



# **HEALTH PROFESSIONS NETWORK (HPN)**

## **POLICIES & PROCEDURES MANUAL**

*Adopted July 2007; Revised March 2008; Revised July 2008, Revised March 2010; Revised August 2010*

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*Code of Ethics*

**Health Professions Network (HPN)**  
**Policy for the Promotion of Ethical Conduct**  
**POLICIES AND PROCEDURES**

As a nonprofit organization at the forefront of healthcare, HPN's policy is to uphold the highest legal, ethical, and moral standards. Our donors and volunteers support HPN because they trust us to be good stewards of their resources, and to uphold rigorous standards of conduct. Our reputation for integrity and excellence requires the careful observance of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity.

HPN will comply with all applicable laws and regulations and expects its directors and officers to conduct business in accordance with the letter and spirit of all relevant laws; to refrain from any illegal, dishonest, or unethical conduct; to act in a professional, businesslike manner; and to treat others with respect.

In general, the use of good judgment based on high ethical principles will guide directors and officers with respect to lines of acceptable conduct. However, if a situation arises where it is difficult to determine the proper course of conduct, or where questions arise concerning the propriety of certain conduct by an individual or others, the matter shall be brought to the attention of the president or the executive committee of HPN's board.

In all questions involving ethics and conduct, the board will make relevant determinations, except that any individual whose conduct is at issue will not participate in such decisions.

***President Job Description*****Health Professions Network (HPN)  
Job Description for the President  
POLICIES AND PROCEDURES**

**President:** The president shall be the executive officer of the corporation and preside at all meetings of the organization, and of the executive committee and board of the organization. The president shall exercise general supervision over the affairs of the organization and shall be an ex officio member of all committees of the board. He or she shall have the power to sign all contracts authorized either generally or specifically by the board. The president shall appoint the chairs of all committees (with the exception of the Finance Committee which is chaired by the Treasurer and the Nominating Committee which is chaired by the immediate past president) and task forces of the board and perform other duties as may be assigned by the board.

In the absence of the president, the president–elect shall perform the duties of the president.

**Responsibilities**

1. Be directly responsible to the board for the administration of the association.
2. Appoint committee chairs and members as necessary and delegate committee activities, with board approval.
3. Appoint members to fill other positions, such as liaisons and editorial positions, as appropriate with board approval.
4. Preside at all board meetings.
5. When appropriate, serve as the official representative and spokesperson of HPN.
6. Approve all contracts into which HPN enters.
7. Serve on the executive, budget and finance, and other committees as appropriate.
8. Provide a report at each board meeting of his or her activities since the previous board meeting.
9. Perform any other duties that are necessary for the successful execution of HPN's mission.

*Vice President Job Description*

**Health Professions Network (HPN)  
Job Description for the Vice President  
POLICIES AND PROCEDURES**

**Responsibilities**

1. In the absence of the president or in the event of their inability or refusal to act, the vice president shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. The vice president shall perform such other duties as from time to time may be assigned to them by the president or by the board of directors
2. Assists the president in the execution of his or her duties
3. Serves on the executive, policy, budget and finance, program, and other committees as appropriate
4. Provides a report at each board meeting of his or her activities since the previous board meeting
5. Performs any other duties as assigned by the president

*Secretary Job Description*

**Health Professions Network (HPN)  
Job Description for the Secretary  
POLICIES AND PROCEDURES**

The secretary shall

1. Certify and keep at the principal office of the organization the original or a copy of the bylaws as amended.
2. Keep at the principal office of the organization, or at such a place as the board may determine, a book of minutes of all meetings of the directors and meetings of committees. Minutes shall record time and place of meeting, whether regular or special, how called, how notice was given, the names of those present or represented at the meeting, and the proceedings thereof.
3. Ensure that all notices are duly given in accordance with the provisions of the bylaws or as required by law.
4. Prepare and provide written minutes to board members in the specified time.
5. In general, perform all duties incident to the office of the secretary and such other duties as may be required by law, by the articles of incorporation, or by the bylaws, or which may be assigned from time to time by the board.

***Treasurer Job Descriptions*****Health Professions Network (HPN)  
Job Description for the Treasurer  
POLICIES AND PROCEDURES**

The treasurer, jointly with the president and finance committee chair if other than the treasurer, ensures that current records are maintained, reflecting the financial condition of HPN. These records will include cash, outstanding advances, investments, accounts receivable and other assets, accounts payable, and fund balances (net assets).

**Key Responsibilities**

1. Participate in the preparation of the budget.
2. Serve as the chair of the finance committee.
3. Ensure that accurate books and records on financial condition are maintained.
4. Ensure that the assets are protected and invested according to organization policy.
5. Ensure that HPN complies with organization and statutory reporting requirements.
6. Ensure that comprehensive financial reports to the board are prepared in a timely and accurate manner.
7. Ensure that the complete records of the organization are available to the individual or individuals preparing the annual financial statements.
8. Perform all duties incident to the office of the treasurer.
9. Reviews the annual audit and answers board members' questions about the audit.
10. Reviews and reports back to the Board about the annual IRS Report.

***Role of the Board***

**Health Professions Network (HPN)  
Qualifications and Role of the Board  
POLICIES AND PROCEDURES**

**Qualifications**

Individuals to be considered to serve on the HPN Board of Directors must:

1. Must be a representative (one of the two members) of a full member organization of the Health Professions Network (HPN).
2. Must agree to participate in monthly Directors teleconference calls and also attend the semi-annual HPN meetings.

Individuals considered for election by the general membership of HPN must submit a current CV (Curriculum Vitae), a statement of interest reflecting a commitment to attend HPN events.

**Responsibilities**

1. The governing body of the organization shall be the board, which establishes policy, directs the activities of the elected officials and committees, and approves all action pertaining to the business of HPN and acts as the fiduciary and guardian of the organizational assets.
2. The board approves the organization's strategic plan, which shall be updated at least every 2 years.
3. The board may develop and approve resolutions and similar official statements on public issues for use in advocacy and consumer awareness efforts. These statements will provide a public voice to HPN and are intended to better establish, define and improve HPN's public image and presence in the healthcare professions market.
4. The board by simple majority vote is empowered to authorize the addition of HPN's name to statements, letters and proclamations that clearly fit within the vision, mission and values of HPN. The vote may be conducted in person, by telephone or electronic mail, as called by the President. These statements may include issues related to but not limited to legislation, regulation, scope of practice, patient safety, patient access, provider reimbursement, fair wages, work conditions, educational qualifications, professional certification and licensure qualifications. It is acknowledged that the Advocacy Committee holds the primary responsibility for reviewing and initial approval of legislative and regulatory issues.
5. An organizational business plan for each year shall be approved by the board prior to the beginning of the year of implementation.
6. The budget of the organization shall be presented on an annual basis and approved by the board prior to its effective date.
7. The board reviews committees' and officers' reports and makes recommendations concerning committees' activities.
8. The board authorizes the official acts of the elected officials and committees, including position papers and oral or written testimony.
9. The board has the responsibility for retaining legal counsel and approving the retainer fee paid to legal counsel.
10. The board has the responsibility for retaining an auditor.
11. The board must approve all new policies and policy revisions before they are incorporated into the policy manual.
12. The board approves the charges of each committee.
13. The board will meet at least 2 times during the calendar year.
14. The board chair in consultation with the executive committee may call special meetings.
15. Attendance of elected officials is required at all board meetings and official HPN functions.
16. The board shall evaluate itself annually.
17. The board avoids conflicts of interest.
18. In compliance with laws pertinent to exempt organizations under Section 501 (C) (3) of the Internal Revenue Code of 1986 the board maintains confidentiality of all HPN board meetings.
19. An officer owes his or her loyalty to the organization and may not, without permission of the board, use the position as officer or director to his or her own advantage.



## *Code of Ethical Conduct*

### **Health Professions Network (HPN) Code of Ethical Conduct for HPN Board Members and Volunteers POLICIES AND PROCEDURES**

#### **I. Personal and Professional Integrity**

All board members, and volunteers of HPN act with honesty, integrity, and openness in all their dealings as representatives of the organization. The organization promotes a working environment that values respect, fairness, and integrity.

#### **II. Mission**

HPN has a clearly stated mission and purpose, approved by the board, in pursuit of the public good. All of its programs support that mission and all who work for or on behalf of the organization understand and are loyal to that mission and purpose.

#### **III. Governance**

HPN has an active governing body, the board, which is responsible for setting the mission and strategic direction of the organization and oversight of the finances, operations, and policies of HPN. The board

1. Ensures that its members have the requisite skills and experience to carry out their duties and that all members understand and fulfill their governance duties acting for the benefit of HPN and its public purpose
2. Has a conflict-of-interest policy that ensures that any conflicts of interest or the appearance thereof are avoided or appropriately managed through disclosure, recusal, or other means
3. Has a statement of personal commitment that provides attestation to the commitment to HPN's goals and values
4. Ensures that HPN conducts all transactions and dealings with integrity and honesty
5. Ensures that HPN promotes working relationships with board members, volunteers, and program beneficiaries that are based on mutual respect, fairness, and openness
6. Ensures that the organization is fair and inclusive in its policies and practices for all board, and volunteer positions
7. Ensures that policies of HPN are in writing, clearly articulated, and officially adopted
8. Is responsible for engaging independent auditors to perform an annual audit of HPN's financial statements, and has an audit committee that is responsible for overseeing the reliability of financial reporting (usually the responsibility of the finance committee), including the effectiveness of internal control over financial reporting, reviewing, and discussing the annual audited financial statements to determine whether they are complete and consistent with operational and other information known to the committee members, understanding significant risks and exposures and management's response to minimize the risks, and understanding the audit scope and approving audit and non-audit services
9. Ensures that the resources of HPN are responsibly and prudently managed
10. Ensures that HPN has the capacity to carry out its programs effectively

#### **IV. Responsible Stewardship**

HPN manages its funds responsibly and prudently. This should include the following considerations:

1. Spends an adequate amount on administrative expenses to ensure effective accounting systems, internal controls, and other expenditures critical to professional management
2. Compensates those who may receive compensation, reasonably and appropriately

3. Knows that solicitation of funds has reasonable fundraising costs, recognizing the variety of factors that affect fundraising costs
4. Does not accumulate operating funds excessively
5. Ensures that all spending practices and policies are fair, reasonable, and appropriate to fulfill the mission of HPN
6. Ensures that all financial reports are factually accurate and complete in all material respects

#### **V. Openness and Disclosure**

HPN provides comprehensive and timely information to the public, the media, and all stakeholders and is responsive in a timely manner to reasonable requests for information. All information about HPN will fully and honestly reflect the policies and practices of the organization. Basic informational data about HPN, such as the Form 990, will be posted online or otherwise made available to the public. All solicitation materials accurately represent HPN's policies and practices and will reflect the dignity of program beneficiaries. All financial, organizational, and program reports will be complete and accurate in all material respects.

#### **VI. Legal Compliance**

HPN is knowledgeable of, and complies with, laws and regulations.

#### **VII. Program Evaluation**

HPN regularly reviews program effectiveness and has mechanisms to incorporate lessons learned into future programs. The organization is committed to improving program and organizational effectiveness and develops mechanisms to promote learning from its activities and the field. HPN is responsive to changes in its field of activity and is responsive to the needs of its constituencies.

#### **VIII. Inclusiveness and Diversity**

HPN has a policy of promoting inclusiveness and its board, and volunteers reflect diversity in order to enrich its programmatic effectiveness. HPN takes meaningful steps to promote inclusiveness in its retention, promotion, board recruitment, and constituencies served.

#### **IX. Fundraising**

HPN solicitation of funds from the public or from donor institutions uses material that is truthful about the organization. HPN respects the privacy concerns of individual donors and expends funds consistent with donor intent. HPN discloses important and relevant information to potential donors.

#### **Reporting Responsibility**

It is the responsibility of all directors and officers to comply with the code of ethical conduct.

*Confidentiality Statement***Health Professions Network (HPN)  
Confidentiality Statement  
POLICIES AND PROCEDURES**

In compliance with laws pertinent to exempt organizations under Section 501 (C) (3) of the Internal Revenue Code of 1986 it is the policy of HPN that board members may not disclose, divulge, or make accessible confidential information belonging to, or obtained through their affiliation with HPN to any person, including relatives, friends, and business and professional associates, other than to persons who have a legitimate need for such information and to whom HPN has authorized disclosure. Board members shall use confidential information solely for the purpose of performing services as a board member for HPN. This policy is not intended to prevent disclosure where disclosure is required by law.

Board members must exercise good judgment and care at all times to avoid unauthorized or improper disclosures of confidential information. Conversations in public places, such as restaurants, elevators, and airplanes, should be limited to matters that do not pertain to information of a sensitive or confidential nature.

At the end of a board member's term in office he or she shall return, at the request of HPN, all documents, papers, and other materials, regardless of medium, that may contain or be derived from confidential information in his or her possession.

***Confidentiality Disclosure Form***

**Health Professions Network (HPN)  
Confidentiality Disclosure Form  
(WHAT INFORMATION AND DOCUMENTS MAY NOT BE DISCLOSED)  
POLICIES AND PROCEDURES**

In compliance with laws pertinent to exempt organizations under Section 501 (C) (3) of the Internal Revenue Code of 1986 the following policies apply to members of the HPN board, volunteers, and to members of committees authorized by the board. References in the policies to board members are intended also to apply to committee members.

1. **Board and Committee Meetings:** On any vote of the board, both the numbers of affirmative and negative votes and the individual votes of board members, unless specifically requested by a member otherwise, shall be confidential but the record of individual votes must be kept on file.
2. Board, and members shall not disclose to anyone outside of HPN the statements, positions, or votes by any board or committee member on actions taken by the board or its committees. Only in extraordinary situations will a board or committee member disclose his or her position or vote on a board or committee action, and only after advising the board's chair before making such a disclosure.
3. The general "sense of the board" on a particular matter may be conveyed to an applicant, grantee, vendor, or donor when the sharing of such information is helpful in conveying the board's concerns. However, such information should only be shared with the concerned party. In addition, such information may be shared with a donor or with another grantmaker when the information has been requested and is deemed important in helping the donor or grantmaker arrive at an informed decision on a grant proposal or opportunity.
4. **Executive Sessions:** The minutes of the board meeting shall indicate when the board goes into executive session but shall not normally reflect any of the topics or discussion that occurs in executive session. However, when the board takes an action in executive session that needs to be recorded, the board chair will provide any such text that is to be included in the official minutes of the meeting.
5. **Board and Program Committee Docket:** The docket prepared for the board and staff is confidential and should be treated as an internal document restricted to HPN use. No portion of the docket may be shared, in written or oral form, with any individual or with any organization outside of HPN. Exceptions may be made only with the consent of the chair.
6. **Personal Information Board Members:** The home addresses, telephone numbers, fax numbers, and e-mail addresses of board, and committee members are not to be given out to any individual or organization without the express permission of the person to be disclosed.
7. **Information on a Donor's Fund:** All information concerning a donor's fund, other than information published in the annual report, newsletter, or HPN publication, shall remain confidential unless approved by the donor. This includes information on the size and types of grants, the size of the fund, and other such information.
8. **Information on Donors and Prospects:** All information obtained about donors and prospective donors will remain confidential and not discussed with any individual other than a board or staff member, unless otherwise authorized by the donor or prospective donor. The home addresses, telephone numbers, fax numbers, or e-mail addresses of donors and prospective donors are not to be given out to any individual or organization without the express permission of the person to be disclosed.

In signing this statement, I confirm that I have received a copy of the Confidentiality Statement and agree to abide by the guidelines set forth therein.

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Please print name: Board Member, Committee Member,

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Signature: Board Member, Committee Member,                      Date

***Conflict of Interest*****Health Professions Network (HPN)  
Conflict-of-Interest Policy  
POLICIES AND PROCEDURES**

Board members have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. This policy establishes only the framework within which HPN wishes its business to operate. The purpose of these guidelines is to provide general direction so that board members can seek further clarification on issues related to the subject of acceptable standards of operation.

An actual or potential conflict of interest occurs when a board member is in a position to influence a decision that may result in personal gain or gain for a relative as a result of HPN's business dealings. For the purpose of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the board member or employee is similar to that of persons who are related by blood or marriage.

No presumption of a conflict is created by the mere existence of a relationship with outside firms. However, if a board member has any influence on any material business transactions, it is imperative that he or she discloses to an officer of the organization as soon as possible the existence of any actual or potential conflict of interest so that safeguards can be established to protect all parties.

Personal gain may result not only in cases where a board member, or a relative has a significant ownership in a firm with which HPN does business, but also when a board member, or a relative receives any kickback, bribe, substantial gift, or special consideration as a result of any transaction or business dealings involving HPN.

**Nature of Conflicting Interest**

A material conflicting interest may be defined as an interest, direct or indirect, with any persons and firms for example, through

1. Owning stock or holding debt or other proprietary interests in any third party dealing with HPN
2. Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) by any third party dealing with HPN
3. Receiving remuneration for services with respect to individual transactions involving HPN
4. Using HPN's time, personnel, equipment, supplies, or good will other than for approved HPN activities, programs, and purposes
5. Receiving personal gifts or loans from third parties dealing with HPN. Receipt of any gift is disapproved except gifts of nominal value that could not be refused without discourtesy. No personal gift of money should ever be accepted.

***Conflict of Interest Disclosure Form***

**Health Professions Network (HPN)  
Conflict-of-Interest Disclosure Form  
POLICIES AND PROCEDURES**

Please initial in the space at the end of Item A or complete Item B, whichever is appropriate; complete the balance of the form; sign and date the statement; and return it to the board chair.

A. I am not aware of any relationship or interest or situation involving my family or myself that might result in, or give the appearance of being, a conflict of interest between such family member or me on one hand and HPN on the other. Initials: \_\_\_\_\_

B. The following are relationships, interests, or situations involving me or a member of my family that I consider might result in or appear to be an actual, apparent, or potential conflict of interest between such family members or myself on one hand and HPN on the other. Initials: \_\_\_\_\_

Corporate (either nonprofit or for-profit) directorships, positions, and employment:

\_\_\_\_\_

Memberships in the following organizations:

\_\_\_\_\_

Contracts, business activities, and investments with or in the following organizations:

\_\_\_\_\_

Other relationships and activities:

\_\_\_\_\_

My primary business or occupation at this time:

\_\_\_\_\_

I have read and understand HPN’s Conflict-of-Interest Policy and agree to be bound by it. I will promptly inform the President of HPN of any material change that develops in the information contained in the foregoing statement.

\_\_\_\_\_  
Type/Print Name

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

***Policy for the HPN Financial Budget*****Health Professions Network (HPN)  
Policy for the HPN Financial Budget  
POLICIES AND PROCEDURES**

**Budget Process:** The HPN Board shall approve an annual budget for each fiscal year (January 1-December 31) that will project income and expenses and will provide for programs and support services as outlined in the annual business plan. The business plan will contain the financial implications of HPN's annual programmatic (i.e. membership, outreach, advocacy, consumer awareness) and operational initiatives. The Board will manage the organization in accordance with the approved budget. Programmatic or operational changes that may have a significant impact on the annual budget shall be reviewed by the board between budget cycles and may lead to a budget revision.

**Budget guidelines:** Budgeting for any fiscal period shall not deviate materially from the mission, goals, strategies; risk fiscal jeopardy, nor fail to show a generally acceptable level of foresight. Accordingly, the Finance Committee shall develop a budget that:

1. Contains enough detail to enable accurate projections of revenues and expenses, separation of capital and operational items, cash flow and disclosure of planning assumptions
2. Plans the expenditures in any fiscal year that funds that are available or conservatively projected to be received in that period
3. Ensures expenditures are allocated at a commensurate level with the major initiatives of the organization

**Approval of the Budget:** After preparation of the budget for the next fiscal year, copies of the budget shall be sent to all Board members. The Finance Committee will present the budget during the fall in-person directors meeting or by teleconference call. Once the budget has been approved, the budget will be included in the quarterly financial reports as to provide comparisons between budgeted revenues and expenses and actual performance.



***Policy for the HPN Financial Reimbursement*****Health Professions Network (HPN)  
Policy for the HPN Financial Reimbursement  
POLICIES AND PROCEDURES**

**Expense Reimbursements:** HPN has relied upon collaboration with regional convention bureau to supplement meeting costs, which minimizes operational expense. Currently Board is not reimbursed for HPN related travel. However, when budgeted expenses are incurred that require reimbursement, the following guidelines shall be observed:

- All expenditures must be fully documented with receipts and submitted on an expense form (see attached)
- Air travel should be in coach class, from the airport nearest the traveler's home office and the HPN event. Preferred carriers may be utilized if the airfare is equivalent to the lowest fare available.
- In the event that air travel is not used (i.e., train, bus, automobile), total reimbursable expense, including expenses incurred en route, shall not exceed the cost of airfare. Automobile expenses shall be reimbursed at HPN mileage rate which shall be the current IRS rate (i.e. \$.48 mile)
- Documented shuttle, taxis, personal automobiles and parking, should be limited to the most economic rates and shall be reimbursed
- Lodging, if not complementary with the FAM process, shall be limited to \$175 per diem
- It is usual and customary that meals are complementary at HPN events and are not reimbursable. However, in the event of HPN related meal expense is incurred; meal costs should be reasonable and should not exceed \$75 per diem. All expense submitted for reimbursement must be fully documented.

Some examples of non-reimbursable expenses would include:

- Travel insurance
- First class upgrades on travel
- Car rentals, unless pre-approved
- Dry cleaning
- Entertainment costs including movies, liquor, bar costs
- Internet expenses
- Companion/spouse expenses

***Policy for the HPN Finance Team*****Health Professions Network (HPN)  
Policy for the HPN Finance Committee  
POLICIES AND PROCEDURES**

**Committee Charge:** The Finance Committee shall serve as a review committee for all fiscal policies and procedures and serve as a consulting body for the HPN Treasurer and the HPN Board of Directors for all fiscal matters. Specifically the committee shall advise, make policy recommendations and recommend operating procedures to the HPN Board of Directors on all aspects of HPN's finances, including annual operating budget, financial planning, oversight of internal financial controls, and to provide periodic reports to the HPN Board of Directors on the financial condition of the organization.

**Periodic Financials:** Financial reports shall be developed quarterly to enable the Finance Committee to review and to evaluate the fiscal condition of the organization. These reports should include year to date expenditures and revenues, performance vs. budget, and cash reserves. The Treasurer advises the HPN Board of Directors on the financial condition of the organization so that the directors can maintain their fiduciary responsibility.

**Leadership:** The Committee chairman shall be the HPN Treasurer who will sit on the HPN Board of Directors and who will preside over Finance Committee meetings. The Finance Committee will also have a vice chairman who will work with the chairman and take over the chairman's role in his/her absence.

**Committee Members:** The committee members shall be appointed for one year terms by the President in consultation with the committee chair. All committee members are required to submit a Confidentiality Disclosure Form and a Conflict-of-Interest Disclosure Form.

**Meetings:** The Committee shall meet in person at each HPN meeting as appropriate, and shall meet throughout the year via email and/or phone conferencing. The Chair shall submit a written report to the Board within one month of the committee meetings held in conjunction with the HPN meeting.

**Health Professions Network (HPN)**  
**Policy for the Membership Committee**  
**POLICIES AND PROCEDURES**

The Bylaws of the Health Professions Network, approved in September 2006 and revised September 2007 and 2009 includes the following information concerning members and membership:

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ARTICLE IV

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MEMBERS

Section 1. Classes of Members. The corporation shall have two classes of membership. Full Member and Affiliate Member.

- a. Full Member. A full member shall be a
  - i. Membership based organization/group that is oriented towards the health professions or
  - ii. Credentialing or accrediting organization that is oriented towards the health professions or
  - iii. Council/consortium with a mission that supports the HPN mission.
- b. Affiliate Member. Any institution or organization that does not meet criteria for full membership, but is oriented toward the health professions, supports the purposes of HPN and subscribes to its bylaws.

Section 2. Approval of Members. Members shall be approved by the HPN Board of Directors.

Section 3. Voting Rights. Each full member (organization/group) shall be entitled to one vote on each matter submitted to a vote of the members.

Section 4. Resignation. Any member may resign by filing a written resignation with the secretary.

Section 5. Termination of Membership. The full members by affirmative vote of two-thirds of all of the full members may expel a member for cause after an appropriate hearing as outlined in the Policy and Procedure Manual.

Section 6. Dues and special assessments may be determined by the Board of Directors

The purpose of this Policies and Procedures document is to clarify the details of and offer guidance about the membership information as expressed in the Bylaws.

#### Membership:

Definition of membership organization – *An association or corporation established for the purpose of providing services on a nonprofit basis to its shareholders or members who own and control it* (<http://legal-dictionary.thefreedictionary.com/Membership+organization>)

Definition of credentialing or accrediting organization – An organization that provides professional credentialing exams or accreditation of programs or institutions. (examples include: American Registry of Radiologic Technologists, Joint Review Committees, Commission on Accreditation of Allied Health Education Programs, The Joint Commission, etc.)

Definition of council/consortium - *an assembly of persons summoned or convened for consultation, deliberation, or advice* (council definition from [www.dictionary.com](http://www.dictionary.com)). (examples include: Michigan Health Council, Metropolitan Chicago Healthcare Council)

Membership shall be open to an unlimited number of qualified health professions organizations.

#### Examples of “affiliate member”—

- An organization or institution not meeting full membership that is interested in the HPN and subscribes to its bylaws.(e.g., pharmaceutical or medical device manufacturer, consultant, hospital or health system, etc.)
- Educational institutions such as universities, community colleges, professional schools. Institutions or programs must hold regional or national accreditation that is recognized by the Council for Higher Education Accreditation (CHEA) or United States Department of Education (USDE) or equivalent international accrediting entity.

Representatives of affiliate member organizations are allowed to attend all events and functions and participate in discussions but are not allowed to vote.

#### Benefits of membership—Member organizations of HPN may:

- Network with other health professional associations and key national education/accreditation groups
- Send representatives to participate in two meetings per year
- Stay informed about the latest news and issues in allied health by receiving our quarterly e-mail newsletter
- Take part in the “Featured Health Profession” on the HPN Web site, to promote its profession to a wide audience of educators, counselors, students, and prospective practitioners
- Have its organization’s Web site posted via hyperlink on the HPN site

Appointment of “representatives”—Each member organization appoints one or two representatives each January for a 1-year term (for Spring/Fall meetings). If an organization does not submit a roster of representatives in a given year, the representatives from the previous year are considered active.

Definition of “representatives” vs “attendees”—Although each organization is limited to not more than two representatives, additional attendees from a given organization are welcome at any HPN meeting. These additional attendees are allowed to attend all events and functions and participate in discussions but are not allowed to vote.

Definition of “*substitute representative*”—If an appointed representative is unable to attend an HPN meeting for any reason, the member organization may appoint a substitute representative in his/her place. The substitute representative has full voting privileges.

**Committee Charge:** The Membership Committee shall work to increase the membership of HPN. The committee shall identify communication methods to reach HPN members. The committee shall be in contact with and hold a first time attendee welcome meeting prior to the HPN meeting opening reception.

**Leadership:** The chairman shall be appointed by the HPN President for a one year term. The chairman will sit on the HPN Board of Directors as an ex-officio member without voting rights unless elected to the board by the membership. The chairman will preside over the committee. The committee will also have a vice chairman who will work with the chairman and take over the chairman’s role in his/her absence. The Chair shall maintain communication with the HPN Board via regularly scheduled conference calls.

**Committee Members:** The committee members shall be appointed for one year terms by the President in consultation with the committee chair. All committee members are required to submit a Confidentiality Disclosure Form and a Conflict-of-Interest Disclosure Form.

**Meetings:** The committee shall meet in person at each HPN meeting as appropriate, and shall meet throughout the year via email and/or phone conferencing. The Chair shall submit a written report to the Board within one month of the committee meetings held in conjunction with the HPN meeting.

**Health Professions Network (HPN)**  
**Policy for the HPN Program Committee**  
**POLICIES AND PROCEDURES**

**Committee Charge:** The Health Professions Network Program Committee, with input from and subsequent approval of the Board of Directors, shall develop the agenda for the regularly scheduled Spring and Fall HPN Conferences. The committee shall also, with input from both the Board of Directors and the membership, develop the conference theme and identify, communicate with and schedule presenters consistent with the conference theme.

To provide adequate time for dissemination of conference information, the Program Committee shall abide by the following schedule:

1. A draft agenda with suggested theme and a list of potential presenters for the next HPN conference shall be presented to the Board no later than 150 days prior to the next scheduled conference.
2. A draft agenda with agreed upon theme shall be completed, and initial contact shall have been made with identified presenters no later than 120 days prior to the next scheduled conference.
3. Presenters shall be confirmed no later than 90 days prior to the next scheduled conference.
4. The final agenda with confirmed presenters shall be completed no later than 60 days prior to the next conference.

**Leadership:** The chairman shall be appointed by the HPN President for a one year term. The chairman shall sit on the HPN Board of Directors as an ex-officio member without voting rights unless elected to the board by the membership. The chairman will preside over the committee. The Committee will also have a vice chairman who will work with the chairman and take over the chairman's role in his/her absence. The Chair shall maintain communication with the HPN Board via regularly scheduled conference calls. The Committee Chair shall refer all conference presenters, once confirmed, to the HPN Executive Office for coordination of travel, housing and related reimbursement arrangements.

**Committee Members:** : The committee shall consist of no less than five active HPN members selected by the president in consultation with the committee chair. The HPN president shall be an ex-officio member. Term of membership shall be one calendar year. All committee members are required to submit a Confidentiality Disclosure Form and a Conflict-of-Interest Disclosure Form.

**Meetings:** The committee shall meet in person at each HPN meeting as appropriate, and shall meet throughout the year via email and/or phone conferencing as necessary so as to complete its charge. The Chair shall submit a written report to the Board within one month of the committee meetings held in conjunction with the HPN meeting.

**Health Professions Network (HPN)**  
**Policy for the HPN Consumer Awareness Committee**  
**POLICIES AND PROCEDURES**

The Bylaws of the Health Professions Network, approved in September 2006, includes the following information concerning committees:

*Article VIII: Committees*

*Section 2. Other Committees. Other committees not having and exercising the authority of the board of directors in the management of the corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation and the board of directors of the corporation shall approve the members thereof. Any members thereof may be removed by a majority vote of the Board whenever in their judgment the best interests of the corporation shall be served by such removal.*

*Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the board of directors of the corporation and until their successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.*

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**Committee Charge:** The Health Professions Network Consumer Awareness Committee will seek opportunities to expand national awareness of 1) healthcare professions; 2) benefits of healthcare careers; and 3) positive impact of these professions on healthcare. Committee members will complete tasks necessary to increase attention to healthcare professions through inclusion on related websites, representation to related conferences, response to public relations requests, dissemination of official HPN statements and press releases, and coordination of annual Allied Health Professions Week activities.

Policy on Spokespersons and Routing of Inquiries

To ensure the quality and consistency of information disseminated to outside sources, the following Policy shall be enforced:

- All external inquiries are to be handled by the following spokespersons. Inquiries will be routed in the below order:
  1. HPN President
  2. Other Board Officers: HPN Vice President, Secretary, Treasurer
  3. Chair of Consumer Awareness Committee
  4. Other HPN Board Members as available

This spokesperson order will be followed regardless of who the external representative is, whom he or she represents, or how innocuous the request. The spokesperson will provide approved HPN messages and background information.

With input from the HPN Board, the Consumer Awareness Committee will develop press releases and standard external messages related to its charge. The Committee will seek approval from the HPN Board prior to dissemination. Messages will be consistent with established HPN mission, vision and values.

**Leadership:** The chairman shall be appointed by the HPN President for a one year term. The chairman will sit on the HPN Board of Directors as an ex-officio member without voting rights unless elected to the board by the membership. The chairman will preside over the committee meetings. The Committee will

also have a vice chairman who will work with the chairman and take over the chairman's role in his/her absence. The Chair shall maintain communication with the HPN Board via regularly scheduled conference calls.

**Committee Members:** The committee members shall be appointed for one year terms. All committee members are required to submit a Confidentiality Disclosure Form and a Conflict-of-Interest Disclosure Form.

**Meetings:** The committee shall meet in person at each HPN meeting as appropriate, and shall meet throughout the year via email and/or phone conferencing. The Chair shall submit a written report to the Board within one month of the committee meetings held in conjunction with the HPN meeting.



**Health Professions Network (HPN)**  
**Policy for the HPN Advocacy Committee**  
**POLICIES AND PROCEDURES**

The Bylaws of the Health Professions Network, approved in September 2006, includes the following information concerning committees:

*Article VIII: Committees*

*Section 2. Other Committees. Other committees not having and exercising the authority of the board of directors in the management of the corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation and the board of directors of the corporation shall approve the members thereof. Any members thereof may be removed by a majority vote of the Board whenever in their judgment the best interests of the corporation shall be served by such removal.*

*Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the board of directors of the corporation and until their successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.*

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**Committee Charge:** The Health Professions Network Advocacy Committee will advocate for improved access to and quality of health care including the use of and reimbursement for health professionals. The Advocacy Committee will develop policies as needed that relate to the Advocacy of Health Professions Network.

The committee will accomplish this through education of consumers, policymakers, regulatory agencies and physicians about the scope of practice, education and training, credentialing and qualifications of health professionals. The HPN Advocacy Committee will work to influence legislation and regulation, which will promote access of patients to the services of health care professionals.

**Leadership:** The chairman shall be appointed by the HPN President for a one year term. The chairman will sit on the HPN Board of Directors as an ex-officio member without voting rights unless elected to the board by the membership. The chairman will preside over the committee meetings. The Committee will also have a vice chairman who will work with the chairman and take over the chairman's role in his/her absence. The Chair shall maintain communication with the HPN Board via regularly scheduled conference calls.

**Committee Members:** The committee members shall be appointed for one year terms by the President in consultation with the committee chair. All committee members are required to submit a Confidentiality Disclosure Form and a Conflict-of-Interest Disclosure Form.

**Meetings:** The committee shall meet in person at each HPN meeting as appropriate, and shall meet throughout the year via email and/or phone conferencing. The Chair shall submit a written report to the Board within one month of the committee meetings held in conjunction with the HPN meeting.

**Health Professions Network (HPN)**  
**Policy for the HPN Committee on Nominations**  
**POLICIES AND PROCEDURES**

The Bylaws of the Health Professions Network, approved in September 2006, includes the following information concerning committees:

*Article VIII: Committees*

*Section 2. Other Committees. Other committees not having and exercising the authority of the board of directors in the management of the corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation and the board of directors of the corporation shall approve the members thereof. Any members thereof may be removed by a majority vote of the Board whenever in their judgment the best interests of the corporation shall be served by such removal.*

*Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the board of directors of the corporation and until their successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.*

**Committee Charge:** The committee will develop a slate of candidates for the HPN Board of Directors nominating one representative per organization.

**Qualifications:** Individuals to be considered to serve on the HPN Board of Directors must:

1. Must be a representative (one of the two members) of a member organization of the Health Professions Network (HPN).
2. Must agree to participate in monthly Directors teleconference calls and also attend the semi-annual HPN meetings.

Individuals considered for election by the general membership of HPN must submit a current CV (Curriculum Vitae), a statement of interest reflecting a commitment to attend HPN events.

**Timeline:**

Early June	Send draft Call to Chair for review and approval
Late June	Set Nominating Committee conference call
July 10	Mail 1 <sup>st</sup> Call for Nominations
July 25	Mail 2 <sup>nd</sup> Call for Nominations
September 1	Deadline for candidate materials
September 15	Ballots Complete and Included in Fall Meeting Agenda
October	The newly elected officers will be in office after the Fall Conference

**Leadership:** The Immediate Past President of HPN will serve as the committee chairperson.

**Committee Members:** The other committee members will be comprised of with only one representative per organizations. If not possible, the committee will go to a second tier of candidates that would include representatives from organizations already represented on the Board. Committee members are ineligible to run for elected positions. The committee members shall be appointed for one year terms by the

President in consultation with the committee chair. All committee members are required to submit a Confidentiality Disclosure Form and a Conflict-of-Interest Disclosure Form.

**Meetings:** The committee shall meet in person at each HPN meeting as appropriate, and shall meet throughout the year via email and/or phone conferencing.

**Health Professions Network (HPN)**  
**Policy for the HPN Committee on Bylaws**  
**POLICIES AND PROCEDURES**

The Bylaws of the Health Professions Network, approved in September 2006, includes the following information concerning committees:

*Article VIII: Committees*

*Section 2. Other Committees. Other committees not having and exercising the authority of the board of directors in the management of the corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation and the board of directors of the corporation shall approve the members thereof. Any members thereof may be removed by a majority vote of the Board whenever in their judgment the best interests of the corporation shall be served by such removal.*

*Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the board of directors of the corporation and until their successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.*

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**Committee Charge:** As stated in Article XIII: Amendments to By-Laws: of the adopted September 2006 Health Professions Network Bylaws: These by-laws may be altered, amended or repealed and new by-laws may be adopted by a majority of the members present at any regular meeting or at any special meeting, provided that at least fifteen (15) days' written notice is given of intention to alter, amend or repeal and to adopt new by-laws at such meeting.

**Bylaws Revision Procedure**

1. Any voting member of HPN can propose a bylaws revision to the Board of Directors.
2. Any proposed bylaws revisions must be approved by the executive committee or Board of Directors, and then be given to the bylaws committee for review.
3. If the Board of Directors does not approve the proposed bylaws change they will communicate this to the author.
4. If the Board of Directors sends the proposal to the bylaws committee for action and the bylaws committee concurs that the suggested revision(s) will not conflict with another bylaw, the committee can write the revision and submit it for approval per the timelines noted.
5. If the bylaws committee finds the proposed revision conflicts with another bylaw or if the committee has questions about the proposed change, they will send the proposal back to the Board of Directors for clarification.

The Committee will also work on revisions to the Policy and Procedure Manual as requested by the Board.

**Policies and Procedures Revision Procedure**

1. Any voting member of HPN can propose a policies and procedures revision to the Board of Directors.
2. Any proposed policies and procedures revisions must be approved by the executive committee or Board of Directors, and then be given to the bylaws committee for review.

3. If the Board of Directors does not approve the proposed policies and procedures change they will communicate this to the author.
4. If the Board of Directors sends the proposal to the bylaws committee for action and the bylaws committee concurs that the suggested revision(s) will not conflict with another policies and procedures, the committee can write the revision and submit it for approval by the Board of Directors.
5. If the bylaws committee finds the proposed revision conflicts with other policies and procedures or if the committee has questions about the proposed change, they will send the proposal back to the Board of Directors for clarification.

**Leadership:** The chairman shall be appointed by the president for a one year term. The chairman shall sit on the HPN Board of Directors as an ex-officio member without voting rights unless elected to the board by the membership. The chairman will preside over committee meetings. The chair shall maintain communication with the HPN Board via regularly scheduled conference calls.

**Committee Members:** The committee members shall be appointed for one year terms by the President in consultation with the committee chair. All committee members are required to submit a Confidentiality Disclosure Form and a Conflict-of-Interest Disclosure Form.

**Meetings:** The committee shall meet in person at each HPN meeting as appropriate, and shall meet throughout the year via email and/or phone conferencing. The Chair shall submit a written report to the Board within one month of the committee meetings held in conjunction with the HPN meeting.