

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 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 Health Information Exchanges, electronic medical records, and pharmacy 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 of controlled substances and drugs of concern, and curtail the abuse and diversion of prescription drugs.
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 do 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 RxCheck Board based on an affirmative vote by the majority of the RxCheck 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 and 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 of a 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 good cause as determined 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 good cause as determined 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 assist the Chair and has 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 Board. The Vice-Chair shall perform other duties as assigned to him or her by 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.

Section 5. Elections. The election of officers shall be by a vote of the majority of the state members conducted biannually at the September meeting. The officers shall be elected to serve a term of two years and shall serve no more than two successive terms in the same office. Nominations for officers shall be due to the Chair or Vice-Chair no later than sixty days prior to the election. Nominations shall be accepted during the meeting in which the elections take place.

Section 6. Vacancies. Any vacancy of the Board officers, other than the Chair, created for any reason shall be filled by a vote of the majority of the state members of the Board to fill an unexpired term until the next regular election.

Section 7. Removal from Office. Any officer not performing his or her 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 are required to carry on 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 on 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 in the extent necessary to bring these Bylaws into conformity with said laws.