



# Bylaws

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# **Society for Simulation in Healthcare BYLAWS**

## **Article I. Name**

The name of the organization shall be the Society for Simulation in Healthcare (hereinafter referred to as the "Society"), a not-for-profit corporation incorporated in the state of California.

## **Article II. Mission Statement and Purposes**

### **Section 1 — Mission Statement**

The Society for Simulation in Healthcare is a leading inter-professional society that advances the application of simulation in healthcare through global engagement.

### **Section 2 — Purposes**

1. The Society is organized exclusively for charitable, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code or corresponding section of future federal tax code. The purposes of the Society shall be to:
  - 1.1. Develop and foster best practices for the development and application of simulation technologies and methodologies that positively affect quality and safety in healthcare.
  - 1.2. Stimulate and promote the professional development of individuals and institutions interested in simulation modalities and their applications through education, research and development.
  - 1.3. Develop and foster an international network of simulation educators, developers, and administrators.
  - 1.4. Partner with professional societies having common goals for the benefit of patient safety and the Society.
  - 1.5. Develop and promote standards of simulation-based practice, education, research, assessment, and healthcare systems integration..
  - 1.6. Advocate and provide counsel to government programs and legislatures and agencies considering bills and regulation related to healthcare simulation.
  - 1.7. Serve as a collaborative venue for the international community to voice its collective expertise, opinions, and ideas related to healthcare simulation.
  - 1.8. Inform society members, elected and government officials, other professional societies, healthcare professionals, and the general public about legislative and public policy issues related to simulation.
  - 1.9. Advocate for funding, promotional support, and distribution channels for healthcare simulation in education, research, technology development, patient safety initiatives, and competency-based practice.
  - 1.10. Facilitate collaboration between and among academic institutions, healthcare service providers, and simulation industry partners through the society's activities and communication channels.

### **Section 3 — Anti-Trust**

1. Applicable federal, state, and local laws and regulations including, but not limited to antitrust; and

2. Applicable tax exemption requirements, including the requirements that the Society not be organized for profit and that no part of its net earnings inure to the benefit of any private individual.

### **Article III. Membership**

All members shall have the responsibility to support the mission and purposes of the Society.

#### **Section 1 — Classifications**

1. Active Members:
  - 1.1. Individuals committed to advancing the application of simulation in healthcare.
  - 1.2. Student/Resident Members and Retired Members are Active Members.
2. Honorary Member:
  - 2.1. An individual, who is not a member of the Society, who has rendered outstanding service to the Society or in the area of simulation education, research, or development.
  - 2.2. To receive the designation of honorary Member, the individual must receive an affirmative majority vote by the Society Board of Directors.
  - 2.3. Honorary membership is for life unless revoked, is not transferable, and includes all benefits of membership.
3. Life Member:
  - 3.1. An individual member of the Society who has rendered outstanding service to the Society or to the field of simulation.
  - 3.2. To receive the designation of Life Member, the individual must receive an affirmative majority vote by the Society Board of Directors.
  - 3.3. Life membership is for the life of the individual unless revoked, is not transferable, and includes all benefits of membership.

#### **Section 2 — Privileges**

1. Active members:
  - 1.1. Have the right to vote on all matters submitted to membership concerning the Society except those specifically delegated to the Board of Directors, the Executive Committee or the officers.
  - 1.2. Receive Society publications according to the dues policies.
  - 1.3. Are invited to participate in all relevant activities of the Society.
  - 1.4. Are eligible, according to the Society's bylaws, to be nominated as a candidate for any elected or appointed office of the Society.
  - 1.5. Pursuant to the laws and regulations of the state where the Society is incorporated, the accounting records and minutes of proceedings of the members of the board and committees of the board shall be open to inspection upon written request of the society of any member at any reasonable time, for a purpose reasonable related to such person's interests as a member.
2. Honorary and Life Members:
  - 2.1. Such members will be without any dues requirement, and will receive all the privileges of Active Members with the exceptions noted below.
  - 2.2. Honorary and Life Members shall have the right to vote as Active Members.
  - 2.3. Honorary members are not eligible for candidacy for any elected or appointed office with the exception of the Advisory Council, or as deemed appropriate by the Executive Committee.
  - 2.4. Life members are eligible for candidacy for any elected or appointed office.

3. Supporters:

A company/organization having an interest in success of healthcare simulation and that adheres to the mission statement and purposes of the Society may be considered as a Supporter as designated by the Board of Directors, rather than as a member, with benefits prescribed by the Board of Directors.

### **Section 3 — Responsibilities of Membership**

Each Active, Honorary, and Life Member and Supporter shall have the responsibility to support the mission, purposes, and functions of the Society and to abide by the Society's bylaws.

### **Section 4 — Dues**

1. Annual membership dues, and what benefits those dues include, of active members shall be determined by and voted on by the Board of Directors.
2. A two-thirds (2/3) majority of the Board of Directors members shall be required to modify dues.
3. There shall be no dues for Honorary or Life Members.

### **Section 5 — Termination of Membership**

1. Membership will be automatically terminated for non-payment of dues in accordance with the Society's policy.
2. The membership of any member of the Society may be terminated, following due process, by Board of Directors two-thirds (2/3) vote, upon the determination that an individual has deliberately and willfully violated the bylaws and/or policies of the Society.

## **Article IV. Meetings**

### **Section 1 — Meetings of the Membership**

1. Annual Business Meeting  
The Society shall hold an annual meeting of the membership at a time and place decided upon by the Board of Directors
2. Special Meetings
  - 2.1. Special meetings of the Society shall be called:
    - 2.1.1. By the President upon a majority vote of the Board of Directors, or
    - 2.1.2. Upon written non-electronic request to the President by at least 30% of the active members of the Society
3. Regular Meeting notice
  - 3.1. Pursuant to the laws and regulations of the state where the Society is incorporated, notice of the meeting will be provided in writing (paper or electronically) at least thirty (30) days in advance.

### **Section 2 — Meetings of the Board of Directors, Commissions, Committees, and Sub-Committees**

1. The full Board of Directors meets at least quarterly per year.
2. Meetings may be held electronically if each participating member can hear and respond to the others during the meeting.
  - 2.1. Any Board of Directors, Commission, Committee or Sub-committee can convene a meeting through electronic channels so long as all persons participating in the meeting are able to hear one another or communicate concurrently.
  - 2.2. Participation by such means shall be equivalent to participation at the face-to-face meeting.
  - 2.3. Proxy voting is not permitted.
  - 2.4. Voting by surface mail or electronically shall follow all applicable state and federal regulations.

## **Article V. Board of Directors**

### **Section 1 — Description**

1. The Board of Directors shall be the official entity for policy determination of the Society.
2. The property and activities of the Society shall be managed by the Board of Directors who shall have the powers and authority expressly given by law, by the Certificate of Incorporation and by these bylaws, together with all such other powers and authority as are proper, necessary or convenient to the attainment of the objectives and purposes of the Society.

### **Section 2 — Responsibilities**

Members of the Board of Directors shall:

1. Perform all duties entrusted to the directors by the Articles of Incorporation.
2. Abide by the bylaws, policies, and procedures of the Society.
3. Perform duties ethically and with a high level of integrity.
4. In matters relevant to the Society, place the interests of the Society as primary.
5. Declare all actual and potential conflicts of interest as soon as the board member becomes aware of these and closely adhere to the Society's conflict of interest policies and procedures.
6. Use a high level of discretion and integrity in discussing non-confidential Society board matters.
7. Not disclose materials, discussions, or other relevant information that are declared to be confidential or sensitive without prior authorization of the President. All closed Board discussions should be assumed to be confidential unless otherwise stated.
8. Not use their position or information related to or acquired as a result of Society activities for their personal gain or profit.
9. Debate and determine Society policy regarding the affairs of the Society.
10. Supervise and direct the business and financial affairs of the Society.
11. Develop and communicate a Strategic Plan that provides an intentional and deliberate direction for the Society and its members.
12. Annually develop Commission and Committee charges to direct efforts in alignment with the Society's Strategic Plan.
13. Prioritize and assign ad hoc directives to appropriate committees, sub-committees, or task forces as needed.
14. Develop and foster a means of open communication between the Society and other professional organizations, communities of practice, and industry partners.

## Section 3 — Composition

1. The Board of Directors shall be composed of up to fifteen (15) voting members, inclusive of the Editor-in-Chief of *Simulation in Healthcare*.
2. There can be no more than (3) individuals representing the same specialty area within a profession. The specialty and profession of the Editor-in-Chief of *Simulation in Healthcare* shall not be considered in the rules governing the composition of the Board.
3. There can be no more than 9 individuals from a single profession represented on the Board of Directors (See Article XV, Section 5)
  - 3.1. In the case of vacancy or in the absence of a qualified nominee, Article V, Section 3, Parts 1 and 2, may be waived with the majority vote of the remaining Directors.
  - 3.2. The President Elect, President, and Immediate Past President cannot all be from the same professional specialty. This requirement may be waived by a 2/3-majority vote of the full Board of Directors.
  - 3.3. All appointed members of the Board of Directors must declare their Profession and Specialty at the time of their appointment
4. **Officers**

There shall be five (5) elected officers: president, president-elect, immediate past-president, secretary and treasurer. These will be the executive officers of the Board of Directors, and constitute five (5) of the six (6) members of the Executive Committee (see Article VI).

### **President:**

- 4.1. The President shall preside at all meetings of the Board of Directors.
- 4.2. (S)He shall be a member, ex-officio, of all committees of the Board of Directors with the exception of the nomination committee.
- 4.3. Shall perform such other duties as are required by the office, the Board of Directors, or by the Society bylaws.

### **President-elect:**

- 4.4. The president-elect shall automatically ascend to the presidency upon the conclusion of the term of the preceding president.

### **Immediate Past-president:**

- 4.5. The immediate past-president shall remain on the Board of Directors and the executive committee for a period of one (1) year subsequent to completion of term as president of the Society.
- 4.6. The immediate past-president shall in the absence or incapacity of the president-elect, perform the duties and exercise the powers vested in that office.
- 4.7. The Immediate Past President shall in the absence or incapacity of the president perform the duties and exercises the powers of the president.

### **Secretary:**

- 4.8. The secretary shall record all of the proceedings of the meetings of the Board of Directors, of the executive committee, and of the members of the Society both electronically and in hard copy to be kept for this purpose and (s)he shall be custodian of the records and seal of the Society.
- 4.9. Any recorded transcript of meetings will be used only as an aid for preparing minutes and are to be destroyed after the minutes of a given meeting have been approved according to a record retention/destruction policy.

**Treasurer:**

- 4.10. The treasurer assures that the Executive Director shall keep or cause to be kept, in both electronic and hard copy belonging to the Society, complete and accurate accounts of all receipts and disbursements, resources and liabilities, and shall deposit all moneys, funds and other valuable effects of the Society, in the name of and to the credit of the Society, in such depository or depositories as may be designated by the Board of Directors.
- 4.11. The treasurer shall oversee the disbursement of funds of the Society in payments of its obligations, taking proper vouchers and receipts for such disbursements.
- 4.12. The treasurer shall render to the president and to the directors at the meetings of the directors, or whenever otherwise requested, corporate statements and reports showing the financial condition of the Society.
- 4.13. The Treasurer may sign corporate documents and instruments as necessary.
- 4.14. The Treasurer shall arrange for the performance of an audit and for the preparation of audited financial statements by a certified public accountant on behalf of the Society, whenever directed to do so by law or by the Board of Directors according to the audit policy.

**Officer Eligibility Requirements:**

- 4.15. Each candidate must be a current member in good standing of the Society for at least two consecutive (2) years prior to nomination. This requirement may be waived by vote of the Board of Directors.
- 4.16. Each candidate for Treasurer must have a strong business background to understand the concepts of managing the financial and accounting functions of an organization.
- 4.17. Each candidate for Treasurer must have experience in dealing with audits and auditors in various stages of discovery.

**Officer Responsibilities:**

- 4.18. Each officer shall exercise the duties and responsibilities as a member of the Board of Directors.
- 4.19. Each officer shall serve as a voting member of the Executive Committee exercising all responsibilities specified by the bylaws and assigned by the Board of Directors.
- 4.20. Each officer shall make every reasonable effort to be present for executive committee meetings. Failure to attend three (3) consecutive meetings will result in a review of circumstances and performance by the Board of Directors. Review may result in the recommendation for removal from the Board of Directors. Formal removal from the Board of Directors will follow procedures outlined in Article V, Section 5, Part 2.

**Directors at Large:**

- 5. Eligibility requirements:
  - 5.1. A Director At-Large must be a current member in good standing.
  - 5.2. A nominee for the Board of Directors must have been an active member of the Society for at least two (2) consecutive years. This requirement may be waived by vote of the Board of Directors.
  - 5.3. Members of the Board of Directors shall exercise the responsibilities specified in the bylaws for the Board of Directors.
  - 5.4. There must be a minimum of three (3) elected voting Directors at Large except as stipulated Article III, Section 3.
  - 5.5. There may be up to six (6) appointed voting Directors at Large. This maximum may be exceeded in circumstances where an elected Director at Large vacates his/her position.

- 5.6. The Editor in Chief serving in a Director-at-large position is an ex-officio, voting member of the board and shall not be considered an appointed position.
6. Terms of Office
  - 6.1. Elected Officers:
    - 6.1.1. President: One (1) year
    - 6.1.2. President Elect: One (1) year
    - 6.1.3. Immediate Past-president: One (1) year
    - 6.1.4. Secretary: Two (2) years
    - 6.1.5. Treasurer: Two (2) years
  - 6.2. Any individual elected to any Board of Directors position is expected to serve on the Board of Directors for a total of three (3) years, after which the individual may be eligible for re-election to the Board of Directors.
  - 6.3. Terms of office for secretary and treasurer shall be two years, after which they will serve a one-year term as Directors at Large
  - 6.4. Elected directors shall serve for a three (3) year term, unless otherwise specified, to commence on January 1 of the year following the election.
  - 6.5. Appointed directors term duration shall be specified in their letter of appointment and shall not exceed three (3) years. The term shall commence on January 1 or as specified on the letter of appointment.
  - 6.6. Elections for the Secretary and Treasurer positions shall be held on an alternating basis.

#### **Section 4 — Elections**

1. Elections shall be held annually, facilitated by the Society's administration/management with oversight by the Executive Director and the Nomination Committee.
2. Nominations Committee shall prepare a slate of qualified nominees to be presented for ratification by the Executive Committee, such slate shall include no more than three (3) nominees for each office. The slate must account for all possible outcomes to ensure proper compliance with Society bylaws.
3. Electoral Process:
  - 3.1. Nominees may be self-nominated or nominated by an active and current member of the Society.
  - 3.2. Nominees must declare their primary Profession and Specialty.
  - 3.3. Elections must be complete by July 15 of a Calendar year unless waived by a majority vote of the Board of Directors
  - 3.4. The process for nominations for elected position shall be posted on the Society's website for a minimum of thirty (30) calendar days.
  - 3.5. The electoral process shall be conducted in accordance with policies and procedures approved by the Board of Directors.
  - 3.6. Polling shall be conducted electronically for a minimum of thirty (30) calendar days.
4. Active Members of the Society shall elect Directors and Officers by ballot, as determined by the Board of Directors
5. The Nominations Committee will report to the Executive Committee the results of the electoral process.
6. Candidates receiving the highest number of votes for a given position shall be declared elected after ratification by the Executive Committee.
7. A candidate receiving the highest number of votes shall not have declaration of election withheld without reasonable cause and review by the full Board of Directors.

8. In the event of a tie vote for the position of President-Elect, Secretary, Treasurer, or for the Director-at-Large positions, there shall be a second balloting of the Society's active members.
9. A candidate for an elected position who is currently a member of the Board of Directors and who is not elected shall continue to serve the remaining un-expired years of the original term.

## **Section 5 — Resignations, Removal, and Vacancies**

1. Resignation
  - 1.1. A Director or Officer may resign by a written notice to the President. The resignation will be effective upon receipt by the Society or by the time noted in the resignation notice.
2. Removal
  - 2.1. A Board of Directors member may be removed at any time by action of the Board of Directors for malfeasance in office or other just cause. A two-thirds majority vote of the full Board of Directors is required to remove a Board of Directors member. There will be thirty (30) days written notice to the Board members that a removal vote shall occur. The Board of Directors member pending removal shall receive thirty (30) days written notice.
  - 2.2. The members of the Society may petition the Board of Directors for removal of a board member; the petition requires verified signatures of at least 10% of the Society membership. The Board of Directors would proceed as per Article IV. Section 5, Part 2, should such a petition be presented to the Board of Directors.
3. Vacancies:
  - 3.1. Board of Director or Officer:

In the Event of a vacant position on the Board of Directors, the President, with majority approval of the Board of Directors, shall appoint an eligible Society member to fill the position for the remainder of the original term of the position.
  - 3.2. Committee Chair, and Vice Chair Positions

In the event of a vacant position of a committee chair or vice-chair, the President, with consultation of the executive committee, shall appoint an eligible Society member to fill the position for the remainder of the original term of the position.
  - 3.3. Position of the President

If the office of President becomes vacant:

    - 3.3.1. The Immediate Past President shall assume the office of President.
    - 3.3.2. The Immediate Past President position shall remain vacant until January 1 of the calendar year following the vacancy, after which the President shall assume the Immediate Past President position.
  - 3.4. Position of the President-Elect

If the office of the President Elect becomes vacant:

    - 3.4.1. If the office of President-elect becomes vacant prior to May 31 of a calendar year then a special election shall be held for the election of new President-elect within 60 days of vacancy. The Immediate Past President shall assume the duties of the President-elect until the position is occupied after the special election.
    - 3.4.2. If the office of President-elect becomes vacant after May 31 of a calendar year then the office of President-elect shall remain vacant until the next scheduled election.
      - 3.4.2.1. The President in this case shall serve an additional year in the Office of President.
      - 3.4.2.2. Should this provision contradict or be in conflict with any other section of the bylaws, this provision shall prevail.

- 3.4.2.3. The Immediate Past President shall assume the duties of the President-elect for the remainder of the year.
- 3.5. Position of the Immediate Past President  
If the position of Immediate past President becomes vacant, it shall remain vacant until it is filled on January 1 of the following Calendar year.

## **Section 6 — Meetings**

1. The Board of Directors shall meet quarterly at minimum or more frequently as circumstances warrant.
2. One meeting of the Board of Directors shall be held in conjunction with the Society's Annual Meeting.
3. Each director-at-large shall make every reasonable effort to be present for Board of Directors meetings whether face-to-face or virtual.
4. Failure to attend three (3) consecutive meetings will result in a review of circumstances and performance by the Board of Directors.
5. Review may result in the recommendation for removal from Board of Directors. Formal removal from the Board of Directors will follow procedures outlined in Article V., Section 5, Part 2.

## **Section 7 — Quorum**

1. A quorum for Board of Directors meetings shall consist of nine (9) voting members, at least three (3) of which are Executive Committee members.
2. All decisions of the Board of Directors require an affirmative vote of a minimum of five (5) or a majority of the quorum, whichever is greater.
3. The vote and quorum requirements of the Executive Committee are defined in Article VI.

## **Article VI. Executive Committee**

### **Section 1—Composition**

1. Voting members: The executive committee shall be composed of
  - 1.1. The President (Chairperson)
  - 1.2. The President-elect
  - 1.3. The Immediate Past-President
  - 1.4. The Secretary
  - 1.5. The Treasurer
  - 1.6. One (1) Board of Directors Member appointed by a majority vote of the Board of Directors for a one (1) year (renewable) term.
2. The diversity and professional balance of the Executive Committee shall be considered when appointing the non-officer member from the Board of Directors to the Executive Committee.

### **Section 2—Responsibilities**

#### **The Executive Committee:**

1. Direct the strategic planning efforts of the Board of Directors

2. Shall have all powers of the Board of Directors when the Board of Directors is not in session, except that the Executive Committee does not have the power to:
  - 2.1. Amend, alter, or repeal bylaws
  - 2.2. Elect, appoint, or remove any member of the Board of Directors (including the Executive Committee), except to fill a void, until said term expires, or as otherwise specified in the Bylaws
  - 2.3. Amend the articles of incorporation
  - 2.4. Adopt a plan of merger or consolidation
  - 2.5. Authorize the sale, lease or merger of all or substantially all of the Society's assets
  - 2.6. Authorize the voluntary dissolution of the Society or revoke proceedings
  - 2.7. Adopt a plan of the distribution of assets of the Society
  - 2.8. Amend, alter or repeal any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by the Executive Committee
  - 2.9. Approve a budget for an entire fiscal year

### **Section 3 — Quorum**

1. A quorum for Executive Committee meetings shall consist of at least four (4) voting members.
2. A matter is considered passed with an affirmative vote of at least four (4)

## **Article VII. Advisory Council**

### **Section 1 — Description**

1. The President, with the consultation of the Executive Committee, may convene an Advisory Council
2. The Council shall be made up of former members of the Board of Directors, who are in current good standing with the Society.
3. An individual must be appointed by the President to serve on the Advisory Council

### **Section 2 — Term Limits**

1. An individual appointed to the Advisory Council must agree to serve a three (3) year term.
2. A member of the Council may be re-appointed for an additional three (3) years by the President
3. No individual shall serve on the council for greater than six (6) years.
4. The position of Council Chair can be held for a maximum of three (3) years
5. The position of Council Chair will be by appointment to a three (3) year term by the President of the Society.

### **Section 3 — Responsibilities**

1. The council will meet with the Board of Directors as requested by the President.
2. The council will carry out all assigned duties.
3. The council will be consulted as necessary by the Board of Directors on matters that affect the Society.

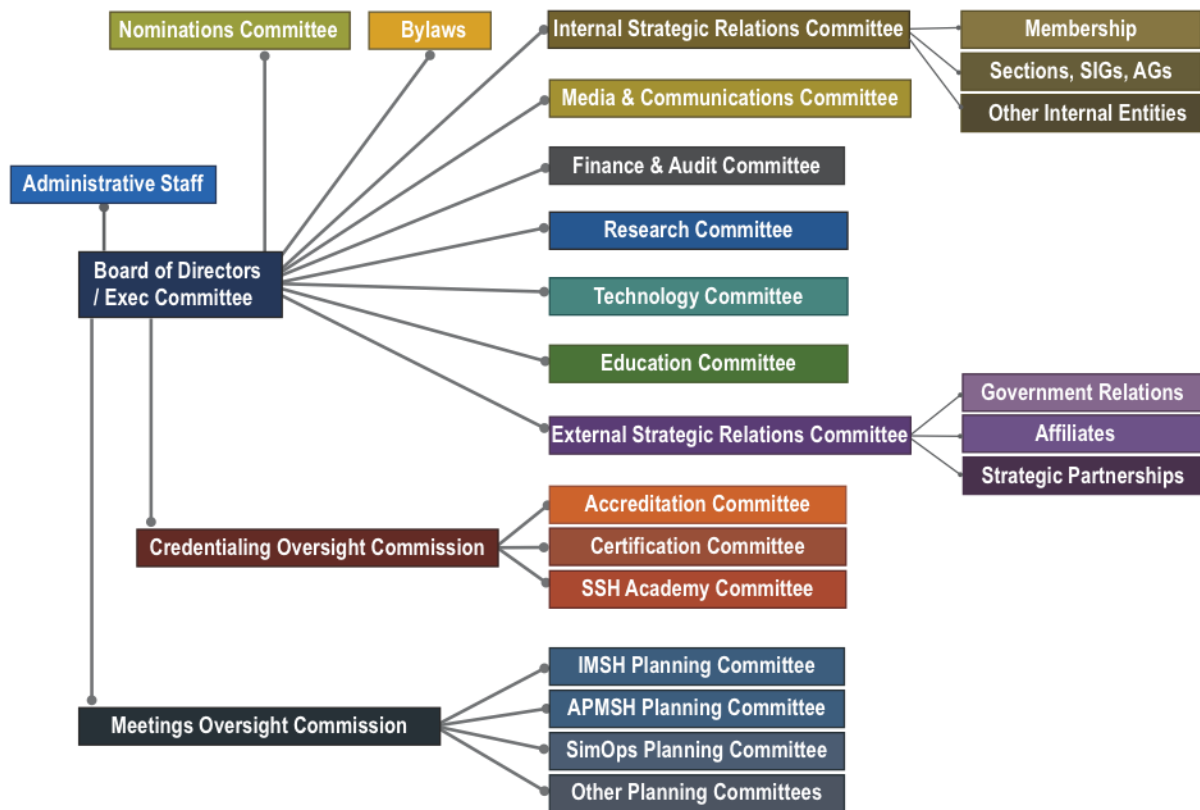
### **Section 4 — Dissolution**

1. The Council may be dissolved for any reason by the Board of Directors
2. A two-thirds (2/3) majority vote of the Board of Directors in favor of dissolving the Advisory Council is required.

## **Article VIII. Committees and Commissions**

### **Section 1 — Classifications**

1. The Society shall have an Executive Committee, standing Committees and Commissions, and sub-committees and taskforces designated on an ad hoc basis as needed to complete the work of the Society.
2. The Board of Directors shall define the name and structure of each Committee and Commission. The Board of Directors has the sole authority to name a standing Committee or Commission. A Commission may be initiated if the Board of Directors believes there are sufficient commonalities between the directive of standing or ad hoc committees to merit independent oversight and alignment of efforts.
3. The Board of Directors shall provide each Committee and Commission with an annual service Charge to meet the Society's strategic plan.
4. Upon recommendation of the Executive Committee or Board of Directors, the President may convene an ad hoc Sub-Committee or Task Force for a term of up to one year. Formal approval of the Board of Directors shall be obtained if an ad hoc committee or task force shall be required to serve for longer than one year or a recommendation is made for the ad hoc committee or task force to become a standing committee.
5. All Committees and Commissions shall report directly to the Board of Directors through their designated Board Liaison.
6. Committees and Commissions may recommend and propose procedures and policy statements to the Board of Directors through the Executive Director or Board Liaison.
7. Committee and Commission policies and procedures must be consistent with Society bylaws, policies, vision and mission, and the annual Committee Charges put forth by the Board of Directors.
8. All Committee and Commission members must agree to follow the bylaws, policies and procedures of the Society
9. The standing Committee structure of the Society shall include:
  - 9.1. Executive Committee
  - 9.2. Finance and Audit Committee
  - 9.3. Bylaws Committee
  - 9.4. Nominations Committee
  - 9.5. Internal Relations Committee
  - 9.6. External Strategic Relations Committee
  - 9.7. Education Committee
  - 9.8. Research Committee
  - 9.9. Technology Committee
  - 9.10. Media and Communications Committee
  - 9.11. Certification Committee
  - 9.12. Accreditation Committee
  - 9.13. Fellowship Academy Committee
10. The standing Commission structure of the Society shall include:
  - 10.1. Meetings Oversight Commission
    - 10.1.1. IMSH Planning Committees
    - 10.1.2. Other "Meeting" Planning Committees
  - 10.2. Credentialing Oversight Commission
    - 10.2.1. Certification Committee
    - 10.2.2. Accreditation Committee
    - 10.2.3. Fellowship Academy Committee



## Section 2 — Appointments

1. The Society Past-President shall serve as the Chair of the Bylaws and Nominations Committees.
2. The Society Treasurer shall serve as the Chair of the Finance and Audit Committee.
3. The President-Elect shall make appointments of all Committee and Commission Chairs and Vice Chairs whose term shall begin in the year the President-Elect shall occupy the office of President. The Executive Committee shall approve all Committee and Commission Chair and Vice Chair appointments.
4. Prospective Committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar) to the Committee Chair for consideration. Any Society member in good standing shall be eligible to apply to serve on a Committee or a Commission. Committee and Commission appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the Committees and Commissions.
5. Committee Chairs and Vice Chairs shall make Sub-Committee Chair and Committee member appointments.
6. The Chairs and Vice Chairs of the Committees overseen by the Commission shall serve as members of the Commission.

### **Section 3 —Composition, Qualifications, Terms of Office, Responsibilities**

1. Committee and Commission composition, member qualifications, and appointment terms are described in the Bylaws for each Committee and Commission (Sections 4-18).
2. The Society President shall be an Ex-Officio member of all Committees and Commissions, except the Nominations Committee.
3. The Society President-elect shall be an Ex-Officio guest of all Committees and Commissions unless otherwise specified by Committee Bylaws or direct appointment by the Society President.
4. Each Committee and Commission shall include the following Ex-Officio non-voting members:
  - 4.1. Board Liaison.
  - 4.2. The Executive Director or Associate Executive Director.
  - 4.3. Staff Liaison
5. Committee and Commission Chairs and Vice Chairs shall serve a two (2) year term unless otherwise specified in the Bylaws for the Committee or Commission (Sections 4-18). Reappointment shall be at the discretion of the President-Elect.
6. The responsibilities of the Committee and Commission Chairs and Vice Chairs include:
  - 6.1. Committee and Commission Chairs shall prepare and submit quarterly reports to the Executive Director that describe the progress of their committee's work towards realizing the delegated charges from the Board of Directors.
  - 6.2. Committee and Commission Chairs and Vice Chairs shall work with their Board Liaison and the Society Treasurer, Executive Director and Associate Executive Director to prepare an annual budget for review by the Finance and Audit Committee. The Finance and Audit Committee shall be responsible for making Committee and Commission budget recommendations to the Board of Directors.
  - 6.3. The Committee and Commission Chairs and Vice Chairs shall strive to have members who meet the qualification requirements of their respective committees or commissions, and who also represents the diversity of the Society's membership.
  - 6.4. If for whatever reason, a Committee or Commission Chair cannot complete her/his appointed term, the Vice-Chair shall assume the Chair's responsibilities unless otherwise directed by the Executive Committee. The Executive Committee shall determine if another Vice Chair should be appointed to complete the remainder of the former Vice Chair's term.

### **Section 4 — Executive Committee**

See Article VI for Executive Committee Bylaws.

### **Section 5 — Finance and Audit Committee**

The Finance and Audit Committee shall be responsible for developing the annual Society budget, and reviewing and authorizing internal and external financial audits as required by applicable laws or as otherwise deemed necessary to effectively provide oversight for the Society's financial status and integrity.

The Finance and Audit Committee shall provide financial reports, recommendations, and guidance to the Board of Directors.

1. The Finance and Audit Committee shall be comprised of the Chair, Vice Chair, and six (6) members. The Chair shall be the Society Treasurer. The Vice Chair shall be appointed by the President-elect per Article VIII/Section2 of the Bylaws.
2. Finance and Audit Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar). Terms of appointment to committee service are three (3) years with an option for reappointment. A member cannot serve for more than two (2) consecutive terms.
3. The Finance and Audit Committee shall function under the direction of the policies and procedures for Finance and Audit Committee and in accordance with the annual Finance and Audit Committee Charge from the Society Board of Directors.

### **Section 6 — Bylaws Committee**

The Bylaws Committee shall be responsible for performing an annual Bylaws review by the end of the first quarter of the fiscal year (September 30th), as required to effectively provide oversight of the Society's institutional integrity and governance. The Bylaws Committee shall provide recommendations for Bylaws changes and guidance to The Board of Directors for documenting and implementing modifications to the Society's operational or governance structure.

1. The Bylaws Committee shall be comprised of the Chair, Vice Chair, and between six (6) and eight (8) members. The Chair shall be the Society Past President. The Vice Chair shall be appointed by the President-elect per Article VIII/Section2 of the Bylaws.
2. Bylaws Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar). Terms of appointment to committee service are three (3) years with an option for reappointment for an additional three (3) years. A member cannot serve for more than two (2) consecutive terms.
3. The Bylaws Committee shall function under the direction of the policies and procedures for Bylaws Committee and in accordance with the annual Bylaws Committee Charge from the Society Board of Directors.

### **Section 7 — Nominations Committee**

The Nominations Committee shall be responsible for facilitating the Society's annual elections by soliciting and vetting nominations for open Board of Director and Executive Officer positions, and preparing an election slate of no more than three (3) qualified nominees for each office for ratification by the Executive Committee. The slate of nominees must comply with Society bylaws.

1. The Nominations Committee shall be comprised of the Chair, Vice Chair, and seven (7) members. The Chair shall be the Past President; the Vice-Chair shall be the President-Elect. The Chair and Vice-Chair shall be non-voting members of the committee.

2. Nominations Committee members shall include the five (5) Chairs from External Strategic Relations Committee, Education Committee, Technology Committee, Meetings Oversight Commission, and the Vice-Chair of Bylaws Committee in odd years; and five (5) Chairs from Internal Relations Committee, Research Committee, Media and Communications Committee, Credentialing Commission, and the Vice-Chair of Finance and Audit Committee in even years. In the event that the Committee Chair is nominated for office, the Committee's Vice Chair shall serve on the Nominations Committee.
3. Nominations Committee shall include two (2) at-large members jointly selected by the President, Past President and President Elect to represent the diversity of the membership. The at-large members shall be selected from the Chairs and Vice Chairs of Sections, Special Interest Groups and Sub-Committees; or from the Board of Directors other than Executive Committee members.
4. Terms of appointment to committee service are one (1) year with an option for reappointment.
5. Individuals who are nominated for any elected position may not serve on the Nominations Committee during the election cycle in which they are nominated.
6. The Nominations Committee shall function under the direction of the policies and procedures for Nominations Committee and in accordance with the annual Nominations Committee Charge from the Society Board of Directors.

### **Section 8 — Internal Relations Committee**

The Internal Relations Committee shall support the growth, development and advancement of the general membership, Sections, Special Interest Groups (SIGs), and Affinity Groups (AG) by developing and facilitating collaboration between and within interest groups, other Society committees, administration and the Board of Directors.

1. The Internal Relations Committee shall be comprised of nine (9) members, and a designated liaison from the Education Committee and Research Committee. The Society Associate Executive Director and the Membership Manager shall serve on the committee as non-voting members. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws.
2. The Internal Relations committee shall have three (3) Sub-committees
  - a. Membership
  - b. Interest Groups
  - c. Other Internal Entities
3. Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar). Terms of appointment to committee service are two (2) years with an option for reappointment.
4. The Internal Relations Committee shall function under the direction of the policies and procedures for Internal Relations Committee and in accordance with the annual Internal Relations Committee Charge from the Society Board of Directors.

### **Section 9 — External Strategic Relations Committee**

The External Strategic Relations Committee shall be responsible for engaging with other organizations, both domestic and international, including other professional societies, associations and networks, healthcare practitioners and providers, the simulation industry, governmental agencies, and the public, to ensure that all Society programming with external partners contributes directly to the fulfillment of the Society's mission and goals.

1. The External Strategic Relations Committee shall have three (3) Sub-committees:
  - 1.1. Affiliates
  - 1.2. Strategic Partnerships
  - 1.3. Government Relations
2. The Chair and Vice Chair of the External Strategic Relations Committee shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws. In addition to the Chair and Vice Chair, The External Strategic Relations Committee shall be comprised of eight (8) members (two for each of the three subcommittees), and designated liaisons from the Media & Communications Committee and Internal Relations Committee. The Society Associate Executive Director, Communications Manager, and Membership Manager shall serve on the committee as non-voting members.
3. Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar). Terms of appointment to committee service are two (2) years with an option for reappointment.
4. The External Relations Committee shall function under the direction of the policies and procedures for Internal Relations Committee and in accordance with the annual External Relations Committee Charge from the Society Board of Directors.

## **Section 10 — Education Committee**

The Education Committee shall support the membership in developing and implementing their abilities to use simulation-based methods in healthcare education.

1. The Education Committee shall be comprised of the chair, vice chair, and nine (9) members. The chair and vice chair shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws. The Director of Continuing Education shall serve on the committee as a non-voting member.
2. Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and scholarship record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current work through an educator's portfolio and CV (or similar). Terms of appointment to committee service are 2-years with an option for reappointment.
3. The Education Committee shall function under the direction of the policies and procedures for Education Committee and in accordance with the annual Education Committee Charge from the Society Board of Directors.

### **Section 11 — Research Committee**

The Research Committee shall support the membership in developing and implementing their abilities to further research in simulation related to healthcare.

1. The Research Committee shall be comprised of the chair, vice chair, and nine (9) members. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII/Section 2 of the Bylaws.
2. Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and scholarship record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current research portfolio (CV or similar). Terms of appointment to committee service are 2-years with an option for reappointment.
3. The Research Committee shall function under the direction of the policies and procedures for Research Committee and in accordance with the annual Research Committee Charge from the Society Board of Directors.

### **Section 12 — Technology Committee**

The Technology Committee shall keep abreast with the latest technologies, engineering, and scientific methods related to the uses of simulation in healthcare and advise the Society and its members about technical standards and specifications related to hardware, software, data communications interface services, and models for use in healthcare simulation and related applications. The Technology Committee shall support the Society and its members in efforts to improve the usability and effectiveness of enabling technologies that support the uses of simulation in healthcare.

1. The Technology Committee shall be comprised of the Chair, Vice Chair, and nine (9) members. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws.
2. Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar).
3. The Technology Committee shall function under the direction of the policies and procedures for Technology Committee and in accordance with the annual Technology Committee Charge from the Society Board of Directors.

### **Section 13 — Media and Communications Committee**

The Media and Communications Committee shall be responsible for assuring the consistency and alignment of the Society's brand in media and communications channels, including building global awareness of the Society for Simulation in Healthcare brand.

1. The Media and Communications Committee shall be comprised of the Chair, two (2) Vice Chairs, and eleven (11) members. The Chair and Vice Chairs shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws. The Chair and Vice Chairs shall be selected to assure the Media and Communications Committee has representatives from three geographic regions to make certain that a global perspective is integrated into all Society communications.
2. The members shall include four (4) industry members of the Corporate Council and one (1) delegate from each of the following: Internal Relations Committee, External Relations Committee, Research

Committee, Education Committee, Technology Committee, Credentialing Oversight Commission, and Meetings Oversight Commission.

3. Committees, Commissions and the Corporate Council shall be responsible for selecting their respective delegates to the Media and Communications Committee and the Society President-elect shall approve all selected delegates. The Society Associate Executive Director, Communications Manager, and Membership Manager shall serve on the committee as non-voting members.
4. The Media and Communications Committee shall function under the direction of the policies and procedures for Media and Communications Committee and in accordance with the annual Media and Communications Committee Charge from the Society Board of Directors.

#### **Section 14 — Credentialing Oversight Commission**

The Credentialing Oversight Commission shall be responsible for advancing the Society's credentialing products and services through the synergistic development of strategies, analyses, efficiencies, quality control, and cross promotional activities. The Credentialing Oversight Commission shall be responsible for overseeing the work of the Certification Committee, Accreditation Committee, and Society for Simulation in Healthcare Academy Committee, so that all requisite compliance, regulatory and quality standards are met and maintained.

1. The Credentialing Oversight Commission shall be comprised of the Chair, Vice Chair, and seven (7) members. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII/Section2 of the Bylaws.
2. The Credentialing Oversight Commission members shall include the Chairs and Vice Chairs of the Certification Committee, Accreditation Committee, Society for Simulation in Healthcare Academy Committee, and the Society Treasurer. The Society Executive Director and Director Of Credentialing shall serve on the Credentialing Oversight Commission as non-voting members. Terms of appointment to committee service are 3-years with an option for reappointment.
3. The Credentialing Oversight Commission shall function under the direction of the policies and procedures for Credentialing Oversight Commission and in accordance with the annual Credentialing Oversight Commission Charge from the Society Board of Directors.

#### **Section 15 — Certification Committee**

The Certification Committee shall be responsible for assuring the integrity of the Society's certification program; including standards, policies, procedures, and processes; and for verifying that all requisite compliance, regulatory and quality standards are met and maintained.

1. The Certification Committee shall be comprised of the Chair, Vice Chair, and seven (7) members, including one member that represents the public or non-employer consumer interest. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws.
2. Certification Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar).

3. The Certification Committee shall function under the direction of the policies and procedures for Certification Committee and in accordance with the annual Certification Committee Charge from the Society Board of Directors.

### **Section 16 — Accreditation Committee**

The Accreditation Committee shall be responsible for assuring the integrity of the Society's accreditation program; including standards, policies, procedures, and processes; and for verifying that all requisite compliance, regulatory and quality standards are met and maintained.

1. The Accreditation Committee shall be comprised of the Chair, Vice Chair, and seven (7) members, including one member that represents the public or non-employer consumer interest. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws.
2. Accreditation Committee members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar).
3. The Accreditation Committee shall function under the direction of the policies and procedures for Accreditation Committee and in accordance with the annual Accreditation Committee Charge from the Society Board of Directors.

### **Section 17 — Society for Simulation in Healthcare Academy Committee**

The Society for Simulation in Healthcare Academy (SSHA) Committee shall be responsible for assuring the integrity of the Society's fellowship program; including standards, policies, procedures, and processes; and for verifying that all requisite compliance, regulatory and quality standards are met and maintained.

1. The SSHA Committee shall be comprised of the Chair, Vice Chair, Executive Committee members, the Executive Director, and six (6) general members. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws.
2. SSHA Committee general members shall be appointed per Article VIII Section 2 Item 4. Appointments shall take into account specialty, expertise, and professional record to assure diversity and excellence within the committee. Prospective committee members shall submit their areas of interest and expertise, as well as a summary of their current professional portfolio (CV or similar).
3. The SSHA Committee shall function under the direction of the policies and procedures for SSHA Committee and in accordance with the annual SSHA Charge from the Society Board of Directors.

### **Section 18 — Meeting Oversight Commission**

The Meeting Oversight Commission shall be responsible for assuring the longitudinal quality, integrity and financial success of the Society sponsored meetings through the synergistic development of strategies, analyses, efficiencies, quality control, and cross promotional activities. The Meeting Oversight Commission shall be responsible for overseeing the work of the IMSH Planning Committee and any other Society's

“Meeting” Planning Committees, so that all requisite policies, procedures, processes, quality standards, and legal and financial requirements are met and maintained.

1. The Meeting Oversight Commission shall be comprised of the Chair, Vice Chair, and between nine (9) and seventeen (17) members selected to represent the planning and implementation of Society meetings. The Chair and Vice Chair shall be appointed by the President-elect per Article VIII, Section 2 of the Bylaws.
2. The Meeting Oversight Commission members shall include the Society Treasurer, President-Elect, and Past President (3); the Previous (3) and Current (1 collective vote) Chairs of the IMSH Planning Committee; and the Previous (2) and the Current chairs (1 collective vote) of other Society “Meeting” Planning Committees that are designated in the annual Meeting Oversight Commission Charge by the Board of Directors for the term of service. Future Planning Chairs may join the commission as non-voting members as soon as accepted. Voting privileges will begin when the chairs replace the current chairs. The Society Executive Director, Associate Executive Director, Director of Education, Director of Meetings and Events, and the Board of Directors Liaison, and other Commission Chair appointed Society members shall serve on the meeting oversight commission as non-voting members. Terms of appointment to the Meetings Oversight Commission for IMSH Planning Committee Chairs is up to three (3) years, including two (2) years as voting members while serving as Current and Previous Chairs. Terms of appointment to the Meetings Oversight commission for other Society “Meeting” Planning Committee Chairs is two (2) years, while serving as Current and Previous Chairs. Should a member be eligible for multiple voting positions on the Meetings Oversight Commission, they shall serve only a single voting position, matching their most recent qualifying position.

The Meeting Oversight Commission shall function under the direction of the policies and procedures for Meeting Oversight Commission and in accordance with the annual Meeting Oversight Commission Charge from the Society Board of Directors.

## **Article IX. Affinity, Special Interest Groups, and Sections**

### **Section 1 - Appointments and Terms of Office:**

1. The Board of Directors approves Affinity Groups, Special interest Groups, and Sections
2. Chairs and Vice Chairs shall be selected by the specific group (AG, SIG, Section) members and approved by the Executive Committee.
3. Chairs and Vice Chairs shall serve a two (2) year term unless otherwise specified.
  - 3.1. If for whatever reason, a Chair cannot complete their term, the Vice-Chair, with the approval of the Executive Committee, will assume all chair responsibilities.

### **Section 2 — Affinity Groups**

The purpose of an Affinity Group is for SSH members and non-members with special interests in simulation to network and explore an area of simulation specialization and collaborate formally. Affinity groups advance simulation in an area of interest to increase opportunities for participation in SSH, and to promote and advance the purposes and activities of SSH.

Affinity Groups (AG) are defined as an active group of SSH members and non-SSH members with a common interest not currently serviced by the committee structure of the organization.

### **Section 3 — Special Interest Groups (SIGs)**

The purpose of a Special Interest Group is to provide opportunities for SSH members to advance simulation in their area of interest, promote member engagement in the Society, and enhance the Society's conferences and events.

Special Interest Groups are structured groups of 30 or more members dedicated to advancing simulation in their area of interest and supporting the vision and mission of SSH.

### **Section 4 — Sections**

The purpose of a Section is to provide opportunities for the members of SSH to advance simulation in their area of interest, to promote member engagement and leadership development in the society, and to broaden educational and research content at Society conferences and events.

SSH Sections are structured groups of 100 or more SSH members dedicated to advance simulation in their area of interest and support the vision and mission of the Society. The Section will act in a way that is consistent with the policies of SSH.

## **Article X. Official Publications**

### **Section 1 — Journal**

1. The official publication of the Society shall be Simulation in Healthcare (also referred to as "The Journal")
2. Editor-in-Chief (EIC)
  - 2.1. The editor-in chief's responsibilities are as outlined in Society Policy and in the EIC Contract of Employment.
  - 2.2. The Board of Directors shall appoint the editor-in- chief, and the Board of Directors shall ratify the contract between the editor-in-chief and the Society.
  - 2.3. The Board of Directors shall have the authority to direct the editor-in-chief in accordance with the Society's philosophy and goals. Should a question of authority over Journal-related decisions be in dispute between the Board of Directors and the editor-in-chief, the Board of Directors shall prevail.
  - 2.4. The editor-in-chief shall recuse him/herself from any discussion or votes related to the Journal operations, publication, and distribution. The Board of Directors may, at their will, elect to have the editor-in-chief join the discussion with respect to Journal related issues.
3. SIH Editorial Board
  - 3.1. The editorial board for the Journal shall be the SIH Editorial Board.
  - 3.2. The Society's Board of Directors shall approve additional and replacement SIH Editorial Board members from among nominees proposed by the editor-in-chief.
  - 3.3. The editor-in-chief is responsible for the activities of the Editorial Board and may appoint associate editors from the ranks of the Editorial Board.
  - 3.4. Associate editors may receive an annual stipend as recommended by the Editor and approved by the Board of Directors of the Society

## **Section 2 — Other Publications**

The SSH Board of Director may direct the creation of additional official publications of the Society.

## **Article XI. Parliamentary Procedure**

The rules contained in the current edition of Robert's Rules of Order shall be the Society's procedural standard except when they are inconsistent with the Society Bylaws or Society Policy. In those events, the Bylaws shall prevail. The Board of Directors shall appoint a parliamentarian who will be responsible for Society meetings.

## **Article XII. Indemnification**

The Society shall indemnify all officers, directors, and employees for expenses incurred with the defense costs incurred prior to judgment or other claim resolution (subject to the individual's submittal of a written undertaking to repay if ultimately not entitled to indemnification) or settlement of any claim against such person by reason of service as an officer, director, or employee. Unless a judgment or adjudication shall establish that such claim arose or resulted from any dishonest, fraudulent, criminal, malicious or knowingly wrongful act, error or omission of such person. The Board of Directors will establish a procedure to determine whether indemnification payments are entitled under the bylaw.

## **Article XIII. Dissolution**

### **Section 1 — Net Assets**

1. A three quarter (3/4) majority vote of the Board of Directors members shall be required to dissolve the Society.
2. In the event of dissolution of the Society, the net assets of the corporation shall be applied and distributed as follows:
  - 2.1. Liabilities and obligations shall be paid, satisfied, and discharged or adequate provision shall be made thereof.
  - 2.2. Distribution of assets: The Board of Directors will determine the remaining assets and the distribution of assets to simulation-related projects and/or organizations who qualify under the federal rules and regulations as 501(c)(3) organizations under the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, state or local government for a public purpose.

## **Article XIV. Amendments**

### **Section 1 — Submission**

1. Amendments to the bylaws shall be proposed by the Bylaws Committee, Board of Directors or by written request of at least 10% of Active Members in accordance with Society procedures and applicable laws.
2. Amendments shall be submitted to the Board of Directors for consideration and approval.
3. Amendments accompanied by verified non-electronic signatures of at least 30% of current membership shall not require Board of Directors approval. Amendments submitted through this method shall still require ratification as described in Article XIV, Section 2, Part 2.

## **Section 2 — Approval**

1. Amendments approved by the Board of Directors shall be presented to the membership for ratification at the Society's Annual Business Meeting or by other means as determined by the Board of Directors.
2. Amendments submitted under Article XIV, Section 1, Part 3, shall be presented to the membership for ratification at the Society's Annual Business Meeting or by other means as determined by the Board of Directors and pursuant to the laws and regulations of the state where the Society is incorporated.
3. Proposed changes in the bylaws and amendments shall be reported to the membership by a means determined by the Board of Directors.
4. If a conflict between Society policy and the Society bylaws exist, the bylaws will prevail. If the bylaws are silent on a topic, Society policy will determine the resolution.
5. Bylaw amendments shall be considered approved by a majority vote of at least 5% of the total membership of the Society, whether electronic or in person..

## **Article XV. Definition and Terms**

### **Section 1 — Society**

The term Society refers to the legal entity, the Society for Simulation in Healthcare (SSH)

### **Section 2 — Annual Business Meeting**

1. The term Annual Business Meeting (ABM) refers to the Society's annual membership meeting as required in the bylaws and by Federal and State regulations governing the Society.
  - 1.1. The ABM may be held in conjunction with the Society's annual scientific conference: International Meeting on Simulation in Healthcare (IMSH).
  - 1.2. The Board of Directors may elect to have the ABM at another time than in association with IMSH

### **Section 3 — Board of Directors, Directors, and Officers**

1. The voting members of the Board of Directors (BOD) are made up of the Directors, and Officers.
2. The term Director refers to an at-large-Director of the BOD
3. The term Officers refers to any individual holding the office of:
  - 3.1. President
  - 3.2. President-elect
  - 3.3. Past President
  - 3.4. Secretary
  - 3.5. Treasurer

## **Section 4 — Vacancy**

The term vacancy refers to any situation whereby an individual cannot fulfill his/her term on the BOD or a committee for any reason.

## **Section 5 — Professions and Specialties**

1. It is the intent of the Society's leadership to reflect the diversity of the membership.
2. The term Profession refers to clinical and non-clinical professions.
  - 2.1. Any given profession may have several specialties.
    - 2.1.1. Specialties are recognized and sanctioned areas of specialization within a given profession.
  - 2.2. Professions include but are not limited to:
    - 2.2.1. Medicine
    - 2.2.2. Nursing
    - 2.2.3. Healthcare administration
    - 2.2.4. Engineering
    - 2.2.5. Education
    - 2.2.6. Respiratory Therapy
    - 2.2.7. Pharmacy
    - 2.2.8. Paramedic or EMS
    - 2.2.9. Other Allied health professions
    - 2.2.10. Other healthcare simulation professions

Approved 11/24/04;

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