



RxCheck

BYLAWS

The RxCheck Hub Governance Board

(approved December 9, 2021)

Contents *(ctrl+click article or section to review)*

| | |
|--|---|
| ARTICLE I - NAME..... | 2 |
| ARTICLE II - PURPOSES | 2 |
| ARTICLE III - MEMBERSHIP | 2 |
| Section 1. Classes of Membership..... | 2 |
| Section 2. State Member..... | 2 |
| Section 3. Advisory Member..... | 3 |
| Section 4. Withdrawal from Membership | 3 |
| Section 5. Termination from Membership | 3 |
| Section 6. Probationary Status..... | 3 |
| Section 7. Inactive Status | 3 |
| ARTICLE IV - MEETINGS..... | 3 |
| Section 1. Meetings | 3 |
| Section 2. Regular Meetings..... | 3 |
| Section 3. Executive Sessions | 4 |
| ARTICLE V - OFFICERS | 4 |
| Section 1. Number of Officers..... | 4 |
| Section 2. Chair..... | 4 |
| Section 3. Vice-Chair | 4 |
| Section 4. Secretary..... | 4 |
| Section 5. Elections..... | 4 |
| Section 6. Vacancies..... | 5 |
| Section 7. Removal from Office..... | 5 |
| ARTICLE VI - COMMITTEES..... | 5 |
| ARTICLE VII - QUORUM..... | 5 |
| ARTICLE VIII - VOTING..... | 5 |
| ARTICLE IX - AMENDMENTS TO THE BYLAWS..... | 6 |
| ARTICLE X- CONFORMITY WITH LAW | 6 |

ARTICLE I - NAME

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

ARTICLE II - PURPOSES

The purposes for which the Board is formed are as follows

1. To provide governance for the 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 electronic health record systems such as, but not limited to Health Information Exchanges, electronic medical records, and pharmacy dispensing/management 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 ensure that states using the RxCheck Hub retain authority and control over their own PDMP data.
5. To maintain an enterprise perspective in the planning and management of information technology resources to support the RxCheck Hub.
6. To advance the support and ability of PDMPs to provide an efficient and comprehensive tool to promote safe prescribing and dispensing and reduce abuse, misuse, and diversion of prescription medications.
7. 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.
8. To implement any and all acts that are necessary, proper, useful, incidental, or advantageous to support the purpose and mission of the Board.

ARTICLE III - MEMBERSHIP

Section 1. Classes of Membership

There shall be two classes of membership: State Membership and Advisory Membership. State and Advisory members shall be added to the Board based on an affirmative vote by the majority of the Board state members.

Section 2. State Member

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 currently utilizing the RxCheck Hub, or that has provided written confirmation that they are developing or intending to develop a connection to the RxCheck Hub shall be eligible for State Membership in the Board, shall have the right to vote, and a representative may hold office.

Section 3. Advisory Member

States, persons, or organizations who are interested partners as determined by the Board shall be eligible for Advisory Membership in the Board, based upon application and an affirmative vote by the majority of the state members. When evaluating Advisory Membership applications, the Board shall consider whether the applicant will further the purposes set forth in Article II and add value as a contributing member of the Board.

Advisory members shall not have the right to vote on Board business or hold office. The Chair may appoint advisory members to serve on committees. While serving on the committee, the advisory member shall have committee voting privileges.

Section 4. Withdrawal from Membership

A member from any membership class may withdraw from membership in the Board at any time. The withdrawal shall be effective upon confirmation by any officer upon receiving written notice of withdrawal.

Section 5. Termination from Membership

The Board shall terminate any member based upon an affirmative vote by two-thirds of the state members for no longer meeting the membership requirements, for failing to support, or for acting against the purposes set forth in Article II, or for any other cause as determined appropriate by the Board.

Section 6. Probationary Status

The Board shall place a state member on probationary status for failing to support or acting against the purposes set forth in Article II, or for other causes determined appropriate by the Board. Any state member placed on probationary status shall be ineligible to vote on matters, participate in executive sessions, or serve on committees. A state member shall be placed on probationary status or returned to active state membership status based upon an affirmative vote by the majority of the state members.

Section 7. Inactive Status

A state member shall automatically be placed on inactive status for failure to attend three consecutive Board meetings. Inactive status shall be automatically rescinded upon state member attendance at a subsequent Board meeting.

ARTICLE IV - MEETINGS

Section 1. Meetings

The Board meetings shall be conducted in person, by conference call, or by webinar. Proceedings of all meetings of the Board shall follow Roberts Rules of Order.

Section 2. Regular Meetings

The Board shall hold monthly meetings unless deemed unnecessary by the Officers. Other meetings shall be held at the call of the Chair, or upon petition by the majority of the state members.

Section 3. Executive Sessions

An Executive Session is a meeting where only the state members of the Board are present. An Executive Session may be scheduled at any time by the Chair or based upon a motion by any state member not on probationary status, and affirmative vote by the majority of state members.

ARTICLE V - OFFICERS

Section 1. Number of Officers.

The officers shall consist of a Chair, Vice Chair, and Secretary. Only representatives of state members shall be eligible to hold office, and no state member shall have more than one representative hold office during any term.

Section 2. Chair.

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

Section 3. Vice-Chair.

The Vice-Chair shall perform duties as assigned by the Chair. The Vice-Chair shall carry out the duties and responsibilities of the Chair when the Chair is absent from meetings of the Board. The Vice-Chair has full authority to perform the duties and responsibilities of the Chair in the event that the Chair is unable to act in the role of the Chair.

Section 4. 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. The Secretary has full authority to perform the duties and responsibilities of the Chair in the event that the Chair and Vice-Chair are unable to act in their roles.

Section 5. Regular Elections.

The selection of the officers shall be filled by an election of the state members that shall take place at a meeting at least two months before the current officers' term expires. The officers shall be elected to serve a term of two years and shall serve no more than two successive full terms in the same office. Nominations for Board officers shall be submitted to the Chair or Vice-Chair no later than two months prior to the election. Nominations for Board officers will also be accepted during the meeting in which the elections take place.

Section 6. Special Elections.

In the event of a vacancy, a special election will be held at the next regular meeting. Notifications of vacancy will be sent to members at least two weeks before the next regular meeting. If the vacancy occurs less than two weeks before the next regular meeting, the elections will occur at the subsequent regular meeting. Nominations for Board officers will be accepted prior to the meeting in which the elections take place and will be made available to the membership. Nominations will also be accepted during the meeting in which the elections take place.

Section 7. Vacancies.

The Board officer's line of succession following the vacancy of the Chair position is Vice-Chair, then Secretary. If the Vice-Chair and Secretary decline the position of the Chair, the Chair position will be filled by a vote of the majority of the Board's state members at the next regular meeting to fill the unexpired term until the next regular election. If either the Vice-Chair or Secretary accept the position of the Chair, the resulting vacant officer position will be filled by a special election at the next regular meeting to serve in said position until the next regular election. In the event the Chair, Vice-Chair, and Secretary positions become vacant at the same time, the positions will be filled at a special election at the next regular meeting to serve in the positions until the next regular election.

Section 8. Removal from Office.

Any officer not performing assigned duties as set forth in Article V, based upon an affirmative vote by the two-thirds of state members, shall be removed from office.

ARTICLE VI - COMMITTEES

The Chair shall create standing or special committees as required, to carry out the work and responsibilities of the Board. The Board Chair shall appoint all committee chairpersons and members. At any given time, no more than one representative of a state member's agency shall be a member of the same committee. All standing and special committees shall be chaired by an officer or a state member. State members and advisory members shall be eligible to serve on committees.

ARTICLE VII - QUORUM

A quorum at any Board meeting shall consist of a simple majority of the state members. The quorum shall be established by a roll call prior to the start of the meeting. State members on probationary or inactive status shall not be considered for purposes of establishing a quorum.

ARTICLE VIII - VOTING

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

ARTICLE IX - AMENDMENTS TO THE BYLAWS

The Bylaws may be amended, altered, or repealed based upon a motion by any state member not in probationary status. A two-thirds vote of the state members shall be required to amend the Bylaws. The text of the proposed Bylaws change must be distributed to all state members at least 60 days prior to the meeting at which the amendments will be considered.

ARTICLE X- CONFORMITY WITH LAW

The 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 to the extent necessary to bring these Bylaws into conformity with said laws.