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Purpose

This information is offered as a reference guide only for NAHAM Affiliates to ensure consistent dissemination of information to their membership. It is available on the NAHAM website: www.naham.org. Updates, when required, will be posted on the NAHAM website. This guide is not a substitution for qualified legal advice from an attorney.

Affiliate versus Chapter

An affiliate is a separate legal entity which operates independently. It is an autonomous organization that may have a relationship with a parent organization.

A chapter has a financial and legal relationship with a national organization. It is a group, organization, or association that has a formal relationship with a parent or umbrella organization and has jurisdiction over a specified geographic area. NAHAM has no chapters. NAHAM affiliates are not chapters. They are NAHAM affiliates.
**HISTORY OF NAHAM**

The National Association of Healthcare Access Management was organized formally on April 5, 1974, at Jamaica Hospital, New York City. The organization was originally named the National Association of Hospital Admitting Managers.

This founding meeting was the fourth session of a task force on forming a National Professional Organization of Healthcare Access Managers over a period of ten months. Participation in work of the task force were representatives from the Hospital Admitting Officers Association of New York, New Jersey Association of Hospital Admitting Officers, Hospital Admitting Managers Association (Illinois), the Southern California Chapter of Admitting Officers, the Western Finger Lakes Admitting Officers Association (New York) and the Hospital Admitting Officers Association of Maryland. Admitting Managers from Kentucky and Ohio also served on the task force.

In the words of Marion Blankenship, the first elected President, “NAHAM was founded with a sense of joy in being Admitting Managers and with enthusiasm for increasing the professionalism of hospital admitting throughout the United States and Canada.”

Purposes of the new professional group included: “working to improve patient care, providing a medium for the interchange of ideas about admitting and creating close cooperation among admitting managers and allied health care associations. Staff assistance will be given to local groups in developing educational programs. The primary purpose of the national association would be educational. Its main objectives would be to serve as a central information service to assist admitting managers to develop in their profession.”

In April 1975, twelve months later in Chicago, the new organization held its first annual meeting.

NAHAM has a successful credentials program, which includes a management certification and a line-staff credential.

Many of NAHAM’s goals have been attained with many more to be realized. Our future promises to fulfill the enthusiastic hopes of Patient Access Managers everywhere, and NAHAM will continue to pursue and challenge our field with pride in every accomplishment.

**Please visit the NAHAM website** ([www.naham.org](http://www.naham.org)) **to view the detailed history of NAHAM.**
AFFILIATE COMMUNICATION

- Each Affiliate shall keep their NAHAM Regional Delegate updated on board member changes and election outcomes.

- Each Affiliate shall provide their NAHAM Regional Delegate a copy of the Affiliate Preamble, Constitution, Bylaws, and Articles of Incorporation (if applicable).

- Affiliates shall provide information to their NAHAM Regional Delegate regarding scheduled meetings and educational conferences organized by the affiliate. NAHAM will publish this information on the NAHAM web site as a service to the Affiliate.

- Current NAHAM Regional Delegate information may be found on the NAHAM website at www.naham.org.
LEGAL CONSIDERATIONS, AFFILIATE ORGANIZATION, AND RECORD KEEPING GUIDELINES

LEGAL CONSIDERATIONS

- While not a requirement, you may wish to incorporate your affiliate. When an entity incorporates, it agrees to abide by the laws of the state granting corporate status. Requirements differ by state. You should go to the website of your state’s Department of State and search for their incorporation guidelines. You may safely and legally form an association, collect dues, offer and charge fees for educational activities, etc. without incorporating.

- To open a bank account, your bank will require your affiliate to provide a federal tax identification number (also known as Employer Identification Number or E.I.N.). Applying for a federal tax identification number is simple. See below:

  - **APPLY BY EIN Toll-Free Telephone Service**
    Taxpayers can obtain an EIN immediately by calling the Business & Specialty Tax Line (800-829-4933). The hours of operation are 7:00 a.m. to 5:00 p.m. local time, Monday through Friday. An assistor takes the information, assigns the EIN, and provides the number to an authorized individual over the telephone.

  - **APPLY BY FAX**
    Taxpayers can FAX the completed Form SS-4 application to their state FAX number (see Where to File - Business Forms and Filing Addresses), after ensuring that the Form SS-4 contains all of the required information. If it is determined that the entity needs a new EIN, one will be assigned using the appropriate procedures for the entity type. If the taxpayer's fax number is provided, a fax will be sent back with the EIN within four (4) business days.

  - **APPLY BY MAIL**
    The processing timeframe for an EIN application received by mail is four weeks. Ensure that the Form SS-4 contains all of the required information. If it is determined that the entity needs a new EIN, one will be assigned using the appropriate procedures for the entity type and mailed to the taxpayer.

  - **APPLY BY EIN ONLINE**
    This Internet EIN (I-EIN) application is another avenue for customers to apply for and obtain an employer identification number. Once all the necessary fields are completed on the online form, preliminary validation is performed and the taxpayer will be alerted to information IRS needs that may not have been included. An EIN will be issued after the successful submission of the completed Form SS-4 online. Please note that not all business entity types may use this method.

BOARD OF DIRECTORS

- Typical Affiliate boards consist of between five to seven board members to include a Vice-President, President, Past-President, Secretary and Treasurer.

- The bylaws of an Affiliate outline what is required in this area.
CONSTITUTIONS, BYLAWS, RULES OF ORDER, AND STANDING RULES

- The affiliate’s constitution and by-laws should support the constitution, mission statement and by-laws of NAHAM. In preparing a constitution and bylaws, it may be helpful to get copies of those used by similar organizations. The committee appointed to prepare the documents can then compare the copies and select the most appropriate one to use as a guide, amending as necessary to meet the needs of the Affiliate.
- A sample of Affiliate bylaws is included in this handbook. The bylaws of an Affiliate outline what is required in this area.
- BoardSource (formerly known as the National Center for Non-Profit Boards) is an excellent resource in this area. Their website is http://www.ncnb.org.

MEETINGS

- Meetings should ideally take place at least two times per year. In the absence of meetings you may wish to send news updates via printed or electronics means to your affiliate members.
- Meeting notices should include the time outline, agenda [subject(s) to be discussed].
- Encourage members to send alternates if they are not available.
- The appropriate NAHAM Regional Delegate shall receive a notice of all meetings.

MINUTES

- The recording officer of the organization is the official minute taker in a formal or informal meeting.
- Relevant discussion and decisions should be accurately recorded. Off-hand or potentially harmful comments should be expunged. Minutes should accurately record decisions made with only as much of the discussion as necessary to provide a record of the basis of the decision.
- Handwritten notes from a meeting should be destroyed after the formal minutes are typed and distributed.
- Think of your minutes as public document as they are able to be obtained by the plaintiff in any lawsuit against the affiliate – you should have no reason to want to prevent them from being examined.
- The appropriate NAHAM Regional Delegate shall receive a copy of all meeting minutes.

FINANCE

- Financial control may be handled in various ways depending on the type and size of meeting, the number of expense categories involved, the prior existence of a financial officer in your organization who handles meeting finances, and any rules or regulations in your organization that specify the required procedure.
- Financial reports should be provided to the Affiliate membership on an annual basis.
- The bylaws of an Affiliate outline what is required in this area.

TAXES

If the nonprofit's gross revenue is in excess of (at the time of this writing, January 2000) $25,000, the nonprofit must file Form 990. If your nonprofit is also tax-exempt, it must file Schedule A of
Form 990. If your nonprofit has more than (at the time of this writing, January 2000) $1,000 of gross revenue in unrelated business income, you must file Form 990-T. Copies of your tax returns are usually open to public inspection.

Further details, including frequently asked questions are available in the charities and non-profits section of www.IRS.gov.

RECORDS RETENTION

In the event of a court proceeding or lawsuit, excessive records are more likely to produce problems than solutions. “The more documents available to an opposing attorney, the more inconsistencies between your procedures and policies will turn up. Destroying records after a suit is filed or threatened can be criminal.”

(Blackman Kallick Bartelstein LLP, The Edge, Fall, 2001).

Regularly disposing or destroying unnecessary records is critical. Having a consistent and reasonable records retention policy that complies with the requirements of funding agencies, federal and state agencies and your tax exempt status must be maintained.

Your policy should cover how you logically organize and store retained paper and electronic records for easy retrieval. As always, Association counsel should review the final policy. According to Blackman Kallick Baterlestin, your policy should include:

- How long you will retain different types of documents.
- How you will eventually destroy or dispose of these documents.
- How you will document record destruction.
- How you will produce key reports according to a timetable.
- Email and web site information may also be appropriate, i.e, setting up specific standards for what staff can include or exclude from communications.

If using an outside document destruction service, get a certificate of destruction for shredded or incinerated documents.

Guidelines on what and how long:
(Items in parentheses indicate recommend department responsible for maintaining these records.)

**Permanently:**
- Accountants’ audit reports (Admin, Acct.)
- Cancelled checks for important payments such as property purchases and special contracts (file checks with the underlying transaction papers) (Acct.)
- Deeds, mortgage and bills of sale (Admin.)
- Depreciation schedules (Acct.)
- Year end Financial statements (Admin., Acct.)
- General ledgers (Acct. Admin.)
- Insurance records (current accident reports, claims, policies, etc. Expired policies should be kept 3 years)
- Journals (i.e. medical containing reports) until replaced by newer edition (Admin)
- Legal and other important correspondence (i.e. certification, contracts, etc.) (Admin.)
- Minutes books (directors meetings, including bylaws and charter)(Admin)
Permanent Records (Continued)
- Outside appraisers’ property appraisals (Admin)
- Property records (including costs, blueprints and plans) (Admin)
- Trademark registrations (Admin)
- Patents and copyrights (Admin)
- Copies of training manuals (Admin)

Keep for 7 Years:
- Accident reports and claims for settled cases (Admin.)
- Accounts payable ledgers and schedules (Acct.)
- Accounts receivable ledgers and schedules (Acct.)
- Cancelled checks (see exception above) (Acct.)
- Expense analysis and distribution reports (Acct.)
- Expense reports (including Personal) (Acct.)
- Expired contracts (Admin.)
- Garnishments (Acct.)
- Vendor invoices (Acct.)
- Mortgages (notes and leases) (Admin.)
- Notes receivable ledgers and schedules (Acct.)
- Payroll records and summaries (H/R)
- Personnel records of discharged employees (H/R)
- Purchase orders (purchasing dept. copy) (Admin.)
- Sales and inventory records (Admin.)
- Subsidiary ledgers (Acct.)

- Time sheets/cards/books (Acct.)
- Vouchers for payment to vendors and employees (Including travel and allowance and reimbursement of employees and officers) (Acct.)
- Withholding tax statements and tax returns and worksheets (relating to tax liability) (Acct.)

Keep for three years:
- Bank statements and reconciliation (Acct.)
- Employment applications (H/R)
- Insurance policies (expired) (Admin.)
- Internal audit reports (Admin.)
- Internal reports (miscellaneous) (Admin.)
- Invoices to members / customers (Admin.)
- Petty cash vouchers (Acct.)

Keep for two years:
- General correspondence, routine correspondence with clients, members and vendors (Admin.)
- Duplicate deposit slips (Acct.)

Keep for one year:
- Purchase orders (non-purchasing dept copy) (Admin.)
- Requisitions (Admin.)
AFFILIATE DOCUMENTATION

Sample Preamble/Constitution/Bylaws
[The following is to serve as a guideline-sample. The preamble and constitution are not required, as the bylaws are.]

♦ PREAMBLE ♦

The ASSOCIATION NAME [ASSOCIATION INITIALS] is a regional organization of professionals concerned with providing educational resources for the patient access services field and promoting recognition for healthcare access managers.

Established in (year), [ASSOCIATION INITIALS] serves as a regional source of professional and technical information on changes and trends in healthcare that affect the admitting/registration process and other patient access functions.

[ASSOCIATION INITIALS] is an affiliate of the National Association of Healthcare Access Management (NAHAM).

Sample Articles of Incorporation

ARTICLES OF INCORPORATION

OF

NATIONAL ASSOCIATION OF HEALTHCARE ACCESS MANAGEMENT

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the NON-PROFIT CORPORATION ACT (D.C. Code, 2001 Edition, Title 29, Chapter 3), adopt the following Articles of Incorporation:

FIRST: The Name of the Corporation is National Association of Healthcare Access Management.

SECOND: The period of duration is perpetual.

THIRD: The Corporation shall have members.

FOURTH: The Corporation shall have one or more classes of voting members whose qualifications and other rights are set forth in the bylaws.

FIFTH: The governing body of the Corporation shall be the board of directors. The directors shall be appointed pursuant to the bylaws of the Corporation.

SIXTH: The number of directors constituting the executive committee of the board of directors shall be five, and the names and address, including street number and zip code of the persons who
are to serve as directors until the first annual meeting or until their successors are elected and shall qualify are:

Director One
Name and Address

Director Two
Name and Address

Director Three
Name and Address

Director Four
Name and Address

SEVENTH: The Corporation is organized and shall be operated exclusively as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law), and the purposes and objectives of this Corporation shall be as follows:

A. To enhance the profession of management of patient access services in healthcare.

B. To provide educational and professional growth opportunities.

C. To promote local, regional and national relationships for the interchange of ideas and dissemination of material related to patient access services management.

D. To foster positive relations with allied healthcare associates.

E. To provide a mechanism for the certification of Members and a maintenance program pertinent thereto.

EIGHTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be contributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Seventh hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), or political campaign on behalf of any candidate for public office.

NINTH: Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).
TENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation or to such organization or organizations organized and operated in furtherance of the purposes set forth in Article Seventh, hereof, and as shall at the time qualify as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine which are organized and operated exclusively for such purposes.

ELEVENTH: The address, including street and number, of the initial registered office of the Corporation is CT Corporation System, 1025 Vermont Avenue, NW, Washington, DC 20005 and the name of the initial registered agent at such address is CT Corporation System, an authorized corporate registered agent in the District of Columbia.

TWELFTH: The name and address, including street and number and zip code of each incorporator is:

Incorporator One
Name and Address

Incorporator Two
Name and Address

Incorporator Three
Name and Address

IN WITNESS WHEREOF, we, the undersigned, have signed and acknowledged these Articles of Incorporation on the ______ day of __________. ________.

__________________________________
Incorporator One Name

__________________________________
Incorporator Two Name

__________________________________
Incorporator Three Name
I, _______________________________________, a Notary Public, hereby certify that on the
______ day of _______, 20_____, ______________________________ appeared before me and
signed the foregoing document as an incorporator and has averred that the statements therein are
true.

__________________________________________

I, _______________________________________, a Notary Public, hereby certify that on the
______ day of _______, 20_____, ______________________________ appeared before me and
signed the foregoing document as an incorporator and has averred that the statements therein are
true.

__________________________________________

I, _______________________________________, a Notary Public, hereby certify that on the
______ day of _______, 20_____, ______________________________ appeared before me and
signed the foregoing document as an incorporator and has averred that the statements therein are
true.

__________________________________________
SAMPLE BYLAWS OF THE
ASSOCIATION NAME HERE

Article I
MEMBERSHIP, ADMISSION, RESIGNATION AND EXPULSION

Section 1.

[ASSOCIATION INITIALS] shall have two categories of membership. Membership shall be transferable. The designation of such categories and qualifications of the members of each category are as follows:

A. **Active Membership:** Limited to personnel in the patient access services field. These members shall be comprised of individuals dedicated to the support of, or with related interests in, the objectives of NAHAM and [ASSOCIATION INITIALS]. They are entitled to one (1) vote, may serve as a member of a standing committee, and may hold office in accordance with the Bylaws.

B. **Business Associate Membership:** Limited to members comprised of representatives of corporations or other businesses dedicated to the support of, or related service interests in, the objectives of [ASSOCIATION INITIALS]. These members are not entitled to vote, nor serve as a member of a standing committee or hold office. These members are entitled to a member mailing list, exhibitor preference, and be listed in each newsletter. The name of the business associate member representative shall be filed with the Secretary or Treasurer of [ASSOCIATION INITIALS].

Section 2.

Active, Business Associate or Associate Membership shall become effective upon receipt by the [ASSOCIATION INITIALS] Treasurer of the specified dues and the completed application form. Renewal of membership requires meeting current membership qualifications and payment of annual dues.

Section 3.

No member entitled to vote on any matter submitted to a vote of the membership may cast their vote by proxy.

Section 4.

Any member may resign by submitting their resignation in writing to the Treasurer. Dues for the current year will not be refunded.

Section 5.

Any member of [ASSOCIATION INITIALS] charged with conduct detrimental to the objectives
and interests of [ASSOCIATION INITIALS] or violation of its Constitution, Bylaws or Rules and Regulations, may be suspended or expelled by vote of the Board of Directors. Prior to such action, the member shall be provided with a copy of charges preferred against him or her and have the right to a hearing.

Section 6.

The rules contained in the current edition of Robert’s Rule of Order shall govern in all cases to which they are applicable and not inconsistent with the Bylaws or any special rules of order [ASSOCIATION INITIALS] may adopt.

**Article II**

**MEMBERSHIP DUES**

Section 1.

The annual dues shall be payable on the calendar year. The amount due for each affiliate membership category shall be determined by that affiliate

**Article III**

**BOARD OF DIRECTORS**

Section 1.

The business affairs of the [ASSOCIATION INITIALS] shall normally be governed by a seven (7) person Board of Directors consisting of all elected Officers. The Officer positions are **President-Elect (or Vice President) / President / Past President**. This is a three (3) year term of office with three (3), one (1) year increments.

* 1st one (1) year term as President-Elect (or Vice President): In the absence of the President and Past President or in the event of inability or refusal to act, the President-Elect (or Vice President) shall have all the powers of and be subject to all the restrictions upon the President. When a vacancy occurs in the office of President and Past President, the President-Elect (or Vice President) shall perform such duties as may be assigned to the President. The President-Elect (or Vice President) shall coordinate the spring and summer staff education and the fall manager education conferences, as well as all other education sessions.

* 2nd one (1) year term as President: The President shall be the Chief Executive Officer of [ASSOCIATION INITIALS] and shall, subject to the control of the Board of Directors, have general supervision, direction and responsibility for conducting the business and affairs of [ASSOCIATION INITIALS]. The President shall preside at all meetings, and shall be ex-officio member of all committees appointed by the Board of Directors. The President shall perform all duties incident to the office of President.
* 3rd one (1) year term as Past President: In the absence of the President or in the event of inability or refusal to act, the Past President shall have all the powers of and be subject to all the restrictions upon the President. The Past President shall perform such duties as may be assigned to the President. The Past President shall chair the Nomination/Election Committee.

**Secretary / Historian.** This is a two (2) year term of office with two one year increments.

* 1st one (1) year term: The Secretary shall report to the President, carry out all orders, votes and resolutions of [ASSOCIATION INITIALS], assist the Past President during the election/nomination process and shall perform such other duties as are incident to the office of Secretary or as are delegated to this person by resolution of the Board of Directors. The Secretary must be knowledgeable in Parliamentary Procedure and assure that such protocol is followed in all meetings of [ASSOCIATION INITIALS]. The Secretary shall assure that records are maintained for all meetings of [ASSOCIATION INITIALS] and that copies of the minutes of each meeting are provided to the President, other members of the Board, and for publication in the newsletter. The Secretary shall cause all required notices to be given in accordance with the Bylaws or as required by law and shall keep the Seal of the Corporation and affix it to all documents requiring a Seal.

* 2nd one (1) year term: The Historian reports to the President and shall have custody of all correspondence, preserve and safeguard all important documents. The Historian shall provide periodic news items for the NAHAM Journal and Connections and publish the [ASSOCIATION INITIALS] newsletter after each board of directors meeting and fall general membership meeting. The Historian shall also serve as Secretary in the absence of or vacancy of the office of Secretary and shall perform all duties incident to that office.

**Treasurer / Membership Chair.** This is a two (2) year term of office.

* The Treasurer reports to the President. All monies received and expended for the use of [ASSOCIATION INITIALS] are subject to the approval of the President in accordance with the budget adopted by the Board of Directors. Any checks in an amount equal to or greater than $100.00 will need the signature of both the Treasurer and President. The Treasurer shall assist the registered agent in the completion and filing of the annual report, informational tax returns, and other such documents required by law, and shall have other powers and perform such other duties as may be prescribed by the Board of Directors or these Bylaws.

* The Treasurer shall review Association expenditures and financial status on a regular basis to ensure overall fiscal integrity and shall be in charge of the annual budgetary process. A biannual report shall be submitted to the Board of Directors by the Treasurer. Association funds, property, books and vouchers in the hands of the Treasurer shall be subject to the inspection and control of the Board of Directors at any time. At the expiration of the Treasurer term of office, the Treasurer shall deliver to the president all [ASSOCIATION INITIALS] books, monies and other property in the Treasurer possession within thirty (30) days.
Additionally, the Board of Directors shall seat two (2) Ad Hoc members from other associations in the event of, and for a period of two years, after assimilation.

Section 2.

If any board position is vacant due to any circumstances other than the usual secession to office, the vacancy in the office shall be filed by appointment by the board of directors.

Section 3.

No officer may be appointed to a position on the Board of Directors for a period of two (2) years following expiration of their elected term of office.

Section 4.

All officers shall discharge the duties of their respective positions in good faith and with that degree of diligence, care and skill which ordinarily prudent persons would exercise under similar circumstances in like positions. Failure to meet these requirements may result in suspension or removal from office. Said action shall require a vote of 2/3 of the entire [ASSOCIATION INITIALS] board.

Section 5.

Any officer may resign at any time by giving written notice to the President or Secretary. Any such resignation shall take effect upon receipt of such notice or at any later date specified therein. The acceptance of such resignation shall not be necessary to make it effective.

Section 6.

Officer positions subject to election shall be the President-Elect, Secretary and Treasurer. Nominees for office must be current members. Nominees shall be announced to the entire voting membership at a general membership meeting. Election results shall be tabulated before the next meeting, with installation of new board members at the next meeting.

Article IV

MEETINGS OF THE ASSOCIATION

Section 1.

A Board of Director meeting shall be held twice annually at the staff education meetings. Special meetings of the Board of Directors for any purpose or purposes may be called by the President or by any two members of the Board of Directors.

Section 2.

The Annual Business Meeting of the members shall be held for the purpose of transacting such
other business as necessary. In addition, the Treasurer will present the annual fiscal report.

Section 3.

Board Meetings must have a quorum of 51% of the entire Board of Directors. One of the Directors must be either the President, Past President or President-Elect. Any current [ASSOCIATION INITIALS] member may attend the Board of Directors meetings in an advisory or observer status. For purposes of convenience, board members may attend and vote via speaker phone.

Section 4.

Board Meetings will be conducted following the current edition of Robert's Rule of Order. Each board member has one vote. A vote of the majority of members present shall decide any questions unless the vote of a greater number shall be required by the Articles of Incorporation or the Bylaws.

Section 5.

Waiver of Notice: Whenever any notice to any Board of Director is required by law, the articles of Incorporation or the Bylaws, a waiver of notice in writing shall be signed at any time by the person entitled to notice and shall be equivalent to the giving of the notice.

Section 6.

Written notice of the schedule of Association meetings and agenda shall be provided to all members by mail/e-mail. In no event shall written notice of the schedule for the Board of Director meetings and annual business meeting of members be given less than fourteen (14) days prior to such meeting. Notice of meetings shall state the place, day, and hour of any meeting and shall be mailed to each member at the member’s address as it appears in the records of [ASSOCIATION INITIALS] not less than thirty (30) days before the date of the meeting.

Section 7.

As funding allows, (a) applications for financial assistance to attend the annual NAHAM education conference shall be made available as an award to one (1) [ASSOCIATION INITIALS] current member or [ASSOCIATION INITIALS] regional affiliate current member with Board approval.

Section 8.

As funding allows, [ASSOCIATION INITIALS] shall with Board approval provide financial assistance for the Association President or other designated officer to attend the annual NAHAM education conference.

Section 9.

As funding allows, [ASSOCIATION INITIALS] shall with Board approval provide financial assistance to [ASSOCIATION INITIALS] officers to attend NAHAM sponsored meetings.
Article V
ASSIMILATION OF OTHER ASSOCIATIONS

Section 1.

Other existing access management associations within the states of ------ may petition [ASSOCIATION INITIALS] for assimilation.

Section 2.

Upon assimilation all memberships in the other associations shall be honored by [ASSOCIATION INITIALS]. Annual dues paid to the other association for the current year shall be honored as dues paid to [ASSOCIATION INITIALS] for the current year.

Section 3.

The association being assimilated has the right to choose, by whatever means prescribed by their bylaws, two persons to sit on the board of directors of [ASSOCIATION INITIALS] as full voting members for a period of two years from the date of assimilation.

Section 4.

The treasury of the assimilated association shall be transferred to [ASSOCIATION INITIALS] and be held separate for a period of one year from the date of assimilation.

Section 5.

At any time, within the first year after assimilation, should the assimilated association decide, by whatever means prescribed by their bylaws, to reverse the assimilation process, that portion of the treasury representing those members reverting shall be returned.

Article VI
CERTIFICATION PROGRAM

Section 1.

[ASSOCIATION INITIALS] shall provide contact hours valid towards CHAM and CHAA certification maintenance.

Section 2.

The CHAM and CHAA examinations may be provided at the annual business meeting. The proctor for such exams shall be the NAHAM Regional Representative or any person with a CHAM credential who does not serve in a direct supervisory capacity to any certification candidate.
Article VII
CORPORATE RECORDS AND REPORTS - INSPECTION

Section 1.
Records. [ASSOCIATION INITIALS] shall maintain adequate and correct books, records and accounts of its business and properties. All such books, records and accounts shall be kept at its place of business as fixed by the Board of Directors from time to time except as otherwise provided by law.

Section 2.
Inspection of Books and Records. All books, records and accounts of the corporation shall be open to inspection by the Board of Directors and members in the manner and to the extent required by law.

Section 3.
Certification and Inspection of Bylaws. The original or a copy of the Bylaws and any amendments thereto, certified by the Secretary, shall be open to inspection by the Board of Directors and members in the manner and to the extent required by law.

Section 4.
Checks, Drafts, Etc. All checks, drafts and other orders for payment of money, notes or other evidences of indebtedness issued in the name of or payable to the corporation shall be signed or endorsed by such person or persons and in such a manner as shall be determined from time to time by resolution of the Board of Directors.

Section 5.
The Board of Directors may, except as otherwise provided in the Bylaws, authorize any officer or agent to enter into any contract or execute any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, no official, agent or employee shall have any power or authority to bind the corporation by any contract or engagement, or to pledge its credit, or to render it liable for any purpose or for any amount.
Article VIII
CHANGES TO THE BYLAWS

Section 1.

Any member may propose a change to the bylaws by submitting, in writing, the proposed change to the President.

Section 2.

The proposed change shall be discussed and voted on at the next board of directors meeting pursuant to Article IV.

Section 3. Upon passage the proposed change shall next be voted on by the entire membership where a majority shall be required for passage.

Article IX
EDUCATION SESSIONS

Section 1.

The President-Elect shall along with the Education Committee Chair, coordinate all education sessions. All other board members shall provide assistance as required. All members are encouraged to participate and assist in education.

Section 2.

[ASSOCIATION INITIALS] shall conduct a minimum of two membership education sessions (normally in concurrence with board meetings) each year. It is encouraged that more staff education sessions are conducted as often as possible and in different locations.

Section 3.

Location, dates and subject matter of education sessions shall be published in the newsletter.

THE FOREGOING CONSTITUTION AND BYLAWS WERE DULY ADOPTED BY THE ASSOCIATION BOARD OF DIRECTORS ON _____(DATE)__________

Previous approved revision:              President                ________________
Approved by ballot vote of the Full Membership on ________________     Past President               ________________
                                         Secretary                   ________________
                                         Treasurer                   ________________
PROFESSIONAL DEVELOPMENT HOURS

Affiliate organizations no longer need apply to NAHAM for approval of their education activities. CHAM or CHAA certified individuals may simply report their attendance at any appropriate education activity on their certification maintenance forms which are filed with NAHAM at the end of each certification cycle. NAHAM’s web site contains details.

WEB SITE

It is strongly recommended that your affiliate design and obtain hosting for a web site. It needn’t been an elaborate site but at least functional and able to clearly provide basic information about your affiliate and educational activities.

A plethora of very inexpensive web design and hosting solutions are available and may be identified by an Internet search. One example of an inexpensive hosting solution is GoDaddy (www.godaddy.com). You can obtain a domain name, use templates to design a site, arrange for site hosting, obtain email addresses, set up secure certificates for e-commerce, and more.

Be sure to inform your Regional Delegate of your web site so that NAHAM can provide a link to it from our site.

Affiliates who can’t or do not wish to have their own web site created may upload content to their Affiliate web pages contained within the NAHAM web site. Please contact NAHAM staff for directions.