

CHARTER OF THE AMERICAN SOCIETY FOR HEALTHCARE RISK MANAGEMENT

ARTICLE 1 - NAME

The organization's name shall be the American Society for Healthcare Risk Management (hereinafter "ASHRM").

ARTICLE 2 - PURPOSE

ASHRM's mission is to advance patient safety, reduce uncertainty and maximize value through management of risk across the healthcare enterprise.

ASHRM supports and advances the vision of the American Hospital Association (AHA), a society of healthy communities, where all individuals reach their highest potential for health by advancing the health of individuals and communities.

ASHRM, and the professionals they represent, provide a primary professional, technical, and administrative resource from which the AHA receives guidance and representation in formulating policy, determining membership programs, and fulfilling its advocacy role in influencing the public, legislation, and regulations.

ARTICLE 3 – AUTHORITY

ASHRM functions as a Professional Membership Group (PMG) of the AHA operating in accordance with the PMG Division's Standing Procedures (SP) and ASHRM's Policies and Procedures (P&P).

Although the AHA Board of Trustees retains ultimate authority and responsibility for the PMGs, AHA has empowered PMG leadership to act on behalf of AHA in carrying out the mission and objectives of the PMG. The PMG is not a separate legal entity and must operate in a manner consistent with AHA's policies. **The elected PMG Board defines the constituency to be served, sets overall direction, and establishes and maintains budgetary oversight for the PMG.**

ARTICLE 4 – MEMBERSHIP

Membership is open to professionals whose job responsibilities include healthcare risk management or who have demonstrated a bonafide interest in the field of healthcare risk management and who agree to support the mission, vision and code of professional responsibility of ASHRM.

ARTICLE 5 – DUES

Annual dues of ASHRM shall be established by the ASHRM Board according to the policies and procedures set forth by ASHRM.

ARTICLE 6– MEMBERSHIP MEETINGS

ASHRM shall meet at least annually for the transaction of the affairs of ASHRM.

ARTICLE 7 – ASHRM BOARD

The Board shall be composed of ASHRM members. Eligibility, composition, term, nomination, selection, and meeting frequency shall be according to the policies and procedures set forth by ASHRM.

The ASHRM Board shall have the authority to conduct the affairs of ASHRM and to act on behalf of ASHRM.

The Board shall have the power to develop plans, objectives, and purposes for ASHRM; approve and revise all rules and regulations for the operation of ASHRM; establish ad hoc committees consistent with the objectives of ASHRM; review and approve the recommendations of committees; provide for the conduct of ASHRM's annual meeting; and maintain fiscal responsibility. The actions of the Board shall conform to the regulations of the AHA.

ARTICLE 8 - OFFICERS

An ASHRM member shall be chosen annually to serve as the ASHRM president who shall act as chairman of the Board and shall preside at all meetings of the Board. The nomination and selection process, duties, and continued eligibility to serve as president shall be according to the policies and procedures established by ASHRM

ARTICLE 9 - CONFLICTS OF INTEREST

All elected and appointed representatives of ASHRM, as defined by policies and procedures set forth by the Board, shall comply with all conflict of interest provisions of ASHRM and the AHA.

All elected and appointed representatives of ASHRM shall exercise good faith in all transactions relating to their duties in ASHRM. In their dealings with and on behalf of ASHRM, they are held to a strict rule of honest and fair dealing with ASHRM. They shall not use their position, or knowledge gained there from, so that a conflict might arise between ASHRM's interest and that of the individual. All acts of Board members shall be for the benefit of ASHRM in any dealing that may affect ASHRM adversely. The Board members shall not accept any favor or gratuity that might influence their actions affecting ASHRM or its members.

ARTICLE 10 - COMMITTEES

There shall be standing committees of ASHRM according to the guidelines established by ASHRM. The ASHRM president may appoint, from time to time, additional committees and/or ad hoc task forces for purposes compatible with ASHRM's objectives.

ARTICLE 11 - CHAPTER AFFILIATIONS

Purpose of Affiliation

The purpose of chapter affiliations of ASHRM is to provide an organized structure at the local, state, and international level for members of ASHRM and others in the field of risk management to address problems of mutual interest; to conduct educational programs; to serve as a resource to related healthcare associations; to enhance communication between ASHRM and affiliates; and to promote the purpose of, and membership in, ASHRM.

Affiliation Agreement

The request for affiliation shall be initiated by the local, state or international group utilizing the affiliated chapter agreement provided by the AHA. The affiliation shall be approved by the ASHRM Board.

Affiliated Chapter as Distinct Entity

Any local, state, or international chapter affiliated with ASHRM under this article is not an extension or part of ASHRM or the AHA but remains a distinct separate entity. Any such affiliated chapter is therefore independently responsible for its own governance and operation, maintaining its own financial records, filing appropriate notices and forms with state, federal, or appropriate governmental tax and/or authorities and maintaining necessary insurance coverage. Only the ASHRM Board, and not the affiliated chapters, can speak on behalf of ASHRM.

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