

BYLAWS OF THE FORT WAYNE MEDICAL SOCIETY ALLIANCE

August 11, 2021

Article I Name

SECTION A. The name of this association shall be the Fort Wayne Medical Society Alliance (FWMSA).

SECTION B. This Alliance is organized as a unit of the Indiana State Medical Association Alliance (ISMA-A) and the American Medical Association Alliance (AMA-A).

Article II Purpose

The purpose of this Alliance shall be educational, charitable, supportive, and legislative. They shall be:

1. To support medical education.
2. To promote community health education.
3. To raise funds for health-related causes.
4. To establish a welcoming support base for physician spouses and encourage these families to reside and practice in Northeast IN.
5. To protect the future of medicine through legislative advocacy.

Article III Membership

Membership in this Alliance shall be composed of regular, associate, provisional members, and Friends of the Alliance.

1. A **regular member** shall be the spouse, widow, widower, divorced spouse (who was an Alliance member at the time of the divorce and provided that member has not remarried outside the profession) of a physician who qualifies/is a member of the FWMS or a physician. A regular member shall enjoy all the privilege of membership, including holding an elective office and voting.
2. An **associate member** shall be the spouse of a resident in training in Northeast IN. An associate member shall have all the privileges of membership.
3. A **provisional member** shall be the spouse of a medical student in training in Northeast IN. A provisional member shall have all privileges of membership, except the right to vote and to hold elected office.
4. A **Friend of the Alliance** shall be any community member in Northeast IN. A friend of the Alliance shall have the privilege of attending our social and community service events. They are not privileged to vote, hold an elected office or Board position.

Article IV Fiscal Year and Membership Dues

SECTION A. The fiscal year shall be from August 1 to July 31. Dues shall be payable in August and shall be delinquent December 31.

SECTION B. The amount of dues shall be determined by the general membership. Dues shall remain in effect until changed by the general membership upon recommendation of the Budget Committee of the Board of Directors at the Spring general membership meeting.

SECTION C. Those eligible for membership shall be notified concerning the amount of dues and to whom the dues shall be sent.

SECTION D. Membership Dues

1. Annual dues shall be paid by regular members, to include and encourage local, state, and national dues. They shall be \$45 for regular members and \$25 for retired regular members.
2. Associate members shall pay \$10 annually for local dues.
3. Provisional members shall not pay dues.
4. Friends of the Alliance shall pay \$25 annually for local dues.

Article V Board of Directors

SECTION A. There shall be a Board of Directors to conduct the general business of the FWMSA.

SECTION B. The composition of the Board of Directors shall include elected and appointed officers

1. The elected officers of this Alliance shall be president, president-elect, secretary, treasurer (a two year commitment) and immediate past president.
2. The appointed officers shall include: Parliamentarian, all Standing Committee Chairs and Co-Chairs, and up to four Members-at-Large.

SECTION C. Eligibility for officers shall be:

1. All nominees for elected office shall have been FWMS Alliance members in good standing for at least the past two (2) years.
2. All nominees for president-elect shall have been on the Alliance Board of Directors for one (1) year.
3. The parliamentarian shall have served as local president or be a Certified Parliamentarian.

SECTION D. The duties of these officers shall be stated in the Standing Rules of the FWMSA subject to annual review by the Board of Directors.

SECTION E. Meetings of the Board of Directors shall be held at least 8 times/year.

SECTION F. Quorum. Six (6) members shall constitute a quorum of the Board of Directors.

SECTION G. Voting. A vote shall be official, if passed by a majority of those voting.

Article VI Executive Committee

SECTION A. The elected officers and immediate past-president shall constitute the Executive Committee.

SECTION B. The Executive Committee shall conduct emergency business that arises between meetings of the Board of Directors.

SECTION C. Five (5) members shall constitute a quorum of the Executive Committee.

SECTION D. Voting. A vote shall be official, if the vote is unanimous.

Article VII Elections

SECTION A. Officers shall be elected at the FWMSA Spring general membership meeting.

1. The President-elect and the Secretary shall serve for one year, the Treasurer shall serve for two years, and the President shall serve one year of a two-year commitment. Their term shall begin immediately after the installation at the Spring general membership meeting.
2. Officers may serve more than one term but not more than three consecutive terms in the same office.
3. Members may serve as co-officers sharing the duties of a vacant position.

SECTION B. In case of a vacancy in an elective office, with the exception of the office of president, the Executive Committee shall have the power to fill the same. The Board of Directors shall meet with the Nominating Committee to fill the vacancy in the office of president. The new officer shall serve the unexpired term of president.

SECTION C. The Nominating Committee shall consist of three (3) members: the immediate past-president (when co-presidents, one will take on this task) as chairperson, the president-elect (when there are co-presidents, one will take on this task), and one (1) current or past member of the Board of Directors (who is not the current president) appointed by the chairperson. All nominees must have been FWMSA members according to the eligibility requirements listed in Article V Board of Directors, Section C.

SECTION D. When the above qualification cannot be met, Article VII, Section A. may be set aside, by unanimous vote of the Nominating Committee, to select a person not meeting the specified requirements.

SECTION E. The Nominating Committee shall prepare a slate of eligible candidates. This slate shall be presented to the membership not less than two weeks prior to election. The slate shall consist of the president-elect, secretary, and, in odd years, treasurer. Any voting member of the Alliance may make additional nominations with the write-in ballot or from the floor at the Spring general membership meeting with the consent of the nominee.

SECTION F. A majority of the members present at the Spring general membership meeting shall elect the new officers.

SECTION G. When there is/are no interested nominees for an office, the responsibilities and duties of that office may be divided among members of the Board of Directors for that election year and operate as such until the next Spring general membership meeting.

SECTION H. In the event of no interested nominees for officers, Article V. Section B.1. and Section C.1 & 2, and Article VII Sections A-F may be set aside to allow the Alliance to be led by a Leadership Committee as described in the Standing Rules for one year until the next Spring general meeting. A majority of members present at the Spring general membership meeting shall approve this leadership structure.

Article VIII General Membership Meetings

SECTION A. Purpose

1. The purpose of general membership meetings shall be to present and vote on business of the FWMSA.
2. Inform the membership of Alliance activities.
3. To provide fellowship among members.

SECTION B. Meetings

1. Regular general membership meetings of the Alliance shall be held not more than once a month or less than three (3) times a year.
2. Members will receive an invitation to the general membership meeting at least two weeks prior.

SECTION C. Quorum

Ten percent of the members shall constitute a quorum at the general membership meetings.

SECTION D. Voting.

1. All members shall be eligible to vote, upon submitting their annual dues.
2. A vote shall be official, if passed by a majority of members voting.

Article IX Standing Committees

SECTION A. Committee chairpersons shall be appointed annually by the president. These Committees shall promote and facilitate the purposes of the Alliance.

SECTION B. Standing Committees shall be: Budget, Bylaws, Communications (Publicity/Historian/Photographer), Community Health Education (Doctor's Day, Cinderella Dress Day), Event Fundraiser, Legislation, Medical Education (IU School of Medicine Fort Wayne Liaison, Medical Education Program Liaison, and Health Careers Scholarships), Members-at-Large, Membership (Share and Care), Nominating, and Social Programs (Membership Tea, Holiday and Spring luncheons).

SECTION C. Special committees may be:

Appointed by the President with the approval of the Executive Committee/Board of Directors; and Short term shall be developed as opportunities arise.

Article X State Alliance Annual Meeting

The Alliance shall be represented at the annual meeting of the ISMA-A by its president or designated alternate.

Article XI Amendments

These Bylaws may be amended at any regular membership meeting by a majority of those voting if 10% of members are present. Previous notice of the proposed amendments shall be given to members at a regular meeting or in writing at least two (2) weeks prior to the meeting at which the amendment is to be considered.

Article XII Rules of Order

The rules contained in “Roberts Rules of Order-Newly Revised” shall govern this Alliance in all cases where they are applicable, subject to the special rules which have been or may be adopted.

Article-XIII Disposition of the Organization and Assets

Upon dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to charitable organizations or foundations currently supported by the FWMS Alliance.

Bylaws revised August 11, 2021, and approved.