

MINNESOTA SOCIETY OF MEDICAL ASSISTANT  
BYLAWS

Revised:  
May 2009

An affiliate of the American Association of Medical Assistants

CREED

I believe in the principles and purposes of the profession of medical assisting.

I endeavor to be more effective.

I aspire to render greater service.

I protect the confidence entrusted to me.

I am dedicated to the care and well being of all people.

I am loyal to my employer.

I am true to the ethics of my profession.

I am strengthened by compassion, courage, and faith.

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CODE OF ETHICS

The code of Ethics of the Minnesota Society of Medical Assistants, Affiliated with the American Association of Medical Assistants, shall set forth principles of ethics and moral conduct as they relate to the medical profession and the particular practice of medical assisting.

Members of the Minnesota Society of Medical Assistants, dedicated to the conscientious pursuit of their profession, and thus desiring to merit the high regard of the entire medical profession and the respect of the general public which they serve, do pledge themselves to strive to always:

- A. Render service with full respect for the dignity of humanity.
- B. Respect confidential information obtained through employment unless legally authorized or required by responsible performance of duty to divulge such information.
- C. Uphold the honor and high principles of the profession and accept its disciplines.
- D. Seek continually to improve the knowledge and skills of medical assistants for the benefit of patients and professional colleagues.
- E. Participate in additional service activities aimed toward improving the health and well being of the community.

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## BYLAWS

### ARTICLE I: NAME

The name of the organization shall be Minnesota Society of Medical Assistants (MSMA), hereinafter referred to as the Society. It is a constituent society affiliated with the American Association of Medical Assistants, hereinafter known as AAMA, and made up of component chapters.

### ARTICLE II: PURPOSE

The purpose of the Minnesota Society of Medical Assistants is to enable medical assisting professionals to enhance and demonstrate the knowledge, skills and professionalism required by employers and patients; protect medical assistants' right to practice; and promote effective, efficient health care delivery through optimal use of multi-skilled Certified Medical Assistants (CMAs).

### ARTICLE III: ORGANIZATIONAL POLICY

The Society is hereby declared to be nonprofit. It is not, nor shall it ever become, a trade union or a collective bargaining agency. No person, otherwise qualified for membership in this Society shall be denied membership because of race, religion, sex, national origin, or political affiliation. No person who participates in the activities or organizations whose purpose is to overthrow the government of the United States shall be a member of this Society.

### ARTICLE IV: COMPONENT CHAPTERS

Component chapters are those chapters of Medical Assistants within the geographical limits of a constituent society and they shall be under the jurisdiction of the constituent society.

- A. If in any locality there are five or more persons eligible for active membership, they may organize a local group and become a Component chapter of the Society.
- B. When applying for affiliation, the local group shall submit to the State President: geographic boundaries of the local chapter, name of the chapter, chapter officers, list of current members that should be changed to the new chapter, and a copy of its Bylaws.
- C. Following approval of its Bylaws, the President of the State society shall notify the Director of Membership at the AAMA in writing of the component chapter.
- D. The component chapter's Bylaws shall not be in conflict with the Bylaws of the AAMA or the Society.
- E. Every three (3) years, each component chapter shall submit for review two (2) copies of its bylaws to the Chairman of the Bylaws Committee of the Society.
- F. A component chapter found guilty of any conduct or action deemed in violation of the Code of Ethics, or the Bylaws of the Society, shall be subject to the revocation of its chapter by a three-fourths vote of the Executive Board of the Society.

## ARTICLE V: MEMBERSHIP

### Section I: Membership Classes

There shall be seven (7) classes of membership:

- active
- affiliate
- life
- sustaining
- associate
- student
- honorary

Membership in a component chapter, a constituent society, and AAMA shall be required for all classes except honorary, unless there is no constituent society and/or component chapter in the area. No other membership or quasi-membership classes shall be permitted by a component chapter or constituent society.

### Section II: Qualifications

A. An active member shall be:

1. An AAMA Certified Medical Assistant whose CMA(AAMA) credential has not been revoked as provided by the AAMA certifying Board Disciplinary Standards and Procedures for CMAs (see [www.aama-ntl.org](http://www.aama-ntl.org))
2. Anyone who was an active member on December 31, 1987, and who maintains continuous active membership. (Continuous active membership shall be defined as having dues postmarked to the Executive Office by December 31).
3. Eligible to vote, hold an office, chair a committee, or serve as a delegate.

B. An affiliate member shall be one who is not eligible for another category of membership but who is interested in the profession of Medical Assisting.

C. A sustaining member shall:

1. Be anyone who has been an active or associate member for at least two years, who has retired from medical assisting, and who has not entered into another field. This membership shall be forfeited if not renewed annually.

D. An associate member shall:

1. Be any medical assistant who is not yet an AAMA Certified Medical Assistant (CMA) and who does not fall under any other category.

E. A student member shall:

1. Be enrolled in a medical assisting program.
2. Be eligible to serve on a committee, but not chair a committee, hold office, or vote while enrolled in the medical assisting program. Upon certification, the member shall be eligible to vote, hold office, chair a committee or serve as a delegate.
3. Retain student membership may be retained for one year after graduation if active or associate membership is not chosen.
4. Be limited to a maximum of three (3) years as a student member.
5. Shall carry a minimum of six contact hours per week per term.

F. An honorary member shall:

Be anyone who has had honorary membership conferred for having made an outstanding contribution to this society. Conferral of honorary membership shall require a quorum vote by ballot of the voting membership at the annual meeting. The name of a candidate, together with a statement outlining his/her contribution, shall be submitted to the Executive Committee as least sixty (60) days prior to the annual meeting. An honorary member shall be one who is not eligible for active membership.

G. A life member shall:

Be an active member who has had life membership conferred by a quorum vote of the voting membership at the annual conference for outstanding service to the Association. Only one life membership may be conferred in any year. Nominations with supporting documentation shall be submitted to the Executive Committee by a constituent Society of a member or a member of the Executive Committee. The Executive Committee must receive this documentation no later than June 1.

H. Member-at-Large shall:

Be one who meets all the qualifications of active, life, sustaining, associate, student, affiliate, or honorary except a component chapter does not exist in the area of residence. Such a member shall pay only state and national dues.

### Section III: Revocation

Any member who has had their CMA(AAMA) credential revoked by the Certifying Board as provided by the AAMA Certifying Board Disciplinary Standard and Procedures for CMAs (see [www.aama-ntl.org](http://www.aama-ntl.org)), will immediately lose their membership and all privileges attached thereto and shall not be allowed reinstatement, unless the revocation of the credential is rescinded by the Certifying Board. No refund of any dues amount paid will be made.

## ARTICLE VI: DUES

### Section I: General

Dues for all classes of Society membership shall be as fixed by the membership upon recommendation of Executive Committee plus the designed AAMA dues. Dues shall become due and payable on November 1 and shall be delinquent if not postmarked to the AAMA Executive office by December 31. Dues will be billed by and remitted directly to the Executive Office of AAMA. Membership belongs to the individual and shall be nontransferable.

1. Full dues will be assessed for active. Associate and affiliate members.
2. Half-dues will be assessed for sustaining members.
3. Life and honorary members are not required to pay dues.

### Session II: New Members

Dues for new members joining on or after May 1 shall be credited to the following year.

### Session III: Delegate Eligibility

To serve as a delegate or an alternate in the AAMA House of Delegates, a member's dues shall be postmarked to the Executive Office by December 31.

### Session IV: Reciprocity

The Society and its component chapters shall offer reciprocity to members transferring membership from one constituent society and/or component chapter. The transferring member shall present proof of current AAMA membership status.

## ARTICLE VII: OFFICER QUALIFICATIONS

### Section I: Officers

- A. The elected officers of this Society shall be as follows:
- President
  - President-Elect
  - Secretary
  - Treasurer

### Section II: Qualifications

- A. Be an active member in good standing.
- B. Submit the following materials to the Chair of the Nominating Committee.
1. Written consent to serve.
  2. Written endorsement of the component chapter.

### Section III: Additional Qualifications for Specific Offices

- A. A candidate for President-Elect shall have served as president, president-elect, or vice-president of a component chapter.
- B. A candidate for Secretary or Treasurer shall have served as an officer of a component chapter.
- C. The candidate for President-Elect and President must agree to attend the National Conference as Delegates, if elected. It is recommended they attend all functions associated with state representation and training including:
- Advisory Council of Presidents and Presidents-Elect
  - Leadership Training: HOD Orientation
  - Reference Committee Meetings
  - Complete House of Delegates

## ARTICLE VIII: NOMINATIONS, ELECTIONS AND VOTING

### Section I: Nominations

- A. The President shall appoint the Chair of the Nominating Committee.
- B. The Nominating Committee shall be responsible for soliciting, screening and presenting a slate of nominees for office in accordance with Article VII of the Bylaws.
- C. In order to be considered by the Nominating Committee, the names and qualifications of proposed members for elective office and delegates shall be submitted by the component chapters to the Chair of the Nominating Committee sixty (60) days prior to the annual meeting.
- D. The Nominating Committee shall examine the qualifications, determine the eligibility of such members for office, and provide the membership with this slate of candidate's thirty (30) days prior to the annual meeting.
- E. Additional nominations may be made from the floor provided the nominees comply with the eligibility requirements in Article VII of the Bylaws.

### Section II: Elections

- A. Officers shall be elected by ballot, and a majority vote of the total voting power of the members shall elect.
- B. If a state of emergency precludes the holding of an annual meeting, the Executive Board shall supervise and conduct an election by mail.
- C. In case of a tie, a re-vote shall be taken on those tied for the office, with a majority vote required to elect the officer.

### Section III: Voting

All voting members are eligible to cast a vote at the Annual Meeting. Members have the opportunity to vote by an absentee ballot. An absentee ballot must be requested in writing thirty (30) days prior to the Annual Meeting to the nominating committee chair and must be post marked for return within ten (10) days of the Annual Meeting. (see guidelines written by Nominating Committee for further details.)

## ARTICLE IX: OFFICERS – TERMS OF OFFICE, VACANCY, AND REMOVAL FROM OFFICE

### Section I: Term of Office

- A. The term of office for the President, President-Elect, the Immediate Past President, shall be one year, or until their successors are elected. The President, President-Elect and Immediate Past President shall not serve more than one consecutive term in the same office. The Secretary and Treasurer shall be a two (2) year term with alternating election years, or until their successors are elected. The Secretary and Treasurer may be re-elected, but shall not serve more than two consecutive terms in office.
- B. Officers shall assume office at the close of the Annual Meeting at which they are elected.

### Section II: Vacancies in Office

- A. In the event of a vacancy in the office of President-Elect, the office shall remain vacant until the next annual meeting when a President shall be elected.
- B. In the event of a vacancy in any other office not provided for elsewhere in these Bylaws, the Executive Committee should appoint a member who shall meet the qualifications described in Article VII of the Bylaws to serve the unexpired term.

### Section III: Removal from Office

- A. An officer who fails to perform the required duties, or gives just cause for removal from office, shall be removed from office by the Executive Board.

## ARTICLE X: NATIONAL DELEGATES

Delegates and alternate representation of this society to the AAMA House of Delegates shall be elected at the MSMA annual conference. Delegate candidates must submit a letter of intent to the nominating chair to run for this position.

Representation of this Society in the AAMA House of Delegates shall be in accordance with the Bylaws of AAMA (Article XV Section 2C 1-4) as follows:

- A. Delegates and alternates shall be active or AAMA life members in good standing in AAMA.
- B. The number of delegates shall be determined by the constituent society's total active and associate membership of the membership year prior to the date on which names of delegates and alternates shall be submitted to the Speaker of the House.
- C. Delegates and alternates shall be elected to serve one year from the opening of the House of Delegates for the elected until the opening of the House of Delegates the following year.
- D. The names of delegates and alternates shall be submitted to the Executive Office at least 90 days prior to the Annual Meeting of the House of Delegates.
- E. Delegates are required to attend the complete House of Delegates including Reference Committee Meetings.

## ARTICLE XI: DUTIES OF OFFICERS

### Section I: General

In addition to the duties set forth in these Bylaws, officers shall perform such duties as are implied by their respective offices and are consistent with standard parliamentary procedures.

### Section II: President

- A. Preside at all meetings of the membership, Executive Committee, and Executive Board.
- B. Serve ex-officio on all committees, except the Nominating Committee.
- C. Appoint the standing committee chairs and secure their consent to service, subject to the approval of the Executive Board by the time of the Annual Meeting.
- D. Attend the National Conference as a Delegate.
- E. Perform such other duties as usually pertain to this office.

### Section III: President-Elect

- A. Assist the President in their duties throughout the year.
- B. Assume the duties of the President in the absence of the President.
- C. Attend the National Conference as a delegate.
- D. Succeed to the office of President at the end of the term as President-Elect.

### Section IV: Immediate Past President

- A. Attend executive board and committee meetings.
- B. Assist the President and the Executive Board in their duties throughout the year.
- C. Serve as Parliamentarian.
- D. Serve as Bylaws Committee Chair.

### Section V: Secretary

- A. Keep the minutes of all regular and special meetings, whether of the Society or Executive Committee or Executive Board, in designated books and submit to MSMA webmaster within ten (10) days of such meetings.
- B. Conduct all correspondence relating to the Society including notices of all meetings.

### Section VI: Treasurer

- A. Be custodian of all monies, securities, and valuable papers of the Society.
- B. Keep a detailed account of the receipts and disbursements of the Society, and make periodic reports to the Society.
- C. Pay monies out of the treasury only upon receipt of bills, vouchers and signed expense forms of the Society.
- D. Perform such other duties as are required by the Treasurer by law, custom and parliamentary usage.
- E. Have the accounts of the Treasurer complete for audit no later than thirty (30) days prior to the annual meeting.
- F. Chair Budget and Finance Committee.
- G. Audit the component chapter accounts at the annual MSMA meeting.

### Section VII: Executive Board

- A. Consists of the officers of the Society: President, President-Elect, Secretary, Treasurer, and Immediate Past President.
- B. Shall approve appointments of the Chairs of standing or special committees.
- C. Transact necessary business of the Society between meetings of the Executive Committee.

Section VIII: Executive Committee:

- A. Consist of members of the Executive Board, the President or designee of component chapters, and Chair of any standing or special committees.
- B. Each of these shall be voting members of the executive committee.
- C. Transact necessary business of the Society between annual meetings.
- D. Shall approve vacancies in any office, in accordance with Article IX, Section 2.
- E. The executive committee shall meet a minimum of twice a year.

ARTICLE XII: COMMITTEES

Section I: Classes of Committees

- A. There shall be standing committees.
- B. The Executive Board at its post-conference meeting shall confirm the chair of these committees.

Section II: The Standing Committees

- A. The Standing Committees shall be as follows: Membership/Certification, Bylaws, Educational Symposium/Annual Conference, Publicity and Public Relations Committee, Budget and Finance, Nominating, Legislature, Scholarship, Ways and Means, Awards, and Historian.
- B. At the annual Conference or earlier if requested by the Executive Board, the chair of each committee shall report to the State a summarization of the activities of that committee during the past year.
- C. Standing Committees shall be proposed by the Executive Committee.
- D. All committee members must be in good standing.
- E. Specific duties of standing committees have been established as follows:
  - 1. Membership/Certification Committee
    - a. Assume responsibility for the maintenance and recruitment of membership in the Society.
    - b. The chair shall keep a roster of Society membership.
    - c. Acquaint all new CMA's with the objectives of AAMA membership.
  - 2. Bylaws Committee
    - a. The committee shall make a study of the Bylaws and make recommendations at the annual meeting of the Society.
    - b. Following the annual meeting, submit for review three (3) copies of any amendments adopted to the AAMA Board of Trustees.
    - c. It will only be necessary to review state Bylaws after notification by the AAMA of mandated Bylaw changes. Article IV, Section VII of the AAMA Bylaws.
    - d. Constituent society bylaws must be in strict conformity with the mandated sections of the AAMA Bylaws: Name and Affiliation, Purpose, Membership, Dues, Reciprocity of Membership, Delegates/Alternates representation to the House of Delegates, Dissolution. It will be the responsibility of the AAMA to notify constituent societies of any changes in those mandated bylaws. It will be the responsibility of the constituent societies to make the mandated changes with copies of revised bylaws returned to AAMA within 30 days of notification. Any action taken by a state society that is inconsistent with such mandated language shall immediately be null and void and of no effect.
  - 3. Educational Symposium/Annual Conference Committee
    - a. Provide educational services through an annual educational symposium to increase the knowledge and professionalism of the Society membership.

- b. Organize and supervise the annual State Conference.
  - c. Present a financial report to the Society President within ninety (90) days of the symposium date.
  - d. Submit to the State Society Treasurer within ninety (90) days of the event, twenty five (25) % of the profit to go to the MSMA Scholarship fund, twenty five (25) % of the profit to the MSMA general fund and fifty (50) % of the profit to remain with the host chapter. Any loss incurred from the symposium shall be assumed by the Society.
  - e. Shall mentor the chapter(s) hosting various events throughout the year.
4. Publicity and Public Relations Committee
- a. Shall be responsible for communication and maintaining state website.
  - b. The editor of the state publication shall serve as chair of the committee.
  - c. Assist President-Elect carrying out Project Recognition.
5. Budget and Finance Committee
- a. Submit a budget to the Executive Committee, and an annual report to the Society Membership.
  - b. Shall audit the component chapter books annually.
  - c. Responsible to set the guidelines for reimbursement of the delegates at the AAMA national conference suggestions or changes. Must be presented to the Executive Board 60 days prior to the State Conference.
6. Nominating Committee
- a. Be responsible for solicitation, screening, and presentation of a slate of nominees for elective positions.
7. Legislative Committee
- a. Monitor state legislative issues that may impact the medical assistant's right to practice or have an impact on our profession.
8. Scholarship Committee
- a. Shall consist of a chair person along with two others. They will access scholarship applications to be awarded. The chairman is responsible to make appropriate contacts within the MSMA, AAMA, and the chair of the Education Symposium Annual Conference Committee for notification. They shall follow the guidelines as printed.
9. Ways and Means Committee
- a. Be responsible to organize fund raisers for the state.
10. Awards
- a. This committee will over see any special honors to be given out during the year including the "Outstanding CMA award." The committee should consist of the chair plus two more members chosen by the chair.
  - b. Be responsible to submit to the AAMA Excel Award state possibilities.
11. Historian
- a. The historian is responsible to compile a history book of the Society's activities.
  - b. Have the history book up-to-date for display at the annual meeting.
12. National Conference Reimbursement

### Section III: Termination of Duties, Chair's or Officers

- A. Outgoing chairs and officers shall within thirty (30) days deliver to their successors the materials pertaining to their respective committees and offices.

## ARTICLE XIII: MEETINGS

### Section I: Annual Meetings

- A. Shall be set at such time and place as scheduled by the Annual Conference/Education Symposium Committee.
- B. At least thirty (30) days notice of the annual meeting shall be given to all members.
- C. The annual meeting shall be open to guests.
- D. The President shall preside at the meeting and appoint committees as deemed necessary for the organization and operation of each session of the general assembly.
  - 1. The Nominating Committee shall verify credentials and establish that a quorum is present.
  - 2. The voting members of this society in general assembly during the annual meeting shall determine the policies of this Society, amend the Bylaws, elect officers, and act upon other business as may come before the assembly.
- E. A financial report shall be presented to the Society President by the Treasurer within sixty (60) days.

### Section II: Executive Board

- A. Shall meet at the call of the President, President-Elect to transact necessary business between Executive Committee meetings.
- B. Shall meet a minimum of two (2) times a year.
- C. Shall set the time and place of the first Executive Committee meeting.

### Section III: Executive Committee

- A. Shall hold two (2) regular meetings each year.
- B. At least thirty (30) days notice of these meetings shall be given to each member.

## ARTICLE XIV: QUORUM

At any meeting of the Society, two-thirds (2/3) of the voting members registered shall constitute a quorum authorized to transact any business duly presented. At any meeting of the Executive Committee or Executive Board, a majority of such Executive Committee or Executive Board members shall constitute a quorum.

## ARTICLE XV: DISSOLUTION

In the event of dissolution of the Society, affiliated with AAMA, the Executive Committee shall, after payment of all liabilities, distribute any remaining assets to nonprofit medical or charitable institutions or the projects designated by the majority of the delegates at a meeting called for the purpose of dissolution. Notification shall be sent to the AAMA Executive Office, by the President, no later than ten (10) days after meeting for the purpose of voting on dissolution. A final accounting of finances shall be due in AAMA Headquarters no later than ninety (90) days after said state is dissolved.

## ARTICLE XVI: PARLIMENTARY AUTHORITY

All parliamentary procedures and all matters not covered in the Bylaws shall be subject to the "Robert's Rules of Order-New-Revised."

## ARTICLE XVII: AMENDMENTS

These Bylaws may be amended or revised at any annual meeting by two-thirds (2/3) of the voting members registered. The proposed amendment shall have been submitted in writing to all active members of the Society at least thirty (30) days prior to the date of the annual meeting. Any amendments hereto shall become effective immediately following its adoption.

Adopted May 2, 1987

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