

OHIO HEALTH CARE ASSOCIATION HOME CARE AND HOSPICE BYLAWS

Statement of Purpose. The Ohio Health Care Association (OHCA) home care and hospice membership shall develop recommendations to achieve its goals and public policy objectives. OHCA shall provide a forum for the exchange of ideas and the dissemination of information among its home care and hospice members and shall devise and support programs to improve their administrative abilities and professional competence.

Section 1 - Membership.

- A. OHCA home care and hospice membership shall consist of all active members of OHCA that are certified as home health agencies or hospices or that provide Medicaid waiver services other than ID/DD waiver services.
- B. Any such member shall pay dues to OHCA at the level recommended by the OHCA HCH Board.
- C. In recognition of distinguished service to OHCA, former Home Care and Hospice Chairs shall be made Honorary Life Members of OHCA. Such individuals will receive full benefits of membership. In order to be eligible, former OHCA Home Care and Hospice Chairs must be members in good standing if they still own or operate provider agencies in Ohio.

Section 2 - Officers.

- A. The OHCA home care and hospice membership shall select its own leadership in accordance with its bylaws. The leadership will be a Chair and a Vice Chair, each of whom must represent an OHCA home care or hospice member in good standing that is not from the same ownership or control.
- B. Should the OHCA Home Care and Hospice Chair vacate his/her office through resignation, death, or any other cause, the Vice Chair shall serve the remainder of the Chair's unexpired term. If the Vice Chair is unable or unwilling to perform the duties of the office of the Chair, the home care and hospice membership shall hold a special meeting to elect a new Chair who will serve the remaining portion of the unexpired term.
- C. Should the OHCA Home Care and Hospice Vice Chair vacate his/her office through resignation, death, or any other cause, the home care and hospice membership shall hold a special meeting to elect a new Vice Chair who will serve the remaining portion of the unexpired term.

- D. The OHCA Home Care and Hospice Chair and Vice Chair shall be elected annually by the home care and hospice membership in good standing. Each member shall have the number of votes corresponding to the revenue category utilized for membership dues. The lowest revenue category will have one vote, with the number of votes increasing by one for each revenue category included in the tiered dues structure.
- E. The elections of the Home Care and Hospice Chair and Vice Chair may be conducted in an in-person or telephone meeting or electronically.
- F. The individual elected as Home Care and Hospice Chair shall serve as the home care and hospice representative to the OHCA Board of Directors.
- G. The OHCA home care and hospice membership shall have the authority to terminate the tenure of the Chair or Vice Chair for cause. "Cause" is defined as conduct that is substantially prejudicial or contrary to the maintenance of high standards of professional conduct or to the interest and objectives of OHCA. Such disciplinary action may be taken by a majority vote at any meeting of the membership.

Section 3 - Committees. The OHCA Home Care and Hospice Chair may create and eliminate any committees as deemed necessary. The Chair shall appoint the chair of any committee. Except as otherwise determined by the Chair, membership on any committee shall be open to any OHCA member.

Section 4 - Duties of the Officers.

- A. The Chair shall:
 - 1. Preside at OHCA home care and hospice membership meetings.
 - 2. Appoint committee chairs.
 - 3. Appoint liaisons to OHCA committees as deemed necessary and appropriate by the Chair.
 - 4. Report at least annually to the OHCA Board of Directors about home care and hospice activities.
 - 5. Be an ex-officio member of all committees established by the Chair.
- B. The Vice Chair shall:
 - 1. Perform the duties of the office of the Chair whenever the Chair is unable to do so.

2. Serve as Chair during the remainder of the term should the office of Chair become vacant for any reason.

Section 5 - Duties of the OHCA Home Care and Hospice Membership.

- A. The OHCA home care and hospice membership, in concert with the Chair, shall conduct the home care and hospice business of OHCA.
- B. The OHCA home care and hospice membership shall meet at least annually and at such other times as called by the Chair. All meetings, regardless of purpose, may be held in person, via conference call, or by other electronic communication vehicle as deemed appropriate by the Chair.
- C. The OHCA home care and hospice membership shall develop policy for OHCA relating to home care and hospice. Should differences arise between the home care and hospice membership's position and OHCA's position on a particular issue, those differences will be negotiated between OHCA's Executive Committee and the Home Care and Hospice Chair and Vice Chair.

Section 6 - Dues, Fees, and Assessments. Changes in home care and hospice dues levels will be recommended by majority vote of the home care and hospice membership for inclusion in the OHCA budgetary process. Dues will be collected from home care and hospice members in accordance with OHCA's procedures.

Section 7 - Activities. The activities of the OHCA home care and hospice membership shall be those in keeping with the "Statement of Purpose" found in these bylaws.

Section 8 - Meetings of the Membership.

- A. The OHCA home care and hospice membership shall meet at least once each year, in conjunction with the OHCA annual membership meeting.
- B. Voting at membership meetings shall be limited to OHCA home care or hospice members in good standing.
- C. A quorum is established for all membership meetings by twenty percent of the total number of home care and hospice members.
- D. A simple majority of votes is required to elect the Chair or Vice Chair or to pass any motion at meetings where a quorum is established.

Section 9 - Rules of Order. In cases of procedure, the bylaws shall prevail. In case of procedural disputes, Roberts Rules of Order shall govern.

Section 10 - Amendments to the Bylaws.

- A. Only OHCA home care or hospice members may offer amendments to the home care and hospice bylaws.
- B. It shall take majority a vote of a quorum of the membership to amend the bylaws.
- C. Amendments to the home care and hospice bylaws shall not contravene OHCA's Code of Regulations.

Section 11 – Establishment of a Board.

- A. The OHCA home care and hospice membership may establish an OHCA Home Care and Hospice Board at any time the membership deems it appropriate.
- B. The OHCA home care and hospice membership shall make any amendments to these bylaws that are necessary for the establishment and operation of an OHCA Home Care and Hospice Board.