

BYLAWS

ARTICLE I. NAME AND PRINCIPAL OFFICE

Section 1. Name.

The Name of the Association shall be the Virginia Association for Health Care Recruitment (VAHCR)

ARTICLE II. PURPOSE

The purpose of the Association shall be (1) to promote and exchange sound and ethical principles of health care recruitment which may be employed by its members for their mutual betterment and professional advancement by members within the state of Virginia ; (2) to promote and grow membership of the Virginia Chapter as well at the National Association for Health Care Recruitment; (3) to educate and provide a platform for discussion and networking amongst members; (4) to educate the public on healthcare careers.

ARTICLE III. MEMBERSHIP

Section 1. Classes of Membership.

There shall be three classes of Members in this Association: Active Members, Professional Members, and Institutional Members.

Section 2. Active Membership.

An Active Member of VAHCR functions as a Recruiter or HR professional in any organization that provides direct health care, such as a hospital, long term care, home health, military or HMO). Active membership is the only voting membership category of VAHCR. No part-time temporary or personnel placement agency staff is eligible for Active Membership.

- a. Applicants for active membership or renewal thereof must be actively involved in health care recruitment, retention and/or human resources processes and employed by organizations providing direct health care such as hospitals, long-term care facilities, home care agencies, HMOs and the military within the State of Virginia.
- b. All active members shall be individuals whose application for membership in the VAHCR has been accepted, whose dues are current, and whose membership is not under revocation for violation of the VAHCR bylaws.

Section 3. Professional Membership.

Professional Membership is open to those individuals who recruit for educational settings and for individuals who are interested in supporting the activities of VAHCR and are interested in maintaining their involvement with the Association. Professional members shall be ineligible to vote as a member or to hold any office in this Association, including any chapter thereof. However, Professional members may be designated to serve on appropriate committees. Professional members are other healthcare professional not actively involved in recruitment, but work within healthcare and support healthcare organizations.

Section 4. Institutional Members.

Institutional membership is open to organizations that are interested in supporting the goals of the Association and furthering the development and growth of VAHCR. Institutional members are ineligible to vote as a member or to hold any office in the Association, Companies or divisions of companies whose sole business is placing traveling health care professionals and supplemental staffing are eligible for institutional membership. Companies or divisions of

companies who provide search services for the healthcare industry are ineligible for institutional membership. Institutional membership is subject to approval by the Board of Directors.

Section 5. Applications and Approval.

Applications for membership shall be submitted to the VAHCR Office. The application forms shall state certification over the signature that the applicant meets all conditions of eligibility. The applications will be examined by the Secretary and approved according to Bylaws/Policy.

Section 6. Duration of Membership.

The membership year shall be based on a calendar year structure.

Section 7. Suspension and Expulsion.

The Board of Directors may suspend or expel any member for just cause after giving the member the opportunity for a hearing before the Board of Directors. It shall require the affirmative vote of two-thirds of the Board of Directors at a regular or special meeting at which a quorum is present. If appropriate, any member suspended or expelled may be reinstated by affirmative vote of a majority of the members of the Board of Directors present and voting.

For purposes of this paragraph, the term for just cause shall include, but not be limited to any of the following:

1. Any willful violation of these bylaws.
2. Any conduct on the part of said member that adversely impacts the reputation and /or welfare of VAHCR.

ARTICLE IV. DUES AND FEES

Section 1.1. Annual Dues.

The annual dues of each member shall be determined by the Board of Directors and shall become due on January 1.

Section 1.2.

All dues shall be paid to VAHCR.

Section 2. Delinquent Dues.

If any member is in arrears of payment for thirty (30) days, the Treasurer will send a thirty (30) day notice to the member at their last known address. Upon the failure of such member to pay such arrears at or before the expiration of thirty (30) days from the date of such notice, the member shall be automatically dropped from the Association.

ARTICLE V. MEMBERSHIP MEETINGS

Section 1. Annual Business and Membership.

The purpose of this meeting is to inform the entire membership of the Association's activities and directions. This meeting is open to all members. The VAHCR will notify members of the location and time of the meeting which is held in conjunction with the membership meeting. The voting members present shall constitute a quorum.

Section 2 Quarterly Meetings.

There will be three meeting per year in addition to the annual conference. Notification will be sent out to all members on location and time. VAHCR will offer one educational program per year.

Section 3. Agenda.

The membership will be provided the tentative agenda thirty days in advance.

Section 4. Attendance.

Members are required to attend at least one meeting during the year.

ARTICLE VI. Officers**Section 1. Authority of the Board.**

The Officers shall have supervision, control and direction of the affairs of the Association, shall determine its policies or changes therein within the limits of these bylaws, shall actively carry out its purpose and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may appoint such agents as it may consider necessary.

Section 2. Number and Tenure.**Section 2.1**

The Board of Directors shall consist of President, Vice President, Secretary and Treasurer.

Section 2.1.1

One person elected to each office by the VAHCR active members and

Section 2.1.2

The VAHCR or Association Officers who shall have full voting rights during their respective terms of office.

Section 2.2

Officers shall be elected for a one-year term. They shall be ineligible to serve for more than two consecutive terms in the same office.

Section 2.2.1

Following the officer's term, the President-Elect shall assume the office of President for one year.

Section 2.2.2

The President, upon completion of the term of office, shall then assume the office of Immediate Past President for a one-year term.

Section 3. Election.

Annually, the members of VAHCR or the Association shall elect the officers.

Section 3.1

A special election will be called by the Officers in the event the offices of President, President-Elect and Vice President should become vacant at the same time.

Section 3.2

Each Active member of VAHCR as of the date ballots are disseminated shall be entitled to vote in the election of officers and Regional Chairperson.

Section 3.3

Active members may vote for persons other than those whose names appear on the ballot by writing in the names of qualified candidates who have consented to serve if elected. All such candidates must also be active members of VAHCR.

Section 3.4

A plurality vote of those active members voting shall constitute an election. In case of a tie, the choice shall be decided by lot.

Section 4. Agenda/Minutes.

The agenda for regular Meetings shall be provided to all Members prior to each meeting.

ARTICLE VII. ROLES OF THE OFFICERS

Section 1. Elected Officers.

The elected officers of the Association shall be the President, President-Elect, Immediate Past President, Vice President, Treasurer, and the Secretary.

Section 2. The President.

The President shall serve as Chairperson and preside at all General Membership meetings of the Association, Executive Committee meetings and meetings of the Board of Directors. At the Annual Meeting of the Association, and at all meetings of the Board of Directors, and at such other times as the President shall deem proper, the President shall communicate and make suggestions as may, in the President's opinion, promote the welfare and increase the usefulness of the Association. The President shall appoint the Chairpersons of all standing and special committees. Subject to the approval of the Board of Directors, the President shall, administer the affairs of the Association and perform all duties appropriate to the office including those assigned by the Board of Directors. The President shall have the authority and responsibility to determine the necessity for all national Committees, Officers and Directors to travel at Association expense.

Section 3. President-Elect.

The President-Elect shall assume the duties of the President in the President's absence. The President-Elect shall perform such executive responsibilities as delegated by the President.

Section 4. Vice President.

The Vice President shall serve as a board liaison as assigned by the president. The Vice President shall also assume appropriate executive functions as delegated by the President.

Section 5. Treasurer.

The Treasurer shall be in charge of the Association's funds and records. As Treasurer, the officer shall have established proper accounting procedures for the handling of the Association's funds and shall report on the financial condition of the Association at all meetings of the Board of Directors and at other times when called upon by the President. At the end of each fiscal year, the Treasurer shall prepare an annual report which shall reflect an annual review. At the expiration of the term of office, all books, money and other property shall be delivered to the Treasurer's successor, or in the absence of a successor, to the President. The Board of Directors may delegate specific duties of the Treasurer.

Section 6. Secretary.

The Secretary shall oversee the proper recording of proceedings of meetings of the Association and the Board of Directors and shall serve in other capacities as deemed appropriate by the

President.

Section 7. Immediate Past President.

The Immediate Past President shall assume appropriate responsibilities as delegated by the President.

Section 8. Eligibility of Office.

Any voting member in good standing, meeting the criteria of the office, is eligible for election to all offices except the office of President. The President-Elect fills that office in the second year, and must have had recent Board of Directors experience when elected. Should a Board member no longer meet the criteria for active membership, they will have up to sixty (60) days after notification of status change to the VAHCR Office to be reinstated to active membership or the office/position held must be vacated at the end of that sixty (60) day period.

Section 9. Resignations and Vacancies.

Any Officer of the Association may resign their office at any time. The resignation shall be in writing and shall take effect within fifteen (15) days after receipt of such notice unless otherwise requested by the Board. A vacancy occurring in any office whether by death, resignation, or other reason shall be filled according to the following:

Section 9.1

If a vacancy occurs in the office of President, the President-Elect shall complete the term of office of the President and then complete the elected term.

Section 9.2

If a vacancy occurs in the office of President-Elect, the Vice President will assume the duties of the President-Elect until the next election. At the next election the offices of President and President-Elect shall be filled.

Section 9.3

If a vacancy occurs in the office of Vice President, the Officers shall elect by majority vote a successor to complete the term of office. In the event the offices of President, President-Elect and Vice President should become vacant at the same time, the Treasurer shall assume the Chairpersonship of the Officers until a special election is completed. In the event a special election is necessary, a quorum of the Officers in conjunction with the elected.

Section 9.4

If a vacancy occurs in the office of Treasurer, the Officers shall elect a successor to complete the term of office.

Section 9.5

If a vacancy occurs in the office of Secretary, the Officers shall elect a successor to complete the term of office.

Section 9.6

Should a vacancy occur in the office of the Immediate Past President, the vacancy may be filled at the discretion of the President.

Section 10 Compensation of Officers

Officers shall receive no salary for the performance of their duties, but may be reimbursed for out-of-pocket expenses.

ARTICLE VIII. MISCELLANEOUS

Section 1. Financial Matters.

All checks, notes, drafts and other instruments for the payment of money shall be initiated by Officers.

Section 2. Fiscal Year.

The fiscal year of the Association shall be January 1 to December 31.

Section 3. Amendments.

The Board of Directors will review or cause to be reviewed the Bylaws on a bi-annual basis or as needed to ensure smooth and effective operations of the Association. Proposed amendments to these bylaws must be distributed to the membership for review and electronic vote. A simple majority of the members casting a vote will constitute the final decision.