

**Constitution**  
**of the**  
**International Federation of Health Information Management Associations (IFHIMA)**  
Formerly, the International Federation of Medical Records Organisations (IFMRO) (1968 -1976)  
the International Federation of Health Records Organizations (IFHRO) (1976 - 2010)

AMENDED JANUARY 1979  
AMENDED APRIL 1980  
AMENDED OCTOBER 1988  
AMENDED SEPTEMBER 2000  
AMENDED OCTOBER 2004  
AMENDED MAY 2007  
AMENDED NOVEMBER 2010  
AMENDED MAY 2013  
AMENDED OCTOBER 2016  
AMENDED NOVEMBER 2019  
AMENDED NOVEMBER 2022  
REVISED AND RESTATED AUGUST 2025

<b>ARTICLE I.</b>	<b>NAME AND ORGANIZATIONAL STATUS</b>
-------------------	---------------------------------------

	The name of this international body shall be the International Federation of Health Information Management Associations (IFHIMA or the Federation), herein referred to as the Federation. The organization shall be registered as a not-for-profit organization under the General Not-for-Profit Act of the State of Illinois (the Act) and such other laws and regulations as required by any government body. The Federation shall exist as a tax-exempt entity under Section 501(c)(3) of the Internal Revenue Code.
--	---

<b>ARTICLE II.</b>	<b>PURPOSES</b>
--------------------	-----------------

	The purposes of this Federation shall be to:
--	--

- |  |   |
|--|---|
|  | <ul style="list-style-type: none"><li>(a) promote the development and practice of health information management (HIM) in all countries</li><li>(b) advance the development and use of international HIM standards</li><li>(c) provide for the exchange of information on HIM education requirements and training programs</li><li>(d) provide opportunities for education and communication between persons working in the field of HIM in all countries</li><li>(e) promote the appropriate and effective use of technology and the electronic health record</li></ul> |
|--|---|

## **ARTICLE III. MEMBERSHIP**

### **Section 1**

Membership of this Federation shall be of six types: National, Regional Island Network, Associate, Honorary, Corporate and Educational Institution.

### **Section 2**

**National Member.** The National Member will be the association in each country which is representative of the national activities within the field of HIM, completes the application process and is approved by the Executive Committee on recommendation of the Membership Chair.

The National Member shall appoint one primary representative (Director) and one alternate representative (Deputy Director). The Director shall serve at the General Assembly as a voting member.

In the absence of the Director, the Deputy Director represents the National Member at meetings of the General Assembly. Unless acting in the place of the Director, the Deputy Director has no voting rights and no right to address the General Assembly.

The names of Directors and Deputy Directors must be provided by the National Member to the President at the beginning of each calendar year. Any changes in status of Directors and Deputy Directors must be immediately notified to the President.

In the absence of the Director and Deputy Director, the National Member may nominate one of its members to represent it and to vote at a General Assembly.

**2.1 Term:** Directors and Deputy Directors will be appointed by the National Member and shall be primary contact(s) for all business pertaining to the Federation.

### **Section 3**

**Regional Island Network Member.** A Regional Island Network Member shall consist of close geographical clusters of similar small islands, with each island having less than or equal to three (3) HIM practitioners, which are representative of activities within the field of HIM, completes the application process and is approved by the Executive Committee upon recommendation of the Membership Chair. Regional Island Network Members will have the same rights and privileges as National Members and the provisions in Section 2 will apply to Regional Island Network Members.

#### **Section 4**

**Associate Member.** An Associate Member is any individual working in the field of HIM who completes the application process and pays the applicable membership dues. Associate members shall have the right to serve on committees and task groups but shall not have the right to hold office (solely by virtue of their Associate Membership) or vote in a General Assembly.

#### **Section 5**

**Honorary Member.** An Honorary Member is an individual who has earned exceptional merit in furthering the goals and interests of the Federation and is selected through the Federation's nomination and approval process. Honorary Members have no right to hold office (solely by virtue of their Honorary Membership) or vote in a General Assembly.

#### **Section 6**

**Corporate Member.** A Corporate Member is any institution, company, hospital or other organization working in the healthcare field, that completes the application process, pays the applicable Corporate Member dues and is approved by the Executive Committee of the Board of Directors. Each Corporate Member may designate one (1) representative that serves as the primary contact with the Federation. Corporate Members shall have the right to have its representative serve on committees and task groups, but such representative shall not have the right to hold office or vote in a General Assembly.

#### **Section 7**

**Educational Institution Member.** An Educational Institution Member is one that provides formal education in Health Records/Health Information Management that completes the application process, pays the applicable Educational Institution Member dues and is approved by the Executive Committee of the Board of Directors. The educational institution is recognized by the local or national Health Information Management Association and, if relevant, meets any nationally required educational accreditation standards. Each Educational Institution Member may designate one (1) representative that services as the primary contact with the Federation. The Educational Institution Member representing the institution shall have the right to serve on committees and task groups, but such representative shall not have the right to hold office or vote in a General Assembly.

## **Section 8**

**Application for Membership.** All applications for each type of membership in the Federation shall be made on the appropriate application form. All non-Associate Membership applications will be subject to approval by the Executive Committee

If an application for National or Regional Island Network Membership is received from a country already represented by a National or Regional Island Network Member, the Board shall attempt to resolve the issue by contacting both organizations. If the issues cannot be resolved in a mutually satisfactory manner, the Board shall determine, in its reasonable discretion, the course of action in the best interests of the Federation, which may include:

- (a) to reject the new application(s);
- (b) to propose that the applying organization is more representative than the existing National Member, and to then remove the existing National or Regional Island Network Member and replace it with the new applicant; or
- (c) to suggest to the organizations a mechanism for merging their interests, and if the organizations both agree, then to re-examine the matter in one year.

The Board decision will be by a majority vote of those voting in a meeting or via electronic ballot. A quorum will be participation by a majority of the Board of Directors. The President will inform the General Assembly of the decision.

Any applicant can request a reconsideration of a negative decision within thirty (30) days from receipt of notification of the final decision by submitting a written request to the President stating the basis for the appeal. A final decision, by the Board, in its sole and reasonable discretion, shall be completed within thirty (30) days of receipt of the request for reconsideration.

The Board may (but is not required to) refer to the General Assembly any application in question or a request for reconsideration of a decision of the Board regarding membership. Any decision referred to the General Assembly members will be decided based upon the majority vote of those members responding in a meeting of the General Assembly or by electronic ballot.

## **Section 9**

**Resignation of Membership.** A Member of any category may withdraw from membership in the Federation; provided that, a notice is submitted in writing to the President of the Federation. No dues will be refunded regardless of the time of year the resignation is submitted.

## **Section 10**

**Termination of Membership.** Any Member that has not paid the annual dues, after notice and failure to pay, may be terminated upon notice from the President.

A Member may be reinstated after paying the outstanding dues.

A National Member or Regional Island Network Member may be removed from membership by the Board of Directors:

- 1) if the Member fails to participate in any meaningful way in any annual period
- 2) if the Member acts in a manner contrary to the best interests of the Federation
- 3) If the Member fails to provide meaningful interaction with its local membership or acts in a manner that is otherwise deemed inappropriate by the Board.

Termination of membership for a National Member or Regional Island Network Member may be appealed to the Board of Directors within thirty (30) days from receipt of notification of the decision by submitting a written request to the President stating the basis for the appeal. A final decision, by the Board, in its sole and reasonable discretion, shall be completed within thirty (30) days of receipt of the appeal.

## **ARTICLE IV. GENERAL ASSEMBLY**

### **Section 1**

**Purpose, Composition and Appointment.** The General Assembly will serve as a forum for discussion about issues related to international health information management. The General Assembly will consider and vote on matters of Federation business as provided for in this Constitution and as may otherwise be presented to it for consideration.

The General Assembly is composed of the National Member Directors and Regional Island Network Member Directors as provided in Article III, Sections 2 and 3.

Names of Directors, Deputy Directors, or other representative on behalf of the Director and Deputy Directory, attending the meeting of the General Assembly must be submitted to the President 14 days prior to the meeting of the General Assembly.

The General Assembly will hold an annual meeting of members which may be in person or virtually as determined by the Board.

## **Section 1.1**

**Vote.** Only National Members and Regional Island Network Members of the Federation whose association has paid its annual dues, can vote at the General Assembly meeting. When deemed appropriate by the Board, electronic voting may be utilized to facilitate voting.

National Members and Regional Island Network Members may have a Deputy Director, or other approved representatives attend the General Assembly meeting, provided that, National Members and Regional Island Network Members have only one (1) vote in person. Only the Directors, or those acting in their stead, may address the General Assembly, except for those others specifically authorized by the Board. Unless otherwise provided for in this Constitution, any vote shall require a majority vote of those voting at a General Assembly meeting at which a quorum is present.

**Informal Action by the General Assembly.** The Board can ask the General Assembly to consider and vote on issues at any time outside the meeting of the General Assembly as long as the information is provided to the members within a reasonable time frame not less than 30 days. Unless otherwise provided for in this Constitution, any vote shall require a majority vote of those voting. The results of such referendums will be reported promptly to the National Members and Regional Island Network Members.

## **Section 1.2**

**Duties and Responsibilities.** The General Assembly has the following duties and responsibilities:

- (a) To provide input to the Board of Directors in the strategic planning process
- (b) To elect the members of the Board
- (c) To approve the Constitution and amendments thereto
- (d) To receive and review the Board's report on the expenditures for the prior period
- (e) To receive and review the Budget as approved by the Board
- (f) To receive the Financial Review as approved by the Board
- (g) To determine the location for the next International Congress as recommended by the Board, and subject to Executive Committee approval of financial and operational capabilities
- (h) Approve any dissolution or liquidation of the Federation upon recommendation by the Board.

## **Section 2**

**Meetings.** The Board shall conduct business of the Federation during the time between General Assembly meetings. The President may call a Special Meeting of the General Assembly to provide input, take action and vote between meetings of the General Assembly. Such Special Meetings may be held virtually.

## **Section 3**

**Quorum.** Fifty (50%) percent of the National Members and Regional Island Network Members attending a meeting of the General Assembly shall constitute a quorum. A majority of the National Members and Regional Island Network Members shall constitute a quorum for all votes taken outside of a meeting of the General Assembly.

## **ARTICLE V. BOARD OF DIRECTORS**

### **Section 1**

**Composition.** The Board of Directors shall be the governing body of the Federation. It shall consist of eight (8) members who are the Officers of the Federation. The Officers shall consist of a President, a President Elect and six (6) Directors ("Regional Directors"): one to have oversight of each of six (6) regions: Europe, the Americas, Africa, the Eastern Mediterranean, South East Asia, and the Western Pacific.

The Immediate Past President may serve on the Board in an *ex-officio* non-voting capacity for up to three (3) years.

A National or Regional Island Network Deputy Director serving in the absence of a Director, who is also a member of the Board, does not represent the Director on the Board.

### **Section 1.1**

**Eligibility for Office.** To be eligible to hold office as a Regional Director, an individual must be or have been the National Director of a National Member or Regional Island Network Member in good standing. Regional Directors need not be members within the region they represent.

## **Section 1.2**

**Nominations.** Nominations for President Elect and Regional Director must be submitted by the National Members or Regional Island Network Members to the President at least 60 days prior to the General Assembly meeting.

## **Section 1.3**

**Elections.** The President Elect shall be elected by a majority vote of the National Members and Regional Island Network Members present and voting at the General Assembly meeting. The Regional Directors shall be elected by a plurality of the vote of the National Members and Regional Island Network Members present and voting at a General Assembly meeting. The candidates for Regional Director receiving the most votes shall fill the open positions.

In the case of a tie, those Directors present at the meeting of the General Assembly shall take a second ballot. In case of a tie from the second ballot, the tie shall be resolved by lot.

## **Section 1.4**

**Term of Office.** Officers shall serve a term of three (3) years (except as provided below), until the close of the next meeting of the General Assembly at which elections are held. Officers, with the exception of the President and President Elect, may serve two (2) consecutive terms. The Board may stagger terms of members of the Board in order to establish a pattern of replacing Board members to avoid rolling off too many members at the same time. Board members whose terms expire may be re-elected to the Board after a two (2) year absence.

In the event a meeting of the General Assembly is delayed at which an election is held, Officers shall continue in office and the Board shall carry on the necessary business of the Federation until the next meeting of the General Assembly at which a vote on Officers is conducted.

## **Section 1.5**

**Vacancy in Office.** In the case of a vacancy in office of the President, the President Elect shall assume the office of the President. The President, with approval of the Board, shall fill other vacancies in offices, with the exception of the President Elect.

In the case of a vacancy in the office of the President Elect, the country from which the prior President Elect was nominated will be asked to propose another nominee to be voted on in a General Assembly meeting or an electronic ballot outside of a meeting. This nominee must be



approved by a majority of the National Member Directors and Regional Island Network Member Directors voting. Participation by at least 50% of the members of the General Assembly will constitute a quorum.

## **Section 1.6**

**Removal from Office.** The Board may, in its sole and reasonable discretion, remove an Officer for unprofessional behavior, or failure to perform the duties, including fiduciary duties, of the office. Removal requires more than 50% of the Directors in favor.

## **Section 1.7**

**Duties and Responsibilities.** The Board shall have the following duties and responsibilities:

- (a) Develop, approve and implement the Federation's strategic goals
- (b) Develop revisions to the Constitution for recommendation to the General Assembly for approval
- (c) Approve, based upon the President's recommendations, chairpersons and members of committees and task groups
- (d) Act upon membership applications, removals and appeals (see Article III, Section 6 Application for Membership)
- (e) Determine the date, time and place of the annual meeting of the General Assembly
- (f) Approve dues as recommended by the Finance Committee
- (g) Recommend to the General Assembly the date, time and place of the triennial congress
- (h) Develop and approve the budget and present to General Assembly for information
- (i) Provide for a Financial Review of accounts and present to General Assembly for information
- (j) Review, approve and direct filing of the IRS Form 990 and Illinois Department of Revenue Form AG990-IL, and any other necessary regulatory filings
- (k) Review disbursement of funds as determined by the Finance Committee in accordance with the applicable financial policy
- (l) Fill vacancies in office as provided in Article V, Section 1.5.
- (m) Approve and determine scheduling of special meetings of the General Assembly
- (n) Approve and determine scheduling of in person meetings of the Board
- (o) Provide information to the General Assembly on a regular basis
- (p) Perform other duties and activities as necessary for the business of the Federation.

## **Section 2**

**Meetings.** Regular meetings of the Board shall be held periodically and at least once per year. Special meetings shall be at the call of the President upon 10 days prior written notice. A majority vote of the members of the Board, at a meeting at which a quorum is present shall

be considered the action of the Board. A majority of members of the Board attending the meeting (in person or virtually) will constitute a quorum. Meetings may be held virtually at the discretion of the President.

### **Section 3**

**Quorum.** At least fifty (50%) percent of the Directors present in person and/or virtually at a meeting constitute a quorum.

### **Section 4**

**Business Between Meetings.** The President will submit to the Board business of the Federation that requires consideration and/or vote. A majority vote of the members of the Board shall be considered the action of the Board. Any action shall be documented as part of the minutes of the meeting.

### **Section 5**

**Secretary.** The President shall appoint a Secretary from the members of the Board. The Secretary shall be appointed for a term of two (2) year and may serve consecutive terms while still on the Board. The Secretary will also be a member of the Executive Committee. The Secretary shall be the official custodian of the records of the Federation. The Secretary shall cause to be kept at the principal office of the Federation, the original or a copy of the Articles of Incorporation and this Constitution, as well as the minutes of all meetings of the General Assembly and the Board, and any committees having the authority of the Board. In the event the Federation maintains no physical office, the Secretary shall keep, or cause to be kept, such records digitally.

**Treasurer.** The Executive Committee shall appoint a Treasurer from the members of the Board. The Treasurer must be a United States (U.S.) citizen with a valid U.S. Postal Service (PS) mailing address to facilitate financial matters in the U.S. To the extent there are no Directors that are U.S. citizens with a valid US PS mailing address, and willing to service as Treasurer, a non-Board member may be selected by the Executive Committee to serve as Treasurer, in which case the Treasurer shall not be considered an Officer or have the right to vote as part of the Board. The Treasurer shall be appointed for a term of two (2) year and may serve consecutive terms not to exceed three (3) terms. The Treasurer will serve as Chair of the Finance Committee *ex officio* with vote. The Treasurer shall keep, or cause to be kept, adequate and correct accounts of all the financial transactions of the Federation, and shall deposit, or cause to be deposited, all monies and other valuables in the name of, and to the credit of, the Federation, with such depositories as determined by the Board. The Treasurer shall periodically report the financial status of the Federation to the Board, and at least annually to the General Assembly. The Treasurer shall perform, or cause to be performed, any and all other duties incident to the office Treasurer, and other duties as may be prescribed by law, the Articles of Incorporation, this Constitution, or the Board of Directors.

## **ARTICLE VI. COMMITTEES AND TASK GROUPS**

There shall be such committees and task groups as are needed to carry out the business of the Federation. These committees/task groups and applicable Chairpersons shall be appointed by the President and approved by the Board. Such committees or task groups shall have only that authority expressly extended to it by resolution or Terms of Reference approved by the Board. The Committee/Task Group Chairperson shall report, in writing, to the Board as requested and at least annually.

**Executive Committee.** The Executive Committee will be a standing committee of the Board. The Executive Committee shall consist of the President, President Elect, Immediate Past President, and Secretary. The Executive Committee of the Board shall act on behalf of the Board in between meetings. The Executive Committee shall have the following responsibilities:

1. Approve the location proposals for the triennial congress considering the financial and operational capabilities of the proposed hosts.
2. Appoint the Treasurer from among the Directors where possible under Article V, Section 5. If no Director is qualified or willing to serve as Treasurer, the Executive Committee may appoint a non-Director as Treasurer.
3. Approval of all members except Associate Members.

## **ARTICLE VII. INTERNATIONAL CONGRESS**

### **Section 1**

The Federation shall hold a triennial International Congress, which shall provide an international educational forum. The date, place and time of the triennial International Congress will be established by the General Assembly as may be recommended by the Board and subject to Executive Committee approval as provided in Article VI. In certain unusual circumstances (e.g., war, epidemic, pandemic, other health and safety considerations, or financial impact), the Federation may delay or cancel holding a triennial International Congress.

## **ARTICLE VIII. FINANCES**

### **Section 1**

**Fiscal Year.** The Fiscal year of the Federation shall be the calendar year.

**Dues.** The annual dues for each membership category shall be determined by the Finance Committee and approved by the Board. Dues of the National Members and Regional Island Network Members will be based upon the total number of members of the association at the close of the previous year.

<b>ARTICLE IX.        AMENDMENTS</b>
--------------------------------------

The Constitution may be amended by a two-thirds (2/3) vote of the National Members and Regional Island Network Members voting at the General Assembly; provided that, a copy of the proposed amendments has been sent to each National Member at least 60 days prior to voting.
---

<b>ARTICLE X.        FORMAL ALLIANCES WITH OTHER ORGANIZATIONS</b>
--

Alliances with other organizations may be determined by the Board based upon the strategic goals and/or the international HIM environment.
--

Such relations shall be by mutual agreement of the Federation and the organization(s) and recorded and signed by the respective organizations.
--

<b>ARTICLE XI.        DISSOLUTION</b>
---------------------------------------

Any dissolution or liquidation of the Federation is subject to the Act and must be approved by the General Assembly upon recommendation from the Board. Upon the dissolution or final liquidation of the Federation, any assets remaining after all obligations have been satisfied shall be the decision of the Board, consistent with the Act.
--