

Changes to the By-Laws are in RED

HOSPITAL AUXILIARIES OF KANSAS
BYLAWS

ARTICLE I – NAME

The name of this association shall be the Hospital Auxiliaries of Kansas, hereafter referred to as HAK.

ARTICLE II – PURPOSE

The purpose of this association shall be to act as a coordinating body for its member auxiliaries; shall assist in the organization of hospital auxiliaries; develop leadership; promote community awareness; promote benefits and objectives of member auxiliaries; and work with the Kansas Hospital Association, hereafter referred to as KHA, in the promotion of better healthcare.

ARTICLE III – MEMBERSHIP – DUES

Section A. Active Membership in HAK shall be open to all auxiliaries whose hospitals are affiliated with the KHA.

This membership shall allow the auxiliary to have voice and vote in all HAK functions and to be eligible to receive the Award of Excellence.

Section B. Sustaining Membership in HAK shall be open to all auxiliaries whose hospitals, while not affiliated with the KHA, are members in good standing with the American Hospital Association. These members will have voice and vote at HAK functions but will not be eligible to receive the Award of Excellence.

Section C. Associate Membership shall be available to individuals and organizations interested in the objectives of HAK and who are not eligible for Active or Sustaining Membership.

Section D. Dues

1. Dues for Active and Sustaining Membership shall be reviewed annually by the Board of Directors in consultation with Kansas Hospital Association.
(NOTE: See Dues Structure in Administrative Policies and Procedures.)
2. Active, Sustaining, and Associate Membership dues are payable by October 15th of each year. Any membership shall be terminated if dues are not paid on or before December 1st of the current year.

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ARTICLE IV – OFFICERS

- Section A. The officers of this association shall be: President, President-Elect, Recording Secretary, Membership Secretary, and Treasurer. With the exception of the incumbent President-Elect who automatically becomes the President, the officers shall be elected by a majority vote of the delegates at the annual meeting. The President and President-Elect cannot succeed themselves in offices. All other officers shall serve no more than two (2) consecutive terms in the same office with the exception of Treasurer whose term of office may be extended by the approval of the Executive Committee.
- Section B. Officers of this association must be residents of Kansas, members in good standing in their auxiliaries, and must be taken from the active membership of HAK.
- Section C. The office of President and President-Elect shall be filled by members who have served on the Board of Directors a minimum of two years.
- Section D. Should a vacancy in an elective office occur for any reason, the vacancy shall be filled by the Executive Committee. The appointee shall serve the unexpired term of office.
- Section E. Nominations – Elections
1. The Nominating Committee shall consist of seven (7) members who shall include the immediate Past President of HAK and the currently serving second and third year District Coordinators. The Executive Committee shall appoint the remaining members of the Nominating Committee, as needed, from the Board of Directors and, if the immediate Past President is unable to serve, shall appoint the Chairperson. The Nominating Committee shall select one nominee for each office. If for any reason, the slate of officers has a vacancy that is not filled before the State Convention business meeting, the election will proceed.
 2. The slate of officer candidates shall be distributed by mail or electronically at least three weeks in advance of the annual election. Nominations may be made from the floor with the prior written consent of the nominee, provided a voting delegate makes the nomination.
 3. Election shall be by written ballot unless there is but one nomination for each office and there are no further nominations from the floor. By general consent, the written ballot may be dispensed with and the vote for the entire ticket taken via voice. A majority vote of eligible voters present elects.
 4. Active and Sustaining member auxiliaries shall be eligible to vote. A majority vote of eligible voters present and voting shall constitute an election.
 5. All officers shall be installed at the annual meeting.

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ARTICLE V – DUTIES OF OFFICERS

- Section A. The President shall be the chief executive officer of the Association and shall preside at all meetings of the Executive Committee, Board of Directors, and general membership; shall be an ex officio member of all committees except the Nominating Committee; shall serve as liaison with the KHA to insure cooperation between KHA and HAK. The President of HAK shall render a written report to the membership of the year's activities at the close of the fiscal year. The President shall appoint a Parliamentarian, Counselor, District Coordinator for each district, Historian, Sunflower Auxilian Editor, Legislative Chairperson, and Convention Chairperson and 2 members at-large who are (or have been) president of any HAK Auxiliary, for the President's term of office.
- Section B. The President-Elect shall assist the President at any time requested. In the absence or disability of the President, the President-Elect shall assume all duties and responsibilities of the office of President.
- Section C. The Recording Secretary shall keep minutes of all meetings, be responsible for a report of such meetings and shall perform such other duties as may be required.
- Section D. The Membership Secretary shall be responsible for maintaining the membership roster and records and shall perform such other duties as may be required.
- Section E. The Treasurer shall receive all funds of the association and shall deposit such funds in the bank in the name of HAK. The Treasurer shall pay, upon receipt of vouchers duly signed by the President, such bills as are established by the budget and keep an itemized account of all receipts and disbursements. The Treasurer shall prepare dues statements for all HAK members.
- Section F. The President, President-Elect, and Treasurer of the association shall be properly bonded through a commercial bonding company and the President and Treasurer shall be the signatories on the bank account.

ARTICLE VI – BOARD OF DIRECTORS

- Section A. The Board of Directors shall consist of the President, the elected officers, Parliamentarian, Counselor, District Coordinators, Historian, Sunflower Auxilian Editor, Legislative Chairperson, Convention Chairpersons with 2 at large non-voting members, Chairperson of each Standing Committee.
- Section B. The Board of Directors shall govern, manage and operate HAK. They shall have a minimum of four (4) scheduled meetings a year – one prior to the spring district meetings, one prior to the annual meeting, and two at the discretion of the

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

Section C. The Board of Directors, in conjunction with KHA, shall be the determining body for the establishment of annual dues.

Section D. The Board of Directors shall be responsible for establishing and maintaining a Board Administrative file in their job binder (given at their first meeting), which shall contain copies of Bylaws, administrative Policies and Procedures, Job Descriptions for each office, and pertinent materials for the association.

ARTICLE VII – EXECUTIVE COMMITTEE

Section A. The President, President-Elect, Recording Secretary, Membership Secretary, and Treasurer shall comprise the Executive Committee of HAK. The Parliamentarian and Counselor shall serve as ex officio members of the Executive Committee of HAK. For the purposes of the HAK bylaws, ex officio members shall not have voting rights.

Section B. The Executive Committee shall meet at the call of the President and shall be empowered to act between the meetings of the Board of Directors. A majority of the members of the Executive Committee shall constitute a quorum.

ARTICLE VIII – DISTRICTS

Section A. The Hospital Auxiliaries of Kansas shall be divided into districts by HAK in consultation with KHA.

Section B. A District Coordinator for each established district shall be secured by the President-Elect. An Assistant District Coordinator may be appointed in any of the established districts, should the need arise.

Section C. Each District Coordinator shall be a member of the Board of Directors and shall serve as the liaison and resource person to the members of their district.

Section D. Each district shall hold a district meeting annually. The purpose of this meeting shall be educational.

ARTICLE IX – COMMITTEES

Section A. The Standing Committees are Audit, Bylaws, Finance, *Nominating, and Convention and Education.

Section B. The Audit Committee shall consist of three active auxiliary members (not currently serving on the HAK Board of Directors) appointed by the President, to audit the Treasurer's books at the end of the fiscal year.

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- Section C. The Bylaws Committee shall consist of the immediate Past President, Parliamentarian, Recording Secretary, Membership Secretary, and any additional appointees named by the President. They shall be responsible for reviewing and presenting any recommended Bylaws amendments to the Board of Directors for necessary action.
- Section D. The Finance Committee shall consist of the President, President-Elect, and the Treasurer. They shall be responsible for preparing the annual budget for approval by the Board of Directors at the first board meeting of each year. The fiscal year of HAK shall be July 1 through June 30 (as requested by KHA).
- Section E. The Convention and Education Committee shall consist of the Counselor, Convention Chairpersons and HAK/KHA Convention Liaison, Legislative Chairperson, President, and President-Elect. They shall be responsible for planning of special events, overall program, and education.
- Section F. Special Committees may be established by the Executive Committee.

*Nominating Committee – See Article IV, Section E, #1.

ARTICLE X – OFFICIAL PUBLICATION

- Section A. The official publication of HAK shall be the “Sunflower Auxilian Newsletter.”
- Section B. The Editor for the Sunflower Auxilian Newsletter shall be appointed by the President, and shall serve as a member of the Board of Directors.
- Section C. There shall be four (4) issues of the Sunflower Auxilian Newsletter printed annually. All Active, Sustaining, and Associate Members shall receive a copy of each issue.

ARTICLE XI – ANNUAL CONVENTION MEETING

- Section A. The annual meeting of HAK shall be held in conjunction with the KHA/HAK State Convention. The date and location of the convention shall be determined by KHA.
- Section B. Election and Installation of HAK Officers shall take place at the annual meeting.
- Section C. Members of the Board of Directors shall be eligible to vote.
- Section D. Active and Sustaining member auxiliaries shall be represented by no more than two (2) delegates at the annual meeting, for voting purposes. They may designate one additional person to serve as an alternate if a vacancy arises.

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Section E. A majority of the eligible delegates present at the annual meeting shall constitute a quorum.

ARTICLE XII – ADMINISTRATIVE POLICIES AND PROCEDURES

These Bylaws shall be supplemented by the HAK Administrative Policies and Procedures. The Administrative Policies and Procedures incorporate decisions made by HAK's Board of Directors on methods for the administration of the basic policies in the Bylaws, and they may not supersede the authority established in the Bylaws.

ARTICLE XIII – PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order which may be adopted.

ARTICLE XIV – AMENDMENTS

Proposed amendments of these Bylaws shall first be submitted in writing to the Bylaws Committee. The Bylaws Committee will review and comment on the proposed change to the Executive Committee, who in turn will make a recommendation to the Board of Directors. The Board of Directors shall present these amendments for consideration at the annual meeting. Notice of the proposed changes shall be sent to all current members at least 3 weeks (21 days) prior to the annual meeting. The bylaws may be amended or altered by a majority vote of the members present at the annual meeting. Amended bylaws shall be submitted to the Kansas Hospital Association.

ARTICLE XV – DISPOSITION OF ASSETS

On dissolution of the organization, the assets of the organization remaining after payment of all outstanding debts and liabilities shall be transferred to an organization exempt from income tax under Section 501A for the Internal Revenue Code or the corresponding section of the law then existing. Said assets shall be used by such transferee organization for educational purposes.

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(Bylaws revised and adopted at the Annual Convention, 11/09/77)
(Bylaws revised and adopted at the Annual Convention, 11/01/78)
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(Bylaws revised and adopted at the Annual Convention, 11/08/84)
(Bylaws revised and adopted at the Annual Convention, 11/05/86)
(Bylaws revised and adopted at the Annual Convention, 11/04/87)
(Bylaws revised and adopted at the Annual Convention, 11/15/89)
(Bylaws revised and adopted at the Annual Convention, 11/10/93)
(Bylaws revised and adopted at the Annual Convention, 11/13/96)
(Bylaws revised and adopted at the Annual Convention, 11/10/99)
(Bylaws revised and adopted at the Annual Convention, 11/13/08)
(Bylaws revised and adopted at the Annual Convention, 11/14/13)
(Bylaws revised and adopted at the Annual Convention, 09/11/15)