

Constitution/Bylaws

CONSTITUTION

Article I

Name and Title

The name and title of this organization shall be the Columbia Medical Society of Richland County, South Carolina, Incorporated.

Article II

Charter and Incorporation

This Society has applied to the Council of the South Carolina Medical Association for a Charter and that Charter is kept as a permanent record in The Caroliniana Library. This Society is incorporated as an eleemosynary organization under the laws of the State of South Carolina.

Article III

Objectives

The objective of this Society shall be to bring into one voluntary organization the physicians of the metropolitan area of Columbia so that by frequent meetings and full and frank interchange of views its members may secure such intelligent unity and harmony in every phase of their labors as will elevate and make effective the opinions of the profession in all scientific, legislative, public health, and civic affairs to the end that the profession may receive that respect and support within its own ranks and from the community to which its honorable history and great achievements entitle it. This Society with other county and district societies forms the South Carolina Medical Association and through it with other state organizations forms and maintains the American Medical Association.

Article IV

Membership

Physicians holding permanent M.D. or D.O. licenses or temporary licenses who are registered in South Carolina by the State Board of Medical Examiners

of South Carolina, who are of good moral and professional standing, may apply for election to active membership as specified in the bylaws of this Society.

Article V

Meetings

Regular meetings shall be held at such date, time and place as may be determined by the Society.

Article VI

Officers

The officers of this Society shall consist of a President, President-Elect, Vice-President, Secretary/Treasurer. Terms of all officers are to be one year and these shall be elected annually.

Article VII

Executive Committee

The Executive Committee shall consist of the following:

- (1) The Officers of the Society
- (2) The Immediate Past President
- (3) Three members at large from the Society representing various membership constituent groups as determined from time to time by the Executive Committee who shall be elected to serve a term of four years each.
- (4) The District 2 Metropolitan representative to the SCMA Board of Trustees
- (5) A Liaison from the USC School of Medicine
- (6) The Society Executive Director as an ex officio, non-voting member

Article VIII

Funds and Expenses

Funds shall be raised by annual dues and voluntary contributions, and by assessments as provided for in the bylaws of the Society. Funds may be appropriated by vote of the Society for such purposes as will promote its welfare and that of the medical profession.

Article IX

Amendments

The Society may amend any Article of this Constitution by a two-thirds favorable vote of those members present and voting at any regular business meeting provided that such amendment or amendments are not in conflict with the constitution, bylaws, and code of ethics of the South Carolina Medical Association and provided, further, that such amendment or amendments shall have been read in open session at the previous business meeting.

Bylaws

Chapter I

Membership

Section I — Members

A. Qualifications

The Society shall be the judge of the qualifications required for those seeking membership and the class of membership to which an applicant may be eligible. The Society shall be the sole judge of the eligibility of members requesting a change in classification.

B. Classes

1. Active
2. Honorary
3. Fellow
4. Associate
5. Resident
6. Student

C. Applications and Classes of Membership

1. Method

A candidate for membership shall make application in writing or electronically, stating age, undergraduate, graduate and post-graduate training, with dates thereof; place or places of previous practice; membership in medical organizations and societies; and the date and license number of any state medical

license issued. Application for active membership must be accompanied by the full application fee. Each person accepting membership shall agree to be governed by the Constitution and Bylaws of the Columbia Medical Society, and to the regulations prescribed therein.

a) Active

- (1) Those physicians who practice or reside in the Columbia area and are duly licensed under the laws of the State;
- (2) Those physicians who are in active military service and stationed in the metropolitan Columbia area but not required to register or be licensed by the S.C. State Board of Medical Examiners;
- (3) Those physicians who are engaged in teaching or in scientific work or research in subjects allied to medicine in a reputable institution, college, laboratory or hospital located in the Columbia greater metropolitan area;
- (4) Those physicians in the Columbia area who are federal employees and not required to register or be licensed by the SC State Board of Medical Examiners;

b) Honorary

An Honorary Member is one who has been a member in good standing in this Society for forty consecutive years.

c) Fellow

A Fellow of the Society is one who has reached the age of 70 or has retired from active practice and has been a member in good standing in this or other component medical societies of this or another state for at least twenty-five consecutive years, provided that member has been a member in good standing of Columbia Medical Society for a minimum of ten years.

d) Associate

Associate membership is available for: Those physicians in Columbia who were former members of

this Society or another AMA component society but are no longer in active practice and do not qualify for Fellow membership status. (The expression active practice as used in the foregoing sections is to be interpreted as any gainful employment, a prerequisite of which would be being a physician.)

e) Resident

Resident member category is available to graduates of recognized medical or osteopathic schools who are participating in residency training. Residents shall be eligible for membership whether they are duly licensed and registered to practice in South Carolina.

f) Student

Student member category is available to students enrolled at the University of South Carolina School of Medicine.

Section 2 - Privileges

A member is in good standing with the Society if he is free of all indebtedness to the Society, is current in his dues, and is under no sentence of suspension or expulsion. Only Active, Fellow and Honorary members in good standing shall be eligible to vote and to be elected to any office of the Society. All members are to be equally privileged to attend meetings and to participate in the programs.

Associate, Resident and Student members do not have a vote nor are they eligible to hold office. They may serve on committees at the discretion of the President.

Section 3 - Termination, Suspension and/or Restriction of Membership

A. Membership of an individual in this Society may be terminated or restricted as follows:

- a) By the Executive Committee;
- b) Upon the expressed will of the member.
- c) Upon revocation of license by the State Board of Medical Examiners.
- d) By the failure of member to pay dues or other debts to the Society as hereinafter specified.

e) Upon discipline by the State Board of Medical Examiners.

The suspension of an individual's membership for failure to pay dues or other debts to the Society within 60 days of the due date is automatic, with or without formal action of the Executive Committee. However, such suspension will be automatically lifted upon full payment of dues or other debts to the Society before the end of the subject calendar year. Failure to pay dues or other debts to the Society before the end of a calendar year shall be construed as a request for termination of membership by the expressed will of the member.

Individuals whose membership has been terminated for non-payment of dues in previous years may have their membership reinstated upon payment of one year's back dues.

B. Discipline by the State Board of Medical Examiners:

The membership status of physicians who have been disciplined by the State Board of Medical Examiners of South Carolina shall be as follows:

- a) Reprimand: No change in membership status.
- b) Suspension for one (1) year or indefinite suspension: The physician remains a member of the Society but is not allowed to serve as an officer or on committees during this period.
- c) Suspension for more than one (1) year or indefinite suspension: Physician is removed from membership in the Society during this period.
- d) Revocation of license: Termination of physician's membership in the Society.

Chapter II

Functions

Section 1 — Aims

This Society shall have general direction of the affairs of the medical profession of the area and its influence shall be constantly exerted to better the health, scientific, material and social conditions of the

area. Systematic efforts shall be made by each member, and by the Society as a whole, to increase the membership, until it includes every reputable physician in the area.

Section 2 — Meeting

The annual business meeting and all other membership meetings shall be held at such time and place as determined by the Executive Committee. The agenda for the annual business meeting shall include the election of officers. Adequate notice of all membership meetings shall be mailed or emailed to all members. The voting members present at any membership meeting shall constitute a quorum.

The Executive Committee shall meet at least quarterly. Five members shall constitute a quorum for meetings of the Executive Committee. The President may, at his discretion, call a special meeting of the Executive Committee. Any Executive Committee member who has been absent for three successive meetings without a satisfactory excuse to the President may be removed from the Executive Committee at the discretion of the President.

The Officers (President, President Elect, Vice President, Secretary/Treasurer) may serve as a “Special Committee” to act in an emergency for immediate response to a current problem. The acts of the “Special Committee” will be subject to review by the Executive Committee at any regularly scheduled meeting.

Special meetings of the entire Society may be called by the Executive Committee, or by the President upon the written request of ten members of the Society submitted to the President. Notification of any called meeting shall be made at least 48 hours in advance stating the purpose of the meeting. Additional matters of sufficient importance may, however, be considered at one of these meetings, at the discretion of the Society. Such additions to the agenda must receive a three-fourths favorable vote of those present and voting.

Section 3 — Goal

This Society shall endeavor to educate its members to the belief that the physician should be a

leader in this community in character, in learning, in dignified bearing and in courteous and open treatment of all physicians to the end that the profession may occupy that place in its own and the public esteem to which it is entitled.

Chapter III

Elected Offices

Section 1 — Officers and Elective Offices

The officers of this Society are those of President, President-Elect, Vice President, Secretary/Treasurer. The other elective offices are the three members at large from the Society representing various membership constituent groups as determined from time to time by the Executive Committee to serve on the Executive Committee. The terms of service of the four officers to the Society shall be for one year each; the terms of service for the at-large members of the Society elected to the Executive Committee shall be for four years each.

Upon request, balloting shall be secret on numbered ballots furnished by the Society. Ballots shall be cast into ballot boxes personally. Neither proxy nor absentee ballots will be permitted. If one member receives a majority of the votes cast in the given ballot, that member shall be declared elected. If a majority is not obtained on the first ballot, those nominees receiving the highest number of votes comprising twice the number to be elected shall be voted on again until all offices are filled. A balloting tabulated and reported is unchallengeable for other than a recount. The new officers and elected personnel shall begin their terms of service on the first day of January following their election and shall be recognized at the first meeting each year.

If the office of President is vacated, the Vice-President will assume the office and shall designate a fellow officer to serve as Vice-President until the annual election. The President shall appoint a member to serve in any other vacated elective office until the Annual Meeting.

Section 2 — Nomination, Election, Installation and Succession of Officers

At the Annual Meeting of the Society there shall be an election of officers, and members will be elected at the Annual Meeting to fill vacancies that have occurred in the elective offices of the Society.

Within 60 but not less than 30 days before the annual meeting the Nominating Committee shall prepare a list of nominees to fill these offices. The committee shall obtain confirmation by each proposed nominee of his or her willingness and intention, if elected, to serve the full elective term of the office.

Within 30 but not less than 20 days before the annual meeting the committee shall communicate to each voting member of the Society its list of nominees. Accompanying this list shall be a reference to this part (Chapter III, Section 2) of these By-Laws.

Nominations for any office to be filled may be made from the membership. Such nominations must be submitted to the Secretary, in writing, not later than 10 days before the date set for the election. These nominations shall be accompanied by a petition containing the signatures of five proposers (all of whom must be voting members of the Society) and written confirmation by the nominee of his or her willingness and intention to serve, if elected, the full elective term of the office. The Secretary shall publish to the membership such nominations, properly endorsed, one week prior to the date set for the election.

Nominations for any office to be filled may be made at the Annual Meeting provided:

- A. A motion to open nominations has been made and seconded and,
- B. The motion has been carried by a majority of voting members present and voting and
- C. The proposed nominee has confirmed his or her willingness and intention, if elected, to serve the full elective term of the office. This confirmation may be written and presented by the person making the nomination or may be oral and made by the proposed nominee before the membership at the Annual Meeting.

Section 3 — Officers and Delegates

A. The President shall preside at the meetings of the Society and perform any such duties as customary and parliamentary rules may require. The President shall serve as an ex officio member of all committees and shall serve as a delegate to the State Medical Association by virtue of the office and shall be chairman of that delegation.

B. The President-Elect shall utilize the year of service to become acquainted with the duties of the President, which will be assumed the following year without further vote requirement. The President-Elect will also serve as a member of the Executive Committee and chair of the Strategic Planning Committee.

C. The Vice-President shall assist the President in the performance of the duties of this office, shall preside in the President's absence and shall upon the President's death, resignation or removal from the Society, succeed to the office of the President. The Vice-President shall at the recommendation of the Executive Committee, assume the duties of the President upon physical or mental disability of the President. The Vice President shall serve as chair of the Membership Committee.

D. The Secretary/Treasurer shall ensure that the records of the Society are properly maintained, shall keep current the membership list and shall certify the correctness of the minutes of the Society and ensure all revenue and payables are properly maintained. The Secretary/Treasurer shall serve as chair of the Auditing and Finance Committee as well as the Constitution and Bylaws Committee.

E. Delegates shall attend and faithfully represent the members of this Society and the profession of this area in the House of Delegates of the State Association. The delegation will make a report of the State Association's House of Delegates proceedings to this Society at the first business meeting following the annual state meeting and will keep the Society informed of other actions of that body as such occur.

Chapter IV

Committees

Section 1 — The Executive Committee shall assign committees as needed to conduct the organization's business.

Section 2 — Duties of the Executive Committee and Other Committees will be Detailed in the Policies and Procedures

Chapter V

Funds and Expenses

Section 1 — General

The fiscal year of the Society shall be from January to December inclusive.

Section 2 — Annual Dues

A. Payments

The annual dues for active and other classes of members shall be determined each year by Executive Committee with the advice of the Treasurer. Honorary and Fellow members shall be exempt from such fees. The Executive Committee shall set dues for all other classes of membership annually. Annually the Executive Committee shall establish a fee for the scheduled meetings, and all member classes except Active, Resident and Honorary members will be assessed this amount for each meeting attended or reservation made.

B. Exemptions

Any Active Member unable to pay his or her dues because of financial difficulty arising out of illness or other reversals may appeal to the Executive Committee. This committee shall review the case and upon its approval, can excuse said member from payment of dues in part or in total without loss of privileges of membership. The Executive Committee shall review such cases yearly. The decision of the Executive Committee will be final and binding.

Chapter VI

The deliberations of this Society shall be governed by parliamentary procedure as contained in Sturgis "Standard Code of Parliamentary Procedure." A

simple majority vote shall decide unless otherwise specified.

Chapter VII

The Principles of Medical Ethics

The principles of Medical Ethics of the American Medical Association shall govern this body.

Chapter VIII

Amendments

These By-Laws shall be amended at any regular business meeting by a two-thirds favorable vote of those members present and voting provided that such amendment or amendments shall have been read in open session at the preceding regular business meeting.

Chapter IX

Employees

The Society shall employ such persons as good business practices dictate to effectively carry on and implement the administration of the Society's policies and affairs. The President, with the advice and consent of the Executive Committee, shall employ an Executive Director. The Executive Director with the advice and consent of the President shall have authority over the hiring and discharge of all other employees, the day by day administrative obligations of the Society, and shall function in accordance with an employment contract and job description developed by the Executive Committee. The Executive Director shall serve as an ex officio member of the Executive Committee and all other standing and ad hoc committees.

CHAPTER X

Miscellaneous

Invitations to Meetings

A. Members, at their own expense, may bring guests to Columbia Medical Society Meetings. Remuneration must be made through the Society office.

October 8, 2019