

HEALTHCARE NETWORK GROUP HNG OF THE LOWCOUNTRY
BY-LAWS

ARTICLE I – NAME:

Healthcare Network Group HNG of the Lowcountry (*hereinafter referred to as the Healthcare Network Group or HNG*).

ARTICLE II – MISSION:

To provide a forum for members to meet regularly for the purposes of:

- Networking and building relationships with peers.
- Communicating information about member businesses.
- Promoting member businesses, events and activities.
- Learning about and/or staying current with services, organizations and resources that affect the business of caring throughout the Lowcountry.

Through this mission, the Healthcare Network Group of the Lowcountry intends to (1) enhance the quality of care for Lowcountry residents by bringing together a network of professionals who will be better informed about resources available to those in the community who are in need of care, and (2) enable each member to become more effective and successful in their business through regular opportunities to promote their services, events and activities to their peers.

ARTICLE III – MEMBERSHIP

Anyone involved in health care issues or advocacy or in the delivery of health care and care-related products or services to residents of Beaufort and surrounding counties may join the HNG. To become a member, applicants must complete and sign a membership application, which will include a statement indicating the applicant's willingness to abide by the HNG's Code of Ethics, and pay the appropriate dues. Prospective HNG members may attend two meetings as a guest before deciding whether to join or not.

ARTICLE IV – DUES

Dues will be established as part of the annual budgeting process and approved by the Board of Directors.

Membership dues are currently \$50 per year per individual. Dues will be billed in November and must be paid on or before January 31st. Any member who fails to pay their annual dues by January 31st will no longer be considered a member and will become ineligible to participate in

HNG meetings and other functions or activities. Dues will apply to the fiscal year beginning January 1st.

Proration of dues will be as follows: January through September membership fees will be \$50.00 and will carry through to the end of the fiscal year. October through December fees will be \$65.00 and will include the remainder of the fiscal year as well as the following year.

Dues will be used to [1] establish membership for the purpose of voting, and [2] offset any costs incurred for conducting the business of the HNG, including but not limited to the production of promotional pieces designed to promote the interests of all members; developing and maintaining an HNG website; and, at the discretion of the Executive Committee, funding wholly or partially the cost of conducting social events designed to further the networking goal of the HNG.

ARTICLE V – GOVERNANCE:

The HNG will be governed by a Board of Directors (herein after referred to as the Board), which will consist of four officers, the Immediate Past President and the Chairpersons of the Standing Committees (see Standing Committees below). The officer positions and their duties are:

- President – The president is the chief elected officer. He or she will preside over all regular meetings of the Board and the membership. The president will represent the HNG in its day-to-day affairs.
- Vice President – The vice president will serve as president when the president is unable to perform his or her duties. The vice president is also responsible for accepting and overseeing the Board’s response to any allegation of a violation of the HNG Code of Ethics.
- Secretary – The secretary will keep the minutes of the HNG Board and regular membership meetings and make them available for review by the membership.
- Treasurer - The treasurer will be responsible for the finances of the HNG. He or she will maintain the accounting records, publish the annual budget and periodic financial reports, and disburse funds as called for by the budget or directed by the Board. (The President and the Treasurer may authorize disbursement of HNG funds as called for by the annual budget. Board approval is required for expenditures outside of those called for by the budget.)

The President, Vice President, Secretary, Treasurer and Immediate Past President make up the Executive Committee of the HNG. The Executive Committee will provide advice and counsel to the president regarding the day-to-day affairs of the group.

The Board will meet at the request of the President, or two other officers, or by the written request of one third of all members in good standing, but no less than quarterly. The Executive

Committee will also meet at the request of the President and will generally meet once a month during those months when there is no Board meeting. Candidates for the offices of President, Vice President, Secretary and Treasurer will be selected by a Nominating Committee -- appointed by the outgoing President -- and elected by majority vote of the membership at the November meeting (hereinafter referred to as the annual meeting), assuming a quorum is present. Twenty-five (25%) percent of the members of the HNG will constitute a quorum at any regular or annual meeting. Officers, with the exception of the Treasurer, will serve a term of one year beginning on January 1st, and ending on December 31st. The Treasurer's term is unlimited unless he or she no longer wishes to serve, or another HNG member expresses interest in running for the position and is elected. Vacancies on the Board will be filled by the President with the advice and counsel of the Executive Committee. Should the Presidency become vacant, the Vice President will assume the role of President and will appoint a replacement for him or herself on the Executive Committee. Appointed officers will serve out the remainder of the term of the officer they replaced (in the case of the Treasurer, the appointed officer will serve through the end of that fiscal year).

ARTICLE VI – FISCAL YEAR:

The fiscal year of the HNG will run from January 1st through the following December 31st.

ARTICLE VII – STANDING COMMITTEES:

Committees will be created at the discretion of the President with advice and counsel from the Executive Committee. Committees will consist of a minimum of three members and a maximum of six. Committee chairpersons will be appointed by the President.

A member of the Executive Committee, also identified by the President, will be assigned as liaison to each Committee and will be responsible for reporting back to the Executive Committee regarding their Committee's activities. Executive Committee liaisons will not be voting members of the committees they liaison.

Current Standing Committees are Legislative, Membership, Publicity, Community Relations and Events. Descriptions of the Standing Committees are as follows:

- **Legislative:** The role of the Legislative Committee is to open lines of communication between the HNG and elected officials at the local, state, and national levels to voice the concerns and further the goals common to network members and the clients they serve.
- **Membership:** The role of the Membership Committee is to promote the acquisition and retention of members for the HNG.
- **Publicity:** The role of the Publicity Committee is to oversee the marketing and positioning of the HNG in the media and the community at large. Responsibilities include development of press releases and public service announcements, administration of the website, publication of the membership directory and creation of any required promotional pieces.

- Events: The role of the Events Committee is to plan and conduct all HNG events, except for monthly meetings. At a minimum, this Committee will conduct at least two social events each fiscal year, including a President's Reception and a Holiday Party.

ARTICLE VIII – MEETINGS: Meetings will be chaired by the President, who will also establish the agenda and arrange for speakers. Meeting agendas will always include the following elements, but may include other items, such as outside speakers, at the President's discretion:

- Introductions: A maximum 30 second opportunity for each member to introduce themselves and their organizations.
- Announcements: Notice of events and/or activities near and dear to members' hearts and/or pocketbooks. (Announcements should be in writing and should be submitted to the Secretary, preferably before the meeting at which they are to be made.)
- Financial Report.
- Committee Reports.
- Featured Presenters: One or two HNG members will have 10 to 15 minutes to discuss their organization(s) and its mission in depth. Periodically, at the President's discretion, an outside speaker(s) may be invited to make a presentation, which will be in addition to or in lieu of the HNG featured presenters. A Presenters fee of \$50.00 will be collected from each presenter at the start of the meeting which will be applied to the payment for the meeting space to cover the cost of food. * Presenters fee may be waived for public service and other government organization speakers, upon approval of the Board of Directors.
- Member-to-member Networking

HNG meetings are currently scheduled for the third Thursday of each month between 9am and 10am. This day and time may be changed by the Executive Committee, as necessary.

ARTICLE IX – AMENDMENTS:

Amendments to these By-Laws may be proposed by any member of the HNG. Any proposed amendment must be presented in writing to a member of the Executive Committee no less than 14 days prior to the next scheduled meeting or the meeting at which they want the amendment brought to a vote. Proposed amendments will be distributed to members for advance review along with a meeting announcement. Voting will be conducted by ballot and any proposed

amendment must receive an affirmative vote of at least two-thirds (2/3) of the membership in attendance, assuming a quorum is present.

ARTICLE X – CODE OF ETHICS:

All HNG members must commit to the HNG Code of Ethics as a condition of membership. Suspected violations of the Code of Ethics by a member should be reported to the Vice President who will convene a special meeting of the Board to investigate the alleged violation. The Board will make the necessary inquiries, meet with the member(s) in question and issue any disciplinary actions up to and including expulsion from membership in the HNG.