

Board of Directors Manual

Healthcare Leadership Network of the Delaware Valley

An Independent Chapter of



American College of
Healthcare Executives
for leaders who care®



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Welcome to the Board of HLNDV



Welcome and congratulations on your new role as a board member of the Healthcare Leadership Network of the Delaware Valley (HLNDV). As you know HLNDV is a Chapter of the American College of Healthcare Executives that spans much of Southeastern Pennsylvania, southern New Jersey, and Delaware. You will be joining our board of more than 20 dedicated healthcare leaders that volunteer their time to enhance and educate the healthcare leaders in our region.

As a board member you are now an active leader in ACHE and represent in excess of 1,100 ACHE members. Thank you for your service – and the Board of HLNDV looks forward to serving with you.

If I can be of any help please reach out at any time!

A handwritten signature in black ink that reads "Douglas Hughes". The signature is written in a cursive, flowing style.

Douglas Hughes, MBA, FACHE
HLNDV Chapter President

HLNDV

Overview and Leadership Structure

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Vision, Mission and Values

Vision

The vision of HLNDV is to be the premier professional organization for healthcare leaders in the Delaware Valley.

Mission

Our mission is to provide healthcare professionals with opportunities to grow, learn, and lead through education, collaboration, and networking.

Values

As members of the Healthcare Leadership Network of the Delaware Valley, we are committed to the ACHE Values of:

Integrity - We advocate and demonstrate high ethical conduct in all we do.

Lifelong Learning - We recognize that lifelong learning is essential to our ability to innovate and continually improve ourselves, our organizations, and our professions.

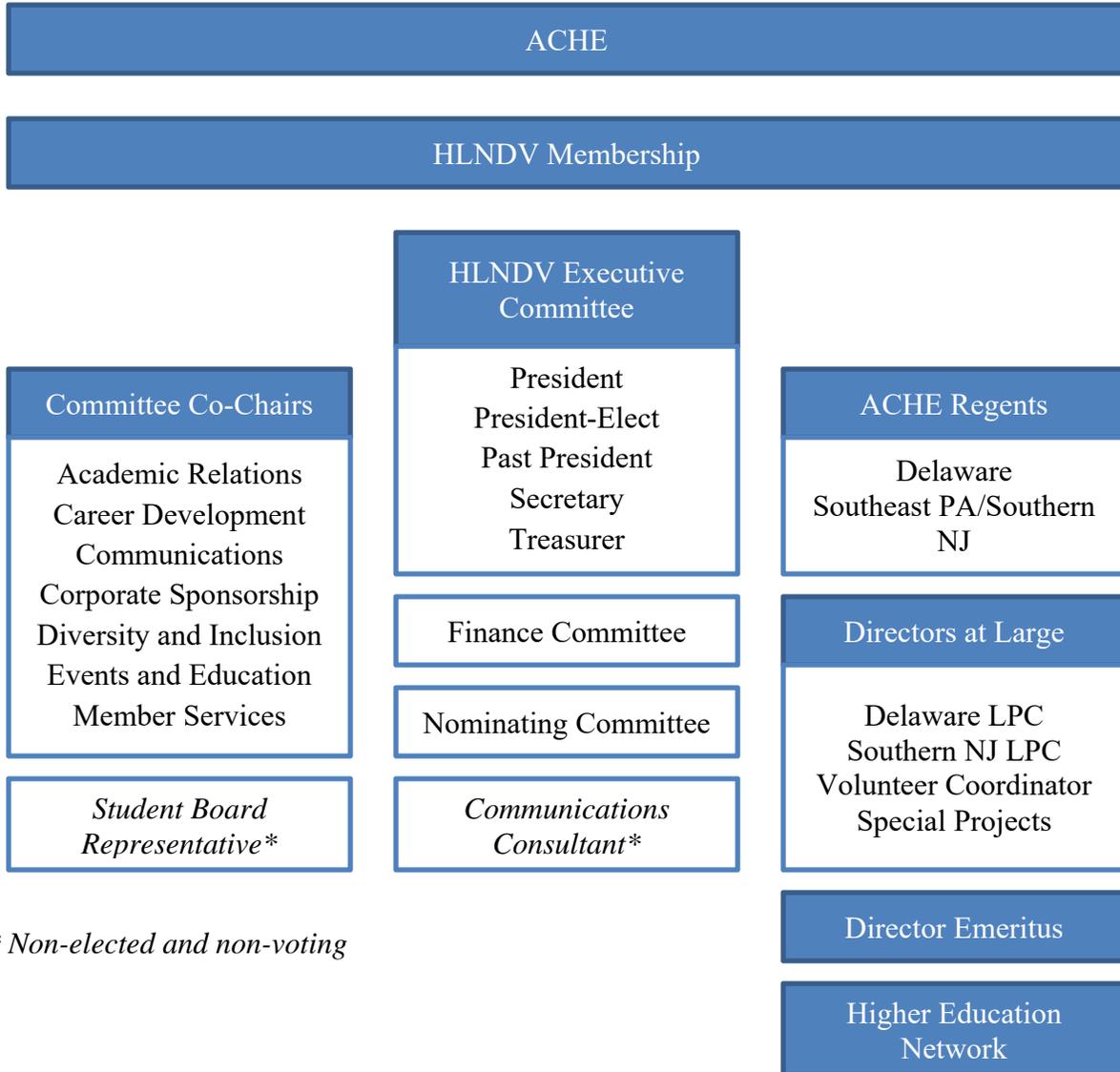
Leadership - We lead through example and mentoring, and recognize caring must be a cornerstone of our professional interactions.

Diversity - We advocate inclusion and embrace the differences of those with whom we work and the communities we serve.

Geography

HLNDV serves ACHE members across the Delaware Valley including Southeastern Pennsylvania, southern New Jersey and all of Delaware.

Organizational Structure



* Non-elected and non-voting

Committees

Academic Relations Committee

The Academic Relations Committee identifies and develops opportunities for the Chapter to improve its relations with students, faculty and educational programs. Specific functions include:

- Promoting student and faculty membership and active participation in the Chapter and ACHE;
- Developing and maintaining relationships with schools in ACHE's Higher Education Network in conjunction with the local Regent;
- Coordinating visits to student programs to promote the profession; and identifying potential guest speakers for visits to student programs.

Additionally, the Academic Relations Committee is responsible for disbursing financial awards from the I. Donald Snook Education Fund on an annual basis. These awards support students in healthcare-related programs across the Philadelphia region.

Career Development Committee

The Career Development Committee supports professional growth and career advancement for our membership through several programs and services:

- **Mentorship Program** – Facilitates and provides guidance to anyone interested in becoming a mentor or mentee.
- **ACHE Advancement Study Group** – Coordinates a free, structured learning engagement to help any interested member prepare for the ACHE advancement exam.
- **Community Service Projects** – Through a variety of volunteer events and programs, HLNDV members strengthen the bonds we share as healthcare professionals with those we serve.
- **Job Bulletin** – An online listing of job opportunities within our region.
- **Awards** – Coordinates the awards process for the two annual Regents' Awards for Early Career and Senior-level healthcare executives. Also coordinates the awards process for the annual Administrative Achievement Award for mid-careerists.
- **Early Careerist SIG** – This group provides educational programs, and networking and mentoring opportunities for members under age 40.

Communications Committee

The Communications Committee is responsible for all activities related to the Chapter's public relations and social media outreach including:

- The Chapter newsletter;
- Website development and maintenance;
- Annual Report;
- Social media coordination and content development; and
- Press release creation and submission.

Corporate Sponsorship Committee

The Corporate Sponsorship Committee develops and maintains relationships with organizations to obtain their financial support and to enhance the visibility of their brand within HLNDV. The Committee does this through:

- Reviewing/revising sponsorship level benefit descriptions (e.g., Gold, Silver, Bronze) on an annual basis;
- Communicating with identified potential corporate sponsors; securing new corporate sponsors;
- Ensuring benefits of existing corporate sponsors (e.g., website logo, complimentary passes to events, newsletter articles, marketing opportunities at events);
- Maintaining relationships with existing corporate sponsors; renewing corporate sponsorship agreements; and
- Maintaining information found on the sponsorship page of the HLNDV website.

Diversity and Inclusion Committee

The Diversity and Inclusion Committee champions diversity and cultural competency and strengthen the efforts of the Institute for Diversity in Health Management and other associations. The committee engages Chapter and non-Chapter senior leadership with diversity expertise to develop educational programs for the Chapter and help promote and participate in diversity efforts. The committee works with our other committees to create diversity related programs. It approaches diversity and inclusion from any/all aspects (including but not limited to race, gender, sexual preference, age, disabled and any minorities). It develops relationships and partnerships with other diverse organizations and coordinates and is consistent with ACHE's diversity efforts.

Events & Education Committee

The Events & Education Committee offers healthcare management professionals a variety of high-quality and timely educational, networking and other programming events throughout the year. This includes up to 12 ACHE Face-to-Face credits as well as ACHE Qualified credits.

Member Services Committee

The Member Services Committee is responsible for all activities related to understanding the needs of HLNDV members. Responsibilities include:

- Creating and maintaining a new member outreach program;
- Coordinating outreach to all subsections of members in conjunction with other committees; and
- Creating, conducting and analyzing the annual membership survey for presentation to the board.

Volunteer Coordinator Committee

The Volunteer Coordinator Committee assists with Chapter volunteer enlistment, engagement, and participation. The committee provides opportunities for non-committee as well as committee volunteers, and coordinates the volunteer efforts/needs of the HLNDV committees and other Board members.

Higher Education Network (HEN) Members

ACHE is committed to supporting healthcare management programs who nurture and teach the future leaders of our profession. To assist these programs ACHE has expanded support for student organizations through the creation of the ACHE Higher Education Network.

To be an ACHE Higher Education Network member, a university/college must be at least regionally accredited, and offer an identifiable degree, major or concentration in healthcare management.

As part of the ACHE Higher Education Network, ACHE provides programs with:

- One free subscription (distributed electronically) to each of ACHE's publications: *Healthcare Executive*, *Journal of Healthcare Management*, and *Frontiers of Health Services Management*
- The opportunity to receive a reduced fee for the annual Congress on Healthcare Leadership for the program director or their faculty designee
- A dedicated Web area designed to help program directors provide a valuable on-campus student experience

By joining the ACHE Higher Education Network, the program agrees to:

- Encourage their students to become Student Associates of ACHE
- Encourage their students to advance to Member upon graduation

Current HLNDV HEN Members include:

- Widner University
- Temple University
- Arcadia University
- Wilmington University

Local Program Councils

Because of its geography and service to three states, HLNDV has organized two Local Programming Councils (LPC's): the Delaware LPC and the South Jersey LPC. Each LPC is comprised of members in its geographic area and has its own Bylaws governing operation that are compatible and complementary to the HLNDV Bylaws. Each LPC is allowed to provide the Chapter with up to 6 ACHE Face-to-Face credits per year. Each LPC is represented on the HLNDV Board by one Director in a Director-at-Large position.

The Delaware LPC cooperates closely with the Delaware Hospital and Healthcare Association (DEHA) and participates in the annual DEHA meeting by providing and coordinating an educational segment worth 1.5 ACHE Face-to-Face credits each year. The Delaware LPC also hosts its own planning conference calls and additional networking and programming meetings throughout the year.

The South Jersey LPC also hosts its own planning conference calls and programming meetings throughout the year by coordinating closely with the HLNDV Events and Education Committee.

HLNDV Position Descriptions

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President

Term of Office: Two Years

Summary: The Chapter President shall be the chief executive of the Chapter, shall convene and preside over meetings of the Chapter Board, Executive Committee and Meetings of Members, and shall serve as liaison with ACHE.

Qualifications:

- Must be a current ACHE Fellow and Chapter member in good standing.
- Must maintain an active address in the Chapter's area of responsibility.
- Must have completed at least one term as a Director on the HLNDV Board.
- Must possess good communication, leadership, and organizational skills.
- Must attend or have attended the ACHE Chapter Leadership Conference.

Board Responsibilities:

- Must attend as many Chapter meetings and events, as practicable.
- Must miss no more than two BOD meetings annually and ensure alternate chair if missed.
- Monitor the progress of Chapter goals and objectives as set forth in the Strategic Plan.
- Monitor the Chapter "Dashboard Report" and implement actions as necessary to meet established Chapter goals using the ACHE recognition criteria.
- Stay current with all new ACHE information and policies and coordinate the dissemination of this information to Chapter members, Chapter leaders, and all other ACHE affiliates, as appropriate.
- Ensure that a minimum, six (6) meetings of the BOD occur annually.
- Serve as the primary spokesperson for the Chapter within the community and as a liaison with the ACHE.
- Preside over all business meetings of the Chapter, the Board of Directors and the Executive Committee. In the event of his/her absence, appoint a Presiding Officer in the following priority sequence: President-Elect, Treasurer, Secretary, Past President, a Co-Chair of one of the committees.
- Conduct meetings, formulate ideas, and delegate responsibilities.
- Communicate effectively on all levels and seize opportunities to positively represent HLNDV at meetings or social functions/forums that would benefit the Chapter or ACHE.
- Uphold the Chapter's policies and procedures to handle problems and address issues among Chapter members.
- Mentor and prepare the President-Elect to assume the duties of President.
- Keep ACHE informed of Chapter activities and respond timely to ACHE staff's information requests.
- Write a President's Message for each HLNDV Newsletter.
- Ensure all Chapter policies and procedures are clear and communicated to all Chapter members.
- Plan and work with the Treasurer to prepare the annual budget.

- Serve as a full voting member of the BOD and advise various committees, as assigned.
- Adhere to the ACHE Code of Ethics.

President-Elect

Term of Office: Two Years

Summary: The Chapter President-Elect shall substitute for the Chapter President in his or her absence or inability to serve and shall prepare plans for his or her term of office. The President-Elect shall advance to President at the completion of the preceding President's term of office without an election once elected to the office of President-Elect.

Qualifications:

- Must be a current ACHE Fellow by the time they take office.
- Must be a Chapter member in good standing.
- Must maintain an active address in the Chapter's area of responsibility.
- Must possess good communication, leadership, and organizational skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible, missing no more than two.
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable (attendance at three events annually is the minimum requirement).
- Respond timely to HNLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.
- Attend the ACHE Chapter Leadership Conference.
- Serve as the Alternate Chief Executive Officer of the BOD.
- Serve on Executive Committee.

Committee Responsibilities:

- Assume the Office of President, at the expiration of the President's term or earlier, if the office becomes vacant for any reason.
- Serve as a full voting member of the BOD and advise various committees, as assigned, such as the Strategic Planning Committee.
- Develop and lead the annual Strategic Planning Session.
- Develop the Annual Report in conjunction with the Communications Committee and Communications Consultant.
- Work with and assist Committee Chairs as requested or needed.

- Coordinate BOD committee activities at the request/absence of the President.
- Communicate effectively on all levels and seize any opportunity to positively represent HLNDV at meetings or social functions/forums that would benefit the Chapter and/or the ACHE.
- Responsible for orientation of new BOD members and keeping the Board Manual up-to-date.
- Work closely with current President in preparation to become the President.
- Serve as chair of the Nominating Committee. Coordinates and publishes the Chapter Slate of Candidates for the Chapter Board Elections at the Annual Business Meeting in June.
- Keep Bylaws up-to-date and lead efforts to have Bylaws changes approved by the general membership.

Secretary

Term of Office: Two Years

Summary: The Secretary shall be responsible for the maintenance of all corporate records, minutes, and documents.

Qualifications:

- Must be a current Chapter member in good standing.
- Must maintain an active address in the Chapter's area of responsibility.
- Must demonstrate dedication to the Chapter and its mission.
- Must possess good communication, leadership, and organizational skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible (participation in 66% of meetings is a minimum requirement).
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable (attendance at one event annually is the minimum requirement).
- Respond timely to HLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.
- Serve on Executive Committee.

Committee Responsibilities:

- Serve as an advisor to assigned committees.
- Prepare all official Chapter records.
- Assist the President in the preparation for monthly BOD and business meetings.
- Record minutes of all Chapter meetings and post minutes, Chapter records, and financial documents on the HLNDV DropBox within two weeks of each meeting.
- Maintain an ongoing record of minutes and other official documents of the Chapter and convey these records to his/her successor.
- Serve as a full voting director of the BOD and advise various committees, as assigned.
- Maintain and update Chapter Officer and Director Rosters.
- Serve as a full voting officer of the Board of Directors and advise committees, as assigned.

Treasurer

Term of Office: Two Years

Summary: The Treasurer shall be responsible for the preparation and maintenance of financial records.

Qualifications:

- Must be a current Chapter member in good standing.
- Must maintain an active address in the Chapter's area of responsibility.
- Must demonstrate dedication to the Chapter and its mission.
- Must possess good communication, leadership, and organizational skills.
- Must be familiar with accounting principles and processes.
- Must be familiar with budget development and possess financial management skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible (participation in 66% of meetings is a minimum requirement).
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable attendance at one event annually is the minimum requirement).
- Respond timely to HLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.
- Serve on Executive Committee.

Committee Responsibilities:

- Serve as an advisor to assigned committees.
- Maintain an ongoing record of official financial documents of the Chapter and convey these records to his/her successor.
- Serve as a full voting director of the BOD and advise various committees, as assigned.
- Serve as Chair of the Finance Committee and preside at Finance Committee meetings.
- Maintain accurate records of the Chapter's financial status.
- Pay all bills approved by the Chapter's Board of Directors
- Propose composition of all necessary "Financial Committees", (e.g. Finance Committee, Auditing Committee, Budgeting Committee), as appropriate.

- Prepare with the President HLNDV's annual budget.
- Review the financial status of the previous years and inputs from each Director while drafting the HLNDV annual budget.
- Audit or review records annually and upon departure from the office.
- Provide detailed reports of fiscal accounts and contacts to be forwarded to the next Treasurer.
- Submit quarterly financial reports including Balance Sheet and Income Statement, as well as the annual financial report to the Board of Directors for review.
- Work with the Chapter's selected accountant to prepare annual Chapter tax return and submit to Board of Directors for approval.
- Serve as a full voting officer of the Board of Directors and advise committees, as assigned.
- Maintain a Chapter checking account and resolutions in appropriate institutions per Chapter policy.

Past President

Term of Office: Two Years

Summary: The Past President is the individual who preceded the current President, an ex-officio member of the Board of Directors with voting privileges and serves as an advisor to the President on matters as required by the President and other directors of the Board of Directors.

Qualifications:

- Prior service as President of the Chapter/Board of Directors.
- Must be a current ACHE affiliate and Chapter member in good standing. By qualification of previous service must be an ACHE Fellow.
- Must demonstrate dedication to the Chapter and its mission.
- Must possess good communication, leadership, and organizational skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible (participation in 66% of meetings is a minimum requirement).
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable (attendance at one event annually is the minimum requirement).
- Respond timely to HLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.

Committee Responsibilities:

- Serve as a full voting member on the BOD and advise various committees, as assigned by the President and/or BOD.
- Remain on BOD in an advisory capacity for new directors.

Regent

Term of Office: Three Years

Summary: ACHE local area Regents that represent geographic areas that directly overlap all or part of Chapter's service area, are ex-officio members of the Board of Directors with voting privileges. ACHE Regents represent the interests of the ACHE Members they serve. The Regents may assign designees to attend Chapter Board meetings in their absence; however, designees may not serve as a Board Member in the "ex-officio" capacity. Regent elections are administrated by ACHE. No Regent shall be elected to a consecutive term, except a Regent who fills a vacancy for less than two years. He or she shall be eligible for election to an immediately succeeding full term.

Qualifications:

- Fellow of ACHE in good standing and eligible to vote in the jurisdiction he or she represents.

Recommended Knowledge, Skills and Experience:

- Knowledge of the programs, products and services of ACHE and the local Chapter(s).
- Knowledge of the local healthcare community including senior-level healthcare executives, higher education programs in health administration and state and regional healthcare associations.
- Negotiation, influencing and policy decision/analysis skills.
- Personal organizational and planning skills.
- Experience with the operations of ACHE and the local Chapter(s).

Duties and Expectations:

A full account of the Regent's duties and expectations can be found on ACHE's web site at:

<http://www.ache.org/newclub/ElectedLeadersArea/REGSERV/regentgeo.cfm>

Financial Support:

Regents of ACHE will be reimbursed for reasonable, actual expenses incurred when traveling to the Fall District Meeting and will be given an allocation at the beginning of the year to cover additional expenses incurred while conducting official ACHE business.

NOTE: The Geographic Regent is the ACHE leader within a specified geographic jurisdiction elected by the voting members to represent the interests of members in the governance of ACHE and its Chapters. In this role, the Regent (Geographic) promotes the vision, mission and values of ACHE by:

- Serving on the Council of Regents
- Advising the local ACHE Chapter(s)

- Reaching out to the local healthcare community
- Facilitating communications between ACHE and the local healthcare community.
- Actively promoting ACHE within the HEN.
- The Geographic Regent is expected to be well-informed about the policies, programs and services of ACHE through active participation in these activities and to be visible and active in the local healthcare community.

Co-Chairpersons of the Diversity and Inclusion, Events & Education, Membership Services, Communications, Career Development, Academic Relations, and Corporate Sponsorship Committees

Term of Office: Two Years

Summary: Co-Chairpersons are responsible for advancing the mission and Chapter objectives of HLNDV through active participation on the board and their respective committee. Co-Chairpersons are members of the Board of Directors with full voting privileges. Terms are limited to two, two-year terms, unless approved in advance by the Board of Directors where a successor is not available. Terms are staggered, where practical in order to provide training and support to the incoming chairperson.

Qualifications:

- Must be a current Chapter member in good standing.
- ACHE Fellow credential is preferred.
- Prior service on an HLNDV committee of at least one year.
- Must possess good communication, leadership, and organizational skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible (participation in 66% of meetings is a minimum requirement).
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable (attendance at one event annually is the minimum requirement).
- Respond timely to HLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.

Committee Responsibilities:

- Prepare for, attend, and actively participate in as many committee meetings as possible (participation in 66% of meetings is a minimum requirement).
- Actively participate in, direct and advise committee activities.
- Serve as a board advisor to the committee.

Director-At-Large Representatives (Maximum of 4)

Term of Office: Two Years

Summary: Two of the Director-At-Large positions are reserved for the respective Chairs of the South Jersey LPC and the Delaware LPC. One Director-At-Large will serve as Chapter Volunteer Coordinator. The final Director-At-Large will serve in an Ad-hoc role with responsibilities for specific projects as designated by the Executive Committee. These representatives are members of the Board of Directors with full voting privileges.

Qualifications:

- Must be a current Chapter member in good standing.
- ACHE Fellow credential is preferred.
- Prior service on an HLNDV committee of at least one year.
- Must possess good communication, leadership, and organizational skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible (participation in 66% of meetings is a minimum requirement).
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable (attendance at one event annually is the minimum requirement).
- Respond timely to HLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.

Committee Responsibilities (LPC and Volunteer Coordinator only):

- Prepare for, attend, and actively participate in as many committee meetings as possible (participation in 66% of meetings is a minimum requirement).
- Actively participate in, direct and advise committee activities.
- Serve as a board advisor to the committee.

Director Emeritus

Term of Office: One Year

Summary: The Board may appoint one or more former Officers or Regents as Directors Emeritus upon the conclusion of their terms. Directors Emeritus must be FACHE who will serve in an advisory capacity to the Board, and who will be non-voting members of the Board. They will have one-year terms, but the Board may appoint them to additional one (1) year terms.

Qualifications:

- Must be a current Chapter member in good standing.
- ACHE Fellow credential is required.
- Prior service on an HLNDV Board as an Officer or Regent.
- Must possess good communication, leadership, and organizational skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible (participation in 66% of meetings is a minimum requirement).
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable (attendance at one event annually is the minimum requirement).
- Respond timely to HLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.

Student Board Members

Term of Office: One Year

Summary: There can be up to two student board members serving one-year terms on the Board. They will be non-voting members and will be supervised by the Academic Relations committee co-chairs and the Executive Committee. They will be elected through a nomination process run by the Academic Relations committee. They will have projects assigned according to their interests and HLNDV need. They will be expected to participate on Board calls and report their projects to the Board.

Qualifications:

- Must be a current Chapter member in good standing.
- Must be an active, full-time student in an HEN school and approved HEN program.
- Must possess good communication, leadership, and organizational skills.

Board Responsibilities:

- Prepare for, attend, and actively participate in as many board meetings as possible (participation in 66% of meetings is a minimum requirement).
- Prepare for, attend, and actively participate in the annual HLNDV Strategic Planning Session.
- Volunteer for and willingly accept assignments and complete them thoroughly and on time.
- Build a collegial working relationship with fellow board members that will contribute to consensus.
- Attend as many Chapter educational events as practicable (attendance at one event annually is the minimum requirement).
- Respond timely to HLNDV communications and information requests.
- Uphold the Chapter's policies and procedures.
- Adhere to the ACHE Code of Ethics.

Committee Responsibilities:

- Prepare for, attend, and actively participate in as many committee meetings as possible (participation in 66% of meetings is a minimum requirement).
- Actively participate in committee activities.
- Serve as a student advisor to the committee and the Board.

HLNDV

Board Selection and Nomination Process

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Recruitment

Introduction

It is necessary to inspire individual and organizational excellence, create a shared vision, and successfully manage change to attain the organization's strategic ends and successful performance. In so doing, the continual perpetuation of new members into the organization and onto the governing Board of Directors is imperative for continued growth and development. The HLNDV Board of Directors recruitment process begins with a systematic assessment of needs, comparing the organization's strategic plan with a critical assessment of the skills and experience of the current board.

The HLNDV Board of Directors desires to develop a well-functioning board to meet legal requirements and to serve as an instrument to achieve its goals and mission. The HLNDV Board of Directors desires a board that can demonstrate effectiveness in performance by assuring the collaborative functions with excellent leadership skills and expertise. The nomination and selection of Board members is the prerogative of the members of the HLNDV Chapter of the American College of Healthcare Executives through the selection process. However, given the responsibilities of the Board, there is a need for the Board to have an appropriate mix of expertise and experience. Policies and procedures must facilitate the selection of those people who best meet the needs of the Board.

Purpose

Board members should provide an appropriate mix of skills to ensure the necessary breadth and depth of knowledge and experience to meet the Board's responsibilities and objectives. The Board also desires to maintain diversity in the composition that will appropriately represent the community we serve.

Policy

The Board should attempt, using its network of contacts within the HLNDV membership, to identify appropriate individuals with needed skills and interests as potential Board members. When vacancies arise among the Board positions, board members should be encouraged to nominate potential candidates for recruitment efforts. The Board may appoint these candidates, where the bylaw provides, to vacant Board positions.

Procedures

1. The Board shall regularly assess its composition by reference to:
 - a) Necessary areas of expertise
 - b) The ideal balance between experience and freshness
 - c) Desirable diversity in relevant areas and personnel
 - d) Contributions to the improvement of field of health care administration

2. The Board shall identify areas where existing Board composition falls short of the ideal

membership.

3. Board members shall attempt to recruit from their networks Board candidates who would fill those gaps.
4. The Board shall collect suggestions from members and shall draw up a list of suitable candidates for the Board, and for Board committees.
5. Where vacancies occur on the Board or its committees and working parties other than at the expiration of elected terms, appointments shall be made from this list.
6. Before each annual election, the Board shall attempt to recruit nominations for the Board from this list.
7. The Nominating Committee is responsible for collecting these recommendations and submissions to the board for approval. The role of the Nominating Committee according to the HLNDV Chapter Bylaws indicate that the Nominating Committee shall be responsible for the preparation of a slate of directors for election as described in the Bylaws. Further:

The nominating process will begin with a call for nominations in the Winter Newsletter. A second call for nominations will be completed via a separate mailing to the general membership no less than sixty days prior to the election by the Nominating Committee. The Nominating Committee shall mail a ballot including a slate of directors up for election to the general membership no less than thirty days prior to the election. All ballots must be returned to the Nominating Committee no later than two weeks prior to the start of the new term. Ballots will be tallied by the Nominating Committee within two weeks after the deadline set for the return of ballots. A simple majority of those members submitting ballots is required for election. The newly elected members shall take office at the first Board meeting in June each year. The results of the election will be announced at the Annual Meeting and in the HLNDV Newsletter and posted on the HLNDV website.

8. The Nominating Committee is chaired by the President-Elect and also consists of the immediate Past President, the current President, and any ACHE Regent who is a Chapter member. The Nominating Committee conducts the nominating processes in concert with the rules detailed in Section 8.7 and 8.8 of the Bylaws. The Chairperson of the Nominating Committee shall conduct the annual election of directors.

Responsibilities

- It shall be the responsibility of each member of the Board to explore among their networks the possibility of nominating an individual for a position on the HLNDV ACHE Board of Directors.
- It shall be the responsibility of the President-Elect to maintain a list of prospective

candidates for the Board. All entries on this list shall be reported to the Nominating Committee for consideration.

- It shall be the responsibility of the Board to ensure that any nominees, candidates, or new members are acquainted with the ACHE's purposes, policies, and procedures.

Nomination Timeline

Healthcare Leadership Network of the Delaware Valley Board Nomination Timeline

The HLNDV Bylaws outline the procedure for Board nominations, qualifications and elections.

| | |
|--------------------|-------------------------------|
| <u>Section 8.6</u> | <u>Terms of Office</u> |
| <u>Section 8.7</u> | <u>Nominations for Office</u> |
| <u>Section 8.8</u> | <u>Election of Directors</u> |

| | | 2017 | 2018 |
|-------------|--|-------------|-------------|
| December | Determine which Board seats are up for election | December 31 | December 31 |
| January | First Call to Membership (four weeks prior to second call) | January 23 | January 22 |
| February | Second Call to Membership (generally third Monday) – Bylaws state second call needs to be 60 days prior to nomination by Nominating Committee (Last Monday of April) | February 20 | February 19 |
| March | General call to Membership published in the first newsletter after the new year | March 1 | March 1 |
| March | Nominations close March 15 each year, Nominating Committee develops final slate for submission to Board for feedback | March 15 | March 15 |
| April | Slate is presented to the Board at April Board Meeting | April 7 | April 6 |
| April | Voting opens last Monday of the month (all dates back up from this one due to Bylaws notification) | April 24 | April 30 |
| May | Voting closes three weeks after it opens | May 15 | May 21 |
| June | New Board takes office June 1 each year | June 1 | June 1 |
| June | New Board officially installed at Annual Meeting | TBD | TBD |
| June | Board Orientation takes place | Month long | Month long |
| July/August | New Board participates in Board Retreat | TBD | TBD |

Nominations are directed to the Nominating Committee, which consists of:

- President-Elect, Chair of Committee
- President
- Past-President
- DE Regent
- SEPA/NJ Regent

HLNDV

Operation Procedures

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American College of
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HLNDV Bylaws

HLNDV operations are guided by the organization's Bylaws, which are updated periodically by the Board of Directors and ratified by a vote of the membership. See Exhibit A for a current copy of the HLNDV Bylaws.

Links to Important Websites

Below are links to websites that will be important during your service on the Board.

HLNDV Chapter Website

<http://hlndv.achechapter.org/>

This is the Chapter's website and serves as the primary communication channel to our members.

ACHE Website—Chapter Service Center (Restricted Access with ACHE Member Login)

<http://www.ache.org/chapters/chaptersleaders.cfm>

As a member of our board, you will be granted access to ACHE's Chapter Service Center. This area of ACHE's website provides Chapter-related reports, our full member roster, guides and templates for various Chapter initiatives, and much more. You are encouraged to become familiar with the Chapter Service Center.

Social Media Accounts

In an effort to further reach our membership, the Communications Committee has embarked on a social media campaign. HLNDV will focus its efforts in FY16 on Facebook and LinkedIn. Other social media platforms may be considered depending on the success of its trial platforms.

Facebook

Page Name: Healthcare Leadership Network of the Delaware Valley
<https://www.facebook.com/HLNDV/>

Flickr

<https://www.flickr.com/photos/145786890@N07/albums>

LinkedIn

Group Name: Healthcare Leadership Network of the Delaware Valley (HLNDV)
<https://www.linkedin.com/groups/1879285>

Twitter

<https://twitter.com/hlndv>

HLNDV Key Policies

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Succession Planning

Purpose

Organizational changes in management are inevitable and appropriate to sustain growth and development. Therefore, HLNDV has established a succession plan to provide continuity in leadership and avoid vacancies in critical positions. HLNDV's succession plan is designed to identify and prepare members for the organization's governance and leadership positions that become vacant due to term limits, retirement, resignation, death or new professional opportunities.

Policy

It is the policy of HLNDV to evaluate the leadership needs of the organization to ensure the selection of qualified members that are diverse and a good fit for the organization's mission and goals and have the necessary skills and acumen for the organization governance.

Procedures

The President-Elect is responsible for HLNDV's succession plan by assuring the organization's plan for Board Recruitment is upheld. The President-Elect chairs the Nominating Committee that assures the succession planning process. The nomination process is covered in the "Selection and Nomination Process" section of this board manual.

Committee to Board Strategy

In an effort to identify the highest quality board members and to better orient new leaders to our Chapter, it is the HLNDV's practice to, where possible, recruit new leaders to serve at the committee level and exceptional committee leaders are developed to serve at the board and board officer levels.

While this strategy/approach is preferred and used when possible, leaders may be appointed directly to the committee or board level if a specific need exists that cannot be filled using this strategy.

Importance of Diversity and Inclusion

The Healthcare Leadership Network of Delaware Valley (HLNDV) embraces diversity within the healthcare management field and recognizes that diversity is both an ethical and business imperative. HLNDV values diversity and initiatives that promote diversity because they can improve the quality of the organization's workforce. HLNDV also values and actively promotes diversity in its leaders and members because diverse participation can serve as a catalyst for improved decision making, increased productivity, and a competitive advantage.

Further, HLNDV works to foster an inclusive environment that recognizes the contributions and supports the advancement of all, regardless of race, ethnicity, national origin, gender, religion, age, marital status, sexual orientation, gender identity or disability, because an inclusive environment can enhance the quality of health care, improve hospital/community relations, and positively affect the health status of society. This priority is reflected in the Chapter's various activities and initiatives.

HLNDV is committed to promoting diversity and inclusion through the following activities:

Within the Chapter organization:

- Diversity and Inclusion Committee with 2 Board Members responsible for diversity initiatives
- Add diversity as an agenda item to every board meeting and various Chapter committees
- The Chapter Committee on Diversity and Inclusion is charged with conducting a self-assessment of the Chapter's diversity and inclusion practices and proposing new practices and programs
- The Chapter Nominating Committee is charged with assuring that the Chapter Board of Directors is broadly representative of the Chapter membership, and with maintaining a diverse and inclusive Chapter leadership
- Update Strategic Plan/Operations Manual to include value statements or specific diversity initiatives
- Partner with a leader in diversity in the health field as a committee advisor.

Within the healthcare management field:

- Conduct at least one initial Chapter educational event offering face-to-face ACHE continuing education credits on the topic of diversity and inclusion, and plan for annual education to be incorporated into HLNDV programming
- Publish at least one Chapter newsletter article on diversity and inclusion each year
- Develop and maintain a caucus organization within the Chapter for collaboration with local organizations committed to promoting diversity in the health care field. Some examples may include National Association of Health Service Executives, Latino and/or Asian Healthcare Administration organizations, LGBT local and national groups and others.
- Participate in local and national programs to develop best practices in region for diversity, and create repository

Records Retention Policy

It is the policy of HLNDV to maintain records in accordance with generally accepted accounting principles and in a manner that facilitates accurate and reliable financial reporting.

Procedure

1. The Chapter is a distinct, separate entity from the ACHE and is therefore responsible for maintaining the Chapter's financial records, filing notices and forms with state and federal authorities.
2. Permanent retention:
 - a. Chapter charter documents
 - b. Bylaws
 - c. Chapter Board of Directors minutes
 - d. Auditors reports
 - e. Annual reports
 - f. General Ledger
 - g. Other historical documents
3. Seven years retention:
 - a. Financial statements
 - b. IRS submissions
 - c. Cancelled checks
 - d. Reimbursement documentation
4. Three years retention:
 - a. Chapter correspondence
 - b. Program brochures
 - c. Technical Papers
5. Financial records are maintained with the current treasurer and passed on to each succeeding Treasurer.
6. Charter documents, bylaws, minutes and historical documents are maintained with the current secretary and passed on to each succeeding Secretary.
7. Documents may be retained through placement on the HLNDV DropBox, ACHE's ChapterLink, the HLNDV website and/or other digital media.
8. All documents should be placed on the Chapter's DropBox:
 - a. www.DropBox.com
 - b. Login: hlndv@verizon.net
 - c. Password:
 - d. Path to posting:
 1. HLNDV Board

2. HLNDV Reorganization
3. HLNDV Board Files
 - a. Board Meetings
 - b. Committee Folders
 - c. Executive Committee
 - d. Reference Documents

Reference: American College of Healthcare Executives Chapter Treasure Manual January 2013

Travel Policy

Policy

It is the policy of HLNDV to reimburse reasonable, actual expenses for the Chapter board/committee member incurred when traveling on official board authorized Chapter business, such as participating in the Chapter Leaders Conference.

Procedure

Air Travel

Reimbursement for air travel is made at coach-class airfare by the most direct or most economical route from the point of origin (traveler's normal place of business) to the destination. Discounted air travel is encouraged. The Chapter will not pay cancellation or schedule change fees unless they are approved in advance or allow lower total costs to the Chapter.

Ground Transportation

Travel by personal automobile is reimbursable at the IRS standard mileage rate in effect at the time travel commences, although for extended automobile travel, mileage reimbursement will be limited to the equivalent of round trip, coach class airfare. Airport shuttles, hotel vans, and public transportation should be the preferred method of travel. When necessary, taxi fares incurred traveling from airports to destinations or locally between business related functions are reimbursable at actual cost.

Automobile rental for “intermediate” size vehicles will be reimbursed when authorized in advance. When renting automobiles, the cost of insurance beyond standard coverage will be paid by the individual. Gasoline expenses for the use of rental cars are reimbursable. Effort should be made to return cars with a full tank of gas to avoid inflated “refill” charges. Parking and toll charges are reimbursable at actual cost when traveling by personal or rental automobile and when not considered commuting expenses.

Lodging and Extended Stay

The cost of a single guest room is reimbursable for the evening prior to the meeting if necessary because of reasonable travel accommodations. If an additional night's stay is required because of an inability to schedule a flight out, the cost of the room is reimbursable when authorized in advance.

All other charges against the guest room are the traveler's responsibility upon check-out. Reimbursable items charged to guest rooms such as meals, etc., should be submitted as part of the reimbursement request. Because of the short duration of most meetings, valet and laundry charges are not reimbursable.

If the traveler elects to stay in another facility other than the business meeting location, reimbursement is made only up to the rate charged by the host facility. Reimbursement is not made for transportation between the alternate facility and the meeting site unless financially positive for the Chapter.

Weekend accommodations associated with a discounted airfare are reimbursable when authorized in advance. Meals or other expenses incurred during an approved extended stay at the meeting site are reimbursable. The cost savings realized from a discounted airfare should be sufficient to cover any weekend meal, hotel, and car rental expenses incurred as a result of the extended stay. During an extended stay at the meeting site travel to other locations for personal reasons is not reimbursable.

Meals

The reasonable actual cost of three meals per day, if not provided by the business meeting, is reimbursable with appropriate receipts/documentation. The cost of meals purchased elsewhere is not reimbursable when group meal functions are provided as a part of official meetings. Meals purchased for others are reimbursable for persons identified as those for whom the Chapter has accepted responsibility for such expenses. All efforts will be made to find reasonable meal accommodations whenever possible.

Unless there are extenuating circumstances that prevent adherence to the policy, maximum reimbursement guidelines are:

- Breakfast \$20.00
- Lunch \$25.00
- Dinner \$60.00

Meal tips are to be included with the cost of the meal. The amounts are for a specific meal, not for a full day; and only the actual cost or the guideline amount will be reimbursed, whichever is lower.

Tips

Reasonable gratuity for food is considered 15% (or any automatic gratuity added by the service provider) and appropriate baggage handling (\$1/per bag) are reimbursable.

Telephone

Telephone and reasonable daily internet charges relating to business during official Chapter travel are reimbursable.

Entertainment

Personal entertainment expenses are not reimbursable.

Miscellaneous

Please itemize miscellaneous travel expenses when requesting reimbursement.

Receipts

The following documents are to be attached to the reimbursement request, as appropriate:

- Transportation ticket stub and/or receipt
- Paid bill for lodging
- Car rental invoice
- Receipts for parking charges
- Receipts for all reimbursable items, showing amount, date, place and purpose

Co-Promotion of Events Policy

HLNDV receives ongoing requests to promote non-HLNDV events to HLNDV membership. The Chapter attempts to make members aware of non-HLNDV events when they are connected to ACHE's mission, and so may be of interest to our members. However, we need to exercise judgment about both the relevancy and frequency of these communications.

This policy provides guidance on how to respond to these requests in order to establish a simple, agreed-upon approach that applies to the majority of anticipated requests for promotion.

Purpose

To promote the right events to our members, at the right time, and with the right intensity in a manner that HLNDV members are provided the opportunity to attend interesting events that do not conflict with HLNDV programming or run counter the HLNDV brand.

Guidelines

HLNDV will promote:

- HLNDV Events
- Other local Chapter events (such as ACHENJ)
- Co-sponsored Events
- "Vendor Breakfasts", given that HLNDV members understand that the event is a marketing opportunity for the vendor

HLNDV will not promote non co-sponsored events if:

- They conflict with HLNDV programming
- They cannot be communicated at least 2 weeks in advance
- They are commercial in nature
- They are single-entity events (i.e. single vendor / single HLNDV sponsor)
- They are not of interest to our members

HLNDV

Board Recognition and Assessment

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Chapter Leader Recognition and Benefits

Board Members

- Appropriation to attend ACHE Chapter Leaders Conference (maximum of 3 board members)
- Recognition on the HLNDV website, in newsletters, in the Annual Report and in other member communications as appropriate

Committee Members

- Public welcome/thank you through communications channels (website, newsletter, social media)

Minimum Participation Levels

In order to receive the benefits listed above, in the most recent 12-month period, leaders must:

Board Benefits

- Participate in at least 66% of all Board meetings
- Play an active role in board activities (determined by Chapter President)
- Serve on at least one committee and participate in at least 66% of that committee's meetings
- Attend at least one HLNDV event per year.

Committee Benefits

- Participate in at least 66% of all committee meetings
- Play an active role in committee activities (determined by Committee Co-Chairs)
- Attend at least one HLNDV event per year

Annual Board Self-Assessment

To identify opportunities for improving our governance processes, the board annually surveys its directors in conjunction with the annual Board Retreat using ACHE's Chapter Governance Self-Assessment tool. The results of this survey are shared with ACHE and opportunities for improvement are discussed at the board meeting immediately following any such assessment.

Exit Interviews

To identify opportunities for improving the quality of our Chapter leaders' service experience, an exit interview may be completed for each board and committee member at the completion of their term. This interview is performed telephonically and requests feedback from the departing leader regarding their experience on the board, how training and orientation might be improved, how their talents might have been better utilized, and other topics relevant to their service. The de-identified results of these interviews are shared with the full board at the board meeting immediately following the completion of these interviews.

EXHIBITS

HLNDV

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Exhibit A

HLNDV Bylaws

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THE HEALTHCARE LEADERSHIP NETWORK OF THE DELAWARE VALLEY

**An Independent Chapter of the
American College of Healthcare Executives (ACHE)**

CHAPTER BYLAWS

Revised December 2013

Approved by membership: January 2014

ARTICLE I: NAME

The name of this organization shall be The Healthcare Leadership Network of the Delaware Valley, (hereinafter referred to as "Chapter"). The Chapter is a not-for-profit entity incorporated in the Commonwealth of Pennsylvania. The Chapter is an independent Chapter of the American College of Healthcare Executives (hereinafter referred to as "ACHE").

ARTICLE II: OFFICES

The registered office of the corporation shall be at 603 Fariston Drive, Wynnewood, PA 19096. The corporation may also have offices at such other places as the Board of Directors may from time to time appoint or the activities of the corporation may require.

ARTICLE III: SEAL

The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization and the words "Corporate Seal, Pennsylvania".

ARTICLE IV: MISSION AND AFFILIATION

Section 4.1 Mission

The mission of the Chapter, in the territory designated by ACHE, is to be the professional membership society for healthcare executives; to meet its members' professional, educational, and leadership needs; to promote high ethical standards and conduct; to advance healthcare leadership and management excellence; and to promote the mission of ACHE.

Section 4.2 Affiliation with ACHE

So long as this Chapter remains a Chapter of ACHE, the Chapter shall operate in accordance with the ACHE chapter agreement in force at that time. Chapter Bylaws shall be further enacted as necessary to satisfy any governmental regulations. Any disbursement of funds shall be for services rendered to or for the benefit of the Chapter in meeting its purpose. All such payments shall be made in accordance with the Bylaws.

Section 4.3 Organizational Identity

The Chapter is a distinct, separate entity from ACHE. The Chapter is therefore responsible for maintaining the chapter's financial records, filing appropriate notices and forms with state and federal authorities, and maintaining necessary insurance coverage for the Chapter except where specific arrangements have been made for ACHE to serve as the Chapter's registered agent. ACHE shall not be liable for the debts and obligations of the Chapter. The Chapter shall not be liable for the debts and obligations of ACHE.

ARTICLE V: MEMBERSHIP

Section 5.1 Eligibility

All ACHE affiliates located within the Chapter's assigned geographic territory shall be members of the Chapter. Only ACHE affiliates are eligible to hold membership in the Chapter.

Section 5.2 Establishment of Membership

Membership in this Chapter shall become effective when ACHE assigns an ACHE affiliate to the Chapter based on the location of the affiliate in accordance with the procedures of ACHE.

Section 5.3 Categories of Membership

Membership in this Chapter shall be the same as the ACHE membership categories in effect from time to time, including Chapter Members Emeritus as defined and approved by ACHE.

Section 5.4 Resignation

A member may resign at any time, by providing written notice to ACHE.

ARTICLE VI: DUES

Section 6.1 Dues

The Chapter shall not charge dues for membership in the Chapter. Dues shall be charged by and paid to ACHE in accordance with the dues schedule in force at the time.

Section 6.2 Nonpayment of Dues

Membership shall be suspended for nonpayment of dues at a time consistent with, and in accordance with, the policies and procedures of ACHE.

ARTICLE VII: FINANCES

◆ Section 7.1 Fiscal Year

The fiscal year for the organization shall be from January 1 through December 31.

◆ Section 7.2 Treasurer's Report

A Treasurer's report shall be distributed monthly to the Board of Directors and presented and reviewed at each meeting of the Board of Directors. The Treasurer will communicate annually Chapter's financial results to the membership.

◆ Section 7.3 Processing of Checks

Checks drawn on the Chapter shall be signed by one of the following directors:

Treasurer
President
President-Elect or
Secretary

Checks drawn on the Chapter in the amount of \$7500 or greater will require two of the above signatures.

ARTICLE VIII: OFFICERS AND DIRECTORS

◆ **Section 8.1 Board of Directors**

The business and affairs of this corporation shall be managed by its Board of Directors, who shall be natural persons of full age and who need not be residents of this Commonwealth but who shall be members of this corporation. They shall be elected by the members through the HLNDV nomination process and officially recognized at the annual meeting of the members of the Corporation. Each director with voting privileges shall be elected for a term of two years duration and until his/her successor shall be elected. *Non-voting board members (Director Emeritus and Student Board members) shall serve a single one year term and until his/her successor shall be elected. See section 8.6 for Terms of Office.*

◆ **Section 8.2 Powers and Authorities**

In addition to the powers and authorities by these bylaws expressly conferred upon them, the Board of Directors may exercise all such powers of the corporation and do all such lawful acts and business matters as are not by statute or by the Articles or by these bylaws directed or required to be exercised or done by the members.

◆ **Section 8.3 Meetings**

The meetings of the Board of Directors may be held at such times and at such place or places within this Commonwealth or elsewhere, as a majority of the directors may from time to time appoint, or as may be designated in the notice calling the meeting.

Email or personal notice of every meeting of the Board of Directors shall be given to each Director at least ten (10) days prior to the day of the meeting.

◆ **Section 8.4 Quorum**

One-half of the voting members of the Board of Directors shall constitute a quorum for any vote. In matters of conflict of interest in which an Officer or Director is the subject, the Officer or Director shall not be allowed to vote.

◆ **Section 8.5 Board of Directors and Duties and Powers**

The Board of Directors of the Chapter shall be as follows:
President, President-Elect, Secretary, Treasurer, Past President, and all Co-Chairpersons of the following standing committees: Diversity, Membership

Services, Communications, Events & Education, Career Development, Academic Relations, and Sponsorship. The Board of Directors will also include a maximum of four Director-At-Large Representatives, and any ACHE Regents that represent the geographic area that the Chapter serves. These individuals shall comprise the Board of Directors. All of these Directors will be voting members of the Board. The Board may also have non-voting membership including: A Director Emeritus and up to two Student Board members. All these positions are elected offices, except for the Director Emeritus who is appointed by the Executive Committee with Board approval. The other exceptions are that the LPC Chairs are elected by their respective representation within the chapter and not by vote of the full chapter membership. Student representatives will be recommended by the Academic Relations Committee through a student election process and appointed by Board Approval.

The Duties and Powers of the directors shall be:

President

The President shall represent the Chapter to the healthcare community. The President shall preside at all general membership meetings and meetings of the Board of Directors. The President shall represent the Chapter at functions of other professional associations. The President shall be the Chairperson of the Executive Committee and preside at all Executive Committee meetings. The President serves as a liaison with ACHE and must be an FACHE.

President-Elect

The President-Elect shall assist the President, as needed, in the business of the Chapter. The President-Elect shall act on behalf of the President in the President's absence. The President-Elect shall be a member of the Executive Committee. The President-Elect shall carry out other duties and assignments as may be delegated by the President such as outreach to other healthcare organizations for collaborative efforts in programming, arranging for the Annual Board Retreat, Developing the Annual report, Providing new Board members with Board Orientation and assisting committee Chairs where needed to support their efforts. The President-Elect shall serve as the Chairperson of the Nominating Committee. The President-Elect shall assume the position of President after the expiration of the current President's term. The President-elect must be an FACHE.

Secretary

The Secretary shall record all the votes of the corporation and

the minutes of the proceedings of the corporation in a book to be kept for that purpose; and shall perform like duties for all committees of the Board of Directors when required. The Secretary shall preserve all papers and records of the Chapter, shall give, or cause to be given, notice of all meetings of the members and of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or President. The Secretary shall handle all official correspondence. He or she shall keep in safe custody the corporate seal of the corporation, and when authorized by the Board, affix the same to any instrument requiring it. The Secretary shall be a member of the Executive Committee.

Treasurer

The Treasurer shall have custody of all the funds and securities of the Chapter and shall deposit same in one or more banks as designated by the Board of Directors. The Treasurer shall have the authority to disburse funds in payment of all ordinary expenses of the Chapter. The Treasurer shall be responsible for keeping full and accurate accounts of all receipts and expenditures. The Treasurer shall be responsible for preparing financial statements upon completion of the fiscal year. These statements are to include an annual Balance Sheet and Statement of Revenue and Expenses. The Treasurer shall also prepare for the Board of Directors monthly financial statements. He or she shall render to the President and directors, at the regular meetings of the Board or whenever they may require it, an account of all his or her transactions as Treasurer and of the financial condition of the corporation. The Treasurer shall have the responsibility for periodic review of the Chapter's investments and shall make recommendations to the Board of Directors. The Treasurer shall be a member of the Executive Committee. The Treasurer shall be Chairperson of the Finance Committee and preside at the Finance Committee meetings.

Past President

The Past President shall be the individual who preceded the current President, an ex-officio member of the Board of Directors with voting privileges and shall serve as an advisor to the President on matters as required by the President and other directors of the Board of Directors. The Past President shall be a member of the Executive Committee.

Co-Chairpersons of the Diversity, Events & Education, Membership Services, Communications, Career Development, Academic Relations, and Corporate Sponsorship Committees

The Co-Chairpersons of these committees will be responsible for the activities of each of their respective committees. The Co-Chairpersons shall be members of the Board of Directors with full voting privileges.

Director-At-Large Representatives (Maximum of 4)

Two of the Director-At-Large positions will be filled by the respective Chairs of the South Jersey LPC and the Delaware LPC. One Director-At-Large will serve as Chapter Volunteer Coordinator. The final Director-At-Large will serve in an Ad-hoc role with responsibilities for specific projects as designated by the Executive Committee. These representatives shall be members of the Board of Directors with full voting privileges.

ACHE Regents

ACHE local area Regents that represent geographic areas that directly overlap all or part of Chapter's service area, shall be ex-officio members of the Board of Directors with voting privileges. ACHE Regents shall represent the interests of the ACHE Members they serve. The Regents may assign designees to attend Chapter Board meetings in their absence; however, designees may not serve as a Board Member in the "ex officio" capacity.

Director Emeritus

The Board may appoint one or more former Officers or Regents as Directors Emeritus upon the conclusion of their terms. Directors Emeritus must be FACHE who will serve in an advisory capacity to the Board, and who will be non-voting members of the Board. They will have one year terms but the Board may appoint them to additional one (1) year terms.

Student Board Members There can be up to two student board members serving one year terms on the Board. They will be non-voting members and will be supervised by the Academic Relations committee co-chairs and the Executive Committee. They will be elected through a nomination process run by the Academic Relations committee. They will have projects assigned

according to their interests and HLNDV need. They will be expected to participate on Board calls and report their projects to the Board.

◆ **Section 8.6 Terms of Office**

Terms of office for Board Directors (except for Director Emeritus and the Student Board Representatives) shall be for two years – from June 1st through May 31st – and until a successor shall be elected. All Directors may be elected to a maximum of two consecutive terms to any one office. This limitation may be waived by a unanimous vote of the Board of Directors if no other individual shows an interest in the office and the current director is willing to serve beyond the completion of the second term. Committee Chairs (Co-Chairs) will serve two year terms, with only one of each committee chair being replaced during any given election to ensure continuity of activities and leadership.

The new Board will be officially recognized at the annual June Membership Meeting. The new Board will also be announced in the Newsletter and on our Website's Board listing.

◆ **Section 8.7 Nominations for Office**

All active members of the Chapter are eligible to be nominated for office with the following requirements:

1. The nominees for Officer positions, including President, President-Elect, Treasurer and Secretary, must have served as a Director for a period of at least two years prior to nomination and must be members of the Chapter;
2. The nominees for the Committee Co-Chairpersons and the Director-At-Large Representatives must be members of the Chapter and regularly participating members of any committee or actively involved in the organization's work for a period of at least one year prior to nomination.

The nominating process will begin with a call for nominations in the Winter Newsletter. A second call for nominations will be completed via a separate mailing to the general membership no less than sixty days prior to the election by the Nominating Committee.

◆ **Section 8.8 Election of Directors**

The Nominating committee will oversee the election process. Candidates must meet the previously delineated requirements of office. Write in candidates meeting nomination requirements can be accepted only during the call for nominations, but not during the actual vote.

The Nominating Committee will ask all candidates to provide their Bio, a photograph, and a statement of their qualifications and why they want to serve for a specific position. This information will be provided to membership to consider in their voting. The Nominating Committee shall mail a ballot including a slate of directors up for election to the general membership no less than thirty days prior to the election. All ballots must be returned to the Nominating Committee no later than two weeks prior to the start of the new term. Ballots will be tallied by the Nominating Committee within two weeks after the deadline set for the return of ballots. A simple majority of those members submitting ballots is required for election. The newly elected members shall take office at the first Board meeting in June each year. The results of the election will be announced at the Annual Meeting and in the HLNDV Newsletter and posted on the HLNDV website.

◆ **Section 8.9 Vacancies**

Appointments are to be recommended by the Executive Committee and made by a majority vote of the full Board of Directors to fill vacancies occurring in any office for the duration of the unexpired term.

◆ **Section 8.10 Removal from Office**

The entire Board of Directors, or a class of the Board, where the Board is classified with respect to the power to select directors, or any individual director, may be removed from office without assigning any cause by the vote of members entitled to cast at least a majority of the votes which all members present would be entitled to cast at any annual or other regular election of the directors or of such class of directors. In case the Board or such a class of the Board or any one or more directors are so removed, new directors may be elected at the same meeting. If members are entitled to vote cumulatively for the Board or a class of the Board, no individual director shall be removed in case sufficient votes are cast against the resolution for his removal, which, if cumulatively voted at an annual or other regular election of directors, would be sufficient to elect one or more directors to the Board or to the class.

The Board of Directors may declare vacant the office of a director if he or she is declared of unsound mind by an order of court or is convicted of felony, or if within sixty (60) days after notice of his or her selection, he or she does not accept such office either in writing or by attending a meeting of the Board of Directors, and fulfill such other requirements of qualification as the bylaws may specify.

◆ **Section 8.11 Fiduciary Responsibility**

A director of the corporation shall stand in a fiduciary relation to the corporation and shall perform his duties as a director, including his or her duties as a member of any committee of the board upon which he or she may serve, in good faith, in a manner he or she reasonably believes to be in the best interests of the corporation, and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his or her duties, a director shall be entitled to rely in good faith on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared by any of the following:

- One or more directors or employees of the corporation whom the director reasonably believes to be reliable and competent in the matters presented.
- Counsel, public accountants or other persons as to matters which the director reasonably believes to be within the professional or expert competence of such person.
- A committee of the Board upon which he or she does not serve, duly designated in accordance with law, as to matters within its designated authority, which the director reasonably believes to merit confidence.

A director shall not be considered to be acting in good faith if he or she has knowledge concerning the matter in question that would cause his or her reliance to be unwarranted.

In discharging the duties of their respective positions, the Board of Directors, committees of the Board and individual directors may, in considering the best interests of the corporation, consider the effects of any action upon employees, upon suppliers and customers of the corporation and upon communities in which offices or other establishments of the corporation are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of this section.

Absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken as a director or any failure to take any action shall be presumed to be in the best interests of the corporation.

A director of the corporation shall not be personally liable for monetary damages as such for any action taken, or any failure to take action, unless:

1. The director has breached or failed to perform the duties of his office under this section.
2. The breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

The provisions of this section shall not apply to:

1. The responsibility or liability of a director pursuant to any criminal statute; or
2. The liability of a director for the payment of taxes pursuant to local, State or Federal law.

Directors as such, shall not receive any stated salary for their services, but by resolution of the Board, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular meeting of the Board provided that nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation therefore.

ARTICLE IX: COMMITTEES

◆ Section 9.1 Standing Committees

The Standing Committees of the Chapter shall be:

- * Executive Committee
- * Events & Education Committee
- * Member Services Committee
- * Communications Committee
- * Career Development Committee
- * Academic Relations Committee
- * Finance Committee
- * Corporate Sponsorship Committee
- * Nominating Committee
- * Local Planning Councils
- * Diversity Committee
- * Volunteer Coordinator Committee

All committees shall be made up only of members of the Chapter and shall be open to any active member who has an interest in participating. The Board of Directors can from time to time add or delete committees or modify the purpose of any

Standing Committee.

◆ **Section 9.2 Executive Committee**

The Executive Committee shall be comprised of the President, President-Elect, Past President, Treasurer and Secretary. The Executive Committee's purpose is to provide guidance to the President and may act on behalf of the Board with certain matters as previously approved by the Board of Directors. The President shall chair the Executive Committee and may call a meeting of the Executive Committee as necessary. The Executive Committee will be responsible for the oversight of the Director-At-Large and Student Board representatives.

◆ **Section 9.3 Events & Education Committee**

The Events & Education Committee shall plan select programs and events for the Chapter on an annual basis and report such plans to the Board of Directors. It shall be responsible for all necessary arrangements and actions to conduct such programs and events. The Events & Education Committee shall be responsible for determining the interest and wishes of the membership concerning educational, networking and other programming, and planning the annual calendar accordingly. The Events & Education Committee is responsible for ensuring that ACHE Face-to-Face (formerly known as Category I) educational opportunities are made available locally.

Section 9.4 Member Services Committee

The Member Services Committee shall be responsible for all activities related to understanding the needs of the members. Responsibilities may include creating, conducting and analyzing the annual membership survey for presentation to the board, creating and maintaining a new member outreach program, updating the member value statement and coordinating outreach to all subsections of members in conjunction with other committees.

Section 9.5 Communications Committee

The Communications Committee, in conjunction with the Communication Consultant, shall be responsible for supporting chapter communications and will oversee development and maintenance of the website, quarterly chapter newsletter, social media, public relations, and related activities.

Responsibilities include:

Website: Oversee the development and updates/revisions to the chapter website.

Newsletter: Establish guidelines for acceptable content, creation of original content, acquisition and review of content (text and photographs) from members and external sources, editing, and creative/layout/design recommendations.

Social Media: Establish and maintain the chapter's visibility on social media platforms (e.g. Facebook, Twitter, LinkedIn).

Public Relations: Support public relations activities and internal/external communication (in coordination with the Executive Committee) on behalf of the chapter.

◆ **Section 9.6 Career Development Committee**

The Career Development Committee shall provide direction to the career advancement activities of the organization, recognize career achievement of members, and support ACHE recruitment and advancement of members. It shall support the linkage with ACHE, the healthcare community as well as local academic programs by liaison with students including, but not limited to a Mentorship Program, Employment Opportunities Bulletin and the Administrative Achievement Award, and in conjunction with the Events & Education Committee offer an annual career development educational program. The Career Development Committee shall also be responsible to identify and communicate community service opportunities to the general membership of the Chapter. The Career Development Committee shall also oversee the ACHE Advancement functions, which may be accomplished through the formation of a sub-committee and by collaborating with the local area ACHE Regents to promote advancement within ACHE. Specific functions may include, but are not limited to Advancement Information Sessions, Study Groups, Support Groups, and "Buddy" systems to assist ACHE Regents in meeting their annual advancement targets.

The Career Development Committee shall also oversee the Award Selection Sub-Committee for awards identified by the Chapter. This involves overseeing the administration and process for selecting the winner. Award Selection Sub-Committee will be comprised of the following individuals: Chair of the Career Development Committee, two members of the Career Development Committee, Director-At-Large, President, Past President, Previous Award Winner(s), and others as deemed necessary by the Co-Chairs of the Career Development Committee.

◆ **Section 9.7 Academic Relations Committee**

The Academic Relations Committee shall be responsible for identifying and developing opportunities for the Chapter to improve its relations with students, faculty and educational programs related to our mission. The specific functions of this committee may include, but are not limited to: promote student and faculty membership and active participation in the Chapter and ACHE, develop ongoing

relationships with schools in ACHE's Higher Education Network, develop and plan student conferences, coordinate professional visits to student programs to promote the profession, and identify potential guest speakers and faculty for educational programs. It is ideal to have both student and faculty representation on this committee and if possible the Committee should be Chaired or Co-Chaired by a faculty member of a Healthcare Administration program.

◆ **Section 9.8 Finance Committee**

The Finance Committee shall be responsible for the overall financial concerns of the Chapter. The following activities will be identified, reviewed and recommended to the Board of Directors for final approval:

- Develop and monitor annual Budget
- Ensure safe and appropriate record keeping of the Chapter's financial records
- Ensure proper controls and safeguards are in place to protect the Chapter's assets
- Develop and implement an investment strategy
- Ensure all local, state and federal taxes are filed in a timely manner
- Identify and engage a certified public accounting firm to perform services for the Chapter
- Meet on an annual basis (or more frequently if necessary) to review Chapter financial issues.

The Treasurer shall chair the Finance committee and at least one other Board member will serve on this committee. Other activities may include, but are not limited to, maintaining and enhancing the Chapter's Corporate Sponsorship program, identifying and pursuing grant funding, preparing cost/benefit analysis of ACHE services and other proposals.

◆ **Section 9.9 Corporate Sponsorship Committee**

The Corporate Sponsorship Committee shall coordinate all correspondence with new/existing corporate sponsors to secure and maintain contributors. New corporate sponsors may be identified by a board member, at HLNDV events, etc., but the committee shall not solicit new sponsorships through cold calling. The Corporate Sponsorship Committee's responsibilities include (but are not limited to) reviewing/revising sponsorship level benefit descriptions (i.e. platinum, gold, and silver) on an annual basis, communicating with identified potential corporate sponsors, securing new corporate sponsors, ensuring benefits of existing corporate sponsors (e.g., website logo, complementary passes to events, newsletter articles, marketing opportunities at events), maintaining relationships with existing corporate sponsors, renewing existing corporate sponsorship agreements, and maintaining information found on the sponsorship page of the HLNDV website.

◆ **Section 9.10 Nominating Committee**

The Nominating Committee shall be responsible for the preparation of a slate of directors for election as previously described. The Nominating Committee shall be chaired by the President-Elect and also shall consist of the immediate Past President, the current President, and any ACHE Regent who is a Chapter member. The Nominating Committee shall conduct the nominating processes in concert with the rules detailed in Section 8.7 and 8.8 of these Bylaws. The Chairperson of the Nominating Committee shall conduct the annual election of directors.

◆ **Section 9.11 Local Planning Councils**

Local Planning Councils may be established to conduct educational and networking events and activities within a local area designated and approved by the Chapter's Board of Directors. Local Planning Councils will cover a sub-section of the Chapter's larger geographic area. Functions and duties of a Local Planning Council may include:

- Organizing and conducting education and networking events
- Organizing and conducting advancement information sessions and/or advancement study groups/support groups
- Recruiting new Chapter members from the local area
- Nominating and promoting members for recognition and awards
- Developing relationships and supporting student chapters
- Supplying a quarterly schedule of events for the Chapter's newsletter and website
- Supplying other brief news articles and information about people and events in the local area for the Chapter's newsletter and website.

Local Planning Councils should coordinate their efforts with the larger efforts of the Chapter. The LPC Chair shall be considered an HLNDV Board member (Director-At-Large role). As such they will report to the HLNDV Board and have oversight by the HLNDV Executive committee. The LPC Bylaws must be consistent with those of HLNDV/ACHE and be approved by the HLNDV Board and reviewed/updated biannually.

The Chapter's Board of Directors can designate and approve additional Local Planning Councils and/or disband current Local Planning Councils from time to time as necessary.

◆ **Section 9.12 Diversity Committee**

The Diversity Committee will champion diversity and cultural competency and strengthen the efforts of the Institute for Diversity in Health Management and other associations. The committee will engage Chapter and non-Chapter senior leadership with Diversity expertise to develop educational programs for the Chapter and help promote and participate in Diversity efforts. They will work with our other committees to create Diversity related programs. They will approach diversity from any/all aspects (including but not limited to race, gender, sexual preference, age, disabled and any minorities). Develop relationships and partnerships with other diverse organizations. Coordinate and be consistent with ACHE's Diversity efforts.

◆ **Section 9.13 Volunteer Coordinator Committee**

A Director-At-Large will have the responsibility of overseeing the Chapter's Volunteer Management. They will form a committee to help coordinate Chapter Volunteer enlistment, engagement, and participation. Will provide opportunities for non-committee as well as committee volunteers, and coordinate the volunteer efforts/needs of the HLNDV committees and other Board members. Will work with the Chapter Administrative Consultant to enhance our volunteer program via our website capabilities. Responsible for investigating, sharing, and incorporating ACHE best practice Volunteer components into our efforts.

◆ **Section 9.14 Other Committees**

The Board of Directors shall have the authority to establish *ad hoc* committees as appropriate in order to support the purpose and fulfill the functions of the Chapter. *Ad hoc* committees shall function for the period of time required to complete the specifically assigned task.

The Board of Directors may, by resolution adopted by a majority of the directors in office, establish one or more committees to consist of one or more directors of the corporation. A committee may also include other members of the corporation. Any such committee, to the extent provided in the resolution of the Board of Directors or in the bylaws, shall have and may exercise all of the powers and authority of the Board of Directors, except that no such committee shall have any power or authority as to the following:

1. The submission to members of any action required by statute to be

- submitted to the members for their approval.
2. The filling of vacancies in the Board of Directors.
 3. The adoption, amendment or repeal of the bylaws.
 4. The amendment or repeal of any resolution of the Board.
 5. Action on matters committed by the bylaws or resolution of the board of Directors to another committee of the Board.

The Board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified members of any committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he/she or they constitute a quorum, may unanimously appoint another member of the corporation to act at the meeting in the place of any such absent or disqualified member. Each committee of the Board shall serve at the pleasure of the Board.

ARTICLE X: MEETINGS

◆ Section 10.1 Regular Membership Meetings and Annual Meeting

Regular membership meetings shall be scheduled by the Board of Directors, at such places within or without the Commonwealth of Pennsylvania, as may from time to time be fixed by the Board of Directors. Notification of these meetings to all members will be made at least ten (10) calendar days prior to the date of the meeting. There shall be one annual membership meeting to conduct business and update membership on Chapter activities and any such other business as may be properly brought before the meeting. The annual meeting shall be held in June of each year (but may be held at another time at the discretion of the Board so long as adequate notice is provided to membership in advance). If the annual meeting has not been called and held within six months after the designated time, any member may call such meeting.

◆ Section 10.2 Special Membership Meetings

Special meetings of the Chapter's general membership may be called at any time by the President, or the Board of Directors, or members entitled to cast at least ten percent (10%) of the votes which all members are entitled to cast at the particular meeting. At any time, upon written request of any person who has called a special meeting, it shall be the duty of the Secretary to fix the time of the meeting which shall be held not more than sixty days after receipt of the request. If the Secretary shall neglect or refuse to fix the time of the meeting, the person or persons calling

the meeting may do so. Business transacted at all special meetings shall be confined to the objects stated in the call and matters germane thereto unless otherwise ordered by unanimous consent of the eligible voting members present and voting.

◆ **Section 10.3 Notification**

Notice of every meeting of the members, stating the time, place and object thereof, shall be given by, or at the direction of, the Secretary to each member of record entitled to vote at the meeting, ten (10) days prior to the day named for the meeting, unless a greater period of notice is required by statute in a specific case. Notification of pending meetings of the general membership shall be defined as notice sent via United States mail, facsimile, email, courier, or overnight carrier to all active members of the Chapter.

Any action which may be taken at a meeting of the members or of a class of members may be taken without a meeting, if a consent or consents in writing, setting forth the action so taken, shall be signed by all of the members who would be entitled to vote at a meeting for such purpose and shall be filed with the Secretary of the corporation.

◆ **Section 10.4 Eligibility to Vote**

Only Chapter members shall have the right to vote. Members may not vote by proxy. The Chapter may utilize any method of voting permitted by law. No member shall sell his vote for money or anything of value. Upon request of a member, the books or records of membership shall be produced at any regular or special meeting of the corporation. If at any meeting the right of a person to vote is challenged, the presiding director shall require such books or records to be produced as evidence of the right of the person challenged to vote, and all persons who appear by such books or records to be members entitled to vote may vote. The right of a member to vote, and his right, title and interest in or to the corporation or its property, shall cease on the suspension or termination of his membership.

Elections for Directors need not be by ballot except upon demand made by a member at the election and before the voting begins.

Section 10.5 QuorumA quorum shall consist of a majority of the Chapter Board and a minimum of five (5) other active members.

◆ **Section 10.6 Order of Presiding**

At any membership meeting, the President of the Chapter shall preside. In the President's absence, the President-Elect shall preside. In the event that both the President and President-Elect are absent, one of the following directors present in the order stated shall preside:

- Treasurer
- Secretary
- Past President
- A Co-Chair of one of the committees

ARTICLE XI: Books and Records

The corporation shall keep an original or duplicate record of the proceedings of the members and Board of Directors, the original or a copy of its By-laws, including all amendments thereto to date, certified by the Secretary of the Corporation, and an original or duplicate membership register, giving the names of the members, and showing their respective addresses and the class and other details of the membership of each. The corporation shall also keep appropriate, complete and accurate books or records of account. The records provided for herein shall be kept at either the registered office of the corporation in this Commonwealth, or at its principal place of business wherever situated, or some other place agreed to by majority consent of the Board of Directors.

Every member shall, upon written demand under oath stating the purpose thereof, have right to examine, in person or by agent or attorney, for any proper purpose, the membership register, books and records of account, and records of the proceedings of the members and Board of Directors, and to make copies or extracts there from. A proper purpose shall mean a purpose reasonably related to the interest of such person as member. In every instance where attorney or other agent shall be the person who seeks the right to inspection, the demand under oath shall be accompanied by a power of attorney or such other writing which authorizes the attorney or other agent to so act on behalf of the member. The demand under oath shall be directed to the corporation at its registered office in the Commonwealth or at its principal place of business wherever situated.

ARTICLE XII: MEMBERSHIP CERTIFICATES

Membership in the corporation may be evidenced by Certificates of Membership, in which case they shall be in such form and style as the Board of Directors may determine. The fact that the corporation is a nonprofit corporation shall be noted conspicuously on the face of each certificate. They shall be signed by the President, President-elect or by the

Secretary and shall bear the corporate logo.

ARTICLE XIII: TRANSACTION OF BUSINESS

◆ **Section 13.1 Purchase and Sale of Property**

The corporation shall make no purchase of real property nor sell, mortgage, lease away or otherwise dispose of its real property, unless authorized by a vote of two-thirds of the members in office of the Board of Directors, except that whenever there are twenty-one or more directors, the vote of a majority of the members in office shall be sufficient. Unless otherwise restricted in these bylaws, no vote or consent of the members shall be required to make effective such action by the Board of Directors. If the real property is subject to a trust the conveyance away shall be free of trust and the trust shall be impinged upon the proceeds of such conveyance.

◆ **Section 13.2 Use of Profits**

Whenever the lawful activities of the corporation involve among other things the charging of fees or prices for its services or products, it shall have the right to receive such income and, in so doing, may make an incidental profit. All such incidental profits shall be applied to the maintenance and operation of the lawful activities of the corporation, and in no case shall be divided or distributed in any manner whatsoever among the members or Board of Directors.

ARTICLE XIV: ANNUAL REPORT

The Board of Directors shall present annually to the members a report, verified by the President and Treasurer or by a majority of the directors, showing in appropriate detail the following:

1. The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year immediately preceding the date of the report.
2. The principal changes in assets and liabilities including trust funds, during the year immediately preceding the date of the report.
3. The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation.
4. The expenses or disbursements of the corporation, for both general and restricted purposes, during the year immediately preceding the date of the report, including

- separate data with respect to each trust fund held by or for the corporation.
5. The number of members of the corporation as of the date of the report, together with a statement of increase or decrease in such number during the year immediately preceding the date of the report, and a statement of the place where the names and addresses of the current members may be found.

This report shall be filed with the minutes of the meeting of members.

ARTICLE XV: NOTICES

◆ Section 15.1 Written Notices

Whenever written notice is required to be given to any person, it may be given to such person, either personally or by sending a copy thereof by first class mail, postage prepaid, or by telegram, charges prepaid, to his address appearing on the books of the corporation, or, in the case of directors, supplied by him to the corporation for the purpose of notice. If the notice is sent by mail or by telegraph, it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail or with a telegraph office for transmission to such person. A notice of meeting shall specify the place, day and hour of the meeting and any other information required by statute or these bylaws. When a special meeting is adjourned it shall not be necessary to give any notice of the adjourned meeting or of the business to be transacted at an adjourned meeting, other than by announcement at the meeting at which such adjournment is taken.

◆ Section 15.2 Waiver of Notice

Whenever any written notice is required to be given under the provisions of the statute or the Articles or bylaws of this corporation, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Except as otherwise required by statute, neither the business to be transacted at nor the purpose of a meeting need be specified in the waiver of notice of such meeting. In the case of a special meeting of members such waiver of notice shall specify the general nature of the business to be transacted. Attendance of a person at any meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE XVI: MISCELLANEOUS PROVISIONS

◆ **Section 16.1 Remote Attendance at Meetings of the Board of Directors**

One or more persons may participate in a meeting of the Board of Directors or of the members by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

◆ **Section 16.2 Capital Contributions**

So long as the corporation shall continue to be organized on a nonstock basis, the Board of Directors shall have authority to provide for the members to make capital contributions in such amounts and upon such terms as are fixed by the Board of Directors in accordance with the provisions of section 5541 of the Nonprofit Corporation Law of 1988.

◆ **Section 16.3 Subventions**

The Board of Directors, by resolution, may authorize the corporation to accept subventions from members or nonmembers on terms and conditions not inconsistent with the provisions of Section 5542 of the Nonprofit Corporation Law of 1988, and to issue certificates therefore.

◆ **Section 16.4 Rules of Order**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws or any other special rules of order the organization may adopt.

ARTICLE XVII: INDEMNIFICATION

The corporation shall indemnify each of its directors, officers, and employees whether or not then in service as such (and his or her executor, administrator and heirs), against all reasonable expenses actually and necessarily incurred by him or her in connection with the defense of any litigation to which the individual may have been a party because he or she is or was a director, officer or employee of the corporation. The individual shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Corporation for negligence or misconduct in the performance of his

or her duties, or was derelict in the performance of his or her duty as director, officer or employee by reason of willful misconduct, bad faith, gross negligence or- reckless disregard of the duties of his or her office or employment. The right to indemnity for expenses shall also apply to the expenses of suits which are compromised or settled if the court having jurisdiction of the matter shall approve such settlement.

The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to that which such director, officer or employee may be entitled.

ARTICLE XVIII: AMENDMENTS

Prior to enactment or modification, Bylaws will be reviewed and approved by the Chapter's Board of Directors and ACHE in accordance with existing policies and procedures. The Chapter and ACHE shall maintain a record of all revisions to the Bylaws, including effective dates.

Bylaws may be adopted, amended or repealed by the vote of members entitled to cast at least a majority of the votes which all members present are entitled to cast thereon at any regular or special meeting duly convened after notice to the members of that purpose.

Ratified by the membership:
Effective Date: January 2014

Exhibit B

HLNDV Strategic Plan

An Independent Chapter of



HLNDV Strategic Plan 2015-2018

Based on Programming Year September 2015 – August 2018

Vision: To be the premier professional organization for healthcare leaders in the Delaware Valley

Mission: To provide healthcare professionals with opportunities to grow, learn, and lead through education, collaboration, and networking.

Values: as members of the Healthcare Leadership Network of the Delaware Valley, we are committed to the ACHE Values of-

Integrity- We advocate and demonstrate high ethical conduct in all we do.

Lifelong Learning- We recognize that lifelong learning is essential to our ability to innovate and continually improve ourselves, our organizations, and our professions.

Leadership- We lead through example and mentoring, and recognize caring must be a cornerstone of our professional interactions.

Diversity- We advocate inclusion and embrace the differences of those with whom we work and the communities we serve.

Strategic Initiatives

- 1. Leadership:** Executive Diversity; Innovative Leadership Solutions
- 2. Market Relevance:** FACHE Value Awareness; Membership Growth and Engagement; Brand Extension
- 3. Value Creation:** Customized Education; Physician Leadership Development; Enhanced Career Services
- 4. Excellence:** Performance Excellence; Technology Advancements; Service Commitment

HLNDV has maintained a three-year strategic plan since 2009. In 2014, ACHE undertook a major shift in its strategic plan, which precipitated reorganization in HLNDV's strategic plan in 2015 according to the same Strategic Initiatives that ACHE maintains. See the attached ACHE Draft Strategic Plan 2016-2018 Map and Overview for a visualization of the ACHE Strategic Plan with which HLNDV compliments and coordinates.

HLNDV Strategic Plan 2015 – 2018

Updated November 2016

Strategic Initiative 1 – Leadership

Executive Diversity; Innovative Leadership Solutions

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---|---|--|--|--|--|
| Diversity | Partner with Diverse HC Leadership Organization | Meet with the leadership of diversity based organizations to further the mission of ACHE | Live interactive meeting with leadership from various groups | Live interactive meeting with leadership from various groups | Co-sponsor event with other organizations |
| South Jersey Local Program Council (SJLPC) | Competency Assessment | Build understanding around core leadership competency needs | Progress to Plan | Build “leadership” focus into event programming through 1 networking event geared towards ambulatory leaders | Build “leadership” focus into event programming through 1 networking event and 1 educational event geared towards mid careerists |

HLNDV Strategic Plan 2015 – 2018

Updated November 2016

Strategic Initiative 2 – Market Relevance

FACHE Value Awareness; Membership Growth and Engagement; Brand Extension

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|-----------------------|---|---|---|--|---|
| Communications | Quarterly Newsletters and Annual Report | Four Newsletters and one annual report | Meeting newsletter and annual report targets | Four Newsletters and one annual report | Four Newsletters and one annual report |
| Communications | Social Media | Develop a Social Media Plan | Plan Developed; # of events on Social Media (FB and LinkedIn) | Make social media an interactive platform for member participation | Evaluate continued use of FB and LinkedIn; Determine Twitter Relevance |
| Communications | Website | Add member spotlights and testimonials; Gain understanding of control of website | # of member spotlights and testimonials | Develop plan to update website content | Continued enhancement with focus on integration of social media and website |
| Communications | Develop Awareness Strategy | Develop (in conjunction with the Membership Committee) an outreach & messaging strategy to healthcare leaders | # of Local CEOs contacted | Local health professional community outreach and messaging | Continuation of Year 1 and Year 2 |

HLNDV Strategic Plan 2015 – 2018

Updated November 2016

Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---------------------------|--|---|--|--|--|
| Volunteer | Develop volunteer pool | Increase # of volunteers overall for HLNDV | Increase overall volunteers by 5 percent in year one | Increase overall volunteers annually by 5% | Increase overall volunteers annually by 5% |
| Volunteer | Increase visibility of HLNDV committees to new members | Engage with new members early about committee involvement | Reach out to new members within the first 30 days of membership with HLNDV | Reach out to new members within the first 30 days of membership with HLNDV | Reach out to new members within the first 30 days of membership with HLNDV |
| Volunteer | Meet committee needs for volunteers | Match volunteers with committees | Retain 85% of new volunteers within committee annually | Retain 85% of new volunteers within committee annually | Retain 85% of new volunteers within committee annually |
| Academic Relations | Student Essay Contest | Administer an annual contest for graduate and undergraduate students in DV health mgmt programs; evaluate and improve structure | number of entries- match 2014 baseline | increase entries by 5 over 2014 baseline | increase entries by 10 over 2014 baseline |
| Academic Relations | Informational Interviewing/Shadowing program | Provide in person contact between students and early to mid-careerists | number of applicants- match 2014 baseline | increase applicants 5 over 2014 baseline | increase applicants by 10 over 2014 baseline |

HLNDV Strategic Plan 2015 – 2018

Updated November 2016

Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---------------------------|--|---|---|---|--|
| Academic Relations | Campus Based Student Group Relationship/Outreach | Develop a strong relationship for programming and contact with campus based student groups; year 1 focus is Drexel University | number of student contacts with students- increase by 15 over 2014 baseline | increase student contacts 25 over 2014 baseline | increase student contacts by 50 over 2014 baseline |
| Academic Relations | Newsletters to Academic Programs | Regular outreach to academic professors, member and non-member students to relay chapter activities | distributions- maintain 4 per year | distribute 4 per year | distribute 4 per year |
| Academic Relations | Speakers Bureau | Match HLNDV members to classrooms needing a speaker or visiting professor | % of requests fulfilled- target 80% | 80% | 80% |
| Academic Relations | HEN school contacts | Develop a plan with actions (such as visiting each HEN school) and objectives for the year | number of visits- 3 | 3 per year | 3 per year |
| Academic Relations | Student Centric Events | Execute student centric events in conjunction with NAHSE and/or other organizations | Number of events held- target 2 | 2 per year | 2 per year |
| Academic Relations | Convert Students to Members (combined efforts with Membership and CDC) | Build a pathway from student engagement to student membership and to professional membership | % of student members converting to full members- target 5% | target 10% | target 10% |

HLNDV Strategic Plan 2015 – 2018

Updated November 2016

Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---|---|---|--|--|--|
| Academic Relations | Student Advisory Group | Develop and recruit a student advisory committee to the chapter; use to engage students and obtain student input on chapter efforts and programs. | number of contacts- target 2 per year | target 3 contacts per year | target 3 contacts per year |
| Academic Relations | Engage and Mentor Student Board Member | Recruit and Mentor/Manage Student Board Reps | number of student board members - target 1, meet monthly | target 1, meet monthly | target 1, meet monthly |
| Academic Relations | Snook fundraising | Determine ARC role in fundraising and next steps | pending board exec committee discussion | | |
| Career Development – FACHE Advancement | Provide assistance to members to prepare to take the BOG examination | Host a face-to-face fellow advancement review course in April 2016 | # of attendees | Host face-to-face fellow advancement review course in spring if strong enrollment continues or look to alternative delivery models | Host face-to-face fellow advancement review course in spring if strong enrollment continues or look to alternative delivery models |
| Career Development – FACHE Advancement | Provide members with current resources to assist them with career development, including fellow advancement | Update career development pages of HLNDV website | # of web page views | N/A | N/A |

HLNDV Strategic Plan 2015 – 2018

Updated November 2016

Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---|---|---|----------------------------|---|---|
| Career Development – FACHE Advancement | Heighten the awareness of the FACHE credential and encourage people to attend the review course in April 2016 | Host fellow advancement information webinar to increase participation in the preparation course | # of attendees | Host fellow advancement webinar | Host fellow advancement webinar |
| Career Development – Awards | Recognize chapter members for their accomplishments | Awards - administrative achievement, early careerist and senior careerist | Awards presented | Develop new diversity award and set criteria with diversity committee | Continue with awards |
| Career Development – Mentorship | Match mentees and mentors in the chapter to promote career advancement | Mentoring program - continuous | 8 matches launched | Continue with mentoring program | Continue with mentoring program |
| Career Development – Community Service | Community service projects - continuous | Provide members with opportunity to engage with community organizations and meet membership requirements in Philadelphia, NJ and DE | 8 community service events | Continue with community service project | Continue with community service project |

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Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|--------------------------------|---|--|---|---|---|
| Diversity and Inclusion | Collaborate with Member Services to expand outreach to multiple populations | Actively work with each committee to reach out diverse new members. Improve diversity metrics through outreach and education | Have at least one rotating committee member from other board committees on each Diversity call and/or have Diversity committee member or chair join other committee calls | continue year 1 | continue year 1 |
| Diversity and Inclusion | Offer an educational offering on global health. | Plan a fall global health membership education event. | Partner with E and E to hold one event October 5, 2015 | expand collaboration with E and E to partner for a session at Spring Institute or one other event | expand collaboration with E and E to partner for session at Spring Institute or one other event |

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Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|-----------------------------|---|--|--|-------------------------------|-------------------------------|
| Events and Education | Fall Networking - Diversity Event | "Global Health" dinner event. 1.5 Qualified Credits. Networking and educational opportunity for membership. Outreach to NAHSE and other professional organizations to promote diversity/inclusion. | # Attendees; Attendee diversity; # new attendees; Event survey | Fall Event - TBD | Fall Event - TBD |
| Events and Education | 8th Annual Lee White Innovation Institute | "Patient Engagement" panel presentation and dinner event. 1.5 Qualified Credits. Networking and educational opportunity for membership. | # Attendees; Event survey | 9th Annual LWII | 10th Annual LWII |
| Events and Education | Holiday Networking/Fundraiser | Networking event supporting community-based NFP or project. Co-sponsored event with DVHIMSS. | # Attendees; Event survey; Charitable contribution | Holiday Networking/Fundraiser | Holiday Networking/Fundraiser |
| Events and Education | CEO Roundtable | CEO panel "Innovation" | # Attendees; Event survey | CEO Roundtable | CEO Roundtable |
| Events and Education | Breakfast With The Regent | Annual breakfast meeting at the Union League hosted by the PA Regent. Keynote Speaker: Ed Lamb, incoming Chairman of ACHE. Annual Awards presentation for Early Career and Senior Executive. | # Attendees; Event survey | BWTR | BWTR |

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Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---|---|--|--|--|---|
| Events and Education | Spring Institute | Full day educational program offering 6 Face-to-Face credits. | # Attendees; Event survey | SI | SI |
| Events and Education | HLNDV Annual Meeting | Annual meeting to provide year-end review; introduce new board; present Administrative Achievement Award | # Attendees; Event survey | Annual Meeting | Annual Meeting |
| Sponsorship | Develop annual sponsor engagement program | Reduce turnover of annual sponsors; Communicate with sponsors to enhance current program | 1 monthly communication sent to annual sponsors with program and event updates; Annual sponsor turnover less than 30% | Increase sponsor recognition (events, communication, etc.) | Increase event participation |
| South Jersey Local Program Council (SJLPC) | Sponsorship | Identify 2 high-level sponsors to support local SJ events | Identify 2 sponsors | Identify 3 high-level sponsors to support local SJ events | Identify 4 high-level sponsors to support local SJ events |

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Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---|--|--|--------------------------------|--|--|
| South Jersey Local Program Council (SJLPC) | Member Engagement | Develop Pulse Survey 2x a year targeting SNJ members to gauge engagement, satisfaction and value | Member Satisfaction | Develop Pulse Survey 2x a year targeting SNJ members to gauge engagement, satisfaction and value | Develop Pulse Survey 2x a year targeting SNJ members to gauge engagement, satisfaction and value |
| South Jersey Local Program Council (SJLPC) | PHO Engagement | Identify PHO employees to serve on SL LPC committees | Progress to Plan | Support PHO community on 1 event | Support PHO community on 2 events |
| South Jersey Local Program Council (SJLPC) | | Convene Quarterly Meetings (both F2F and remote) with ambassadors | Progress to Plan | TBD pending meeting insights | TBD pending growth of PHO initiative |
| South Jersey Local Program Council (SJLPC) | Community Service | Engage the SJ community in participating in 1 SJ community service event planned by the CDC | Progress to Plan | Engage the SJ community in participating in 1 SJ community service event planned by the CDC | Engage the SJ community in participating in 1 SJ community service event planned by the CDC |
| South Jersey Local Program Council (SJLPC) | Program Events Calendar (i.e.: Speaker Series) | Develop 1 breakeven Education and 1 Networking Event during year | # of Attendees Financial BE | Develop 1 breakeven Education and 2 Networking Events during year | Develop 2 breakeven Education and 2 Networking Events during year |

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Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|--|---|--|---|---|---|
| Member Services | New Member outreach Initiative | Communicate within 30 days after new member joins ACHE/HLNDV via email or telephone. | Total number of Communications (new or renewed members)/TOTAL per Month | Total number of Communications (new or renewed members)/TOTAL per Month | Total number of Communications (new or renewed members)/TOTAL per Month |
| Member Services | PHO (Partner Health Organization) Program Expansion: Medical center, regional practices/Academic/Insurance based institutions | Develop new PHO programs with new entities | 2 new PHO sites per FY | 2 new PHO sites per FY | 2 new PHO sites per FY |
| Member Services | PHO (Partner Health Organization) Rejuvenation | Create a quarterly forum for PHO ambassadors to meet/connect and determine next steps for engaging local staff | Total # of PHO ambassadors forums per fiscal year | # of New members directly from PHO site | # of New members directly from PHO site |
| Member Services | New Member Highlights & membership benefits highlights on newsletter/Website with Communications committee | Advertise membership advantages and sample testimonial from new member | Total # of advertisements via Newsletter or website per FY | Total # of advertisements via Newsletter or website per FY | Total # of advertisements via Newsletter or website per FY |
| Delaware Local Program Council (DE LPC) | F2F Education | Oct 2015 - 1.5 credit F2F Panel discussion at DHA Fall Forum | 1.5 Credit F2F Panel with 100-150 attendees | Oct 2016 - 1.5 credit F2F Panel discussion at DHA Fall Forum | Oct 2017 - 1.5 credit F2F Panel discussion at DHA Fall Forum |

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Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|--|-----------------------------|---|--|------------------------------------|--------------------------------------|
| Delaware Local Program Council (DE LPC) | F2F Education | April 2016 - 1.5 Credit F2F Panel and new hospital tour | 1.5 Credit F2F Panel with 50-100 attendees | N/A | N/A |
| Delaware Local Program Council (DE LPC) | Networking | Spring 2016 Networking Event | 30-50 attendees, with 5 new members recruited | Fall 2016 Networking Event | Spring & Fall 2017 Networking Events |
| Delaware Local Program Council (DE LPC) | Sponsorship | Identify 2 high-level sponsors to support local DE events | Funding amount TBD | Continued corporate sponsorship | Continued corporate sponsorship |
| Delaware Local Program Council (DE LPC) | Membership participation | Analyze participation of DE membership in HLNDV events | Increase participation of DE membership in HLNDV events by 10% | Increased membership participation | Increased membership participation |
| Delaware Local Program Council (DE LPC) | Membership participation | Add members from currently non-participating DE organizations | 100% participation from DE hospitals | | |
| Delaware Local Program Council (DE LPC) | Membership participation | Increase DE LPC members participating on HLDNV committees | TBD | | |

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Strategic Initiative 2 – Market Relevance (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|--|-----------------------------|--|--------------------------------|--------------------------------|--------------------------------|
| Delaware Local Program Council (DE LPC) | Higher Education Connection | Guest speaker topics and promotion of ACHE membership/student chapter at DE higher education campuses with the ARC | 3 DE higher education campuses | 3 DE higher education campuses | 3 DE higher education campuses |
| Delaware Local Program Council (DE LPC) | Community Service | Hold a community service events in each DE County | 3 events | 3 events | 3 events |
| Delaware Local Program Council (DE LPC) | Needs Assessment | Survey of current DE members for input on needs for educational events, networking, mentoring, etc. | 1 Survey | N/A | N/A |

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Strategic Initiative 3 – Value Creation

Customized Education; Physician Leadership Development; Enhanced Career Services

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|--|--|---|--------------------------|---|---|
| Career Development – Early Careerist SIG | Provide a new value added service within the local chapter that will assist members with career advancement | Host a resume review event for early careerists | # of participants | Host a resume review event at an existing HLNDV event in spring | Host a resume review event at and existing HLNDV event in spring if strong enrollment/feed back or look for alternative methods to provide this service |
| Career Development – Early Careerist SIG | Enhance collaboration with committee that is also closely linked to early careerists and engage student members earlier in their career | Develop strategy to collaborate with ARC to engage students as early careerists | Developed strategy (y/n) | Continue collaboration - participate with ARC event | Continue collaboration - participate with CDC event |
| Career Development – Early Careerist SIG | Provide educational programs to early careerists to get them engaged in the chapter and to increase future membership and committee participation. | Host professional etiquette dinner (co-promote with ARC) | # of attendees | TBD | TBD |
| Career Development – Early Careerist SIG | Encourage participation in mentoring program and increase membership of early careerists | Host early careerist mentoring panel program - October 2015 | # of attendees | Host online mentoring webinar | TBD |

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Strategic Initiative 3 – Value Creation (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---|--|---|--------------------------|--|--|
| South Jersey Local Program Council (SJLPC) | Mentoring Program | Identify through member survey correspondence existing members who are currently mentoring someone or would like to | # of Prospective Mentors | Identify 2 participating higher education organizations to seed mentee candidates with the ARC | Identify 2 participating higher education organizations to seed mentee candidates with the ARC |
| South Jersey Local Program Council (SJLPC) | Events | Q4 2016 Planning around 1st Careerist Luncheon | Progress to Plan | Convene Annual Early Careerist Luncheon | Convene Annual Early Careerist Luncheon |
| Member Services | Special Interest Group Meetings : Identify target areas based on 2-3 ACHE priorities | Host 2 breakeven SIG events per year for those key focus areas with value to target audiences | 2 SIG events per FY | At least 2 new members from each SIG event | At least 5 new members from each SIG event |

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Strategic Initiative 3 – Value Creation (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 Activity Focus | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|------------------------|---|--|---|--|--|
| Member Services | Post-SIG follow up with all attendees | Telephone communication to all attendees from the membership committee | Follow up call or email to all attendees to determine value | Follow up call or email to all attendees to determine value | Follow up call or email to all attendees to determine value |
| Member Services | On-going Discipline Specific SIG Meetings | Develop SIG meetings before key HLNDV events to ensure continuity and expand specialty group membership; Provide remote education & development on specialty areas of interest | At least 2 follow up scheduled calls per year | At least 2 scheduled follow up live events or calls per year | At least 4 scheduled follow up live events or calls per year |

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Strategic Initiative 4 - Excellence

Performance Excellence; Technology Advancements; Service Commitment

| Committee | Committee Activities | Sep 2015 to Aug 2016 | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|--------------------|--|---|--|---|--|
| Sponsorship | Secure new annual and event sponsors | Secure at least two new annual sponsors | # new annual sponsors achieved (2 goal) | Retention of event sponsors | Conversion of event sponsors to annual sponsors |
| Sponsorship | Continue Sponsorship/E&E liaison | Enhance communication between committees Attendance on E&E calls Phone/F2F communication between committees on regular basis Create standardized reporting and event templates to reduce ad hoc activities | % participation in E&E calls (100%) # templates created (2 goal) | Enhance culture of communication between committees | Increased E&E involvement on sponsorship (e.g., communication in sponsor identification) |
| Sponsorship | Recruit additional committee members with a focus on diversity | Increase committee participation by at least two members Make volunteer activities interesting and short in duration Enhance committee member engagement at each event | # new committee members (2 goal) # volunteers for events/other (2 goal) | Committee member retention | Committee member engagement/workload equity |

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Strategic Initiative 4 – Excellence (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|--------------------|---|--|---|---|---|
| Sponsorship | Event Lead assignment | Assign primary and secondary event liaison for each event | % events with assigned leads (100% goal) | Event lead engagement | Event lead communication between/among committees (e.g., E&E) |
| Sponsorship | Focus on event planning based on the E&E timeline for events | Fund all annual, scheduled E&E programs at 100% | % E&E program events funded (100% goal) | Fund annual and select other events | Fund events 1-2 weeks prior to event |
| Sponsorship | | Communicate with E&E to identify event dates early and improve sponsors participation rate | % participation in E&E calls (100%) | Annual sponsor event attendance | Annual sponsor exhibit participation |
| Sponsorship | | Implement event checklist to increase program funding rate Update sponsorship participation for each event and for the program year | Checklist implemented (Y/N) | Update checklist based on event and sponsor feedback survey and E&E feedback | Creation of event-specific checklists |
| Sponsorship | Consistently implement annual and event sponsor surveys (annual and post-event) | Data gathering on what sponsors want from HLNDV program Make continued sponsorship program improvements based on feedback received | Survey implemented (Y/N) % response rate (50% goal in yr. 1) | Increase sponsor survey participation Implement committee changes resulting from survey feedback | Increase sponsor satisfaction |

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Strategic Initiative 4 – Excellence (continued)

| Committee | Committee Activities | Sep 2015 to Aug 2016 | Metric | Sep 2016 to Aug 2017 | Sep 2017 to Aug 2018 |
|---|---|---|--|--|--|
| Diversity | Develop a well-known infrastructure for Diversity resources | Outreach and collaboration with committee and overall membership | Grow committee membership and monthly call participation; submit to ACHE for award consideration | Grow membership participation in diversity related topics; submit to ACHE for award consideration | Win ACHE award or local or national recognition for Diversity outreach efforts |
| Membership | Deliver focused snap survey to members quarterly | Complete 4 snap surveys: Subcommittee specific surveys. Each respective committee will have at least 1 survey over 2 years. Surveys will focus on "listening" to the requirements of HLNDV customers. | Complete 4 SS per year | Complete 4 SS per year (with participation exceeding previous year avg) | Complete 4 SS per year (with participation exceeding previous year avg) |
| South Jersey Local Program Council (SJLPC) | Membership Communication | Develop communication plan for SL LPC members using existing vehicles | Progress to Plan | Author 2 stories in HLNDV Newsletter | Author 2 stories in HLNDV Newsletter |
| South Jersey Local Program Council (SJLPC) | Event Planning | Consistently use event checklist to QA event tasks in coordination with other committees such as Sponsorship and E&E | 100% Compliance | Consistently use event checklist to QA event tasks in coordination with other committees such as Sponsorship and E&E | Consistently use event checklist to QA event tasks in coordination with other committees such as Sponsorship and E&E |

Exhibit C

HLNDV Board of Directors Contact List

An Independent Chapter of



American College of
Healthcare Executives
for leaders who care®



Healthcare Leadership Network of the Delaware Valley

Healthcare Leadership Network of the Delaware Valley 2016-2017

Board of Directors Contact List

| HLNDV Office | Name/Title | Organization/Address | Phone/Fax/Email |
|--|--|--|--|
| President 2015-2017 | Doug Hughes, FACHE VP Administration | Paoli Hospital 255 West Lancaster Ave. Paoli, PA 19301 | 484-565-1445 (Office) hughesd@mlhs.org |
| Past-President 2015-2017 | Ned Lafer, MD, MBA, FACHE, FACPE, CPE, CPPS, Six Sigma Black Belt Medical Director Healthcare Management | Health Partners Plans 901 Market St., Ste 500 Philadelphia, PA 19107 | 215-991-4042 (Office) 215-205-5492 (Cell) elafer@HPplans.com nlafer@verizon.net |
| President-Elect Appointed 2016-2017 | Chris Fraser, MBA, FACHE Director of Operations | Westside Family Healthcare 300 Water Street-Suite 200 Wilmington, DE 19801 | 302-656-8292 x 1008 (Office) 302-584-6290 (Cell) Chris.fraser@westsidehealth.org |
| Secretary 2015-2017 Second Term | Ellen Nassberg, FACHE Consultant | Ellen Nassberg 219 Edgehill Road Merion Station, PA 19066 | 610-664-9654 (Office) Consult1en@aol.com |
| Treasurer 2015-2017 First Term | Carey Gallagher, MBA Senior Manager | CFAR 1600 John F. Kennedy Blvd. Suite 600 Philadelphia, PA 1910 | 215-320-3230 (Office) cgallagher@cfar.com |
| Co-Chair, Events and Education Committee 2015-2017 First Term | John Kiernan Managing Director | Management Pathways 5 Great Valley Parkway, Suite 276 Malvern, PA 19355 | 610-415-0888 (Office) jkiernan@managementpathways.com |
| Co-Chair, Events and Education Committee 2016-2018 First Term | Emily Burrell, RD, MBA, FACHE Administrator | Nemours Children's Health System 825 Old Lancaster Road Suite 250 Bryn Mawr, PA 19010 | 484-431-8261 (Cell) eburrell@nemours.org |
| Co-Chair, Communications Committee 2016-2018 Second Term | Morris Fansler, MPA, FACHE Director, Strategic Marketing and Research | Main Line Health 240 North Radnor-Chester Rd. Radnor, PA 19087 | 484-580-1032 (Office) 610-322-4322 (Cell) fanslerm@mlhs.org |
| Co-Chair, Communications Committee 2015-2017 First Term | Colleen King-McClintock, MHA Manager, International Medical Education & Business Development | The Children's Hospital of Philadelphia, Department of International Medicine | 267-426-1356 (Office) 240-490-1966 (Cell) kingcl@email.chop.edu cmking312@gmail.com |
| Co-Chair, Member Services 2016-2018 Second Term | Sachit Verma, MD, MBA, RDMS, RVT, CRCP Senior Clinical Research Budget Analyst, Clinical Research Compliance | Memorial Sloan Kettering Cancer Center | 267-893-8946 (Cell) Medskv@gmail.com |

| | | | |
|---|---|---|--|
| Co-Chair, Member Services 2014-2016 First Term Appointed/ 2017 Election Cycle | Shawn Parekh, PharmD, FACHE Health System Director-Pharmacy Services | Abington Jefferson Health 1200 Old York Rd. Widener Basement Abington, PA 19001 | 215-481-2033 (Office) 978-405-5177 (E-fax) 215-284-4790 (Cell) dparekh@amh.org |
| Co-Chair, Career Development Committee 2016-2018 Second Term | Chiragi Shah, MHA, FACHE Program Manger | Department of Veterans Affairs New England Veterans Engineering Resource Center (VERC) 150 S. Huntington Ave. Building 9 Jamaica Plain, MA 02130 | 267-683-6173 (Office) Chiragi.shah@va.gov |
| Co-Chair, Career Development Committee 2015-2017 Second Term | Brian Sweeney, RN, MBA, FACHE Senior Vice President Hospital Operations | Thomas Jefferson University Hospitals 125 South 11 th Street 2210 Gibbon Philadelphia, PA 19107 | 215-955-7937 (Office) 215-955-2197 (Fax) 484-574-2604 (Cell) Brian.sweeney@jefferson.edu |
| Co-Chair, Academic Relations Committee 2015-2017 Second Term | Lauren Glowienka, FACHE Manager Strategic and Service Line Planning | Main Line Health 240 Radnor Chester Road Radnor, PA 19087 | 484-580-4147 (Office) 215-932-1611 (Cell) glowienka@mlhs.org |
| Co-Chair, Academic Relations Committee 2016-2018 First Term | Andrew J. Wierzbieniec, MHSA, FACHE Director, Network Program Development | Penn Medicine Centre Square, 1500 Market Street 10th Floor, West Tower Philadelphia, PA 19102 | 267-414-2877 wierzbieniec@gmail.com |
| Co-Chair, Sponsorship Committee 2016-2018 First Term | Marc Schlessinger, RRT, MBA, FACHE Senior Associate, Applied Solutions Group | ECRI Institute Headquarters 5200 Butler Pike Plymouth Meeting, PA 19462- 1298 | 610-825-6000, ext. 5420 215-989-3962 (Cell) mschlessinger@ecri.org |
| Co-Chair, Sponsorship Committee 2015-2017 First Term | Joe Crandall, Partner, Client Engagement Solutions | Greencastle Consulting 627 Swedesford Rd Malvern, PA 19355 | 856-685-0737 (Cell) CrandallJ@greencastleconsulting.com |
| Co-Chair, Diversity Committee 2015-2017 Second Term | Faith Needleman, RN, MSN Associate Performance Improvement Manager | Temple University Hospital 2 nd Floor 3509 North Broad Street Philadelphia, PA 19140 | 215-707-5526 (Office) 215-707-4721 (Fax) 267-535-9243 (Cell) Faith.needleman@tuhs.temple.edu |
| Co-Chair, Diversity Committee 2016-2018 First Term | Seema Sood Director Corporate Accounts Clinical Solutions | Elsevier 408 Green Hill Lane Berwyn, PA 19312 | 203-451-8472 seemapriyasood@gmail.com |

| | | | |
|---|--|---|--|
| Director-at-Large, Delaware LPC Chair 2016-2018 | John D. Shevock, MSM, FACHE, FACMPE Senior Director of Operations, Oncology Service Line and Executive Director of the Bayhealth Cancer Institute | Bayhealth 640 South State Street Dover, DE 19901 | 302-674-4401 (Office) 302-535-5386 (Cell) John_Shevock@bayhealth.org |
| Director-at-Large, South Jersey LPC Chair 2016-2018 Second Term | Lillian Carson, RN, MSN VP of ASC Development and Clinical Operations, Partnership, and Business Development | Virtua 50 Lake Center 401 Route 73 North-Suite 404 Marlton, NJ08053 | 856-355-0061 (Office) 856-355-0019 (Fax) 267-386-5974 (Cell) lcarson@virtua.org |
| Director-at-Large, Volunteer Coordinator Open Position 2016-2018 Appointed | Meredith Inniger Senior Consultant | Veralon 1628 John F. Kennedy Blvd. Philadelphia, PA 19103 | 215-399-1863 (Office) 513-404-2425 (Cell) Minniger@veralon.com |
| Director-at-Large, Special Projects 2016-2018 Appointed | Allison P. Wilson-Maher, MBA, FACHE Principal | Acuity Healthcare Real Estate Resources 1635 Market St. Second Floor Philadelphia, PA 19103 | 215-485-6896 (Mobile) allison.wilson- maher@acuityhealthresources.com |
| ACHE Regent – Eastern Pennsylvania and Southern New Jersey (2014-2017) | Kevin McGovern, FACHE Vice President Operations | St. Luke’s University Health Network 801 Ostrum St. Bethlehem, PA 18015-1005 | 484-526-2834 (Office) 610-217-6402 (Cell) Kevin.mcgovern@sluhn.org |
| ACHE Regent – Delaware (2015-2018) | OPEN | OPEN | OPEN |
| Student Board Representative 2016-2017 | Caichen (Karol) Zhong | Drexel University College of Nursing and Health Professions | 267-254-8325 (Mobile) cz358@drexel.edu |

Administrative/Communications Support

| Position | Name/Title | Organization/Address | Phone/Fax/Email |
|------------------------------|---------------|---|---|
| Communications Consultant | Ilyse Shapiro | HLNDV PO Box 19 Wynnewood, PA 19096 | 610-642-7427 (Office) hlndv2016@gmail.com |