



## **South Carolina Chapter of ACDIS Bylaws**

### **Article I – Name**

South Carolina Chapter of ACDIS

### **Article II – Mission**

The vision of the South Carolina Chapter of ACDIS (SCACDIS) is to enhance the role of Clinical Documentation Improvement (CDI) professionals through networking, collaboration, and by raising the standards of practice. Our Mission is to support the professional development of the CDI community through educational offerings and networking opportunities.

### **Article III - Geographic Boundaries**

This organization is for all CDI professionals and related professions working within the United States of America, but with a focus on those residing within the state of South Carolina.

### **Article IV - Membership**

#### **Section 1**

Any CDI Professional or related professionals working and/or living within the stated geographic boundaries stated in Article III are eligible to join. If an annual dues payment is required, the amount may be subject to adjustment at the discretion of the Board.

The dues will include a one-year membership to the South Carolina Chapter of ACDIS, effective January 1 through December 31. Dues will not be prorated based upon date of membership. Yearly dues must be paid in full to receive full benefits. Payments will be sent to the acting Treasurer. Anyone interested can attend chapter meetings, without membership, for the non-member fee. Holding an active membership in the National Association of Clinical Documentation Improvement Specialist (ACDIS) does not grant you SC ACDIS Chapter membership or vice versa. One membership does NOT cover for both organizations.

SCACDIS membership shall entitle individuals to reduced National ACDIS membership fees, reduced SCACDIS meeting fees, eligibility to vote on chapter business, the right to serve on chapter committees, and the right to elect Board members.

Members shall pay membership dues by the established date determined by the SCACDIS Board. Failure to pay dues in a timely manner shall cause a member Page 1 of 7

being in good standing and may result in forfeiture of membership for the calendar year.

## **Section 2**

Active member shall be defined as any member who has attended at least one in-person meeting in the current calendar year.

## **Article V - Voting**

All active members in good standings, will be eligible to vote on SCACDIS business, in the election of officers, annual Bylaws approvals, spending of the budget, and any business determined by the officers.

Any business requiring a vote will be accomplished by a show of hands during the regular chapter meeting times, sent out via electronic emails or use of a third-party survey. All votes will be submitted to/or collected by the SCACDIS Secretary and tallied. Once tallied, an officer will send out the results to the SCACDIS members. A quorum will be a simple majority (>51%) of voting members present during a chapter meeting or via a third-party survey.

Any other matters of concern should be expressed to a SCACDIS Board Member.

## **Article VI - Officers/Board Members**

Only active chapter members residing in the state of South Carolina may be eligible to hold office. The Board consist of Officers/Board Members that include President, Vice-President (President Elect), Secretary (Secretary elect), Treasurer (Treasurer elect), and Social Media Director. A minimum of three officers, specifically the President, Treasurer, and Secretary, are required to conduct official operations. The Board may also appoint such other officers as, in its judgment, are necessary to conduct the affairs of SCACDIS. Elected officers must attend 75% of board and quarterly meetings or be subject to dismissal by the Board. If in the event a board cannot be established, refer to Article XII.

No Board officer will be allowed to hold more than one official position at one time. (For example: the president can not also hold a treasurer position at the same time.) This rule is in place so that no board member will have more voting rights than other board members and chapter members.

Nominations eligibility: A nominee for the SCACDIS Board must hold or have held a position, within the last two (2) years, that promotes clinical documentation improvement. At least one (1) Officer must hold a current Certified Clinical Documentation Specialist (CCDS) credential or Certified Documentation Improvement Practitioner (CDIP). A CCDS and/or CDIP certification, is preferred for nominees in the role of the President. All officers must be members of the National ACDIS.

Elections will be held yearly for open positions. The terms for officers will be yearly. Elections will be held as needed to fill vacant positions. There is no limit on the number of terms an individual may hold office.

Nominations shall be accepted until the end of September, with the election to be conducted at a time selected between October and December. Each elected officer shall hold office for a one-year term and until his or her successor shall be elected unless he or she chooses to resign or be removed or otherwise becomes disqualified to serve.

Any officer may resign at any time by giving written notice of their resignation to any of the other Board Members. Any resignation shall take effect upon receipt of the notice or upon any later time specified in the notice. Upon submission of a resignation, any SCACDIS property must be immediately returned, and access to SCACDIS shared drives and financial accounts will immediately be terminated. An emergency meeting will be held by the current officers to appoint a member to this officer position until the end of the resigning officer's term. Then elections for this position will be held in accordance with the terms listed above.

The business and affairs of the SCACDIS shall be managed by or under the direction of the SCACDIS Board. The duties of the Board shall include, but not limited to, the following:

1. To advocate the mission, values, accomplishments, and goals of SCACDIS to its members and to the public
2. To establish the mission, purposes, goals, and program priorities
3. To ensure appropriate governance and operational policies have been developed, adopted, and implemented
4. To determine and set policies
5. To determine, monitor, and strengthen programs that are responsive to the needs of the members and are central to SCACDIS's mission
6. To establish a yearly budget and to offer a full report of the financial status to the SCACDIS members
7. To orient new officers of the Board and assist with the transition into the newly elected rolls

Board members may **not** be compensated for their services to SCACDIS but may be reimbursed for their reasonable out-of-pocket expenses incurred in connection with performance of their duties. Board members who are a vendor and/or consultant, may **not** promote their services or products. If any of these terms are violated, the board member disqualified to serve.

**Duties of the Officers/Board Members include, but are not limited to:**

**President: The President will:**

- be the chief elected officer of SCACDIS
- preside at all meetings of the members and of the Board
- be responsible for organizing (along with other officers) the chapter meetings
- be available to answer any ACDIS National questions and serve as the SCACDIS Chapter representative to the National organization
- announce the newly elected officers after the vote count
- conduct the monthly business meetings with elected officers
- assist in the formation of an annual budget
- correspond with guest speakers post engagement with written expressions of appreciation
- oversee the meetings to ensure the mission, vision, and goal of SCACDIS is followed. If the president and/or vice-president are unable to preside over a meeting, then the president may delegate another officer to lead the meeting
- the President or Vice President will check the [irs.gov/charities](https://irs.gov/charities) site prior to May 15<sup>th</sup> to ensure taxes have been filed for the previous year

**Vice President: The Vice-President will:**

- serve as an aide to the President and shall assume the duties of the President in their absence or ability to preside
- will preside over the installation of newly elected officers
- coordinate recognition of the immediate Past-President as directed by the membership
- serve as the President-elect and will assume the role of President and as the President will oversee the meetings to ensure the mission, vision, and goal of SCACDIS is followed
- the President or Vice President will check the [irs.gov/charities](https://irs.gov/charities) site prior to May 15<sup>th</sup> to ensure taxes have been filed for the previous year

**Secretary: The Secretary will:**

- maintain minutes for all Board meetings and chapter meetings
- maintain a current roster of membership
- send/disseminate information to chapter members for chapter meetings

- serve as a contact person for inquiries from the SCACDIS website, and will collaborate efforts along with the Social Media Director, if available
- be responsible for submitting and obtaining continuing education units (CEUs) from the National ACDIS

**Social Media Director: The Social Media Director will:**

- assist the secretary with correspondence and updates to the SCACDIS website
- be responsible for maintenance and correspondence of social media websites included to but not limited to Facebook, Instagram, and LinkedIn
- work with the Secretary to answer inquiries from the SCACDIS website
- assist with the membership drive

**Treasurer: The Treasurer will:**

- will collect any dues obtained
- maintain an accurate account of all receipts and disbursements of the SCACDIS monies per the guidelines listed above
- oversee the SCACDIS bank account for the deposit of all monies
- maintain the financial reports to make available the Board and its members
- be responsible for assisting with the creation of the budget that is performed yearly
- be responsible for filing the SCACDIS taxes via the ePostcard 990N prior to May 15<sup>th</sup> per the [irs.gov/charities](http://irs.gov/charities) website, and a copy of the ePostcard will be printed off and saved in the Treasurer's records for full disclosure
- a copy of the tax completion form will be sent, via mail, email, scan or faxed, to the SCACDIS President and Vice President as proof of completion

**Article VII- Meetings**

SCACDIS meetings will be held in-person and/or virtually. Webinars may be provided in lieu of face-to-face meetings to supplement educational offerings and CEU awards.

A volunteer host facility will be obtained to hold each in-person meeting. The Board in conjunction with the host facility will assist with organizing the meeting, refreshments, placing signage and procuring speakers.

Officers will meet monthly and as needed, in person, by telephone or via any web conferencing platform.

The Board will select a community service donation (i.e., food shelter, homeless shelter, ASPCA, etc.) for each in-person meeting. If no participation from the SCACDIS members, then the Board will nominate/elect a site to receive a monetary donation from the SCACDIS Chapter for that meeting to support the SCACDIS mission to provide community service. If donations are collected at the meeting, then the amount collected will be announced at the conclusion of the meeting.

### **Article VIII - Committees**

The Board may designate one or more committees to complete authorized activities for SCACDIS mission goals. Committees may be formed on an ad hoc basis for a defined period or effort. The Board shall select and appoint members and the chairs of all committees, unless otherwise specified herein. Committee chairs must be active members of SCACDIS. The President may attend and participate in meetings of these committees and shall have voting rights within these committees. Each officer may serve on a committee with the President on each committee. Officers are not required to serve as committee chairman.

Each committee shall exercise the authority of the Board to the extent authorized by the Board. However, a committee may not by itself:

1. Approve action that requires full Board approval
2. Fill vacancies on the Board or any of its committees
3. Adopt, amend, or repeal the Bylaws
4. Approve a plan of merger or consolidation

### **Article IX - Contracts and Finances**

SCACDIS is a not for profit, 501(c) 7 organization. Three (3) officers of the chapter shall be eligible to access the bank account. Two (2) of the officers will be the Treasurer and the President and the third may be the Vice-President or other officer deemed appropriate. Any of these three (3) designated officers may write checks on behalf of the organization. All monies collected will be used for hosting and maintaining the SCACDIS chapter meetings. All expenditures less than or equal to \$500.00 must be approved by the President prior to payment of any monies on behalf of the SCACDIS Chapter organization. Expenditures greater than \$500.00 must have approval of the Board.

All financial records will be kept for a minimum of six (6) years in accordance with IRS requirements. These records will be forwarded to the newly elected officers. The funds will be deposited in the designated bank account currently set up by the Board. Per the request of the designated bank for chapter accounts, any changes in officers, minutes from each chapter meeting and Bylaws will be given to the bank, upon request.

## **Article X - Bylaws**

The bylaws will be reviewed yearly by the Board and presented to the active SCACDIS members each year for review/approval. The bylaws may be amended by a show of hands during the first in-person chapter meeting of the year or sent out via electronic emails or use of a third-party survey. The newly approved bylaws will therefore be amended and a copy available to all members.

## **Article XI - Indemnification**

SCACDIS may indemnify Officers/Board Members and agents of SCACDIS to the maximum extent permitted by applicable law.

## **Article XII - Dissolution**

In the event of the dissolution of the South Carolina Chapter of ACDIS, all outstanding account balances, including remaining funds in the Chapter's accounts after the satisfaction of any liabilities, shall be equitably distributed among all active members as defined in Article IV, Section 2.

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