

CONSTITUTION  
of the  
ASIAN PACIFIC AMERICAN  
MEDICAL STUDENT ASSOCIATION  
(APAMSA)



Ratified at the First Annual APAMSA  
National Conference on January 15, 1995  
New York University School of Medicine

As Amended October 20, 1999

As Amended October 7, 2006

## Article I -- Name

- A. The name of this organization shall be the Asian Pacific American Medical Student Association (hereafter referred to as APAMSA).
- B. Asian Pacific American shall be defined as those persons living in the United States who trace their heritage and ancestry back to Asia [Bangladesh, Kampuchea, Singapore, Malaysia, Myanmar, China, India, Indonesia, Japan, Korea, Laos, Nepal, Pakistan, Philippines, Sri Lanka, Taiwan, Thailand, and Vietnam] and the Pacific Islands [Fiji, Guam, Hawaii, Samoa, Tahiti, Tonga, etc.] as delineated in 1999.

## Article II – Purpose

The purposes of APAMSA are:

- A. To explore and resolve the unique challenges, obstacles, and responsibilities specific to Asian Pacific American medical students and physicians.
- B. To promote research on and dissemination of data on Asian Pacific American issues in medical education, post-graduate training, & appropriate health services.
- C. To create a network of Asian Pacific Americans in health care across the country.
- D. To provide national leadership in the promulgation of legislative policies for the provision of enhanced access to ethnically and linguistically appropriate health services for Asian Pacific Americans.
- E. To provide opportunities for Asian Pacific American medical students to "give back" to their communities through service.
- F. To maintain its status as an independent organization.
- G. To seek, develop, and provide membership services.
- H. To promote and maintain programs which improve the health status of the community.
- I. To serve as a forum for discussion of health issues.
- J. To increase knowledge of health information among members and the general public.
- K. To periodically re-evaluate the above purposes and ensure that they are carried out in proper fashion.

## Article III – Membership

- A. The Members of APAMSA shall be Active, Associate, Honorary, Supporting Physician/Patron, and Organizational/Institutional.
- B. Active Membership shall be granted, upon completion of the membership application, to any medical student (allopathic or osteopathic) matriculating at a medical school in ultimate pursuit of an M.D., M.D./Ph.D., or D.O. degree who recognizes the need for APAMSA, and who believes in the ideas, aims, and purposes upon which it was founded.

- C. Associate Membership shall be granted, upon completion of the membership application, to any other health professional student (D.D.S., D.M.D., M.P.H., P.A., Ph.D., R.N.), resident, fellow, or premedical student who recognizes the need for APAMSA, and who believes in the ideas, aims, and purposes upon which it was founded.
- D. Honorary Membership shall be granted to persons having made notable and outstanding contributions to enhance the purpose and objectives of APAMSA, upon recommendation by APAMSA Members and approval of the Board of Directors.
- E. Supporting Physician/Patron Membership shall be granted, upon completion of the membership application, to any individual holding a M.D., M.D./Ph.D., or D.O. degree who recognizes the need for APAMSA and who believes in the ideas, aims, and purposes upon which it was founded.
- F. Any organization/institution that chooses to enhance the purposes and objectives of APAMSA, upon payment of prescribed Dues, shall be granted Organizational/Institutional Membership.
- G. APAMSA will not deny membership based on race, color, sex, religion, national or ethnic origin, sexual orientation, or physical disability.

## Article IV -- Organization

### A. Non-Profit Organization

- 1. APAMSA is formed as a non-stock and not-for-profit organization, created and operated in furtherance of the purposes specified in the Certificate of Incorporation.
- 2. Notwithstanding any other purpose set forth herein, the corporation is organized solely and exclusively for charitable, educational, and beneficial purposes and the organization shall not carry on any activity not permitted to be carried on by:
  - a. An organization exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
  - b. An organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
  - c. In the event of the dissolution of APAMSA, the assets, after clearing off all indebtedness, shall be donated to an organization exempt from federal tax under Section 501(c)(3) and contributions to which are deductible under Section 170(c)(2) that supports the purposes of APAMSA, to be named by the Board of Directors by a majority vote.

### B. National Conference

- 1. There shall be a National Conference held in the fall semester of each year.
- 2. The National Conference shall be held for at least one (1) full day. The agenda of Board of Directors meeting will be decided upon by the Executive Committee.
- 3. The site of the National Conference and National Conference Chairs shall be decided by the close of the session of the House of Delegates at the previous National Conference.

4. If the National conference site is not decided at the HOD session, the site and conference chairs will be voted by the Board of Directors within two (2) months following the National Conference. Votes may be cast electronically.
5. The National Conference co-chairs shall maintain contact with the Executive Board, attend at least one (1) meeting of the Board of Directors prior to the National Conference, and must maintain contact with the President of APAMSA on a weekly basis during the three (3) months prior to the National Conference they are organizing.
6. The structure and planning of the National Conference is the responsibility of the co-chairs and the APAMSA Chapter(s) of the site. National Conference programming will be decided by the co-chairs and the APAMSA Executive Committee.
7. No APAMSA Chapter shall host a conference during the month of the National Conference. (A month is defined as two (2) weeks prior to and two (2) weeks following the weekend of the National Conference). Any Chapter that does so is subject to revocation of APAMSA Chapter status.
8. Proceeds shall be shared between National APAMSA & the local host chapter(s) in an agreement according to the following procedures: Specifically, National APAMSA and the local host chapter(s) should split net gains 50/50 on registration fees. National APAMSA and the local host chapter(s) will fundraise together—registration fees will be spent first. National APAMSA and the local host chapter(s) fundraising should be pooled. National APAMSA and the local host chapter(s) should receive whatever percentage of the total funds contributed of the profits.
9. The National Board should be actively involved in the conference discussions and decisions regarding programming and logistics. Alternatives may be discussed with conference chairs and be implemented with Board approval.
10. The House of Delegates of the National Convention is the legislative body of APAMSA. It shall transact the business of APAMSA not otherwise specifically provided for in the Constitution and Bylaws and it shall elect the Executive Officers. The House of Delegates shall receive and act upon the various reports and recommendations of the Board of Directors, Committees, and Officials of APAMSA. The House of Delegates shall have the power to rescind any action or policy of the Board of Directors and Executive Officers, provided that two-thirds (2/3) of the Membership of the House of Delegates is present and votes. Said vote is to be by roll call, with approval by two-thirds (2/3) of those voting required for passage.
11. The House of Delegates from the Chapters shall reflect the Active Members in their respective Chapters.

#### C. Regional Conference

1. There will be a Regional Conference for each of APAMSA's geographic regions. There will be at least one (1) Regional Conference per region per year, preferably in the early spring.
2. The structure of the Regional Conference shall be determined by the Chapters of that region. The Regional Conference may be devoted to APAMSA business and/or educational purposes.
3. All Chapters from the region must be represented at the Regional Conference.

D. Board of Directors

1. There shall be a Board of Directors.
2. The Board of Directors shall comprise the supreme judicial and policy-making body of APAMSA during those times at which the House of Delegates is not in session.
3. The Board of Directors shall be comprised of the following:

Voting Members:

- a. President
- b. Membership Vice President (s)
- c. Trustee (s)
- d. Chief Financial Officer
- g. Secretary

Nonvoting Members:

- a. President-elect
  - b. National Conference Chair(s)
  - c. Regional Directors of all the regions [Eight (8) regions; Sixteen (16) Directors]
4. The Board of Directors shall confer once a year at the national conference. All members of the Board of Directors shall receive at least a three (3) week written notice of meetings in which their physical attendance is required, and at least a 72 hour written or verbal notification of conference calls or Internet conferences.

E. Executive Committee, also called the National Board

1. There shall be an Executive Committee.
2. The Executive Committee shall be comprised of the following:
  - a. President
  - b. President-elect
  - c. Membership Vice President(s)
  - e. Trustee (s)
  - g. Chief Financial Officer
  - h. Secretary
  - i. National Conference Chair(s) (non-voting)
3. The Treasurer & the President-Elect may vote by proxy of one of the other Members of the Executive Committee if written notification is received by the Chair of the meeting or if the person gives that proxy in person during a meeting
4. The Executive Committee shall be empowered to run the daily business operations of APAMSA. All decisions of the Executive Committee can be subject to approval by the Board of Directors. [See IV.D]
5. The Executive Committee shall confer at least twice a year (once at the national conference, once approximately six months after). All Members of the Executive Committee shall receive a three (3) week written notice of meetings, in which their

attendance is required, and a seventy two (72) hour written or verbal notification of conference calls.

6. At least five (5) members of the Executive Committee must be "present" for quorum after all have been notified. All decisions of the Executive Committee must be made by consensus. If there is dissension among the Executive Committee members, or the decision is regarding major substantive or financial matters, then the matter shall be brought before the Board of Directors.
7. The secretary shall keep accurate minutes of meetings of the Executive Committee or conference calls. The Secretary shall send out copies of the minutes to the Board of Directors within 2 weeks time.
8. The Executive Committee has the authority to approve/recommend candidates for the senior positions of APAMSA Executive Committee: President, Membership Vice President, and Trustee.

#### F. Advisory Board

1. There shall be an Advisory Board.
2. The Advisory Board shall be composed of the persons approved by the Executive Committee and any current members of the Advisory Board.
3. The Advisory Board will meet with the Board of Directors once annually at the National Conference.
4. The Advisory Board will serve to provide support, advice, and resources to the Executive Board.
5. The Advisory Board has no voting power concerning APAMSA policy.

#### Article V – Charters

- A. Any accredited allopathic or osteopathic medical institution may be granted a Charter.
- B. Charters may be requested by submission of a petition signed by those desiring a Charter, to the Executive Committee.
- C. The Executive Committee may grant, deny, or rescind Charters.

#### Article VI -- Members of the Board of Directors

- A. President, President-elect, Membership Vice President (s), Trustee (s), Chief Financial Officer, and Secretary.
  1. Only Active Members of APAMSA are eligible for the Offices of President, President-elect, Membership Vice President (s), Trustee (s), Chief Financial Officer, and Secretary.
  2. The election of the President, President-elect, Membership Vice President (s), Trustee (s), Chief Financial Officer, and Secretary. will be held at the National Conference.

3. Candidates must submit a one page Letter of Intent and Curriculum Vitae at least one (1) week prior to the opening of the National Conference. If less than three (3) Letter's of Intent per office have been received by the deadline, other candidates' credentials will be accepted until the close of the last session on Saturday.

#### B. Regional Directors

1. Only Active Members shall be eligible for the Office of Regional Director.
2. The Regional Directors of APAMSA will be elected by their respective Regions with each active chapter getting one (1) vote.
3. There will be two (2) Regional Directors per region. Each Regional Director will have a one-year term. The two Regional Directors may be from the same Chapter within a Region.
4. Candidates must submit a one page Letter of Intent no later than the close of the last session on the day before elections at the National Conference. If less than three (3) Letters per region have been received by the deadline, other candidates' credentials will be accepted until the start of the Regional Directors' Election.
5. Each Regional Director shall provide the Membership Vice-President with the names and addresses of all Regional Officers within four (4) weeks after their installation.

### Article VII -- Terms of Office, Elections, and Voting

#### A. Terms of Office

1. The positions of Membership Vice President, Trustee, Chief Financial Officer, and Secretary shall have a one-year term beginning on the date of the National Conference at which they were elected/appointed and ending on the date of the following National Conference.
2. The position of President-elect shall have a term beginning on the date of the National Conference at which they were elected and ending on January 31st.
3. The above mentioned President-elect shall become the President on February 1st and shall have a one year term ending on January 31st of the following year.
4. There shall be no President-elect from February 1st to the following National Conference.
5. The Regional Directors shall have a one-year term beginning on the date of the National Conference at which they were elected and ending on the date of the National Conference two years later.
6. All APAMSA positions are open to Active Members of any year.

#### B. Elections

1. Elections shall be supervised by the Executive Committee.
2. The Executive Committee/National Board shall be empowered to certify that all candidates' credentials are in order before the elections and to certify the results of national elections as delineated by the Constitution, subject to approval of the Board of Directors. In the event of a tie, the President will cast the tie-breaking vote. No results beyond the winner of the election may be discussed outside the elections commission.
3. All Elections shall take place by last day of the National Conference. It is the President's responsibility to place Elections on the Agenda.
4. All elected positions shall be a single person positions (no splitting of positions).
5. The Executive Committee has the authority to approve/recommend candidates for the senior positions of APAMSA Executive Committee: President, Membership Vice President, Senior, and Junior Trustee.
6. Candidates for President, Membership Vice President, and Trustee may be approved/recommended for candidacy. HOD may nominate candidates for these positions.

#### C. Voting

1. For substantive and procedural votes, voting must be by roll call, voice vote, or secret ballot (supervised by the Executive Committee). Each active Chapter will get one (1) vote. All members of the Chapter must agree through two-thirds (2/3) vote on the vote of the Chapter. If the members of the Chapter can not agree upon a vote, that Chapter must abstain from that particular vote.
2. For elections to fill positions, fifty percent (50%) plus one (1) Chapter vote of those Chapters present will determine an election provided that fifty percent (50%) of all Chapters are present. If no single candidate receives fifty percent (50%) plus one (1) Chapter vote, a runoff for that position between the two (2) top candidates is required. If there is a tie during that runoff, the President will cast the deciding vote on that position from the two candidates. Note that this is the only time that the President may vote.
3. Fifty percent (50%) plus one (1) of all active APAMSA Chapters must be present to establish quorum.

#### D. Impeachment and Removal

1. Failure to perform the duties of Office as prescribed in the Constitution and Bylaws or conduct detrimental to the good of APAMSA shall constitute grounds for impeachment. All requests for removal shall be supported by reference, in writing, to a specific activity or conduct that constitutes grounds for the request.
2. Impeachment proceedings are in order upon submission of a petition by fourteen (14) of the eighteen (18) Regional Directors or two-thirds (2/3) of the Chapter Presidents.

### Article VIII -- Amendments

- A. Any portion of the APAMSA Constitution and Bylaws may be amended.

- B. Amendments may be adopted at the National Conference. An Amendment to the Constitution or Bylaws of APAMSA goes into effect immediately upon its adoption.
- C. Amendments pertaining to elections procedures or HOD procedures may be made by the Executive Committee during official meetings. Amendments receiving more than 50% of votes by the Executive Committee regarding these procedures may be adopted.
- D. Before any proposed Amendment of the Constitution or Bylaws is submitted to the Board of Directors.
- E. Proposed Amendments must be forwarded to the Secretary of the Executive Committee three (3) weeks prior to the National Conference. Such proposal shall then be recorded and sent to all Members of the Board of. Within seven (7) days of consideration by the Board of Directors, the proposals shall then be forwarded to all Chapter Presidents.
- F. Discussion of the Amendment will follow the latest edition of Robert's Rules of Order, except where this constitution differs. A member of the Executive Committee will chair this discussion.
- F. To vote on an Amendment to the Constitution, a quorum of two-thirds (2/3) of the APAMSA Chapters must be present. For adoption, an Amendment to the Constitution must receive two-thirds (2/3) of the votes. An Amendment to the Bylaws must receive Fifty Percent (50%) plus one (1) of the votes. Each active Chapter has one (1) vote.
- G. The Motion to Amend must be properly recorded in the minutes of the National Conference.

## Article IX -- Resolutions

### A. Definition of a Resolution

A resolution is the vehicle through which Chapters or the Board of Directors establishes APAMSA policies and regulations.

### B. Proposed Resolutions

1. Proposed resolutions may be submitted by Active Members of APAMSA or sponsored by an active member.
2. Proposed resolutions may be submitted at any time for consideration by the Executive Committee. The Executive Committee has the right to ask questions and suggest amendments to the authors of the resolution.

### C. Resolutions before the National Convention

1. Proposed resolutions shall be reviewed for consideration by the Board of Directors. Within fifteen (15) days of consideration by the Board of Directors, the proposals shall then be forwarded to all Chapter Presidents.
2. Chapters have seven (7) days within receipt of the resolution to contact the authors of the resolution regarding any questions and/or amendments to the resolution. A final version of the resolution must be submitted again to the Secretary for distribution to all Chapter Presidents.

3. Chapters then will submit their votes on the resolution to the Secretary within fifteen (15) days of receipt of the final resolution. Each active Chapter receives one (1) vote. It is the Secretary's responsibility to make sure that each Chapter submits a vote. Any chapter failing to comply may be suspended. A vote may be "Yes," "No," or "Abstain."
4. For adoption of a resolution, it must receive a majority of the votes cast by the Chapters. A vote of "Abstain" does not count toward the total vote tally.

#### D. Resolutions at the National Conference

1. Resolutions forwarded to the Secretary of the Executive Committee three or more weeks prior to the National Conference may be discussed at the National Conference at the discretion of the President on the last day of the conference, time permitting.
2. Discussion of Resolutions will follow the latest edition of Robert's Rules of Order, except where this constitution differs. This discussion will be chaired by the Speaker of the House.
3. Voting will follow the same guidelines as Amendments except that a majority vote is needed for a resolution to pass.
4. To vote on a resolution, a quorum of two-thirds (2/3) of the APAMSA Chapters must be present. For adoption, a resolution must receive fifty percent (50%) plus one (1) of all the votes. Each active Chapter has one (1) vote.

## Bylaws

### Chapter 1 – Chapters

- A. Any medical educational institution may form a Chapter, elect Officers and apply for membership to APAMSA.
- B. The application must:
  1. Give the name of the school at which the Chapter is being formed and the name of the Chapter if different from APAMSA;
  2. Identify by name and address (mail and e-mail) each Officer and/or Member of the Chapter;
  3. Be supported in writing by the appropriate school official that the proposed Members and/or Officers are matriculating at the institution named;
  4. Be certified by their Regional Director(s);
  5. Contain a statement of purpose of the Chapter along with a constitution, by-laws, or guidelines for the Chapter including the leadership structure of the Chapter;
  6. File with APAMSA through the Membership Vice-President.
- C. The application for Chapter membership to APAMSA shall be examined with care by the Executive Committee, assessed to the extent necessary, and rejected, taken under advisement, or accepted. In considering the application, the Executive Committee must decide whether the

applicant is committed to the purposes of APAMSA and is dedicated to serving the same individuals/populations that APAMSA represents.

1. If rejected, a letter detailing the reasons thereof shall be sent to the applicants, with the advice to reapply.
  2. If taken under advisement, the application shall be submitted to the Board of Directors for their recommendations and a final decision regarding the application.
  3. If accepted, the Members/Officers applying will become an Official Chapter of APAMSA on payment of Chapter Dues. For an application to be accepted, all members of the Executive Board must support it unanimously.
- D. There will be only one (1) Official APAMSA Chapter per institution. If the Executive Committee receives multiple applications from the same institution, the President will work with the applicants to resolve the situation.
- E. The Chairperson of the Board of Directors shall cause to be printed, in the issue of the National Newsletter next ensuing following notification of acceptance, and announcement of the new Charter.
- F. Each APAMSA Chapter must have a designated chapter representative (e.g. President or his/her appointee) that is in contact with the Senior and Junior Membership Vice president
- G. Each Official Chapter Must be committed to serving all Asian Pacific American medical students and communities as detailed in Article II. Any APAMSA member of a Chapter or any Asian Pacific American student at that Chapter's institution that feels that the Official APAMSA Chapter is excluding a particular subset of the Asian Pacific American population can directly petition the Executive Committee through the Secretary for a review of that Chapter's constitution/by-laws and activities. If the Executive Committee finds the petition warranted, Chapter status can either be suspended or revoked and that institution would be required to submit a new application addressing the complaints that led to the petition being filed.
- H. Each Official APAMSA Chapter must keep an updated Membership list. Each Member must have filled out an APAMSA membership application form and paid dues. These forms must be sent/given to the Membership Vice-President by the National Conference in the fall.
- I. Regions will be divided as follows:
1. Region 1 – New England (Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, and Vermont)
  2. Region 2 – New York/New Jersey (New York, New Jersey)
  3. Region 3 – Mid-Atlantic (Delaware, D.C., Maryland, Pennsylvania, Virginia, West Virginia)
  4. Region 4 – Southeast (Alabama, Florida, Georgia, Mississippi, North Carolina, South Carolina, Tennessee)
  5. Region 5 – Midwest (Indiana, Kentucky, Michigan, Ohio)
  6. Region 6 – North Central (Colorado, Iowa, Kansas, Nebraska, Minnesota, Missouri, Illinois, North Dakota, South Dakota, Wisconsin, Wyoming)

7. Region 7 – West (Alaska, California, Hawaii, Idaho, Montana, Nevada, Oregon, Washington)
  8. Region 8 – Southwest (Arizona, Arkansas, Louisiana, New Mexico, Oklahoma, Texas)
- J. In the case of the organization of any subset of an Asian-Pacific American medical student community, APAMSA would make an effort to establish communication with that group to accomplish the following:
1. Determine the common goals shared by APAMSA and the organization.
  2. Develop methods to collaborate on common goals.
  3. Consider the possibility of coalition.
  4. Recognize the value of the unique goals of the organization.

## Chapter 2 – Membership

### A. Active Membership

1. A Member in good standing in a Chapter of APAMSA, who is certified by the Senior or Junior Membership Vice President on the basis of the qualifications set forth in Article III of the Constitution, shall become an Active Member of APAMSA upon: submission of prescribed application form to the Membership Vice President; approval of said form by the Executive Committee. All members must be registered on the National APAMSA membership database.
2. A medical student at an institution outside of the jurisdiction of a Chapter of APAMSA (Members-at-large) may apply for Active Membership through the Membership Vice-President by the process described in Chapter 2, Section A, Paragraph 1 of these Bylaws.

### B. Associate Membership

1. A Member in good standing of an Associate Chapter of APAMSA, who is certified by the Membership Vice President on the basis of the qualifications set forth in Article III of the Constitution, shall become an Associate Member of APAMSA upon: submission of prescribed application form to the Senior or Junior Membership Vice President; approval of said form by the Executive Committee. All members must be registered on the National APAMSA membership database.
2. A premedical student, resident, fellow, or any other health professional student (D.D.S., D.M.D., M.P.H., P.A., Ph.D., R.N.) outside of the jurisdiction of an Associate Chapter of an Active Chapter of APAMSA may apply for Associate Membership through the Senior and Junior Membership Vice President by the process described in Chapter 2, Section B, Paragraph i of these Bylaws.

### C. Honorary Membership

1. Individuals who have made notable and outstanding contributions to enhance the purpose and objective of APAMSA may be elected to an Honorary Membership by the House of Delegates or the Board of Directors; recommendations may be made with justifications, in support of the nominations of their choice. Not more than two (2) persons shall be elected to Honorary Memberships at any one National Convention.

D. Supporting Physician Membership

1. Any individual holding a M.D., M.D./Ph.D., or D.O. degree shall become a Supporting Physician Member of APAMSA upon: submission of prescribed application form to the Senior or Junior Membership Vice President; approval of said form by the Executive Committee.

E. Organizational/Institutional Membership

1. Any organization/institution shall become a Organizational/Institutional Member of APAMSA upon: submission of prescribed application form to the Membership Vice-President; approval of said form by the Executive Committee.

F. Tenure of Membership

1. Honorary Memberships in APAMSA shall continue indefinitely, at the discretion of the House of Delegates.
2. Any Active, Associate, Supporting Physician, or Organizational/Institutional Member who has failed to pay his/her Annual Dues for the current Membership year shall forfeit his/her Active, Associate, Supporting Physician, or Organizational/Institutional Membership in APAMSA after the expiration of a grace period to be specified by the Board of Directors.
3. Active Membership in APAMSA shall continue only so long as the individual is a Member in good standing of a Chapter, or in the event he/she is outside the jurisdiction of a Chapter, so long as he/she is certified to be in good standing by the Executive Committee.

G. Rights of Membership

1. Active Members have the right:
  - a. To attend the open discussions of the House of Delegates,
  - b. To take part in the discussions of the open sessions,
  - c. To hold office,
  - d. To serve as Delegates to the National Conference, who have the right to attend closed and executive sessions and vote at all meetings of the House of Delegates.
2. Associate Members:
  - a. Shall form an Associate Chapter with an existing APAMSA Chapter.
    - i. The Associate Chapter will elect their own Officers and report them to the appropriate Chapter.
    - ii. The APAMSA Chapter involved will select one of its Members as an Advisor to the Associate Chapter.

- iii. All activities of the Associate Chapter should be undertaken in consultation with the Chapter Advisor.
  - b. Shall receive all pertinent APAMSA publications.
  - c. Must pay for all publications that do not relate directly to premedical students.
  - d. May attend open sessions of the House of Delegates and submit resolutions via their affiliated APAMSA Chapter.
  - e. Cannot vote in Chapter, Regional, or National proceedings.
- 3. Organizational/Institutional Members
  - a. The headquarters of said organization/institution shall receive a single copy of APAMSA publications. The Member must pay for any additional copies of all publications requested other than one (1) complimentary copy.
  - b. The organization/institution shall be able to send a representative to the National Convention, provided that the appropriate registration fee has been paid.
    - i. Upon invitation by the Board of Directors, any representative may observe open sessions of the House of Delegates.

## Chapter 3 – Finances

### A. Accounts and Budgets

1. The officers shall not receive any salary or compensation during their term of office.
2. The funds, books, and vouchers in the Chief Financial Officer's hands shall be under the supervision of the Executive Committee at all times and subject to its inspection and control. At the expiration of his/her term of office, the Chief Financial Officer shall deliver over to his/her successor all books, moneys, and other property. Change in personnel shall be reported to the bank by the outgoing Chief Financial Officer.
3. Borrowing by APAMSA must be approved in advance by the Board of Directors except for normal short term trade credit extended by vendors within the limits set forth in the Operating Budget
4. The Executive Committee shall establish the bank account(s) for day-to-day transactions of APAMSA. The Chief Financial Officer shall operate the account(s). No more than ten percent (10%) of the total budget of APAMSA may be allocated to this account without prior approval by the Board of Directors. Checks for over three hundred dollars (\$300.00) from this account must be co-signed by the Chief Financial Officer and the President.
5. The Executive Committee shall establish a bank account for general donations and any special purpose to be operated by the Chief Financial Officer and the President. All transactions from these accounts must be co-signed by both persons. The general donations account shall at any time consist of no less than fifty percent (50%) of the total budget of APAMSA. No other account may contain more than ten percent (10%) of the total budget of APAMSA without prior approval by the Board of Directors.

6. Accounts shall be maintained for a fiscal year from January 1st through December 31st of the following year. The accounts of APAMSA and the annual financial statement, prepared by the Chief Financial Officer, shall be compiled in October for the past year's transactions. The compiled financial statement shall be sent to the voting members prior to or at the National Conference.
7. The Chief Financial Officer, in consultation with the President and President-elect, shall prepare a budget and present it to the Board of Directors for their approval before December 15. The budget, as approved, must be published by the end of December.

#### B. Expenditures

1. No expenditure shall exceed the budgeted amount for such an account by more than ten percent (10%) without the approval of the Executive Committee.
2. Each officer on the Executive Committee shall be allowed to spend up to "x" dollars on nonbudgeted APAMSA items without prior approval provided however that such expenditure for each such officer shall not exceed more than "y" dollars for any of the above officers during any fiscal year. The amounts "x" and "y" will be determined by the Board of Directors at the first meeting after their election.
3. Each member of the Board of Directors and each committee chairperson shall be allowed to spend up to "x" dollars on non-budgeted APAMSA items within their jurisdiction without prior approval provided however that such expenditure for each such officer shall not exceed more than "y" dollars for any of the above officers during any fiscal year. The amounts "x" and "y" will be determined by the Executive Committee at the first meeting after their election.

### Chapter 4 – Dues

#### A. Submission of Dues

1. Each new APAMSA chapter is required to pay \$50 to National APAMSA for new chapter registration.
2. Chapters who become inactive must pay \$50 to reactivate their chapter.

### Chapter 5 -- National Convention

#### A. Meetings of the House of Delegates

1. These shall be meetings of the Delegates elected provided in Article IV, Section B.
2. The House of Delegates may meet in open or closed sessions.
  - a. Open sessions may be attended only by Active or Associate Members and invited guests.
  - b. Only those Active Members of APAMSA who have been certified as Delegates or Alternate Delegates by the Membership and Credentials Committee shall be considered as Members of the House of Delegates and be entitled to:
    - i. Attend closed sessions of the House,

- ii. Engage in debate in closed sessions, and
  - iii. Cast ballots on matters or business before the House.
- 3. All reports to be considered for business in the House of Delegates must be submitted in written form to the Executive Committee prior to the opening session of the House of Delegates at the National Convention.
- 4. The composition of the House of Delegate shall be obtained via the following guidelines:
  - a. Each Delegate of the House of Delegates represents 1 active APAMSA chapter
    - i. Delegates entitled to cast such proxy votes, as described herin, must register for the review and approval of Conference Credentials, prior to the first business meeting of the House of Delegates at the National Conference at which they choose to exercise that right.
    - ii. Such proxy votes must be cast in person, and only by the Delegate authorized to do so by the appropriate committee as described herein.
- 5. The House of Delegates of the National Convention shall establish APAMSA policies and regulations and shall determine the allocation of APAMSA National funds.
- 6. Adjournment Procedure of the House of Delegates:
  - a. No motion to adjourn the House of Delegates shall be in order until the following tasks have been completed:
    - i. The Executive Committee must have verified, made part of the permanent record, and signed, the election results and tally for all nationally-elected Officers, thereby certifying that fifty percent (50%) plus one (1) of the House of Delegates is present, and that each winner has obtained fifty percent (50%) plus one (1) of the votes.
    - ii. The tally shall not be announced unless there is an objection from the House of Delegates; if this occurs, there will be an announcement of the tally.
    - iii. The Board of Directors must have verified, made part of the permanent record, signed, and announced the results with tally of the various motions pertaining to Constitutional Amendments and resolutions, thereby certifying that two-thirds (2/3) of the House of Delegates is present, that each ratified Amendment to the Constitution has obtained two-thirds (2/3) of the votes, and that each ratified Amendment to the Bylaws and accepted resolution has obtained fifty percent (50%) plus one (1) of the votes.

## B. Registration

1. Only active Members in good standing and the invited guests of APAMSA shall be permitted to register and to take active part in the several meetings of the National

Conference, as provided in Article IV of the Constitution and in this Chapter of the Bylaws.

2. A Member shall not be permitted to take part in any of the meetings of a Convention until he/she has completed his/her registration.
3. The registration of a Member who is also a prospective Delegate or Alternate Delegate of the House of Delegates, shall include the approval by the Membership and Credentials Committee of his/her certificate signed by the Secretary and under the Seal of his/her Chapter. The credentials of a Delegate or Alternate shall include:
  - a. The submission directly to the Senior or Junior Membership Vice President of his/her name as a Delegate or Alternate Delegate by the Chapter concerned not later than thirty (30) days prior to the first meeting of the House of Delegates, and
  - b. The certificate sent to him/her, bearing the signature and Seal as described herein.

#### C. Programs

1. The Official Programs of the National Conference shall provide for the several meetings of APAMSA as a whole, the House of Delegates, and the Board of Directors. These shall be prepared by the Conference Co-Chairs under the general supervision of the Board of Directors and on the basis of data submitted to them by the various persons and bodies concerned, as provided in these Bylaws.

### Chapter 6 -- Rights and Duties of the Board of Directors

#### A. Chairperson of the Board of Directors is the National President

1. The Board of Directors shall, during their first regularly scheduled business meeting,
2. The Chairperson of the Board of Directors shall exercise such powers and be charged with such responsibilities as authorized by the Board, within the limitation expressed or implied by, and in conformance to, the various Articles of the APAMSA Constitution and Chapters of its Bylaws.
3. Shall have the authority to act, with consent of the Executive Committee, the Board of Directors, or the House of Delegates, in the name of APAMSA in all matters of record which fall within the scope of the Board as expressed or implied in the Constitution of APAMSA or in its Bylaws; such action to be effected by his/her hand and by the Official Seal of APAMSA and shall be subject to review and approval by the House of Delegates at the National Conference.
4. Shall convene and adjourn all meetings, regular or special, of the Board of Directors and to preside at these meetings.
5. Shall ensure the maintenance of accurate minutes of Board meetings and records of its decisions and transactions.
6. Shall prepare and present an Annual Report of the Board of Directors in adequate time to be placed on the agenda for presentation at the next ensuing National Conference.

7. Shall be responsible for the performance of such other functions as may be deemed by the Board of Directors and the House of Delegates to be required to implement the APAMSA Constitution and Bylaws, in insure efficient operation of the Board of Directors, to fulfill directives of the House of Delegates in National Convention.

B. President

1. Shall have the authority to act with consent of the Executive Committee, the Board of Directors, or the House of Delegates, in the name of APAMSA in all matters of record which fall within the scope of the Board of Directors and the Executive Committee as expressed or implied in the Constitution/By-Laws of APAMSA.
2. Can represent APAMSA on a national level by attending meetings of importance to the Association.
3. Shall appoint, subject to the approval of the Board of Directors, the Chairpersons of all Standing and Special Committees as terms expire or vacancies occur.
4. Shall appoint, subject to confirmation by the Board of Directors, such committees as required for emergencies, and for purposes not otherwise provided in this Constitution.
5. Shall serve as the ex-officio (non-voting) Chairperson of the Elections Committee.
6. Shall take primary responsibility for the implementation of resolutions accepted at the National Conference.
7. Shall take primary responsibility for the implementation of programs administered by Special/Standing committees.
8. Shall serve as the Chairperson of the Executive Committee, voting only in case of ties.
9. Shall be responsible for compiling an Annual Report as described in Bylaws Article III.

C. President-elect

1. Shall work closely with the President, assisting the President.
2. Shall serve as the ex-officio (non-voting) Chairperson of the Community Affairs Standing Committee.
3. Shall serve as the ex-officio (non-voting) Chairperson of any Ad-hoc Committees.
4. Shall serve as a Member of the Executive Committee.

D. Membership Vice-President

1. Shall chair the membership committee.
2. Shall update and maintain the membership directory.
3. Shall be responsible for recruiting new chapters and members.
4. Shall be responsible for recruiting medical resident and premedical chapters and members.

5. Shall serve as a Member of the Executive Committee.
6. Shall be responsible for recruiting premedical chapters at colleges & universities.
7. Shall officiate for the President in his/her absence or at his/her request.
8. Shall assume the duties and powers of the President for the unexpired term in the case of the President's removal by resignation, illness, death, or other cause.
9. Shall be responsible for overseeing the administration of Special/Standing Committees under the direction of the President.
10. Shall serve as a Member of the Elections Committee.
11. Shall serve as a Member of the Executive Committee.

F. Trustee

1. Shall be responsible for fundraising
2. Shall act as a liaison to other organizations

H. Chief Financial Officer

1. Shall be responsible for all the financial transactions and budget of APAMSA as detailed in the Bylaws.
2. Shall be responsible for any government reports or forms to be filed in time during his/her term in office.
3. Shall be responsible for preparing a financial/budget report for presentation at the national conference.
4. Shall be responsible for authorizing all reimbursements and funding requests.
5. Shall be manager and co-signer for all APAMSA checks and accounts. The other co-signer will be the President.
6. Shall serve as a Member of the Executive Committee.
7. Shall make sure that APAMSA does not assess any financial liabilities.
8. Shall see to the best of his/her abilities that money used on behalf of APAMSA is used wisely and in a manner which suits the purposes of APAMSA.

I. Secretary

1. Shall be responsible for all correspondences of APAMSA including notices of meetings, minutes of meetings, chapter applications, resolution submissions, APAMSA membership list, and general APAMSA business.
2. Shall serve as a Member of the Executive Committee.

3. Shall see to it that all activities taken by APAMSA are in accordance with the constitution.

J. Regional Directors

1. Shall be responsible for representing the views of all the APAMSA chapters within their region.
2. Shall serve as Members of the Board of Directors.
3. Shall be responsible for the Regional Conference in their region.
4. Shall be responsible for reviewing all resolutions and Chapter applications submitted within their region.
5. Shall be responsible for recruiting additional local APAMSA chapters within their region.

## Chapter 7 – Impeachment

- A. Impeachment proceedings are in order, and may be initiated as defined in Article VII, Section D of the Constitution.
- B. Petitions for Impeachment must be in writing and state the specific charges upon which the Petition is based.
- C. Petitions for Impeachment must be submitted to the Secretary who shall:
  1. Within five (5) days forward copies of said Petition, by registered mail to all Members of the Board of Directors, the Executive Committee and Chapter Presidents.
  2. Within five (5) days notify the Petitioner of receipt of the Petition for Impeachment by registered mail.
  3. Send an accompanying notice to all those noted above that the Petition for Impeachment will be the first order of business at the next meeting of the Executive Committee, within thirty (30) days following such receipt.
- D. Upon receipt of the Petition for Impeachment, the Executive Committee must meet within fourteen (14) days for preliminary consideration of their Merit.
- E. The Executive Committee shall determine if the Petition has Merit. If the Petition is found to have Merit, the Accused shall be suspended and enjoined from further performance of duties and an Acting (Replacement) Officer shall be appointed by the Executive Committee. After consideration of the Petition, the Executive Committee shall immediately forward, by express mail, a copy of the Petition for Impeachment, together with a Statement of their Findings, to the Accused, who shall upon its receipt:
  1. Be requested to reply within eight (8) days of the postmark of the express mail letter,
  2. Be informed that failure to give written reply will result in an automatic removal from Office.
- F. Impeachment proceedings are initiated as the first order of business at the next Board of Directors meeting at least thirty (30) days after the original receipt of the petition for Impeachment by the Secretary. At this time, all Members of the Board of Directors must be provided with the Petition,

the findings of the Executive Committee, copies of all proof of mailings, copies of all other relevant documentation, and any written Reply from the Accused.

- G. The Board of Directors shall, on receipt of the Reply of the Accused, reconsider the Petition for Impeachment and may either:
1. Move for a dismissal of the Charges
  2. Order a Hearing of the Charges:
    - a. Open to all Active Members of APAMSA
    - b. Each side at the Hearing shall have the right to be represented by Counsel from within APAMSA as long as that individual is not a Voting Member of the Board of Directors.
- H. In the absence of a Reply received from the Accused within ten (10) days, that individual will be automatically removed from Office and notified of his/her removal by certified letter provided that the original notification of a Petition for Impeachment was sent to the most current mailing address for that Officer.
- I. Hearings of the Charges shall:
1. Be initiated by majority vote of the Board of Directors;
  2. Take place at the site of the meeting of the Board of Directors in an area accessible to all parties involved;
  3. Be moderated by a neutral party designated by the Chairperson of the Advisory Board, who shall function as judge;
  4. Be heard before a Panel of the sixteen (16) Active Regional Directors (excluding the Accused's own Regional Directors), who shall sit in the capacity of jury.
- J. The findings of the Hearing Panel shall be final and binding upon all parties and:
1. The Panel must reach a Finding of Guilty by a two-thirds (2/3) vote of its Members.
  2. The Panel shall have the right to impose Penalties at its own discretion, within the limitations of the APAMSA Constitution and its Bylaws
  3. The Panel shall deliver its Findings orally, at the time of the Hearing and shall forward copies of its Findings, in writing, to the Accused and to the Board of Directors of APAMSA within ten (10) days of the conclusion of the Hearing.
- K. The Chairperson of the Board of Directors shall:
1. Forward copies of the Petition for Impeachment to the Editor of the National Newsletter, who shall publish said Petition within thirty (30) days in the issue of the National Newsletter next ensuing following its receipt, or in a Special Newsletter;
  2. Forward copies of the Findings of Merit, Reply of the Accused and all subsequent Board actions to the Editor of the National Newsletter, who shall publish said Petition within

thirty (30) days in the issue of the National Newsletter next ensuing following its receipt, or in a Special Newsletter;

3. Insure adequate arrangements for executing the various Sections of this Chapter of the Bylaws;
  4. Insure accurate minutes of the Hearing of Charges, along with complete and accurate records of its proceedings.
- L. The Active Membership reserves the right to override Section D and Section G, Paragraph 1 of these Bylaws, in accordance with Article VII, Section D, Paragraph 2, by vote of two-thirds (2/3) of the Active Membership of APAMSA, such vote to be followed by a Hearing of Charges, under considerations specified herein.
- M. If a member of the Board of Directors is convicted of a felony, s/he shall be automatically removed from office.

## Chapter 8 -- Standing and Special Committees

- A. APAMSA shall have a Standing Committees, deemed necessary by the Executive Committee.

## Chapter 9 -- Annual Report

- A. An annual report must be submitted to the Board of Directors at each national conference covering the preceding year's activities.
- B. The annual report will consist of all resolutions passed during the year, highlights from each regional conference, selections from the past national conference, and a statement of the financial situation of the corporation.
- C. The report must be prepared by the Chairperson of the Board of Directors in consultation with the Secretary and the Regional Directors in time for the national conference.

## Chapter 10 -- Governing Rules

- A. For smooth operation of the organization, all items not accounted for in the APAMSA Constitution and Bylaws shall be referred to Robert's Rules of Order. The Executive Committee is the governing, decision making, and constitutional policy making, and general policy making body of the organization at all times.