

KANSAS HEALTHCARE ENGINEERS ASSOCIATION

ORGANIZATIONAL MANUAL

Origination Date March 2013

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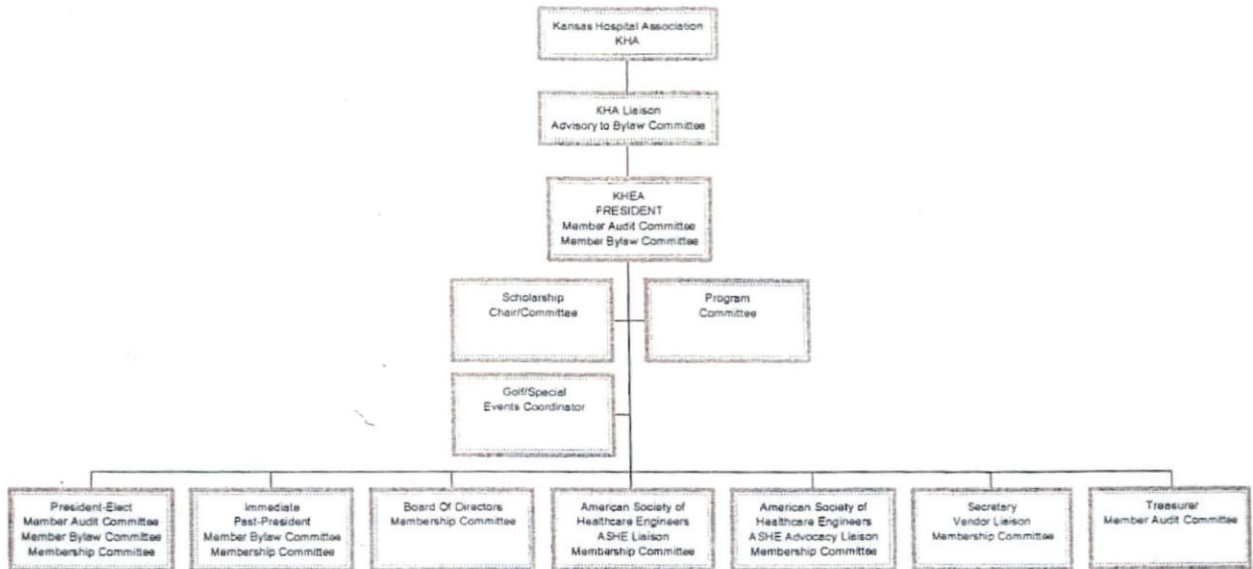
KANSAS HEALTHCARE ENGINEERS ASSOCIATION

Our mission is to help our members provide the very best in quality healthcare by offering educational opportunities to enhance personal and professional development and growth.

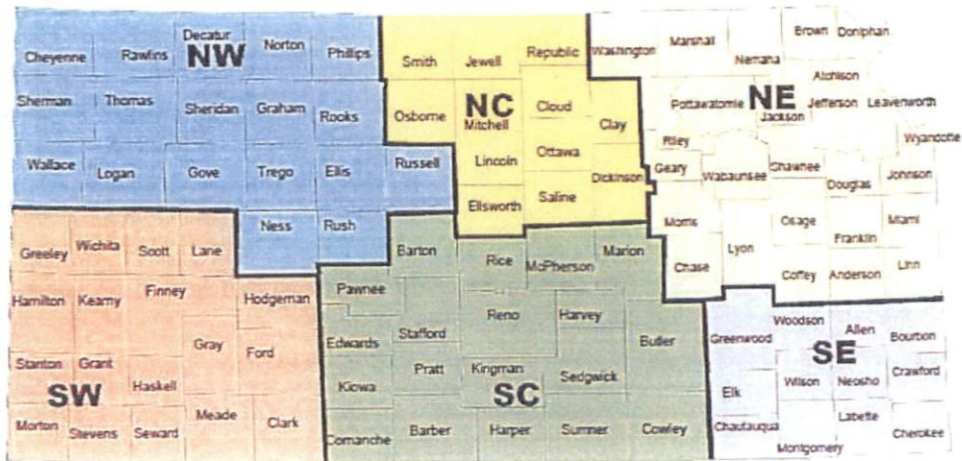
KANSAS HEALTHCARE ENGINEERS ASSOCIATION **OBJECTIVES AND PURPOSE**

- To advance the development of effective healthcare maintenance procedures
- To stimulate the exchange of information in order to further the professional, educational and personal development of its members
- To provide opportunities for personal development and growth for its membership by offering educational programs and keeping its membership informed of other educational opportunities available throughout the state and nation
- To broaden and improve healthcare engineers' and maintenance personnel's knowledge and capabilities to carry out their responsibilities and duties
- This association was organized exclusively for charitable and educational purposes

KHEA ORGANIZATIONAL CHART



KHEA DISTRICTS



2004

POLICY STATEMENTS

Board Meetings

Board meetings will be held four (4) times per year. Additional meetings may be called by the President. Mileage will be reimbursed at the current IRS allowable mileage rate.

Board Reimbursement Eligibility

Expenses eligible for reimbursement by board members include participation in the KHA Allied Presidents' Retreat and other meetings as approved by the Board.

Budget

The Treasurer or another designated KHEA member, with input from the Board, shall prepare an annual budget. The budget shall then be presented to the membership for approval at the Fall Annual Meeting.

Conflict of Interest

The purpose of this Conflict of Interest Policy is to protect KHEA's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interests of a director affiliated with KHEA. This policy is intended to supplement but not replace any applicable state laws governing conflicts of interest applicable to nonprofit and charitable corporations.

Definitions – Terms used herein shall have the same meaning as set forth in the Conflict of Interest Disclosure statement.

Committee – Refers to KHEA's Audit, Nominating, Program, Scholarship and Membership Committees

Compensation – Includes direct and indirect remuneration. KHEA directors must refrain from accepting gifts, payments, services, supplies, equipment, or other favors which may appear to improperly influence the individual in the performance of their duties for KHEA.

Director – Refers to a member of KHEA's Board of Directors

Family – Includes a spouse/significant other, child, step-child, parent, sibling, or in-law of a KHEA director

Financial Interest – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which KHEA has a transaction or arrangement
- b. A compensation arrangement with KHEA or with any entity or individual with which KHEA has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which KHEA is negotiating a transaction or arrangement.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate board or committee decides that a conflict exists as outlined below.

Procedure:

I. Duty to Disclose:

In connection with any actual or possible conflicts of interest, a director must disclose the existence of his or her financial interest and must be given the opportunity to disclose all material facts to the directors considering the proposed transaction or arrangement.

II. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts and after any discussion with the interested person, the director shall leave the board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

III. Procedures for Addressing the Conflict of Interest

- a. A director may make a presentation at the board or committee meeting, but after such presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that result in the conflict of interest
- b. The chairperson of the board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the board or committee shall determine whether KHEA can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would give rise to a conflict of interest, the board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in KHEA's best interest and for its own benefit and whether the transaction is fair and reasonable to KHEA. The board or committee shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

IV. Violation of the Conflict of Interest Policy

- a. If the board or committee has reasonable cause to believe that a director has failed to disclose actual or possible conflicts of interest, it shall inform the director, officer or employee of the basis for such belief and afford the director the opportunity to explain the alleged failure to disclose.
- b. If, after hearing the response of the member and making such further investigation as may be warranted under the circumstances, the board or committee determines that the director has, in fact, failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and/or corrective action.

Records of Proceedings:

The Minutes of the board and specified committees shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present,

and the board's or committee's decision as to whether a conflict of interest in fact existed; and

2. The names of the persons who were present for discussion and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

Annual Statements

Each director shall annually sign a statement which affirms that such person:

1. Has received a copy of the conflict of interest policy;
2. Has agreed to and understands the policy;
3. Has agreed to comply with the policy, and
4. Understands that KHEA is a nonprofit organization and that in order to maintain its federal tax exempt status, it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

ELECTION OF OFFICERS

The Nominating Committee comprised according to Bylaws shall present at least one name for each office to the Board. The nominations will be submitted to the Board of Directors for approval prior to the Fall Annual Meeting. The Chairperson of the Nominating Committee shall present the Board's approved nominees to the membership at the Fall Annual Meeting. The floor shall then be opened for further nominations. The President-Elect shall be elected by majority vote of members present at the Fall Annual Meeting.

Elected officers will remain in office for a two (2) year term. Three (3) Board Representatives shall be elected by majority vote of members present at the Fall Annual Meeting. If an officer needs to terminate their office prior to the two (2) year term, notification should be presented to the President and he/she will appoint another person to fulfill that role until the next election.

KHA RELATIONSHIP

The Board of Directors will review the KHA memorandum of understanding to determine the financial arrangement with KHA.

Requests for KHA services are to be sent to the KHA liaison with specific directions. Costs incurred will be billed to KHEA.

MANUAL UPDATES

Any changes to the KHEA manual must be approved by the Board.

NON-MEMBER CONFERENCE FEES

Non-members may be charged an additional registration fee for attending KHEA sponsored continuing education programs.

BOARD SCHOLARSHIPS

KHEA sets aside \$1000 in scholarships for board members to attend educational sessions outside of regular KHEA conferences. Up to a maximum of \$500 per board member per year may be requested. These funds must be used for registration and resulting fees only; travel expenses are not applicable. Special applications will be considered on a case-by-case basis as they are submitted.

ASHE Platinum and Gold Chapter Award winners receive 2 paid registrations for KHEA's President and President-Elect to attend the annual ASHE conference. Since KHEA requires its President and President-Elect to attend ASHE annual

conference, the organization pays for their individual travel arrangements (flight/ground transportation and hotel) for the duration of the conference. To help offset these costs, the President and President-Elect MUST (if eligible), submit an application for the ASHE Emerging Regional Leader Award (Emerging Regional Leader receives travel and hotel accommodations courtesy of ASHE).

RECORD RETENTION

KHEA records are to be kept for the length of time suggested by KHEA.

These materials are to be compiled by KHEA annually and may be given to the KHA liaison at the end of the calendar year for storage at KHA,

DUTIES AND RESPONSIBILITY OF PRESIDENT

1. Supervise and provide direction for the affairs of the Association
2. Preside at meetings
3. Coordinate and preside at meetings with Officers and Board Members
4. Sign all instruments of the Association as authorized
5. Review and approve reports
6. Appoint, direct and review Committees
7. If eligible, apply for ASHE Emerging Regional Leader Award – due in March
8. Attend ASHE Chapter Leadership Conference
9. Be the Liaison of KHEA to KHA
10. Serve as Program Chairperson
11. Serves as Chairperson of the Bylaws Committee
12. Serve as member of Audit Committee and takes part in annual audit process
13. Keeps KHEA manual current and forwards to President-Elect upon completion of his/her term as President
14. Submits a list of KHEA Board Members to KHA in January of each year
15. Annually honors the outgoing President for service to KHEA by awarding President's plaque

DUTIES AND RESPONSIBILITY OF PRESIDENT-ELECT

1. Preside at meetings in the absence of the President
2. If eligible, apply for ASHE Emerging Regional Leader Award – due in March
3. Attend ASHE Chapter Leadership Conference
4. Support the needs of the organization as needed and assigned
5. Serve as member of the Bylaws Committee
6. Serve as member of Audit Committee and takes part in annual audit process

DUTIES AND RESPONSIBILITY OF IMMEDIATE PAST-PRESIDENT

1. Chairs the Nominating Committee for the candidates for President-elect. When seeking nominees, reminds nominee of three (3) year commitment to office. (If at any time an officer cannot serve his or her full term, the President can appoint another member to fill the position with board approval, unless it is the position of the President). If the President cannot serve his or her full term, the Immediate Past-President shall assume the position for the remainder of the term.
2. Participates in Annual and State meetings and in the Board of Directors meetings
3. Serves as member of the Bylaws committee

DUTIES AND RESPONSIBILITY OF SECRETARY

1. Attends Association meetings and prepares minutes on proceedings of all Board meetings and State level business meetings. Sends copy to President for approval after Board meetings and keeps up-to-date files of accumulated minutes.
 - a. Maintains all records and files appropriate to the Secretary and provides these records to officers or committees as needed in the performance of their duties
 - b. Keeps attendance at Board and State meetings
 - c. Conducts correspondence of the Association at the State level as assigned or needed
 - d. Participates in the Annual and State meetings and the Board of Directors meetings
2. Calls Board meetings to order in the absence of the President and the President-Elect
3. Maintains communications with KHA for up-to-date membership rosters
4. Provides a recordkeeping system for all historical records
5. Supports the administrative needs of the Association as needed
6. Puts together and publishes the KHEA quarterly newsletter
7. Work with Bylaws Committee
8. Updates handbook as needed (handbook is reviewed with Association bylaws at regular intervals)
9. Serves as co-signer for banking purposes (is on signature card at bank)
10. Keeps one (1) of two (2) KHEA credit cards for purchases associated with Association events
11. Purchases acknowledgement plaques for Immediate Past President and for Engineer of the Year Award winners as required

DUTIES AND RESPONSIBILITIES OF TREASURER

1. Participates in the Annual and State meetings and the Board of Directors meetings
2. Maintain financial records of the Association
3. Maintain communication with KHA for up-to-date financial information
4. He/she will perform duties involving money, both collection and disbursement, in a timely manner
5. Pays Association bills by check upon receipt of invoices from KHA or members involved with program planning, etc.
6. Support the administrative needs of the state Association as required
7. Gives a financial report to the Board of Directors at each Board meeting
8. Takes part in annual audit
9. Serves as co-signer for banking purposes (is on signature card at bank)
10. Keeps one (1) of two (2) KHEA credit cards for purchases associated with Association needs
11. Keeps track of Certificates of Deposit, savings accounts, or other investments
12. The Treasurer, with input from the Board, prepares a draft budget which shall be presented to the membership for approval at the Fall Annual Meeting

DUTIES AND RESPONSIBILITIES OF BOARD MEMBER

1. Attend all Association meetings
2. Represent interests of the majority of the membership in his/her District
3. Support the administrative needs of the state Association as needed
4. Serve on committees and make decisions to ensure the viability of the Association

DUTIES AND RESPONSIBILITIES OF KHA LIAISON

1. Sends renewal membership applications by December 31st
2. Forwards a second membership renewal notice to those members who have not renewed their memberships
3. Collects dues and maintains membership roster. Issues a membership roster in April which indicates district representation
4. Issues membership confirmation via e-mail or mail for the appropriate calendar year to all members in good standing
5. Sends publicity and information on various state programs
6. Facilitates communication in the educational efforts between KHEA, KHA, and KHA Allied Organizations
7. Provides storage space for KHEA historical records
8. Participates in the Annual and State meetings and the Board of Directors meetings
9. Distributes Conflict of Interest Statements and keeps on file at KHA
10. Assist with the filing of the Annual Report with the Secretary of State's office
11. Serves as co-signer for banking purposes (is on signature card at bank)

DUTIES AND RESPONSIBILITIES OF ASHE LIAISON

1. Provides information on KHEA events and activities to ASHE
2. Submits KHEA chapter reports annually and as required

DUTIES AND RESPONSIBILITIES OF ASHE ADVOCACY LIAISON

1. Serve as liaison for local (Kansas) advocacy needs
2. Take part in quarterly ASHE advocacy conference calls
3. Attend KHEA chapter meetings
4. Share national ASHE advocacy agenda with KHEA members
5. Share KHEA advocacy issues with ASHE

DUTIES AND RESPONSIBILITIES OF ASHE SUSTAINABILITY LIAISON

1. Serve as liaison for local (Kansas) sustainability needs
2. Take part in quarterly ASHE sustainability conference calls
3. Attend KHEA chapter meetings
4. Share national ASHE sustainability agenda with KHEA members
5. Share KHEA sustainability issues with ASHE

DUTIES AND RESPONSIBILITIES OF BOARD VENDOR REPRESENTATIVE

1. The Board Vendor Representative must be a member of KHEA in good standing.
2. Two (2) board vendor representative positions are available – will be appointed on alternating years and will serve for a period of two (2) years.
3. Position is determined by board appointment at the December board meeting.
4. Assists with conference programs

5. Is instrumental in helping determine which speakers are brought in to present at the two annual conferences.

DUTIES AND RESPONSIBILITIES OF TRADE SHOW COORDINATOR

1. Develop vendor packets detailing conference and annual trade show events; distributes to approved vendor mailing lists
2. Accept payment from vendors and deposits in Association bank as required
3. Keep spreadsheet on all monies collected and owed; follows up with vendors as needed to assure all money is collected as required
4. Coordinate with conference facility on trade show requirements
5. Develop booth layout; provide to set-up company to assure vendors are situated in appropriate area
6. Oversee booth set-up and answers vendor questions as required

DUTIES AND RESPONSIBILITIES OF GOLF TOURNAMENT/EVENTS COORDINATOR

1. Contact golf course personnel and schedules tournament on appropriate date
2. Put together teams and provides list to golf course staff prior to tournament
3. Coordinate golf outing on day of event – helps with check-in and directs participants to appropriate cart and team

DUTIES AND RESPONSIBILITIES OF SCHOLARSHIP CHAIR/COMMITTEE

1. Four (4) \$250 scholarships are approved to be awarded to KHEA member family members annually. Additional scholarships may be awarded as approved by the Board of Directors
2. Scholarship committee chair receives scholarship applications prior to spring and fall conferences.
3. Chair reports number of scholarship applicants to Board of Directors at spring and fall board meeting
4. Chair recruits scholarship committee members to review applications and vote on the top two (2) winning essays (or more winning essays, as deemed appropriate per Board vote)
5. Chair announces winners prior to the end of each conference.

DUTIES AND RESPONSIBILITIES OF PROGRAM COMMITTEE

1. Plan and implement spring and fall conference sessions to provide stimulation and interest to members of the Association

DUTIES AND RESPONSIBILITIES OF AUDIT COMMITTEE

1. Committee consists of president, president-elect, and treasurer
2. Review the Treasurer's records annually and prior to assumption of Treasurer's office duties by new person

DUTIES AND RESPONSIBILITIES OF MEMBERSHIP COMMITTEE

1. Publicize the activities of the Association and solicit appropriate qualified members.
2. Communicate with KHA for mailings and dues collection

KANSAS HEALTHCARE ENGINEER ASSOCIATION

Bylaws

I. Name

The name of this organization shall be the Kansas Healthcare Engineers Association (KHEA).

II. Affiliation

This Association shall be affiliated with the Kansas Hospital Association (KHA) and the American Society for Healthcare Engineers (ASHE).

III. Objectives

The objectives and the purpose of the Association shall be:

- A. To advance the development of effective healthcare engineering and maintenance procedures
- B. To stimulate the exchange of information and to further the professional, educational and personal development its membership
- C. Allow members to work together on problems of common interest
- D. To provide opportunities for personal development and growth for its membership by providing educational programs and keeping its membership informed of other educational opportunities available throughout the state and nation
- E. To broaden and improve the healthcare engineers and maintenance personnel's knowledge and capabilities to carry out their responsibilities and duties
- F. This organization is organized exclusively for charitable and educational purposes as a not-for-profit Association

IV. Membership Categories

Full Member

Individuals eligible as full members in this Association shall be those active in the field of engineering and maintenance in a hospital, nursing home, or other licensed healthcare facility, and employed by a licensed healthcare facility. This includes individuals employed by a contract service company who are dedicated solely to a facility that meets the above qualifications.

Associated Member

An associate membership is available for those individuals active in support services related to the field of healthcare engineering and maintenance which includes: Manufacturing, vendors, distributors and their respective employees.

Retired Member

A membership will be granted upon request to retiring individuals who have been KHEA members in good standing. Retired members shall not pay KHEA dues.

V. Meetings

This Association shall hold the following meetings:

- A. There shall be at least two (2) meetings per year at approximately six (6) month intervals. The meetings shall be held at any location at the discretion of the Program Chairman and the President.
- B. The Annual Business Meeting shall be held at the fall meeting. A portion of the meeting will include election of officers.
- C. The President or two-thirds of the Board of Directors may call a meeting of the Board when deemed necessary. A majority of the Board plus one (1) shall constitute a quorum. A majority of the Board shall be required to approve Board action.
- D. Meetings may be held in person or by any electronic means that enable members to communicate with each other.
- E. Non-members may attend Kansas Healthcare Engineers Association (KHEA) educational programs.

VI. Officers and Directors

- A. The officers shall be a President, A President-Elect, and an Immediate Past-President.
- B. There shall be six (6) elected Directors. A member of the Kansas Hospital Association (KHA) shall serve as a non-voting member to the Board.
- C. An ASHE Liaison, an ASHE Advocacy Liaison, a Secretary, and a Treasurer shall be appointed from the membership by the President. Appointments shall have the approval of the Directors. These shall be non-voting positions.
- D. Duties of the officers shall be delineated in the Kansas Healthcare Engineers Association (KHEA) Officers Handbook and shall be reviewed annually.
- E. The President shall fill vacancies by appointment subject to approval by the Board of Directors. Such appointees shall serve the remaining term of that office.

VII. Elections

- A. President-Elect – The President-Elect shall be elected at the Annual Meeting by a majority vote of the members attending the meeting
- B. Directors – A Director shall be elected from each hospital district. Hospital districts shall be identical to those established by the Kansas Hospital Association (KHA). Three of the six Directors shall be elected for a two-year term by a majority vote of the members present at the Annual Meeting
- C. Vacancies – Vacancies may be filled for the unexpired term of any office by the Board of Directors at any scheduled meeting. Should any officer fail to attend scheduled meetings without good reason, the Board may consider that office vacant
- D. Officers shall assume office at the beginning of the calendar year following their election.

VIII. Committees

The President shall appoint the following standing committees:

- A. Nominating Committee, Audit Committee, Program Committee, Scholarship Committee, and Membership Committee
- B. Duties of the standing committees shall be delineated in the Kansas Healthcare Engineers Association Officers Handbook and shall be reviewed annually

IX. Dues

- A. Membership dues of this Association shall be determined by a majority vote of the Board of Directors
- B. Dues shall be considered delinquent on March 31 of each year. When a member becomes delinquent, the name shall be removed from the roster and all Association privileges terminated
- C. The fiscal year of this Association shall be the calendar year.

X. Voting

- A. Only regular members in good standing of this Association shall have the privilege of voting. Associate members do not have voting privileges. There will be no voting by proxy. Mailed or electronic balloting may be used when appropriate with the approval of the Board of Directors. A majority of those present (or those responding electronically) shall be required to approve action.
- B. The deliberations of the Association shall be governed in its parliamentary procedure by Robert's Rules of Order
- C. Voting for officers and board members at the Annual Meetings shall be only those present at the meeting.

XI. Disposition of Assets

On the dissolution of the Association, the assets of the Association remaining after payment of all outstanding debts and liabilities shall be transferred to an organization exempt from income tax under 501(a) of 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.

XII. Changes of Bylaws

The Bylaws, as adopted, may be amended or altered at any stated meeting by a vote of two thirds of the regular members present, providing that notice of such change has been given to all full members at least ten (10) days prior to the stated meeting. Amended Bylaws shall be submitted to the Kansas Hospital Association (KHA).

Approved April 1, 1982

Revised April 28, 1983

Revised April 12, 1984

Revised February 9, 1988

Revised October 12, 1990

Revised March 8, 1991

Revised April 7, 1992

Revised March 26, 1996

Revised April 8, 1997

Revised March 30, 1999

Revised September 28, 2000

Revised December 2004

Revised December 2007

Reviewed December 2010

Revised January 2013; Approved September 11, 2013

Reviewed April 2015

Reviewed April 2017

[Reviewed April 2019](#)