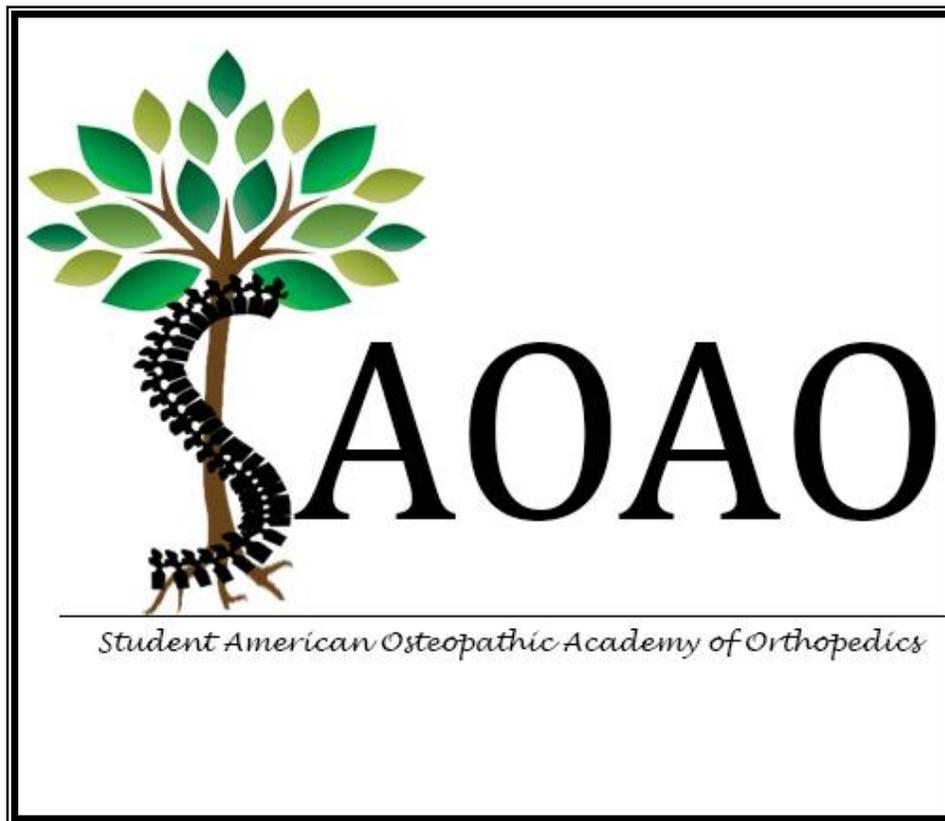


*Student
American Osteopathic
Academy of Orthopedics*



**Constitution
&
By-Laws**

Introduction

The 2006 – 2007 Development Proposal for the formation of a Student American Osteopathic Academy of Orthopedics (SAOAO) stems from the vision of a student run organization under the American Osteopathic Academy of Orthopedics (AOAO, Academy).

The field of Orthopedics is a specialty that is growing in importance and popularity within the medical profession as a direct result of patient need and success of the orthopedic practice.

The Academy itself was not formed until 1941, later receiving its official recognition by the American Osteopathic Association (AOA) in 1950.

The Academy is gaining status in the field of Osteopathic Medicine and the specialty of Orthopedics. However, there is an obvious need to further the Academy's growing success.

This need can partially be fulfilled by extending the Academy's expertise and support to the students interested in the specialty of Orthopedic surgery as there is a growing discrepancy in the number of Osteopathic Orthopedic Residents as compared to the number of Allopathic Orthopedic Residents in both the number of programs available and Orthopedic Surgeons graduating from these programs.

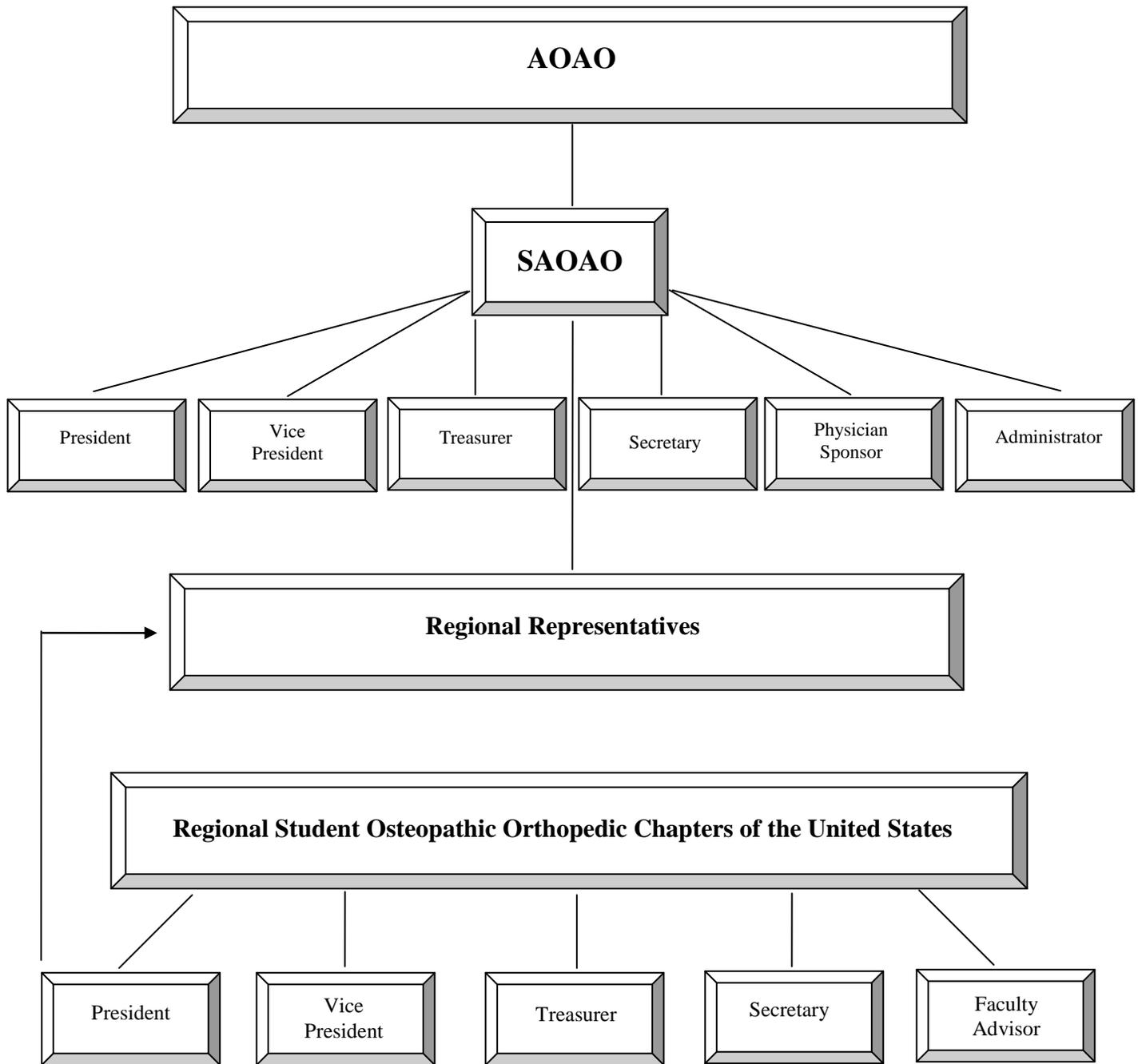
Halfway through the Bone and Joint Decade of 2000 – 2010, it is now time to bridge the gap between Orthopedic Physicians and Student Physicians in order to become a more significant driving force in the field of Orthopedics. With this growing involvement and acceptance of Osteopaths in the orthopedic community, now it the time to look towards the future of not only the orthopedic profession, but at healthcare in general. The future lies with Osteopathic Medical Students. There are a total of 23 Osteopathic Schools in the United States, all with students that are interested in the medical specialty of Orthopedic Surgery. Unfortunately, only three of the schools currently have student run Orthopedic Surgery organizations or "clubs". These include NSU-COM in Florida, UMDNJ-SOM in New Jersey, and NYCOM in New York. By providing these schools with support and education from the Academy, Osteopaths will continue to succeed in the specialty of Orthopedics.

The Academy's President Joel L. Rush, DO stated “. . . become involved; all of us can make a difference if we care.”

2006 – 2007 Developmental Committee

Development Chair:	James M. Hunt, ATC, CSCS	NSU-COM MSIV, OPP Fellow
Physician Sponsor:	Morton Morris, D.O., J.D.	AOAO Executive Director
Administrator:	Veronica Ondrejack	AOAO Director of Continuing Medical Education and Meeting

Organizational Chart



SAOAO Mission

The Mission of the SAOAO is to form a bridge between Osteopathic Medicine and Orthopedic Surgery, in order to create a holistic functioning system to provide all the members with the opportunity to change the future of Osteopathic Orthopedic medicine by being well educated and experienced health care practitioners.

SAOAO Inception Process

Upon approval of this Associations Constitution and Bylaws the Development Committee will choose a select group of students from the county to compose the first Board of Directors.

At the closing of the developmental term in 2007, all Osteopathic Medical schools will have a regional chapter governed by the student representatives.

All regional chapters will be coordinated through the SAOAO and the executive committee.

All members of the regional chapters of the SAOAO will be granted student membership in the Academy.

At the general meeting of the Academy in May 2007, the first officers will be voted into office by the regional representatives.

The Academy in conjunction with the SAOAO will provide SAOAO with the opportunity and funding to aid in research to advance and promote osteopathic orthopedic medicine.

**Constitution & By-Laws
of the
Student Osteopathic Academy of Orthopedics**

Article I – Name

The name of this association shall be the Student Osteopathic Academy of Orthopedics.

This name shall officially be abbreviated “SAOAO”.

National SAOAO may herein be referred to as the “Association”.

Article II – Objectives

A. Objectives – The objectives of SAOAO shall be:

1. promote and advance interest in the specialty of Orthopedic Surgery;
2. improve the quality of health care delivery to the American people and the world;
3. provide opportunities and stimulation for research and publication;
4. contribute to the interest, knowledge, welfare, and education of osteopathic medical students in the specialty of Orthopedic Surgery;
5. familiarize its members with the purpose and ideals of osteopathic medicine and orthopedic surgery;
6. aid in residency application procedures;
7. encourage voluntary community service;
8. establish lines of communication with other health science students and organizations; and
9. prepare members to meet the social, moral, and ethical obligations of the osteopathic medical profession.

B. Legislative Assistance – The Association shall assist each chapter in its efforts to educate its state governor and legislators concerning the osteopathic medical profession by writing letters, paying visits, and making phone calls to key officials. The Association shall come to the aid of any of the colleges of osteopathic medicine facing political attack in their own state.

C. Policy Determination – Responsibility for determining the policies of the Association shall be vested solely in the Board of Directors.

Article III – Membership

A. Membership Classes – Membership in the Association shall be through local chapters of the AOA accredited osteopathic medical schools. Membership in the National SAOAO shall be classified into two groups:

1. Active Membership – Only Active Members shall have voting privileges
2. Honorary Membership

B. Active Membership – To be admitted to Active Membership in SAOAO, an applicant must be enrolled at an AOA accredited osteopathic medical school, have paid the appropriate dues, and be a member in good standing of their local chapter of

the SAOAO. Active Membership is limited to students through their date of graduation. Any student who is dismissed from their osteopathic medical school of record shall have their Active Membership in the Association summarily terminated. No appeal process is available in this action.

C. Honorary Membership – Honorary Membership may be granted to individuals or organizations making outstanding contributions to the success and perpetuation of SAOAO. They can be awarded on a yearly basis by the Board of Directors and/or on a lifetime basis in a closed session of the Board of Directors. Honorary members shall not be required to pay dues. Honorary members shall have none of the lifetime obligations of membership in the Association, but shall be entitled to all of the privileges except those of making or seconding motions or voting in the Board of Directors, or of holding office.

D. Suspension of Membership

1. Process of Suspension – The Association reserves the right to terminate membership, of any member if circumstances justify such an action. The Board of Directors, by a two-thirds majority vote in a Quorum session, may take this action after due consideration.
2. Appeal of Suspension – An appeal may be made if the ex-member alleges that the sanction was given arbitrarily, capriciously, in bad faith, or in violation of the law. In such cases the burden of proof for these allegations shall rest with the ex-member. The Board of Directors shall deliberate on the validity of the appeal and, by a two-thirds majority vote of a Quorum session, take such appropriate action as:
 - a. To accept the appeal, reopen the issue, and then vote again on the suspension or,
 - b. Deny the appeal and allow the sanction to officially stand

Article IV – Dues

A. Structure

1. Active Membership – Dues for Osteopathic medical students enrolled in an AOA approved program shall be \$40.00 for the four-year Active Membership paid to the National SAOAO. Additional dues for students enrolled in an extended program lasting more than the four-year Active Membership shall be \$10.00 paid to the National SAOAO for each additional year.

B. Assessment of Dues – Sole authority to add dues levels for other classes of membership and to raise the amount of dues shall be vested in the Board of Directors.

C. Local Chapter Assessment Fee – Each local SAOAO chapter reserves the right to charge a chapter assessment fee in addition to national dues costs. Assessment fee is NOT to exceed \$60.00. The local chapter officers shall determine the Local Chapter Assessment fee annually and will notify National SAOAO of the determined fee by August 1st. In addition to the Assessment fee, local SAOAO chapters have the right to develop and sell goods for educational use and/or for promoting the SAOAO or AOA.

Article V – National Officers

- A. Executive Committee** – The Executive Committee shall consist of:
1. President
 2. Vice President
 3. Treasurer
 4. Secretary
 5. Physician Sponsor
 6. Administrator
- B. Board of Directors** – The Board of Directors shall consist of:
1. Executive Committee
 2. Directors
 - a. Two (2) Representatives from each Chapter
 - b. Directors will be Executive Board members of the Chapter
- C. Terms of Office** – With the exception of the Physician Sponsor and Administrator all other positions will have a term of office on one year but are eligible for re-election. The Physician Sponsor and Administrator will have a term of five years to provide stability to the Association.
- D. Elections for the Executive Committee** – Candidates for the Executive Committee shall be nominated by the Nominating Committee, all nominees will have served at least one year on the National Board of Directors prior to being eligible for election to the Executive Committee, and elections will be held at the Annual Meeting in the spring. Upon the conclusion of the meeting the new officers will assume their duties.
- E. Elections for the Board of Directors** – Elections for the Board of Directors will take place at the regional chapter locations prior to the conclusion of the National Annual Meeting.
- F. Election Process** – Where there is no contest among nominees, the candidate shall be asked to leave the room and a simply majority vote without ballot shall elect the office. All other elections shall be by secret ballot.
- G. Required Votes** – the candidate receiving at least 50% + 1 of possible votes shall be declared the winner. If no candidate received 50% + 1 of the votes, a runoff of the candidates with the two highest vote totals shall be held. If neither candidate receives a winning number of votes, additional run-offs will be held until a winner is declared.
- H. Transition of Officers** – It shall be emphasized that the outgoing Officers work closely with the newly elected officers to ensure a smooth transition of both the knowledge and workings of the Association for a period mutually agreed upon by the incoming and outgoing Officers.
- I. Vacancies** – When a vacancy on the Board exists, the Secretary may receive nominations for new members of the present Board two weeks in advance of a Board meeting. These nominations shall be sent out to the Board members with the regular Board meeting announcements, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.
- J. Resignation, Termination and Absences** – Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if she / he has three unexcused absences from Board

meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining Board members.

Article VI – Role and Responsibility of Board of Directors

- A. Role** – The Board is responsible for overall policy and direction of the Association, responsible for the day-to-day operations of the Association and all committees.
- B. Compensation** – The Board receives no compensation other than reasonable expenses.
- C. Meetings** – The Board shall communicate at least once a month, at an agreed upon time and place. All officers are required to attend.
- D. Notice** – An office Board meeting requires that the Secretary send each Board member a written notice (mail, newsletter, or e-mail) at least two weeks in advance.
- E. Special Meetings** – Special meetings of the Board shall be called upon the request of the President, Administrator, or one-third of the Board. The Secretary shall send out written notices of the special meetings to each Board member at least two weeks in advance of the meeting.
- F. Quorum** – A quorum must be attended by at least 70 percent of the Board of Directors before business can be transacted or motions made or passed.
- G. Officers Duties** –
 - 1. **President** – The President shall convene regularly scheduled meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice President, Secretary, and Treasurer.
 - 2. **Vice President** – The Vice President will Chair the Newsletter Committee and other special committees as designated by the board. Second in line to the President when the President cannot fulfill duties.
 - 3. **Secretary** – The Secretary shall be responsible for record keeping of Board actions, including overseeing the taking of minutes at all Board meetings, sending out meeting notices, distributing copies of minutes and agendas of each meeting, correspondence, and assuring that the corporate records are maintained.
 - 4. **Treasurer** – The Treasurer shall make a report to each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public. The Treasurer shall be Chair of the Finance Committee.
 - 5. **Physician Sponsor** – The Physician Sponsor will provide direction and Guidance to the Board of Directors.
 - 6. **Administrator** – The Administrator shall be responsible for following, endorsing, and administering all policies and directives of the Board of Directors. He/She shall have charge of all archives (including legal, historical, financial, and scientific records of the Association), be responsible for collection of dues, maintain lists of those members in good standing and be aware of those incomes and expenditures authorized by the Board, maintain the ledger of accounts, and have check drafting capabilities as deemed appropriate by the Board. The Administrator shall also maintain accurate records of the proceedings of the Board including all meeting minutes, agendas, and any other pertinent documentation.

7. **Directors** – The Directors shall be responsible for conducting the affairs of the Association interest at the local constituent chapters; including acting as liaison between the Association, college administrators, state osteopathic medical societies, and other organizations. They are responsible to make both membership and financial reports at each Board meeting. Directors shall be responsible to distribute the newsletter to their local chapters.

Article VII – Committees

- A. **Committees** – The Board shall create or dissolve committees that it deems necessary with a majority vote. After the creation of a new committee the Board shall appoint a committee Chair with a majority vote.
- B. **Executive Committee** – Except for the power to amend the Articles of Incorporation, Constitution, and Bylaws, the Executive Committee shall have all the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors. Each member of the Committee shall submit a type written report of their office no later than April 1st so that it may be included in the convention book for the Annual meeting.
- C. **Finance Committee** – The Treasurer shall Chair the Finance Committee, which will include three other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the July 1st through June 30th of each year. The books of the Association shall be closed as of the last day of June in each year.
- D. **Fund Raising Committee** – The Chair of the Fund Raising Committee will be appointed by the Board of Directors. The committee will be responsible to meet the fund raising goals set up the Board of Directors as part of the Annual Budget.
- E. **Nominating Committee** – The Chair of the Nominating Committee will be appointed by the Board during their January meeting. Four members from the Board shall be appointed to the Nominating Committee. The Nominating Committee will provide a list of Nominees for the Executive Offices to the Current Executive Committee no later than March of each year.
- F. **Newsletter Committee** – The Vice President shall Chair the Newsletter Committee, which will be published on a quarterly basis. The newsletter will be available to everyone via the Association website and shall be sent out to the Board of Directors via email.

Article VIII – Constituent Chapters

- A. **Chapter Petition** – Any group of five or more students at an AOA accredited osteopathic medical school may petition for a chapter within the Association. The petitioners shall sign the petition and date their signature and shall supply any information requested by the Board as to its qualifications for membership.

- B. **Number of Chapters** – There shall not be more than one such chapter at any osteopathic medical school.
- C. **Chapter Benefits** – Each chapter shall enjoy equal rights and representation within the Association as set forth in the Constitution and Bylaws.
- D. **Granting a Charter** – A chapter charter shall be granted by a simple majority ratification of the Board at its next meeting.

Article IX – Requirements for Voting

- A. **Quorum for the Board of Directors** – A Quorum shall be required for the Board of Directors to conduct any business. A Quorum shall be defined as 50% +1 of all occupied seats of the Board of Directors.
- B. **Required Votes** – All business, unless otherwise specified in the Constitution and Bylaws, shall be transacted by a simple majority of votes cast.

Article X – Official Meeting

Annual Meeting – The Association will hold its Annual meeting in conjunction with the AOA Annual Postgraduate Course which is held each spring. All Executive Committee members are required to attend the Board Business Meeting. All Directors are encouraged to attend. At least one representative from each chapter must be in attendance. All members are encouraged to attend for various other business meetings and the Annual Elections.

Article XI – Discrimination

Neither the Association nor its constituent chapters may refuse membership on the basis of race, religion, color, gender, sexual orientation, national origin or creed. Chapters shall otherwise determine the qualifications of their own members where not inconsistent with the Constitution and Bylaws of this Association.

Article XII – Code of Ethics

The Code of Ethics of this Association shall be a version of the AOA's Code of Ethics modified to reflect the student physician's role in today's medical practice environment. The Code of Ethics shall govern the professional conduct of the members of the Association. The Association shall amend the Code of Ethics, as may be needed from time to time, following the protocol for amendments to the Association's Constitution and Bylaws.

Article XIII – Rules of Order

Robert's Rules of Order Newly Revised shall govern the parliamentary procedures of the Association in all cases where applicable and where not inconsistent with the Constitution and Bylaws of the Association.

Article XIV – Amendments to the Constitution and Bylaws

- A. **Amendment Consideration** – Proposed amendments to the Constitution and Bylaws shall be considered at the Annual meeting of the Board of Directors.
- B. **Amendment Submission** – Any five members of the Association may propose an amendment to the Constitution and Bylaws by submitting the resolution with a brief explanation, postmarked to the Secretary of the Association at least sixty days prior to the next meeting.
- C. **Amendment Distribution** – Copies of proposed amendments shall be distributed to all constituent chapters and postmarked at least thirty days prior to the next meeting.
- D. **Amendment Approval** – A vote of at least two-thirds of the Board of Directors quorum required shall be required for passage of any new amendment.

Article XV – Dissolution of the Association

In the event that the Board of Directors, by a two thirds majority vote while in a Quorum session, shall choose to dissolve the Association, merge with another organization, or join in a consolidation of other organizations, the Board shall distribute the assets of the Association (remaining after the payment, satisfaction and discharge of all outstanding liabilities and obligations) to one or more non-profit organizations qualified for tax exemption under Section 501(c) of the Internal Revenue Code and engaged in activities to promote osteopathic medical education. The Board shall choose such organization(s) by a two-thirds vote whole in a Quorum session. All actions by the Board in this matter shall be based on consultations and advice from attorney in order to fulfill all legal requirements