



# **MONTANA SOCIETY OF HEALTHCARE ENGINEERS**

## **BY-LAWS**

### **I NAME**

The name of this organization shall be: Montana Society of Healthcare Engineering (MSHE)

### **II AFFILIATION**

The association shall be affiliated with the Montana Hospital Association (MHA).

### **III OBJECTIVES**

The objectives and purpose of the Association shall be:

1. To advance the development of effective healthcare engineering, maintenance and management.
2. To stimulate the exchange of information and to further the professional, educational, and personal development of its members.
3. To provide a continuing educational opportunity for members to broaden and improve their capabilities in the operation and maintenance of healthcare facilities.
4. This organization is organized exclusively as a not-for-profit association. It shall be so conducted the no part of its income and earnings shall inure to the benefit of any member, officer or other individual.

### **IV MEMBERSHIP**

1. Individuals eligible for membership in this association shall be those active in the field of healthcare engineering and/or management, hereinafter called members.
2. Honorary and retired membership may be granted by majority vote of the members; however, they may not vote or hold office.
3. A corporation or business eligible for associate membership in the Association shall be those active in related fields, such as architects, consulting engineers, manufacturers' representatives, suppliers, etc. hereinafter called "Associate Member."



1. The Associate Member will count as one-member vote in MSHE activities regardless of the number of employees registered and involved with MSHE activities.
2. The Associate Member, and its registered employees with MSHE, will be required to take an active and current participation in the activities of the Association.

## **V MEETINGS**

The Association shall hold the following meetings:

1. There shall be a minimum of two (2) meetings per year.
2. One of these meetings shall be held in the fall.
3. The other meeting shall be in the spring of each year, hereinafter called the "Annual Meeting."

Meetings shall be conducted using the rules contained in the current edition of "Robert's Rules of Order, Newly Revised," and they shall govern the Association in all cases of which they are applicable. In cases in which they are inconsistent with the by-laws and any other special rules of order which the Association may adopt, rules of the Association shall be applicable.

## **VI OFFICERS AND DIRECTORS**

1. Officers and directors shall be members in good standing with this Association.
2. The officers shall be a President and a President-Elect.
3. There shall be five (5) elected regional directors. Regions shall be those established by MHA.
4. Two members from the Associate Membership shall serve on the board in an ex officio capacity. One shall serve as Associate Director and the other as alternate. Appointment shall be made by the Board of Directors from either nomination from a board member or by expressed interest from an Associate Member in good standing. The appointments shall be reviewed annually at the annual meeting.



5. A Secretary/Treasurer shall be appointed from the membership by the President. An appointment shall be approved by the Board of Directors.
6. Duties of the President:
  1. The President shall be the Chief Executive Officer of the Association and shall preside at the meetings of the organization and serve as Chairperson of the Board of Directors.
  2. The President shall present a report at the annual meeting which shall be kept in the permanent files of the Association.
7. Duties of the President-Elect:
  1. The President-Elect shall, in the absence of, or because of incapacity of the President, perform all duties and assume all responsibilities of the President.
8. Duties of the Board of Directors:
  1. The Board of Directors shall consist of the President, President-Elect, five (5) regional directors, immediate Past President, Secretary/Treasurer and the ex officio associate directors.
  2. The Board of Directors shall act for the membership to conduct all business in the best interest of the members.
9. Duties of the Secretary/Treasurer:
  1. The Secretary/Treasurer shall record the proceedings and prepare minutes of the Association and perform such other duties as may be necessary, to coordinate and advance the Association's objectives.
  2. The Secretary/Treasurer shall maintain the financial records of the association and pay all bills authorized by the Board of Directors.



3. A financial report shall be submitted to the general membership at the business section of each meeting.
4. One month prior to the annual meeting, the Secretary/Treasurer shall prepare a financial statement and present it to the Chairperson of the auditing committee for review by the auditing committee.

#### 10. Vacancies:

1. The President shall fill vacancies by appointment from the membership, subject to approval by the Board of Directors to serve the remaining term of office.

### **VII ELECTIONS**

#### 1. President-Elect

1. The President-Elect shall be elected at the Annual Meeting by recommendation of the Nominating Committee and by a vote of the general membership present at the meeting.
2. The President-Elect shall take the office of the President at the Annual Meeting at the beginning of the “New Business” during the general membership business meeting, at the conclusion of the President’s term or terms.
3. The President and President-Elect each shall hold office for a term of one (1) year.
4. The President may elect to run for another one (1) year term, in which the President-Elect’s term will run through the President’s term or terms if reelected by the general membership.
5. The President must declare intentions to seek reelection to the Nominating Committee and Board of Directors at a minimum of one (1) month prior to the annual meeting. Should the President not so notify the Nominating Committee and the Board of Directors, the Nominating Committee will nominate the President-Elect from the membership.



6. During the election, nominations of potential candidates shall be called for from the floor.

## 2. Regional Directors

1. Regional Directors shall be elected at each annual meeting by vote of the general membership present at the meeting to serve a period of two (2) years.
2. Their terms of office shall begin at the beginning of “New Business” of the annual meeting at which they were elected.
3. Directors for Regions 1 and 4 shall be elected during odd numbered years.
4. Directors for Regions 2, 3 and 5 shall be elected during even numbered years.

## 3. Vacancies

1. Should any officer fail to attend two (2) consecutive meetings, resign or fail to meet MSHE requirements, the office shall be considered vacant.

## **VIII COMMITTEES**

The President shall appoint the following standing committees.

1. The Nominating Committee shall consist of the Past President and a minimum of two (2) other members appointed by the President. One (1) member shall be from the Board of Directors and the other shall be from the general membership. The Chairperson of the committee shall be the Past President.
2. The Auditing Committee shall consist of the members of the Board of Directors. The chairperson shall be appointed by the President. At the annual meeting, the chairperson shall move that the financial statement be approved as given or with changes required.
3. The Program Committee shall consist of three (3) members. The Chairperson will be appointed by the President and the two (2) remaining members will be the choice of the Committee Chairperson. A Program Chairperson shall be responsible for only one (1) meeting during any one (1) year.



4. Special committees may be appointed, as needed, by the President.

#### **IX DUES**

1. Dues for membership in this Association shall be \$150.00 annually for members.
2. Dues for Associate Members shall be \$200.00 annually. This entitles the Associate Member to attend MSHE activities. Other employees of the Associate Member organization wishing to take part in MSHE activities will pay dues of \$200.00 per employee.
3. Honorary and retired members shall not be required to pay dues.
4. Dues shall be payable during the month of September or at the Annual Meeting and shall cover the period of October through September. Dues shall not be prorated.
5. Dues will be subject to change and not re-occurring. Annual membership shall allow for members to attend the Spring Conference. Additional costs may be added depending on the format of the conference.

#### **X VOTING**

1. Only members, in good standing, of this Association shall have the privilege of voting. Honorary Members shall not have the privilege of voting.
2. Voting for officers at the Annual Meeting shall be only by those present at the meeting.

#### **XI CHANGES IN THE BY-LAWS**

The By-Laws, as adopted, may be amended or altered at any stated meeting by a vote of two-thirds of the members present or returned written or electronic (email or fax) ballot, and providing that written notice of such change has been given in writing to all current members at least one (1) day prior to the meeting.

*Revised Date: January 26th, 2026*

