid over to such fund, foundation, or corporation organized and operated as a tax exempt organization under Internal Revenue Code Section 501 Subdivision (c) 3, or as the same may be amended.