

York County Medical Society By-Laws

CHAPTER I

NAME: The name and title of this Society is the York County Medical Society.

CHAPTER II

PURPOSES AND POWERS:

SECTION 1. Purposes. The purposes of this Society shall be to unite with similar societies of other counties to form and maintain the Pennsylvania Medical Society, and through it, with other associations, to form and maintain the American Medical Association; to extend medical knowledge and advance medical science; to elevate and maintain the standards of medical education; to uphold the ethics and dignity of the medical profession; to establish friendly interchange among physicians and with the general public; and to become more useful to the public in the prevention and management of disease and in prolonging and adding comfort to life.

SECTION 2. Powers. This Society shall have all of the powers usual and incident to organizations of like character which are permitted by the laws and customs of the Commonwealth of Pennsylvania and necessary or appropriate to the fulfillment of its purposes.

CHAPTER III

MEMBERSHIP:

SECTION 1. Definition. As used in these Bylaws except as otherwise herein expressly qualified, the term "Physician" means a person who has received formal and recognized training in the art and science of medicine and is qualified to acquire an unlimited license to practice medicine and surgery in the Commonwealth of Pennsylvania.

SECTION 2. Eligibility. Any person seeking membership shall be of good moral character and professional standing.

The member is also required to become a member of the Pennsylvania Medical Society; honorary members are not required to do so.

SECTION 3. Membership Categories.

(A) Active Member. 1) Persons who hold the degree of Doctor of Medicine or Osteopathic Medicine, or the equivalent from a recognized accredited medical school, and who hold or are eligible to hold an unrestricted license to practice medicine and surgery in Pennsylvania, are eligible for active membership in this Society. Upon admission to membership, such members shall have the right to vote and hold office in this Society; or 2) Residents and fellows serving in training programs approved by this Society are eligible for active membership in this Society. Upon admission to membership, such members shall have the right to vote and hold office in this Society.

(B) Associate Member. The Associate Member was discontinued effective November, 2017. An individual who was an Associate Member prior to November, 2018 will retain their Associate Member status.

(C) Affiliate Member. The Affiliate Member category was discontinued effective November, 2018. An individual, who, prior to November, 2018 qualified as an Affiliate Member who was retired from active practice will be classified as a Retired Member. All other individuals who were affiliate members prior to November, 2018 will be classified as Supporter Members.

(D) Honorary Member. Physicians who are not residents of Pennsylvania, but are members of their own state or territorial medical association, may be elected to this category by a three-fourths vote at any meeting of this Society. The individual is not required to have an unlimited license to practice medicine and surgery in the Commonwealth of Pennsylvania. The honorary member is not required to pay any annual dues. An honorary member is not entitled to any of the rights and privileges of membership.

(E) Administrative Member. An administrative member shall be a (1) county society executive, who may or may not be a physician, (2) an Administrator from a practice with at least one physician member and a membership level of 50 percent or more, as of the current membership year, shall be exempt from paying dues. Practice Administrators with less than 50 percent membership are not exempt from paying dues or (3) a hospital medical staff coordinator who meets the State Society's membership guidelines and are not exempt from paying dues. An administrative member may not vote, or hold office, but may serve as a non-voting member of any workgroup or committee provided that the percentage of administrative members not exceed 25 percent.

SECTION 4. Rights and Privileges of Members, Including Voting Rights. All members of this Society shall have all the rights and privileges of membership, except as otherwise provided in these Bylaws. All members of this Society who are members of the Pennsylvania Medical Society in good standing, shall have such rights and privileges as members

thereof, as may be granted to them from time-to-time under the Bylaws of the Pennsylvania Medical Society. Members who are delinquent, as provided in Section 2 of Chapter IV, or under suspension, shall not be eligible to vote, hold office or take part in any scientific or business proceeding of the Society. Provided a member has full membership in one county medical society in Pennsylvania, such member may be eligible to hold Supporter Membership in any other county medical society in the state.

SECTION 5. Applications for Membership. A candidate for membership other than Honorary, shall make application in writing upon forms provided or approved by this Society. Applications shall be reviewed pursuant to guidelines of the Society to determine whether the applicant meets the qualifications for membership. A majority vote of the Board of Directors present at the Board meeting is required for election to membership. An applicant or any member of this Society dissatisfied with the decision may present the matter to the next regular meeting of the Society.

SECTION 6. Appeals from Rejections. Any physician who has been refused membership in this Society, or has duly filed an application for membership which has neither been accepted nor rejected within six months after filing thereof, shall have such rights of appeal as may be provided by the Bylaws of the Pennsylvania Medical Society.

SECTION 7. Applications by Transfer. A physician applying for membership as a transferee from any other county medical society shall contact either the member's original component society, the component society into whose jurisdiction the member moves, or the State Society with all pertinent information. The procedure for election to membership shall be the same as set forth in these Bylaws. Annual dues shall be pro-rated, making allowance for dues previously paid by the transferee during the fiscal year.

SECTION 8. Transfer Letters. A member in good standing who is free from all indebtedness to this Society, and against whom no charges are pending, wishing to withdraw from membership shall be granted a transfer card or letter. This document shall state the date the member associated with this Society, the date of issuance thereof, and a statement that said member is in good standing and that his/her dues are paid to a date specified.

SECTION 9. Resignations. Resignations from membership must be submitted in writing to the Secretary.

SECTION 10. Suspension and Termination of Membership. Any member of this Society suspended from membership in the Pennsylvania Medical Society shall be automatically suspended from membership in this Society for a period corresponding to the State Society suspension. Any member of this Society, whose membership in the Pennsylvania Medical Society is terminated for any reason whatsoever, shall automatically cease to be a member of this Society.

CHAPTER IV

DUES AND EXPENSES:

SECTION 1. Annual Dues. The annual state dues for active members shall be set one year in advance by the membership at the annual meeting. This Society may set its annual dues in accordance with these bylaws; however, the dues categories and the percentages of the full annual dues to be paid by each category must be in accord with the Pennsylvania Medical Society's categories and percentages. County membership dues shall be set by the Board of Directors by September 1st of the current year for the upcoming year.

SECTION 2. Delinquent Dues. A member whose annual dues are not paid prior to the date set by the Board of Trustees of the Pennsylvania Medical Society shall be delinquent and shall not be in good standing in this Society. The Executive Vice- President of the State Society may provide for installment payment of dues. No delinquent member shall be entitled to exercise any of the rights and privileges of membership in this Society during the period of delinquency. The Executive Vice President of the State Society shall send a notice to each delinquent member within fifteen days of the date such member becomes delinquent, stating the amount due, the fact that the member is delinquent, and that unless such amount is paid within thirty days the membership of such member will be terminated.

SECTION 3. Funds and Disbursements. All funds of the Society shall be deposited in a depository designated by the Board of Directors. Disbursements of the funds of the Society shall be made in such manner and upon such authority as shall be prescribed by resolution or resolutions of the Board of Directors.

SECTION 4. Fiscal Year. The fiscal year of this Society shall be January 1st and end on December 31st.

CHAPTER V

MEETINGS:

SECTION 1. Annual Meetings. There shall be an annual meeting of this society for the purpose of installing officers, at a time to be decided by the Board of Directors.

SECTION 2. Regular Meetings. Regular meetings of this Society shall be held monthly, usually on the third Thursday of the month.

SECTION 3. Special Meetings. Special meetings of this Society may be held at any time upon the affirmative vote of two-thirds of the members of the Board of Directors.

SECTION 4. Time, Place and Notice. The meetings of this Society shall be held at such time and place as shall be designated by the Board of Directors, and the Secretary shall notify the membership of such meetings at least ten days in advance thereof.

SECTION 5. Procedure. Any business may be transacted at the annual and regular meetings of the Society, but no business shall be transacted at any special meeting of the Society, except as may be stated in the notice of the meeting. The current edition of *Sturgis' Standard Code of Parliamentary Procedure* shall govern the order of business and proceedings at all meetings of this Society, unless otherwise provided in these Bylaws.

CHAPTER VI

NOMINATIONS AND ELECTIONS:

SECTION 1. Nominating Committee and Nominations. The Nominating Committee will consist of the present officers and members of the Board of Directors. It shall be the duty of the Nominating Committee to nominate one or more candidates for each of the offices to be filled at the annual meeting, and to distribute notification of nominations to the membership prior to the election.

SECTION 2. Elections. The election of the officers of the Society, such number of delegates and alternate delegates to the Pennsylvania Medical Society as to which this Society may be then entitled, and such members of the Board of Directors as are required to fill vacancies therein, shall take place by ballot preceding the annual meeting. All elections shall be by ballot, and a majority vote of all active and associate members voting shall be necessary to elect.

CHAPTER VII

OFFICERS AND DUTIES:

SECTION 1. Officers. The officers of this Society shall be a President, President Elect, Vice President, Treasurer, Secretary.

SECTION 2. Term of Office. The term of all of the officers of this Society shall be for a period of one year and until their successors are elected and assume office. Each such regular term shall commence at the annual meeting and end at the annual meeting of the following year.

SECTION 3. President. The President shall preside at the meetings of the Society and the Board of Directors, unless such responsibility has been delegated to a Chairman of the Board, and perform such other duties as custom and parliamentary usage may require, or as may be prescribed by these Bylaws. The President shall appoint, and shall be an ex-officio member without the right to vote of any committees, councils and commissions, except as otherwise provided in these Bylaws.

SECTION 4. President Elect. The President Elect should attend all meetings of the Board of Directors and should assist the President in the performance of those duties. Upon completion of the term as President Elect, said person shall automatically succeed to the office of President.

SECTION 5. Vice President. The Vice President should assist the President and President Elect in the performance of their duties, perform the duties of the President in the event of his/her absence or disability, and shall perform such other duties as may, from time-to-time, be assigned by the Board of Directors. Upon completion of the term as Vice President, said person shall automatically succeed to the office of President Elect.

SECTION 6. Successor to the President, President Elect and Vice President. If the office of President should become vacant, the President Elect shall immediately become President and shall serve for the remainder of the term of that person's immediate predecessor. If a President Elect succeeds to the Presidency, that person shall serve as President until the second annual meeting of this Society following accession as President Elect. If the office of President Elect becomes vacant, the Vice President shall immediately become President Elect and shall serve for the remainder of the term of that person's immediate predecessor. If the office of Vice President becomes vacant, such shall remain vacant until the next annual meeting of this Society, at which time the voting members shall elect an eligible person as President Elect and an eligible person as Vice President. If the offices of both President and President Elect become vacant, the Vice President shall immediately become President and shall serve as President until the second annual meeting of this Society following his/her election as Vice President. If the offices of President, President-Elect and Vice-President

should become vacant, the Board of Directors shall designate from among the Board of Directors one who shall act as President, one who shall act as President-Elect, and one who shall act as Vice-President, each of whom shall so act until the next Annual Meeting of this Society, when newly elected officers are installed.

Should the President, as determined by the Board of Directors, be incapacitated or unable to perform the duties of his office, the President-Elect shall so act. Should the President-Elect, as determined by the Board of Directors, be incapacitated or unable to perform the duties of office, the Vice-President shall so act.

SECTION 7. Treasurer. The Treasurer shall have custody of all funds and securities of this Society, and shall render full and accurate reports at the regular meetings of the Board of Directors, and at such other times as may be directed by the Board of Directors or the membership. The Treasurer shall keep full and accurate accounts in books of account belonging to the Society.

SECTION 8. Secretary. The Secretary shall record the minutes of meetings of this Society and of the Board of Directors, and record them in separate files belonging to this Society; shall receive and care for all records and papers belonging to this Society except as otherwise provided in these Bylaws. He/she shall conduct the official correspondence of this Society, and send out all notices and perform all other duties prescribed by these bylaws; shall conduct the official correspondence of this Society and send out all notices and perform all of the duties prescribed by these bylaws or ordered by the Board of Directors or the membership.

SECTION 9. Vacancies in Office. Vacancies in any office, other than that of President, President Elect or Vice President occurring between annual meetings of this Society, shall be filled by the Board of Directors, and the persons so elected to fill vacancies shall serve until the next ensuing annual meeting and until their successors are elected and take office.

CHAPTER VIII

DELEGATES AND ALTERNATES TO THE PENNSYLVANIA MEDICAL SOCIETY:

SECTION 1. Number. This Society shall have such number of delegates and alternates to the Pennsylvania Medical Society as may be prescribed by the Bylaws of said Society, who shall faithfully represent the members of this Society and the profession of this county in the House of

Delegates of the Pennsylvania Medical Society, and report thereon to this Society.

SECTION 2. Term of Office. The term of office for each delegate shall be for a period of one year and until a successor is elected and assumes office, except as otherwise herein provided. Each such regular term shall commence at the annual meeting, and end at the annual meeting of the following year. If in any year the number of delegates and alternates to which the Society is entitled under the Bylaws of the Pennsylvania Medical Society is greater than the number of delegates and alternates elected for that year at the preceding annual meeting, the Board of Directors shall elect for a regular term such number of additional delegates and alternates to which this Society may be entitled. If in any year the number of delegates and alternates to which this Society is entitled is less than the number elected for that year at the preceding annual meeting, the Board of Directors shall determine, by any means in its discretion, the delegates and alternates whose terms of office are to terminate, and the terms of office of such persons shall thereupon be terminated.

SECTION 3. Alternate Delegates. If any delegate determines an inability to attend a forthcoming meeting of the House of Delegates of the Pennsylvania Medical Society, said delegate should promptly so advise the Secretary of this Society, who shall present the matter to the Board of Directors. The Board of Directors shall have the power to designate any one of the alternate delegates to substitute for such delegate at the forthcoming meeting of the House of Delegates, but if no such designation is made or can be made, or if the alternate delegate so designated fails or is unable to attend the meeting of the House of Delegates, the alternate delegates attending the meeting shall be seated as determined by the Chair of the delegation or in the absence of the Chair, the Secretary, or in the absence of either, by the Credentials Committee.

CHAPTER IX

BOARD OF DIRECTORS:

SECTION 1. Duties. There shall be a Board of Directors of the Society, which shall have general supervision and management of the affairs and business of the Society, and shall act for the Society in the intervals between meetings of the membership, except that it may not establish any policies or take any actions inconsistent with prior actions of the membership of the Society. It shall have charge of the property and financial affairs of the Society, and shall perform such other duties as are prescribed by law covering directors of corporations, or as may be expressly delegated to it by

the membership. It may have such committees as it deems necessary to conduct its business properly. It shall exercise general supervision over the conduct of any councils, committees and commissions, and over all appointive officers, agents and employees, from whom it may require reports at least annually. It shall designate from time-to-time the officer or officers to execute documents in the name and on behalf of the Society.

SECTION 2. Composition. The Board of Directors shall consist of the officers of the Society, ex-officio with the right to vote, the immediate Past-President, three elected members, and two resident members. Each director shall be elected for a regular term of three years, and shall serve until a successor shall have been elected and assumes office. Each regular term shall commence at the annual meeting.

SECTION 3. Election. The election of elected directors shall occur by ballot, and a majority vote of the active, affiliate and associate members and voting shall be necessary to elect.

SECTION 4. Vacancies. In the event of a vacancy in the office of any elected director, the remaining members of the Board of Directors shall fill the vacancy, and any person so elected shall fill out the unexpired term.

CHAPTER X

COMMITTEES:

SECTION 1 Special Committees. The Society may have such special committees as the membership may from time-to-time determine. Unless otherwise ordered by the membership, special committees shall consist of such number of members as the President shall determine.

CHAPTER XI

PRINCIPLES OF MEDICAL ETHICS:

Each member of this Society, by accepting membership herein, shall be deemed to have subscribed to and pledged themselves to observe the Principles of Medical Ethics of the American Medical Association.

CHAPTER XII

DISCIPLINARY PROCEEDINGS:

SECTION 1. Automatic Suspension. Any member of this Society convicted by a court of competent jurisdiction of the commission of a felony or any crime involving moral turpitude shall be automatically suspended for an indefinite period. It shall be the duty of the Secretary to promptly inform the Board of Directors of any such conviction of any member of this Society; however, any member of the Society having any such information should promptly report the same to the Board of Directors. The Board of Directors shall make due inquiry and if it finds that such member has, in fact, been so convicted, it shall order a certified copy of the conviction from the court, and upon receipt thereof, it shall be filed with the member's records. The Board of Directors shall thereupon notify the member that said member will stand suspended from membership for an indefinite period, beginning ninety days following conviction by the Court, or ten days following the notice if such notice is issued more than ninety days after the conviction, unless prior to the effective date of the suspension, the member certifies to the Board of Directors that an appeal from the conviction has been filed. If the member so convicted has so appealed, the suspension from membership shall be stayed until such time as the appeal has been finally disposed of by a court of last resort, and such suspension shall be completely nullified in the event that the conviction of the member is reversed by such court.

SECTION 2. Reinstatement after Suspension. Any member indefinitely suspended from membership pursuant to the provisions of Section 1 or 3 of this chapter, may be reinstated to full membership after a period of six months from the effective date of the suspension. Applications for reinstatement may be submitted not earlier than four months after the effective date of the suspension and shall be in writing, setting forth the reasons why the member feels entitled to reinstatement; and shall be filed with the Board of Directors. The Board of Directors, after due inquiry, shall hold a meeting to consider the application. The suspended member shall be reinstated upon a majority vote of the members of the Board of Directors.

If the application for reinstatement is rejected by the the Board of Directors, a new application for reinstatement shall not be submitted by the member for a period of six months following the rejection. In voting upon an application for reinstatement, the Board of Directors may approve reinstatement to become effective at a date subsequent to the meeting, but not later than one year from said meeting. Members suspended for a definite period shall be automatically reinstated at the end of the period of suspension without further action by the Board of Directors, unless at the date for reinstatement, charges are pending against the member, in which case reinstatement shall be delayed until such new charges are disposed of.

SECTION 3. Other Disciplinary Action. Any member determined by the Board of Directors to have violated the Medical Practice Act or to have committed a breach of any of the provisions of these Bylaws, or of the

Principles of Medical Ethics of the American Medical Association shall be liable to censure, suspension or expulsion, and any member convicted by a court of competent jurisdiction of the commission of a crime described in Section 1 of this Chapter XII may, in lieu of the automatic indefinite suspension prescribed by said Section 1, be expelled from membership in this Society.

SECTION 4. Complaint. All complaints, in order to be recognized, shall be in writing, signed by the person making the complaint, and submitted to the Board of Directors. The complaint shall identify the member whose conduct is questioned, and describe the particular conduct about which the complaint is made in such detail as to permit the accused to know fully the nature of the activity to which objection has been made. In general, the complaint shall, as clearly and concisely as possible, state what happened as well as where and when the complaint of incident occurred. The complaint, where possible, shall identify the Bylaws, rule, regulation, section of Medical Practice Act or Principle of Medical Ethics said to have been violated. Such complaint shall be delivered by mail or in person, to the Secretary of the Society...

CHAPTER XIII

SEAL:

The Board of Directors shall have the authority to adopt a seal for this Society, and when so adopted, it shall be the official seal of the Society.

CHAPTER XIV

AMENDMENTS:

These Bylaws may be amended by ballot provided that notification of the exact text of the amendment has been disseminated by the best available technology to each member by the Secretary, at least ten days before closure of balloting. No amendment to these Bylaws shall be valid or effective unless it is in accord with the Bylaws of the Pennsylvania Medical Society. A copy of all amendments hereto shall be filed with the Executive Vice President of the Pennsylvania Medical Society.