

## **BYLAWS**

### **The RxCheck Hub Governance Board**

#### **ARTICLE I - NAME**

The name of the organization is the RxCheck Hub Governance Board herein referred to as the RxCheck Board.

#### **ARTICLE II - PURPOSES**

The purposes for which the RxCheck Board is formed are as follows.

1. To operate and oversee a system known as the RxCheck Hub which allows for state prescription drug monitoring programs (PDMPs) to efficiently and securely share prescription data among themselves and their authorized users, and with authorized Health Information Exchanges and other electronic health record systems.
2. To establish the organizational framework for governing the development, support, and utilization of the RxCheck Hub and related technology resources.
3. To ensure a technology infrastructure to facilitate secure data transmission through the RxCheck Hub.
4. To maintain an enterprise perspective in the planning and management of information technology resources to support the RxCheck Hub.
5. To advance the support and ability of PDMPs to provide an efficient and comprehensive tool to curtail the abuse and diversion of prescription drugs.
6. To foster and support the use of open standards for the RxCheck Hub technology infrastructure and conformance to the Prescription Monitoring Information Exchange (PMIX) National Architecture.
7. To do any and all acts that are necessary, proper, useful, incidental or advantageous to support the purpose and mission of the RxCheck Board.

#### **ARTICLE III - MEMBERSHIP**

**Section 1. Classes of Membership.** There shall be two classes of membership: State Membership and Advisory Membership.

**Section 2. State Membership.** The government agency, department or board in each state, commonwealth, district, or territory of the United States or of any foreign country that is responsible for the PDMP and is utilizing the RxCheck Hub or has expressed written interest in connecting to the RxCheck Hub, shall be eligible for state membership in the RxCheck Board and shall have the right to vote and hold office.

**Section 3. Advisory Membership.** Persons or organizations who are interested partners as determined by the RxCheck Board shall be eligible for advisory membership in the RxCheck Board, based upon application and a majority vote of the RxCheck Board members. Advisory members shall not be eligible to vote on RxCheck Board matters or hold RxCheck Board offices; however they may serve on committees. When evaluating advisory membership applications, the

RxCheck Board shall consider whether the applicant will further the purposes set forth in Article II, and add value as a contributing member of the RxCheck Board.

**Section 4. Withdrawal from Membership.** A member from any membership class may withdraw from membership in the RxCheck Board at any time. The withdrawal shall be effective upon receipt of written notice of withdrawal by the RxCheck Board.

**Section 5. Termination from Membership.** The RxCheck Board may terminate any member by a two-thirds vote of the entire RxCheck Board for no longer meeting the membership requirements, for misusing his or her status as a member of the RxCheck Board, or for any other good cause as determined by the RxCheck Board.

#### **ARTICLE IV - MEETINGS**

There shall be at least one annual meeting of the RxCheck Board, and monthly meetings in all months except for the month during which the annual meeting is conducted. RxCheck Board and committee meetings may be conducted in person, by conference call, or by webinar. Proceedings of all meetings of the RxCheck Board shall follow Roberts Rules of Order.

#### **ARTICLE V - OFFICERS**

The Officers of the RxCheck Board shall consist of a Chair, Vice Chair and Secretary. Only representatives of state members of the RxCheck Board shall be eligible to hold office. The officers of the RxCheck Board shall be elected to serve a term of two years and may serve no more than two successive terms in the same office.

**Section 1. Chair.** The Chair shall preside at all meetings of the RxCheck Board and fulfill the directives with respect to achieving the purposes of the RxCheck Board. The Chair shall have general management and control of the business and the affairs of the RxCheck Board. The Chair shall sign all certificates and other instruments for the RxCheck Board.

**Section 2. Vice-Chair.** The Vice-Chair shall assist the Chair and have the full authority to perform the duties and responsibilities of the Chair in the event of removal, resignation, disability or death. The Vice-Chair shall carry out the duties and responsibilities of the Chair when he or she is absent from meetings of the RxCheck Board. The Vice-Chair shall perform other duties as may be assigned to him or her by the Chair.

**Section 3. Secretary.** The Secretary shall have the responsibility for keeping minutes of all meetings and shall be responsible for maintaining other books and records deemed necessary by the Chair.

**Section 4. Elections.** The election of officers shall be filled by an election of the state members.

#### Initial Election

The initial formal election of officers shall occur in September 2017.

On or before July 31, 2017, the member states may nominate individuals from their ranks to serve as officers of the RxCheck Board. The initial election will occur during the September 2017 RxCheck Board meeting.

### Regular Elections

Election of RxCheck Board officers shall take place semi-annually during the September meeting beginning in September 2017. Nominations for RxCheck Board officers shall be due to the RxCheck Board Chair or Vice-Chair no later than July 31<sup>st</sup> of each election year.

**Section 5. Vacancies.** Any vacancy of the RxCheck Board officers, other than the Chair, created for any reason may be filled by special election or a vote of the members of the RxCheck Board to fill an unexpired term until the next regular election.

## **ARTICLE VI - COMMITTEES**

The Chair may create standing or special committees as are required to carry on the work and responsibilities of the RxCheck Board. All standing and special committees shall be chaired by an officer or a state member.

**Section 1. Committee Membership.** Unless otherwise provided by the Bylaws, only state members shall be eligible for appointment as a member of any committee. Advisory members may serve on committees as ex officio members. At any given time no more than one representative of a state member's agency shall be a member of the same committee.

## **ARTICLE VII - QUORUM**

A quorum at any RxCheck Board meeting shall consist of a simple majority of the state members present. The quorum shall be established by a roll call prior to the start of the meeting.

## **ARTICLE VIII - VOTING**

A state member shall be entitled to one vote at all meetings of the RxCheck Board. Except as provided elsewhere in the Bylaws, at meetings of the RxCheck Board an affirmative vote by the majority of the state members present and voting with a quorum having been established is required for the passage of any motion.

## **ARTICLE IX - AMENDMENTS TO THE BYLAWS**

A two-thirds vote of the state members present and voting shall be required to amend the Bylaws. A written notice of any proposed changes to the Bylaws shall be sent to the members at least 60 days prior to the meeting at which the amendments will be considered.

## **ARTICLE X- CONFORMITY WITH LAW**

The RxCheck Board officers and members shall not act on, consider or discuss any matters prohibited by law. If any of the provisions of these laws are in conflict with state laws or those of the United States of America, such provisions shall be deemed to be modified or deleted in the extent necessary to bring these Bylaws into conformity with said laws.