

**TENNESSEE ASSOCIATION OF MEDICAL STAFF SERVICES**

**BYLAWS**

ARTICLE I - NAME

The name of this organization shall be the Tennessee Association of Medical Staff Services (TAMSS) and shall be governed by these Bylaws which will not be in conflict with the Bylaws of the National Association Medical Staff Services (NAMSS). The official logo will bear the acronym "TAMSS".

ARTICLE II - OBJECTIVES

The objectives of this State Association shall be to provide the opportunity for continuing education, to promote the improvement of professional knowledge and skills by uniting persons who are engaged in credentialing, privileging, and enrolling of practitioners; provider organizations; and/or regulatory compliance organizations in the healthcare industry through this State Association, and to support the mission and activities of the NAMSS.

ARTICLE III - STRUCTURE

The State Association shall be non-profit, non-partisan and non-sectarian and shall have the right to establish and control its activities through its elected officers.

ARTICLE IV - MEMBERSHIP

Membership in this Association shall be categorized as Active, Associate, and Honorary. Members are to adhere to the NAMSS Code of Ethics and refrain from conduct injurious to the Association or its purpose. No individual shall be denied appointment on the basis of sex, sexual orientation, race, creed, religion, disability or national origin. The Board of Directors shall, at its discretion, create membership categories in addition to those defined herein.

Section 1                    Active: Active members shall be those individuals having responsibility in credentialing privileging, and enrolling of practitioners; provider organizations; and/or regulatory compliance organizations in healthcare activities. Active members shall pay dues and shall be eligible to vote and hold office. Active members shall be encouraged to join NAMSS.

Section 2                    Associate: Associate members shall be those individuals interested in the overall goals and objectives of the Association. Associate members shall pay dues but shall not be eligible to vote or hold office.

Section 3                    Honorary: Honorary membership may be awarded at the discretion of the Board of Directors to those who have contributed to the advancement of the goals and objectives of the Association. Honorary members shall not pay dues and shall not be eligible to vote or hold office.

ARTICLE V - DUES AND FEES

Annual dues for membership shall be due and payable at an amount set by the Board of Directors (not to be set higher than NAMSS dues.) Dues are payable on January 1<sup>st</sup> of each year and delinquent on March 31<sup>st</sup>. An email will be sent letting the member know their membership has expired.

Financial Audit: An audit will be performed of the Finances of TAMSS on an annual basis. This audit will be performed by a Certified Public Accountant with a report at the next annual meeting of TAMSS.

If this Association is disbanded, any and all assets of State Association will be used for scholarships for current, active members to the Annual NAMSS Conference. The distribution will be at the discretion of the Board at the time the Association is disbanded as to how many scholarships will be awarded. The scholarships will be based on the same criteria as outlined in the Scholarship Policy for the Annual Conference.

ARTICLE VI - LOCAL CHAPTERS

The State Association shall encourage the formation of Local Chapters throughout the State, the purpose of which shall be to provide a forum for educational activities at a local level. Such local Chapters shall petition the Board of Directors of the State Association for recognition and approval of their organizational structure.

#### ARTICLE VII - OFFICERS

Members of the Board of Directors shall not receive a salary for their services. Members of the Board of Directors may be reimbursed for approved expenses.

Section 1            Officers: The officers of the Association shall be the President, President-Elect, Immediate Past President, Secretary, Treasurer, and Historian. The President-Elect shall automatically succeed the office of President.

Section 2            Qualifications: A candidate for office must be an active member in good standing of the State Association; be a resident of and actively employed in the state of Tennessee; hold or actively pressuring certification as CPMSM or CPCS issued by NAMSS. The President and President-Elect shall be Active members of NAMSS and the membership fee for their NAMSS membership will be paid by TAMSS. The President-Elect shall have had, at a minimum, two years experience on the Board of Directors.

Section 3            Election of Officers: Election of officers shall be held biennially for President Elect, Treasurer, Secretary and Historian.

Nominations for officers shall be made by a Nominating Committee.

- a) The Nominating Committee's proposed slate of officers should be sent to the Active membership at least six weeks in advance of TAMSS' Annual Conference. Write-in nominations may additionally be made. All candidates nominated must consent to nomination.
- b) Ballots will be sent to the membership at least three weeks prior to the Annual Conference, with ballots to be returned by the date indicated on the ballot.
- c) Election shall be by a simple majority of the ballots returned. The membership will be notified of election results at the Annual State meeting, which is held during the Annual Conference.
- d) Terms of office shall begin January 1st of the year after the election and shall be for a Two-year term, not to exceed two (2) consecutive terms for a specific office.

Section 4

Vacancies in Office: The Board of Directors may fill vacancies in office for the remainder of the unexpired term, with the exception of the office of President, which shall be assumed by the President-Elect. Vacancy of the office of President-Elect shall be filled by ballot of the Active membership.

Section 5

Removal of Officers: Removal of a State Association Officer may be initiated by petition of an Active member in writing to the Board of Directors. An adverse recommendation must be approved by a two-thirds vote of all Active members by written ballot.

Section 6

Non-fulfillment of Duties: If an elected Board member, as determined by majority vote of the Board of Directors, fails to satisfactorily perform the duties of the office, the Board, by a two-thirds vote, shall have the authority to request a resignation. Failure to submit a resignation will result in a presentation of the facts to the TAMSS membership with a written request for a ballot vote. Removal from office requires a simple majority of the ballots returned.

ARTICLE VIII - DUTIES OF OFFICERS

- Section 1 **President:** The President shall be the Chief Executive Officer of the State Association, shall preside at all meetings, and shall serve as Chairman of the Board of Directors. It shall be the President's duty to supervise the activities of the Association; to present a report at the Annual Meeting; to appoint the Chairmen and members of Committees, upon approval of the Board of Directors; to perform all duties set forth in Attachment "A" TAMSS POSITION DESCRIPTION; and to perform such other duties as authorized by the Board.
- Section 2 **President-Elect:** The President-Elect shall act for the President in her/his absence, at the direction of the President, and perform all duties set forth in Attachment "B" TAMSS POSITION DESCRIPTION. The President-Elect shall serve as Chairman of the Education Committee and Conference Planning Chairman.
- Section 3 **Immediate Past President:** The Immediate Past President shall act as consultant to the President and Board of Directors; serve as Chairman of the Nominating Committee; be on the Education Committee; and perform all duties set forth in Attachment "C" TAMSS POSITION DESCRIPTION.
- Section 4 **Secretary:** The Secretary shall keep accurate minutes of all meetings of the State Association and shall be custodian of all Association records. The Secretary shall issue all duly authorized notices of meetings; annually review the Conflict of Interest policy to ensure its compliance with Internal Revenue Service requirements; obtain signatures from all directors on the annual conflict of interest statement; and shall perform such other duties as may be necessary. Additionally, the Secretary shall perform all duties set forth in Attachment "E" TAMSS POSITION DESCRIPTION.
- Section 5 **Treasurer:** The Treasurer shall be the custodian of any funds collected or received by the State Association and shall be responsible for the collection of membership dues. The Treasurer shall keep a record of the payment of dues and shall prepare an annual accounting to be presented to the membership by the Board of Directors at the Annual State meeting. The Treasurer shall be a member of the Marketing Committee and collaborate with the historian regarding the membership list for the website. The Treasurer will be responsible for maintaining the Membership Roster including the TAMSS Website Membership Roster. Additionally, the Treasurer shall perform all duties set forth in Attachment "F" TAMSS POSITION DESCRIPTION.
- Section 6 **Historian:** The Historian shall be the custodian of any resource materials, newsletters, articles, photographs, minutes; and other documents pertaining to the activities of the State Association. It shall be the Historians duty to track and maintain resource materials as specified in policies established by the Board of Directors. Additionally, the Historian shall perform all duties set forth in Attachment "D" TAMSS POSITION DESCRIPTION.
- Section 7 **Board of Directors:** The Board of Directors shall be the President, President-Elect, Immediate Past President, Secretary, Treasurer, and Historian. The Board shall never consist of less than three (3) Directors. The Board shall have the authority to make policy decisions for the State Association and may act on any matters for the Association, with the exception of amending these Bylaws. The actions of the Board of Directors shall be final except on appeal by the Association membership. A quorum of a meeting of the Board of Directors shall be a simple majority.

### ARTICLE IX - MEETINGS

Meetings of the State Association shall be held at least once a year, at a date and time established by the Board of Directors. The regular Annual Meeting shall take place at the Annual Conference, which shall not be in conflict with the National Annual Conference. Special meetings may be called by the President, the Board of Directors, or at the request of at least four (4) members of the Association. The purpose of the meeting shall be stated in the call.

### ARTICLE X - QUORUM

A quorum at any State Association meeting shall be ten (10%) percent of the Members in good standing.

### ARTICLE XI - COMMITTEES

The Board of Directors shall authorize the committees of the State Association. Committees shall be standing and special. The President shall appoint the chairmen and members of all committees, upon approval of the Board of Directors. The President shall be an ex-officio member of all committees, except the Nominating Committee.

#### Section 1: Standing Committees

Sub-Section 1 Education Committee: The duties shall be to plan the educational content of all State Association meetings, including the Annual Conference, and to develop or facilitate a certification study group according to the needs of the membership. This Committee shall be chaired by the President-Elect. Additional members shall be the Board of Directors and any Additional Active member appointed by the President.

Sub-Section 2 Marketing Committee: The duties shall be to market the State Association through the use of various media, to include the TAMSS website and both informational and recruitment brochures. The Treasurer will be a member of this committee, along with two other members. This is a ~~three~~ two year term.

Sub-Section 3 Bylaws Committee: The duties shall be to review the Bylaws at least annually, for conformity with the National Association's Bylaws, and to submit recommendations for revisions. Three members will be appointed, one of which is to be the Immediate Past President, and it will be for a two year term.

Sub-Section 3 Scholarship Committee: The duties shall be to solicit applications for the scholarships; review the applications and essays; and choose the best candidate for the awards. They are also responsible for reviewing the Scholarship Policy annually. This Committee shall be the Board of Directors. The Board of Directors are not eligible for scholarships unless there are no scholarship applications received. Should there be no scholarship applicants, members of the Board of Directors may submit an application to the President who may award the scholarship or appointment a committee of two additional members to review the application(s) and award the scholarship.

#### Section 2: Special Committees

Sub-Section 1 Nominating Committee: The Nominating Committee shall be composed of the Immediate Past President, who shall serve as Chairman, unless being considered for another office of the Board; one member elected by the Active membership by nominations from the floor, and one member appointed by the Board of Directors.

Sub-Section 2 AdHoc Committee: Special committees may be appointed by the President for special projects, as needed.

**ARTICLE XII - FISCAL YEAR**

The fiscal year of this State Association shall be January 1 thru December 31 of each year.

**ARTICLE XIII - AMENDMENTS**

The official TAMSS logo shall bear the words "Tennessee Association of Medical Staff Services," shall appear on all TAMSS documents (newsletter, stationery, web page, etc.) and shall be approved by the Board of Directors.

**ARTICLE XIV**

These Bylaws may be amended by a two-thirds vote of the voting membership at any State Association meeting or by a two-thirds vote of ballots returned within the time specified by the Board of Directors. Proposed changes in the Bylaws may be submitted by any Active member to the Bylaws Chairman, who shall submit these proposed changes to the Board of Directors for review. Changes to the Bylaws become effective 30 days after the State Association meeting where the amendments were reviewed and approved.

**ARTICLE XV - PARLIAMENTARY AUTHORITY**

Parliamentary authority shall be according to Robert's Rules of Order newly Revised Edition.

**ARTICLE XVI - RULES AND REGULATIONS**

The Board of Directors may adopt such Rules and Regulations for the State Association as may be necessary for the efficient management of the Association.

**ARTICLE XVII - CONFLICTS OF INTEREST**

**Section 16.1 Purpose.** The purpose of the conflict of interest policy is to protect the Corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Officer or Director of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

**Section 16.2 Definitions.**

(a) **Interested Person** - Any Director, Principal Officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

(b) **Financial Interest** - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

(1) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement,

(2) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement, or

(3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 18.3(b), a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

## Section 16.3 Procedures.

(a) Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

(b) 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, he/she shall leave the governing 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, or approval of a conflict of interest may be obtained from the Attorney General of the State of Tennessee, or from a court of record having equity jurisdiction in an action in which the Attorney General is joined as a party.

(c) Procedures for Addressing the Conflict of Interest.

(1) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(2) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

(3) After exercising due diligence, the governing board or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

(4) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

(5) If the governing board or committee is unable to approve or disapprove of a transaction or arrangement through the procedures set forth in Section 18.3(c)(1)-(4) herein, then the Corporation may seek approval of the transaction or arrangement from the Attorney General of the State of Tennessee, or from a court of record having equity jurisdiction in an action in which the Attorney General is joined as a party.

(d) Quorum Requirements. For purposes of this Section 16.3, a conflict of interest transaction or arrangement is authorized, approved or ratified if it receives the affirmative vote of a majority of the members of the governing board or committee, who have no direct or indirect interest in the transaction or arrangement; but a transaction or arrangement may not be authorized, approved or ratified under this Section 18.3 by a single Director. A quorum is present for the purpose of taking action under this Section 18.3 if a majority of the members of the governing board or committee, who have no direct or indirect interest in the transaction vote to authorize, approve or ratify the transaction or arrangement.

(e) Violations of the Conflicts of Interest Policy.

(1) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(2) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### Section 16.4 Records of Proceedings.

The minutes of the governing board and all committees with board delegated powers shall contain:

(a) 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;

- (1) the nature of the financial interest,
- (2) any action taken to determine whether a conflict of interest was present, and
- (3) the Governing Board's or committee's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement;

- (1) the content of the discussion,
- (2) any alternatives to the proposed transaction or arrangement, and
- (3) a record of any votes taken in connection with the proceedings.

#### Section 16.5 Compensation.

(a) A voting member of the governing board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

(b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

(c) No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

#### Section 16.6 Annual Statements.

Each Director, Principal Officer and member of a committee with governing board-delegated powers shall annually sign a statement, which affirms such person:

- (a) Has received a copy of the conflicts of interest policy,
- (b) Has read and understands the policy,
- (c) Has agreed to comply with the policy, and
- (d) Understands that in order to maintain its federal tax exemption, the Corporation must engage primarily in activities, which accomplish one or more of its tax-exempt purposes.

#### Section 16.7 Periodic Reviews.

To ensure the Corporation operates in a manner consistent with its purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.

(b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 16.8 Use of Outside Experts.

When conducting the periodic reviews as provided for in Section 16.7, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE XVII MISCELLANEOUS

Section 17.1 Loans to Directors and Members Prohibited.

The Corporation shall make no loans to any Directors or any Members.

Section 17.2 Insurance.

Nothing in these Bylaws shall limit or otherwise affect the power of the Corporation to purchase and maintain insurance on behalf of any person who is or was a member of the Board of Directors, employee or agent of the Corporation or is or was serving at the request of the Corporation, against any liability asserted against him/her and incurred by him/her in any capacity or arising out of his/her status, whether or not the Corporation would have the power or would be required to indemnify him/her against liability under the provisions of these Bylaws or any applicable law. To the extent that insurance operates to protect any person against liability, the Corporation's obligation to indemnify shall be deemed satisfied.

Section 17.3 Vote by Presiding Officer.

The person acting as presiding officer at any meeting held pursuant to these Bylaws shall, if a voting member, be entitled to vote on the same basis as if not acting as presiding officer.

Section 17.4 Applicable Laws.

The Corporation shall comply with all applicable laws of the United States and the State of Tennessee, and its Bylaws and Charter shall be interpreted to comply with all applicable laws of the United States and the State of Tennessee.

Section 17.5 Gender and Number.

Whenever the context requires, the gender of all words used in these Bylaws shall include the masculine, feminine and neuter and the number of all words include the singular and plural.

Section 17.6 Articles and Other Headings.

The Articles and other headings contained in these Bylaws are for reference purposes only and shall not affect the meaning or interpretation of these Bylaws.



Section 17.7 Severability.

In the event any parts of these Bylaws are found by a court of competent jurisdiction to be void, the remaining provisions of these Bylaws shall remain binding with the same effect as though the void parts were deleted.

APPROVAL: June 14, 2018

State President \_\_\_\_\_

ATTACHMENT "A"  
TAMSS POSITION DESCRIPTION

**President**

The position of President is an elected office of the organization. The President serves as the Chief Executive Officer of the State Association and serves as Chairman of the Board of Directors. The term of office is a two year term beginning on January 1st of the year following election.

The duties of President include, but are not limited to, the following:

1. Supervise all activities of the State Association, including any educational programs sponsored by the organization.
2. Submit a report of State Association activities to the NAMSS Director at Large representing the State for inclusion in his/her report at NAMSS Board Meetings and Annual Conference. A copy of this presentation will be maintained in the permanent files of the State Association.
3. Appoint chairpersons and members of standing and special committees of the organization, with the approval of the members of the Board of Directors.
4. Serve as liaison between NAMSS and the members of the State Association. Attend, and represent in a professional manner, the state organization at the annual NAMSS Leadership Council meeting and the NAMSS Annual Conference.
5. Communicate to the TAMSS membership pertinent news from NAMSS through Email or the TAMSS website.
6. Keep members of the Board of Directors informed of pertinent news from NAMSS in a timely manner.
7. Serve as ex-officio member of all Committees.
8. Attend the annual NAMSS Leadership Conference and the annual NAMSS Education Conference.
9. Conduct all Board meetings and preside at TAMSS business meeting
10. Following consultation with the Board of Directors, signs all contracts for TAMSS.

ATTACHMENT "B"  
TAMSS POSITION DESCRIPTION

**President – Elect**

The position of President - Elect is an elected office of the organization. The term of office is two years beginning on January 1st of the year after the election.

The duties of the President - Elect include, but are not limited to, the following:

1. Assume the responsibilities of the President in the event of his/her absence or incapacity to fulfill the duties of that office.
2. Serve as Chairman of the Education Committee and Conference planning.
3. As Education Chairman, the President-Elect will oversee the following:
  - a. Plans and organizes the Annual Education Conference.
  - b. Selects a convenient location for the educational program that will provide lodging, food service, and audiovisual equipment; contact and arrange for speakers on pertinent topics; requests continuing education credit through NAMSS eight weeks prior to the conference date; selects menu for program; and prepares and distributes the conference program to all hospitals in Tennessee.
  - c. Arranges for room reservations for speakers of the conference.
  - d. Works closely with the Treasurer regarding registration for the conference and all conference expenses.
  - e. Prepares material for packets to be distributed at the conference.
  - f. Tabulates all program evaluations and distributes to members of the Board of Directors of TAMSS for assistance with future conference planning.
4. In the event that the President -Elect is unable to complete his/her term of office, the vacancy shall be filled by ballot of the Active membership of the State Association.
5. Provide materials of educational nature to TAMSS website coordinator as applicable.
6. Attend the annual NAMSS Leadership Council Meeting.
7. Perform other duties as may be necessary to coordinate and advance the mission of TAMSS

ATT ACHMENT "C"  
TAMSS POSITION DESCRIPTION

**Immediate Past President**

Immediate Past President shall serve as a member of the Board of Directors. The term of office is for two years beginning January 1st of the year immediately following his/her two year term as President.

The duties of the Immediate Past President include, but are not limited to, the following:

1. Act as consultant to the President and the Board of Directors.
2. Serve as a member of the Education Committee.
3. Serve as Chairman of the Nominating Committee.
4. Notify the President of results of election ballots so that job descriptions may be distributed prior to beginning of terms of office.
5. Notify candidates of official election results.
6. Notify the NAMSS headquarters office of the change in Officers and their effective term dates.
6. See that Officer election results are sent to the TAMSS website coordinator.
7. Perform other duties as may be necessary to coordinate and advance the mission of TAMSS

ATTACHMENT "D"  
TAMSS POSITION DESCRIPTION

**Historian**

The position of Historian is an elected office of the organization. The term of office is two years beginning January 1st the year after the election.

The duties of the Historian include, but are not limited to, the following:

1. Develop, maintain, and oversee the contents of the TAMSS Website.
2. Maintain copies of Board meeting minutes and reports, newsletters, membership rosters, conference notices, and speaker handouts where applicable. The Secretary will keep these documents for the current year and the immediate past year.
3. Maintain the various resource materials purchased by the State Association to be utilized by its membership upon demand availability.
4. Maintain a file copy of any project done at a State Association meeting.
5. Purchase new resource materials each year as directed by TAMSS Executive Board.
6. Serve as the official photographer for TAMSS.
7. Perform other duties as may be necessary to coordinate and advance the mission of TAMSS

ATTACHMENT "E"  
TAMSS POSITION DESCRIPTIONS

**Secretary**

The position of Secretary is an elected office of the organization. The term of office is two years beginning January 1st the year after the election..

The duties of Secretary include, but are not limited to, the following:

1. Record proceedings and prepare minutes of the State Association meetings, which shall be available to all members for inspection.
2. Record proceedings and prepare minutes of the Board of Directors promptly and distribute to all members of the Board.
3. Serve as custodian of all current minutes of the TAMSS Board of Directors and TAMSS Meetings, and the immediate past year.
4. Issue all duly authorized notices of meetings.
5. Perform such other duties as may be necessary to coordinate and advance the Association's objectives.
6. Annually review the Conflict of Interest policy to ensure its compliance with Internal Revenue Service requirements and annually obtain signatures from all directors on the Conflict of Interest Statement.
7. Perform other duties as may be necessary to coordinate and advance the mission of TAMSS

ATTACHMENT "F"  
TAMSS POSITION DESCRIPTION

**Treasurer**

The position of Treasurer is an elected office of the organization. The term of office is two years beginning January 1st the year after the election.

The duties of Treasurer include, but are not limited to, the following:

1. Serve as custodian of any funds collected or received by the State Association.
2. Establish a checking account at a discretionary bank, which is both convenient and accessible. The account should be "either/or may draw" with whomever the Board decides should be holders of debit cards. Arrange for bonding in the appropriate amount.
3. Be responsible for the collection of membership applications and dues and keep a record of the payment of dues.
4. Serve as member of the Marketing Committee.
5. Prepare an annual accounting to be presented to the membership at the annual meeting.
6. Reimburse Board members for travel expenses upon receipt of vouchers, statements, etc.
7. Allowable expenditures from the Treasury are established by the Board members and approved by the membership. They consist of, but are not limited to, the following:
  - a. Honorariums for speakers.
  - b. Travel expenses for speakers.
  - c. Expenses for Board Meetings.
  - d. Registration and Expenses for President and President-Elect to attend Leadership Council meeting (according to TAMSS Policy)
  - e. NAMSS membership for the President and President-Elect
  - f. Expenses incurred for State meeting.
  - g. Incidental expenses in the general operation of the organization and reported in the financial statements.
  - h. Registration and expenses for President to attend the annual NAMSS conference.
8. Responsible for maintaining the membership roster including a membership roster to the website master to be available on the TAMSS Website.
9. Responsible for the collection of registration fees for annual conference, and preparing name badges from the list of payments made.
10. Prepare and timely file all required state and federal tax returns and register with the Tennessee Secretary of State Division of Charitable Solicitations if TAMSS solicits contributions.
11. Perform other duties as may be necessary to coordinate and advance the mission of TAMSS