

AMERICAN OSTEOPATHIC ASSOCIATION
OF MEDICAL INFORMATICS

BYLAWS

ARTICLE I – NAME

The name of the Association is the American Osteopathic Association of Medical Informatics.

ARTICLE II – PURPOSE

Section 1. Mission Statement

The AOAMI advances the core competencies of the osteopathic profession to improve patient care through the utilization of medical informatics.

Section 2. Goals

1. AOAMI is a primary resource for the utilization of medical informatics in the implementation of sustainable health delivery models.
2. AOAMI collaborates with other organizations to provide medical informatics expertise.
3. AOAMI Advocates for education and research in the field of medical informatics.
4. AOAMI provides value added programs, products and services that generate revenue to sustain the organization.

Section 2. Address

The principal office shall be located at 142 East Ontario, Chicago, Illinois 60611.

ARTICLE III – MEMBERS

1. Physician members shall be graduates of an American Osteopathic Association (AOA) approved College of Osteopathic Medicine and members of the AOA. Membership in the Association is a privilege, not a right, and is contingent upon compliance with the bylaws of the Association. No person shall be a member unless he or she is of good moral character and agrees to abide by the principles of medical ethics of the AOA and the Association. The officers of the Association shall be a President, a President-Elect and a Secretary-Treasurer, whose powers and duties are described in the bylaws of this Association.
3. The Board of Trustees may cause to be issued certificates, cards or other instruments permitted by law evidencing membership in the Association. Such membership certificates, cards other instruments shall be nontransferable and a statement to that effect shall be noted on the

certificate, card or other instrument. Membership certificates, cards or other instruments, when issued, shall bear the signature or facsimile signature of the President of the Association and shall bear the seal of the Association or facsimile thereof.

4. Physician members shall be members in good standing of the AOA. All members shall demonstrate an active interest in Medical Informatics.

Section 1. Eligibility

- A. The following are eligible for “Regular” membership in the Association:

Osteopathic physicians, osteopathic medical students, individuals involved in the practice or the teaching of medical informatics, or other person who wish to upgrade their skills in the use of medical informatics.

- B. The following are eligible for “Affiliate” membership in the Association:

An entity or corporation with an interest in medical informatics and whose purpose is to promote, enhance, and advance the science of medical informatics.

- C. The following are eligible for “Honorary” membership in the Association:

A person or organization that has made a significant contribution to the science of medical informatics and/or the Association.

Section 2. Applications

All applications for membership shall be in the form proscribed by the Association. There shall be issued to each member, a certificate of membership number. Title to such certificate remains with the Association. By acceptance of membership, the individual agrees to abide by the rules and regulations of the Association and return such certificate upon demand by the Association.

Section 3. Revocation

Any member who changes occupation or status in such a manner as to render him or herself ineligible for membership will be stricken from the membership rolls. Membership may be restricted for good cause providing the member is given a fair and impartial hearing before a committee of his or her peers. Appeals of decisions may be made at the annual meetings of the Association. Dues will not be prorated.

Section 4. Agreement

Acceptance of membership shall constitute an agreement to abide by the bylaws of the Association. All rights, title and interests both legal and equitable of a member in and to the prosperity of the Association, shall cease in the event of any of following: expulsion, resignation or death. Membership is not transferable.

ARTICLE IV – OFFICERS

The officers should be the President, President-Elect and Secretary-Treasurer.

Section 1. Elections

Elections shall be held every year at the time determined by the Board of Trustees. All regular members are eligible for nomination for positions on the Board of Trustees and may volunteer themselves. Nominees may submit responses to a standardized candidate profile that will be distributed to all members. Each member of the Association shall have one (1) vote. Proxy votes shall be allowed via email. The presiding officers shall be elected from the Board of Trustees.

Section 2. Powers and Duties of the President

The president shall be the principal executive officer of the Association and shall, in general, supervise all the affairs of the Association. He or she shall be a member of the executive committee, and ex-officio member of all committees of the Association. The President shall:

- A. Preside at meetings of the executive committee.
- B. Sign all certificates issued by the Association during his/her office term.
- C. Generally discharge such other duties as may be required.
- D. Serve a two (2) year term and shall automatically ascend to the Immediate Past-President and Chairman of the Board of Trustees for a two (2) year term.

Section 3. Powers and Duties of the President-Elect

- A. Be a member of the executive committee.
- B. Perform all duties assigned him or her by the President.
- C. In the absence of the President, perform the duties of President and when so acting, have all the powers and be subject to all restrictions of the President.
- D. Serve a term of two (2) years and shall automatically ascend to the Presidency.
- E. Shall assume the office of President in the event the President becomes permanently incapacitated, resigns, or is removed from office.

Section 4. Powers and Duties of the Secretary-Treasurer

- A. Be a member of the executive committee.
- B. Cause the taking of minutes of all meetings of the Association. Cause all minutes to be published and said minutes to be kept at the office of the Association.
- C. Prepare and submit annually to the executive committee a complete fiscal accounting

- of the affairs of the Association for each fiscal year ending December 31.
- D. Perform any other duties assigned by the President.
 - E. Shall serve a term of two (2) years.

Section 5. Salaries

No officers shall receive any salary for his or her services. Expenses shall be compensated at a rate approved by the Board of Trustees. Travel compensation shall be allowed at the lowest airfare obtainable. Hotel rates, carfare, other incidentals and per diem will be allowed in accordance with AOA policy.

Section 6. Removal

Any officer may be removed from office at any time by the affirmative vote of two-thirds (2/3) of the Board of Trustees of the Association at any regular or any special meeting called for that purpose, for nonfeasance, malfeasance, or misfeasance; for conduct detrimental to the interest of the Association. Such removal shall be affected by written notice by mail.

ARTICLE V – BOARD OF TRUSTEES

The affairs of the Association shall be managed by its Board of Trustees. Trustees must be members, in good standing, of the Association. The Board of Trustees shall be elected from the general membership of the Association. Each trustee shall serve a two (2) year term. Terms of the trustees shall be staggered so that approximately one half of the board is elected each year. Each trustee may be elected for an indefinite number of terms. Other than the immediate past president, who assumes the chair of the Board of Trustees and is not an elected office, past presidents of the Association shall not be re-elected to the Board of Trustees for a period of 4 years. Past presidents may if desired, act as advisors to the executive committee and Board of Trustees and shall sit as ex-officio members of the executive committee and Board of Trustees.

Section 1. Members

A Board of Trustees of the Association should be comprised of at least six (6) members. The number of Board members shall increase commensurate with the number of Association membership not to exceed nine (9) members without an amendment to the bylaws. The Board of Trustees shall be comprised of the three (3) elected officers, the immediate past president and other elected members of the Association. At the discretion of the President of the Board of Trustees, an osteopathic medical student and/or osteopathic resident physician may be appointed as a liaison to the Board of Trustees.

Section 2. Regular Meetings

The Board of Trustees shall hold their annual meeting in conjunction with the annual meeting of the Association. The Board of Trustees may hold other meetings as needed to conduct the affairs of the Association. The president of the Association or any two (2) Trustees may call for a special meeting of the Board and fix the time and place for said meetings. The Trustees shall be notified of any special meeting by advance notice in writing, which shall be sent by mail or electronic means at least five (5) days prior to the time set for the meeting. Trustees shall notify the office of the Association of any change of address, telephone number, area or zip codes, or e-mail immediately. Lack of notice is waived in the absence of accurate demographic information.

Section 3. Quorum

Pursuant to *Roberts Rule of Order*, a quorum must be present in order to conduct business.

Section 4. Vacancies

Any vacancy on the Board of Trustees shall be filled by the affirmative vote of the majority of the remaining Trustees. A trustee so elected to fill a vacancy shall complete the unexpired term of his or her predecessor in office.

ARTICLE VI – MEETINGS

Section 1. Annual Meetings

There shall be an annual meeting of the Association for the transaction of business and educational purposes. An annual meeting shall be held in conjunction with the annual convention of the AOA. Notice of such meetings shall be published in official publications of the AOA at least thirty (30) days prior to such meetings.

Section 2. Special Meetings

Special meetings of the members may be called by the president of the Association or the Board of Trustees. Notices of special meetings shall state the purpose or purposes for which the meeting is called. Written notice shall be mailed or sent by electronic means to each member not less than ten (10) days before the date of any special meeting.

ARTICLE VII – ETHICS

The code of ethics of the AOA and a code of ethical conduct for physicians utilizing medical informatics shall be a part of these bylaws. The executive committee shall act as the Association's ethics committee.

ARTICLE VIII – COMMITTEES

Section 1. Executive Committee

The executive committee shall consist of the president, president-elect, secretary-treasurer, the immediate past-president and any additional member of the Board as deemed appropriate by the President.

Section 2. Other Committees

The Board of Trustees may appoint such other committees as it deems necessary to facilitate the functions and activities of the Association. Committee members may be drawn from the current members of the Association.

ARTICLE IX – DUES AND ASSESSMENTS

Section 1. A Notice of Assessment

Assessments may be required from time to time. Acceptance for membership constitutes the members' agreement to pay such assessments when requested. Assessments may not be levied except on the recommendation of the executive committee. Notice of such recommendation shall be sent to each member at least thirty (30) days prior to the assessment.

Section 2. Application Fee

An application fee as determined by the executive committee shall accompany any application for new membership. Application and fee may be transmitted electronically by use of a secure server.

Section 3. Dues

Dues for members shall be determined annually by the executive committee for the ensuing year and shall be payable March 31 of each year. Notice of dues shall be mailed to members no later than January 31 of each year. Renewal of membership dues shall be made available by electronic means, including use of credit cards by secure server.

Section 4. Penalties for Nonpayment

The executive committee shall establish procedures and policies with regard to the non-payment of dues and assessments as they become due.

ARTICLE X – AMENDMENTS

These bylaws may be amended by a two-thirds (2/3) vote of all members of the Association following proper notification of it least thirty (30) days prior to the vote. Each member of the Association shall have one (1) vote. Proxy votes shall be allowed via email. All amendments must be approved by the AOA Board of Trustees.

ARTICLE XI – DISCRIMINATION POLICY

The American Osteopathic Association of Medical Informatics is open to all persons with regard to age, sex, race, or creed. Any wording herein and imparting the masculine or feminine gender includes the other gender and imparts no such discrimination. Membership to the AOAMI is open to all osteopathic specialties.

ARTICLE XII – DISSOLUTION OR OTHER TERMINATION

Upon dissolution or other termination of the existence of this Association, the Association's assets shall be distributed:

- (a) To the AOA, if the AOA is then in existence and is a qualified exempt organization under section 501 of the Internal Revenue Code

ARTICLE XIII – PARLIMENTARIAN PROCEDURES

Robert Rules of Order, revised edition, shall govern the Association and its committees in the conduct of business.