

INDIANA ASSOCIATION OF OSTEOPATHIC PHYSICIANS AND SURGEONS, INC. BY-LAWS

As revised December 2, 2016

ARTICLE I NAME

The name of this organization shall be the Indiana Association of Osteopathic Physicians and Surgeons, Inc.

ARTICLE II MISSION

The mission of the Association shall be to advance the philosophy and practice of osteopathic medicine through education, mentoring, advocacy, and support for practicing physicians who provide the highest quality, most comprehensive care to the people of Indiana. (Amended April, 2011)

ARTICLE III MEMBERSHIP

Sec. 1 Membership shall be of nine classifications. (Amended May, 2013)

- (a) Active members shall be limited to osteopathic physicians who conform to the Code of Ethics of the Association who are (i) licensed to practice osteopathic medicine in this State or (ii) legally practicing osteopathic medicine in this State without a license from the Medical Licensing Board of Indiana.
- (b) Inactive membership may be granted by the Board of Trustees to active members who are no longer working. Volunteer work shall not disqualify active members for inactive membership. (Amended April, 2011)
- (c) Life membership shall be granted automatically to active members upon reaching the age of seventy provided the active membership has been maintained consecutively for twenty-five years.
- (d) Associate membership shall be granted to osteopathic physicians and other allied health professionals who reside or practice in other states and are members of their professional associations as provided in Article III, Sec. 2 and Sec. 3. They cannot be eligible for any other class of membership in the Association, may not vote, hold office or serve on committees. (Amended April, 2011)
- (e) Student, ~~intern, resident, and fellow~~ membership without vote may be granted by the Board of Trustees to students, ~~interns, residents, and fellows~~ originally from or currently in Indiana. (Amended April, 2011)
- ~~(f) Intern, resident, and fellow membership without vote may be granted by the Board of Trustees to interns, residents, and fellows originally from or currently in Indiana. (Amended December, 2018)~~
- ~~(f) Teaching membership shall be granted to non-osteopathic physicians involved in the education of osteopathic students, interns, residents and fellows. (Amended April, 2011)~~
- (g) Sustaining membership shall be open to all membership classes. It will be granted to any member in categories a-f who, in addition to their regular annual dues, financially supports the Association in an amount exceeding their regular dues.
- (h) Affiliate membership may be granted to organizations/individuals that wish to support the principles and activities of osteopathic medicine by financially supporting the Association. They cannot be eligible for any other class of membership in the Association, may not vote, hold office or serve on committees. Affiliate members shall be entitled to priority status as exhibitors and a reduction of the exhibit fees at continuing medical education programs. (Amended April, 2011)
- (i) Honorary membership may be granted by a unanimous vote to any person who has rendered outstanding service to the Association or his profession.

Sec. 2 Applications for membership shall be made in the approved form to the Secretary and accompanied by dues according to Article V. (Amended December, 2014)

Sec. 3 The Secretary shall send each application to the Membership Committee who shall investigate each applicant and report to the Board of Trustees.

Sec. 4 The Board of Trustees shall carefully consider, and may cause an investigation of, each applicant for membership. The Board of Trustees by majority vote shall approve or reject each applicant no later than the second regular meeting following receipt thereof. The membership of any person shall be provisional for one year following approval of his application for membership by the Board of Trustees, during which time such member shall enjoy full rights and privileges of membership for all purposes. During such year the Board of Trustees may further investigate such provisional member. At any time during such year it may, by the procedures in Article XIV, recall such provisional membership and reject such applicant if, in its discretion, it determines that such provisional member has failed to comply with the By-Laws of the Association or the principles embodied in its Code of

Ethics. In the event the Board of Trustees takes no such action during said year, such provisional member's status shall become that of an active member.

Sec.5 Applications for reinstatement of membership shall be made in the same manner as an original application.

ARTICLE IV DUES (Amended December, 2015)

Sec. 1 Active members shall pay annual dues as determined by the Association's Board of Trustees as part of its annual budgeting process.

Sec. 2 The fiscal year shall run from January 1 to December 31. (Amended December, 2015)

Sec. 3 Members whose dues are not paid by December 31 shall be delinquent. (Amended, 2015)

Sec. 4 Delinquent members shall not be entitled to any of the rights, privileges, or benefits of membership.

Sec. 5 Members whose dues are not paid for two years shall be dropped from membership.

Sec. 6 Members shall be subject to assessments levied by the Association not to exceed in any one year the amount of annual dues.

Sec. 7 A member in good standing in another divisional society who moves into this state shall automatically become a member of the Association. In the event that the fiscal year of the other state association shall end prior to the end of the fiscal year of the Association, he/she shall pay a pro-rated portion of the annual dues of the Association for the balance of the fiscal year.

ARTICLE V OFFICERS (Amended December, 2015)

Sec. 1 The officers of the Association shall be a President, a Vice President, a Secretary/Treasurer, and the Immediate Past President. (Amended December, 2015) The officers of the association shall be active members practicing osteopathic medicine in this state. (Amended May, 2013)

An Executive Director may be employed by the Board of Trustees to perform duties normally associated with such office. All terms of the contract of such official shall be subject to ratification by the Board of Trustees. The contract shall not be legal and binding until so ratified by the Board of Trustees. (Amended April, 2011)

Sec. 2 It shall be the duty of the President to preside at all meetings of the Association and of the Board of Trustees; to appoint all committees (except the Nominating Committee) subject to the approval of the Board of Trustees; and to see that the objects of the Association are accomplished. The President shall be an ex-officio member of all committees except the Nominating Committee. (Amended April, 2011)

Sec. 3 The Vice President shall assume the duties of the President in his/her absence or in the event of his/her inability to serve. (Amended December, 2015)

Sec. 4 The Secretary/Treasurer shall be elected from the general membership and shall fulfill the duties as Secretary/Treasurer of the non-profit corporation and shall oversee the collection and disbursement of all funds of the Association. He/she shall make a quarterly report to the Board of Trustees and annual report to the Association at the annual meeting. A quadrennial audited report shall be presented at the first regular meeting of the Board of Trustees after its receipt. (Amended December, 2015)

An Executive Director may be employed in accordance with Sec. 1 of this Article to carry out the duties usual of such office. The Board of Trustees shall be responsible for determining the scope of his/her activities. (Amended December, 2014)

Sec. 5 The Board of Trustees shall have the authority to appoint an individual to fill an unexpired term in any office other than the President. That term of appointment shall continue until a successor is duly elected at the annual meeting. Should the President be unable to serve, the Vice President shall be designated as the President until the next annual meeting. Should the President and the Vice President be unable to serve, the Secretary/Treasurer shall be designated as the President until the next annual meeting. The new President then shall appoint a Vice President and Secretary/Treasurer to serve until the next annual meeting. (Amended December, 2015)

ARTICLE VI BOARD OF TRUSTEES (Amended December, 2015)

Sec. 1 The officers and six trustees shall constitute the voting members of the Board of Trustees. The dean of any college of osteopathic medicine based in Indiana, the chair of the Delegates to the AOA House of Delegates, and the chair of any IOA standing or special committee shall be ex-officio members of the Board of Trustees. (Amended December, 2015)

Sec. 2 One of the six trustees and a voting member of the Board of Trustees shall be a second year student at any college of osteopathic medicine based in Indiana. (Amended December, 2016)

Sec. 3 The Board of Trustees shall transact the business of the Association between annual meetings. They shall approve all committee appointments made by the President; approve disbursements of funds, approve applications for membership, approve all activities that involve fundamental policies of the Association; fill all vacancies occurring in the Board of Trustees and decide all cases of discipline in accordance with procedures set forth in Article XIII, Discipline, of these By-Laws and in the Manual of

Procedures. (Amended December, 2015)

ARTICLE VII EXECUTIVE COMMITTEE (Amended December, 2015)

The Executive Committee shall consist of the President, the Vice President, the Secretary/Treasurer, and the Immediate Past President. The Executive Committee shall transact emergency business of the Association between meetings of the Board of Trustees, except to approve new members. (Amended December, 2015)

ARTICLE VIII COMMITTEES (Amended December, 2015)

Sec. 1 The activities of the Association shall be divided into committees. A Chairperson for each committee shall be appointed by the President. The Chair shall supervise the work of the committee and shall report to the Board of Trustees at each meeting and shall make a report at the annual meeting. (Amended December, 2014)

Sec. 2 Standing committees shall function under the supervision of the President. (Amended May, 2013)

Sec. 3 Committees: (Amended May, 2013)

(a) The Legislative Committee shall study all legislation introduced in the Indiana General Assembly and issues addressed by interim legislative committees which affect the practice of osteopathic medicine in Indiana. The Committee shall report to the Board of Trustees and shall gain approval to take whatever action is in the best interest of the osteopathic profession. (Amended December, 2014)

(b) The Membership Committee shall coordinate the recruitment of new members to the Association and shall review all applications for membership prior to submitting recommendation for approval/denial by the Board of Trustees ~~at any regular board meeting~~[IOA1]. (Amended December, ~~2014~~2018)

(c) The Bylaws and Manual of Procedures Committee shall prepare amendments to the Bylaws at the request of any member or the Board of Trustees. Amendments to the Bylaws shall require notice to the members at least thirty (30) days prior to submitting them for action at the annual meeting. (Amended December, 2014)

The Committee also shall prepare amendments to the Manual of Procedures at the request of any committee or the Board of Trustees. Action on amendments to the Manual of Procedures shall follow procedures specified in the Manual. The Manual of Procedures shall be reviewed every two years. (Amended December, 2014)

(d) The Continuing Medical Education Committee shall maintain a plan for continuing medical education and supervise all programs sponsored by the Association ~~including the annual spring updates and the annual winter update.~~—The Committee also shall serve as a liaison with other groups sponsoring continuing medical education programs for osteopathic physicians in Indiana. (Amended December, ~~2014~~2018)

(e) The Fundraising and Development Committee shall serve as a liaison to the Advocates in maintaining a program to raise and distribute funds primarily in support of the study of osteopathic medicine, including scholarships to students in osteopathic medical schools. (Amended December, 2014)

(f) The Finance and Investment Committee shall consist of members of the Executive Committee. The Finance and Investment Committee shall review the draft budget prior to submitting it for approval/denial by the Board of Trustees at the ~~February-December~~ board meeting. (Amended December, ~~2014~~2018)

(g) The Awards Committee shall consist of the last three recipients of the Kinsinger Plaque. The Awards Committee shall determine recipients of the Kinsinger Plaque and the Outstanding Young D.O. before the annual winter update. (Amended December, 2014)

(h) The Past Presidents Committee shall consist of all active past presidents. All active past presidents shall be invited to attend Board of Trustees meetings. (Added December, 2014)

Sec. 6 Special Committees shall be appointed by the President, with approval from the Board of Trustees, when the need arises.

ARTICLE IX ELECTIONS (Amended December, 2015)

Sec. 1 Officers, trustees, delegates, and alternate delegates shall be elected at the annual meeting, except the student who shall be a second year student at any college of osteopathic medicine in Indiana. The student shall be elected by their classmates in May of each year and shall also serve as president of the IOA Student Committee. The student shall serve for a term of one year. The officers shall serve for a term of two years, and the other trustees, delegates and alternate delegates shall serve for a term of three years, or in each case until their successors are elected and qualified. Trustees shall serve for a maximum of three terms. The delegates and alternate delegates shall serve for unlimited terms. (amended December, 2016)

Sec. 2 A majority vote shall constitute an election.

Sec. 3 A Nominating Committee shall consist of the immediate past president, two additional past presidents, and two members at large elected at the annual meeting every two years beginning in December, 2015. Members of the Nominating Committee shall serve unlimited terms. (Amended December, 2014)

Sec. 4 The Nominating Committee shall elect its own chair. (Amended December, 2015)

ARTICLE X MEETINGS (Amended December, 2015)

Sec. 1 The annual meeting shall be held in November or December of each year, the time and place to be chosen by the Board of Trustees at least eighteen (18) months to three (3) years in advance. (Amended December, 2015)

Sec. 2 Special meetings of members may be called by the President, by a majority of the Board of Trustees, by the Executive Committee, or by written petition signed by not less than one-tenth (1/10) of all members authorized by the Articles of Incorporation to vote.

Sec. 3 Ten percent (10%) of the membership in good standing shall constitute a quorum. (Amended April, 2011)

Sec. 4 The Board of Trustees shall meet immediately preceding the annual meeting. They shall normally meet two more times annually, at intervals to be determined by the President and Executive Director (usually April and August). (Amended December, 2015)

Sec. 5 Special meetings of the Board of Trustees may be called by the President, and shall be called upon request of any three members of the Board of Trustees.

Sec. 6 Five (5) members of the Board of Trustees shall constitute a quorum. (Amended December, 2015)

ARTICLE XI AWARDS (Amended December, 2015)

Sec. 1 A bronze shield to be known as the Kinsinger Plaque shall be the highest award of the Association and shall be awarded only to members of the Association for outstanding service to the profession, to be held for one year.

(a) The award shall be made by the Awards Committee. (Amended May, 2013)

(b) In event that no sufficiently outstanding service, in the opinion of the Committee, has been rendered, no award shall be made and the plaque shall not be displayed, but shall remain in the custody of the Secretary until the following year.

(c) The Plaque shall be presented during the annual winter update. (Amended December, 2014)

(d) Each recipient of the Plaque shall receive a small replica of the Plaque as a permanent possession. The replica shall bear the recipient's name and the year of the award.

Sec. 2 A Certificate of Merit may be awarded to a person not of the osteopathic profession as recognition of meritorious service.

(a) The name of a candidate for such an award shall be presented to the Board of Trustees who may recommend to the Association that the award be made.

(b) The award shall be presented during the annual winter update. (Amended December, 2014)

Sec. 3 An award to be known as the Outstanding Young D.O. of the Year may be awarded by the Association to an osteopathic physician ~~who meets the criteria for the award set by the Board of Trustees~~ in practice no more than ten years who has made significant contributions to the profession at the state level. This osteopathic physician must be a member of the Association. (Amended December, 2018)

(a) The award shall be made by the Awards Committee. (Added May, 2013)

(b) The award shall be presented during the annual winter update. (Amended December, 2014)

ARTICLE XII CODE OF ETHICS (Amended December, 2015)

The Code of Ethics of the American Osteopathic Association shall constitute the Code of Ethics of the Association.

ARTICLE XIII DISCIPLINE (Amended December, 2015)

Sec. 1 The Association has inherent power to discipline its members. A person applying for membership in the Association and accepting the benefits accruing there from obligates himself to abide by its lawful rules. Inasmuch as the interest that one acquires by membership in the Association is of substance and value in the practice of one's profession and not merely sentimental or social in nature, no member may be disciplined by the Board of Trustees except by procedures in accordance with this Article.

Sec. 2 A member may be disciplined by the Board of Trustees for any of the following causes:

- (a) Violation of the By-Laws or Standing Rules of the Association;
- (b) Violation of the Code of Ethics of the Association;
- (c) Conduct unbecoming an osteopathic physician;
- (d) Gross immorality;
- (e) Sedition with respect to the Association.

Sec. 3 A disciplinary proceeding before the Board of Trustees against a member may be commenced by the following method:

- (a) By vote of the Board of Trustees itself on its own initiative.

Sec. 4 The Board of Trustees shall adopt Standing Rules of Disciplinary Procedure to govern all such disciplinary matters in order that the accused be given a fair hearing and opportunity to present his defense.

Sec. 5 The Board of Trustees shall have the power to censure, fine, suspend or expel a guilty member, or impose any combination of such penalties. On expulsion, all interest of a member in the Association, legal, equitable, proprietary, and professional shall cease.

Sec. 6 The accused shall have the right to appeal any decision of the Board of Trustees to the Association pursuant to the Standing Rules of Disciplinary Procedure.

ARTICLE XIV PARLIAMENTARY AUTHORITY (Amended December, 2015)

Robert's Rules of Order, Newly Revised, shall govern the proceedings of the Association not herein provided.

ARTICLE XV AMENDMENTS (Amended December, 2015)

These By-Laws may be amended by a two-thirds (2/3) vote at any annual or special meeting of the Association provided written notice shall have been given thirty (30) days prior to the meeting.