

# NEVADA AMBULATORY SURGERY CENTER ASSOCIATION

## BYLAWS 07

### ARTICLE 1: Name

The associations name shall be “Nevada Ambulatory Surgery Center Association”, herein after N.A.S.C.A. or NASCA.

### ARTICLE II: Purpose and Objectives:

- 1. Advocate with other health care organizations towards achieving common goals and meeting the needs of the health care consumer.**
- 2. Promote acceptable standards of care and outcome benchmarks of ASC’s.**
- 3. Promote staffing effectiveness and efficiencies through professional development, skills assessment and competencies.**
- 4. Promote cost effective delivery system of ASC facilities.**
- 5. Promote benefits of ASC’s among the public and medical community.**
- 6. Explore and promote new technologies and treatment modalities, which utilize ASC’s.**
- 7. Assess existing federal and state laws and regulations, which apply to NASCA and/or the ASC industry and make appropriate recommendations for change to regulatory agencies.**
- 8. Assess managed care issues and make appropriate recommendations.**

This organization shall maintain a non-profit status and shall abide by the laws of Nevada.

### ARTICLE III: Bylaws

The Bylaws of NASCA will be approved and adopted by the membership. Amendments, repeals, or new Bylaws may be adopted by the affirmative vote of the majority of the voting members attending as official meeting.

**Bylaw shall be reviewed annually by the membership and recommendations for changes may be made in writing.**

Amendments to the Bylaws shall be submitted in writing to the attention of the Board of Directors for consideration. The Board will then present the proposed amendment to the membership for approval at the next regularly scheduled meeting

## ARTICLE IV: Membership

### Section 1. Classes of Membership.

The Association shall have two (2) classes of membership:

- a. Active Membership; and b. Associate Membership.

### Section 2. Eligibility for Membership.

- A. Active Membership. Active members shall be facilities that are licensed as freestanding Ambulatory Surgery Centers by the state of Nevada, certified by Medicare and or accredited by JCAHO or AAAHC. Each member facility may have multiple employees who are individual representatives; however each member facility shall have only one vote.

- a. Active Membership: \$1,000.00 per year

- B. Associate Membership. An individual or organization such as a vendor that demonstrates an interest in ambulatory outpatient surgery shall become and hold Associate Membership in one of the following categories with approval of the Board. Associate Members shall be non-voting members. (This may include facilities not yet certified, licensed or accredited.) 2 classes of Associate Members are defined below:

- a. Professional Members: \$500 per year

- b. Vendor Members: \$500 per year & promotional opportunities

Section 3. Election to Membership. An application for membership shall be reviewed by the Membership Chairman and Treasurer and recommendations regarding acceptance for membership will be made to the Board. An applicant who is accepted by the Board for membership shall become a member upon payment of the required dues.

Section 4. Dues: The Board of Directors shall determine the amount of annual dues for all categories of membership. Dues are non-refundable. Dues shall be due and payable January 31<sup>st</sup>.

Section 5. Membership will be renewed annually on a calendar year.

Section 6. Termination of Membership. The Board of Directors, by affirmative majority vote of its members, may suspend or expel a member in the event: a) member fails to pay dues, b) member fails to maintain status as a licensed ASC, c) member fails to attend any business meetings during the calendar year.

Section 7. Each year NASCA will sponsor Active member(s) to attend the ASCA Conference. To be eligible, the member must be in good standing, (i.e. membership paid and attendance at a majority of the business meetings the previous calendar year.) The number of sponsored members will be determined by the Board of Directors based on available funds. A facility will not be eligible for sponsorship in 2 consecutive years.

## ARTICLE V: GOVERNANCE

### Officers and Board of Directors

The officers of the organization shall consist of a President, Vice President, Secretary and Treasurer. These Officers shall serve as the Board of Directors. All officers shall serve a two (2) year term and no more than two (2) consecutive terms. Elections will be staggered. (President and Vice President one year, Secretary and Treasurer other year.) No two (2) officers can be from the same organization. The Board will also include four Physician advisors, two from the Northern part of the State of Nevada and two from the southern part of Nevada. These advisors shall be non-voting members.

Section 1. Election: Candidates will be nominated by members then voted on by the voting members. Officers shall be elected at the November meeting. Terms will begin in January.

### Section 2. Duties of Officers and Executive Council:

President: The President shall be the Chief Executive officer of organization. He/she shall be present at meetings of the membership and of the Board of Directors. The president shall preside at meetings and is responsible for the operations of the organization in conformity with the decisions of the membership.

(Immediate Past President: The Immediate Past President shall be a member of the Board of Directors. Responsibilities include assisting the President and serving in an advisory role to all officers.)

Vice President: The Vice President, a member of the Board of Directors, shall assist the President and shall in the absence or disability of the President, perform the duties and exercise the powers of that office. He/she shall serve as Ex-officio on all committees.

Secretary: The Secretary, a member of the Board of Directors, shall give notice and attend meetings of the organization and the Executive Council. It is the Secretary's responsibility to keep records of the proceedings during meetings. The Secretary shall keep a membership roster, conduct correspondence and perform duties incidental to this office.

Treasurer/Membership chairperson: The Treasurer, a member of the Board of Directors, shall be responsible for all funds of the association. The Treasurer will collect dues and

keep an account of all monies received and expended for use of the association and shall make disbursements as authorized by the officers. A report of available funds and expenditures will be presented at regularly scheduled meetings. Funds may be drawn only on the signature of the Treasurer or designated officer of the Board of Directors. All records are subject to review by the Board at any time.

At the expiration of the Treasurer's term of office, all records, monies, and other property of the association shall be delivered to the successor within ten (10) days.

Board of Directors: The Board shall conduct all business of the association. The Board shall meet annually, shall review financial records of the association semi-annually and report findings to the membership. The Board will act as a liaison with other state associations.

Section 3: Committees: Committees shall be appointed by the Board. Committees will keep minutes of all meetings and furnish a copy and report to the Board at the next meeting. Committees shall perform assigned duties as directed by the Board. Potential committees: Education, Membership, Managed Care, and Legislation.

Section 4: Meetings: The meetings of NASCA shall be planned by the Board. The Board will designate time, place, and agenda. Notice to all members will be in writing/e-mail. Minutes of each meeting shall be forwarded to all members within ten (10) working days.

Section 5: Funding for **NACSA** meetings: At the first meeting of the year, after budget review, if funding for meetings is available, up to two members of the Board will be funded to attend the **ASCA** annual meeting. If funds are available for more than two officers, another officer who has not attended or a representative from a center, as determined by the President may be offered the funds.

ARTICLE VI: Dissolution of Association: If at any time NASCA dissolves, the properties or monies should not be distributed or used to benefit any member of the association. After payments of debts or liabilities of the association, the monies shall be transferred into a fund exclusively for charitable purposes whose goals and objectives meet the approval of the sustaining members by majority vote.