

AMWA NORTH CENTRAL CHAPTER BYLAWS

CONSTITUTION

The North Central Chapter of the American Medical Writers Association subscribes to the constitution of the national organization of the American Medical Writers Association (AMWA) insofar as the latter's principles, objectives, and provisions may apply to a chapter.

Article I. Name

The name of this organization shall be the North Central Chapter of the American Medical Writers Association; hereafter referred to as the "chapter."

Article II. Objectives and Territory

The objectives of the chapter are to support those of the national organization within the chapter's territory. These objectives include: 1) to bring together into one association those persons who are engaged or interested in any aspect of communication in the medical or allied professions and sciences, 2) to promote standards of excellence in medical communication, 3) to inform and encourage its members and others interested in improving the quality and effectiveness of communication of medical or related scientific material, and 4) to provide the educational opportunities that lead to, support, and enhance excellence in biomedical communication.

The territory includes Minnesota, North Dakota, South Dakota, and the designated northern section of Wisconsin not already included within the province of other chapters.

Article III. Membership

All members in good standing in the national organization who live or work in the designated territory of the chapter are automatically members of the North Central Chapter. The standing of an individual member shall be determined by the records of the national organization. Categories of membership shall be as defined by the national organization. Membership in the chapter shall be terminated or reinstated according to the rules of the national organization. Membership also may be terminated for valid and proper reasons presented to the chapter Executive Committee.

Article IV. Officers

Section 1. Definition

The offices of the chapter shall be Past-President, President, President-Elect, Secretary, and Treasurer.¹ All officers of the chapter shall be voting members in good standing with the national organization.

Section 2. Terms of Office

Each elected person shall serve for three years. The President-Elect shall be elected for a term of one year, then ascend to the office of President for one year, and then serve in the office of Past-President for one year. The newly elected Secretary and Treasurer shall act as Co-Secretary and Co-Treasurer to assist the incumbent Secretary and Treasurer, respectively, the first year; assume sole responsibility for their offices the second year; and serve as mentors to their newly elected successors the third year. Officers' terms shall begin on October 1.

¹ Refer to Article IV, Section 2 for additional details about the roles of co-Secretary and co-Treasurer within the Secretary and Treasurer positions.

Section 3. Vacancy

If a vacancy occurs in the office of President, the President-Elect shall assume the duties of President. Any vacancy that occurs in the offices of President-Elect, Secretary, or Treasurer shall be filled by Executive Committee appointment for the remainder of the year or until a new officer is elected following the regular election schedule.

Section 4. Duties of the President

The president shall serve as chairperson of the Executive Committee and as ex-officio member of all standing committees. The president shall appoint the chairpersons of the standing committees at the time of assuming office, and such additional committees as authorized by the Executive Committee.

Section 5. Duties of the President-Elect

The President-Elect shall assist the President in all duties and assume the responsibilities of the presidency when the President is unable to perform in the official capacity. The President-Elect shall serve as the delegate to the spring and fall national Board of Directors meetings (see Article VI) and as a member of the Program Committee.

Section 6. Duties of the Secretary

The Secretary shall:

- A. Keep a list of all members of the chapter.
- B. Provide the President with minutes of general membership and Executive Committee meetings.
- C. Prepare chapter reports twice yearly for Executive Committee approval and subsequent submission to the national organization.
- D. Prepare and send communications to the membership with help from the Publications Committee.
- E. Inform the national organization of current chapter officers and chapter activities with help from the Publications Committee.
- F. Maintain chapter document archives.
- G. Perform any other duties assigned by the Executive Committee

Section 7. Duties of the Treasurer

The Treasurer shall:

- A. Deposit all monies paid the chapter into the chapter's bank account.
- B. Pay all bills approved by the Executive Committee or the President.
- C. Keep accurate and detailed records of all transactions and banking correspondence.
- D. Prepare an annual report of income and disbursements with a balance sheet of the chapter's finances for Executive Committee approval and subsequent submission to the national organization. The annual report is due at the close of the fiscal year. The fiscal year is from January 1 through December 31.
- E. Work with the Finance Committee to prepare an estimated operations and program budget for the ensuing year for approval by the Executive Committee and subsequent submission to the national organization.
- F. Perform any other duties assigned by the Executive Committee.

Article V. Election of Officers

Section 1. Timing

The office of the President-Elect shall be open for election each year. The office of the Secretary shall be open for election on odd years. The office of the Treasurer shall be open for election on even years.

Section 2. Nomination

The nominating committee shall solicit nominations from the membership during the month of June. The nominating committee shall submit to the Executive Committee a slate of candidates for each

open position by July 1. The Secretary shall announce the nominations to all chapter members by electronic mail on or before July 15.

Section 3. Election

Ballots shall be provided by the Secretary to all voting members by electronic mail on or before August 15. Ballots must be returned within 14 days. The ballots shall be tabulated and the results shall be announced to the membership by electronic mail within 30 days of the close of elections. For each position, the candidate receiving the most votes shall be elected. If only one candidate is nominated for each open position, the Executive Committee may choose to approve each candidate without holding an election.

Article VI. AMWA Directors

The chapter delegate (Director) to the national Board of Directors meetings is the President-Elect. The Director is the consultant serving as the liaison between the national organization and the local chapter and shall keep the chapter informed of national activities. Refer to the chapter's Travel Policy for information about reimbursement for Board of Directors meetings. In the event the President-Elect is unable to serve as the delegate for a national Board of Directors meeting, the Executive Committee shall appoint another chapter member to serve as the chapter delegate. The Executive Committee may appoint a guest delegate to attend the Board of Directors meetings. The number of Directors and the effective dates of their terms are specified in the national organization bylaws.

Article VII: Committees

Section 1. Executive Committee

The officers shall comprise the Executive Committee. The Executive Committee shall be responsible for the direction of the affairs of the chapter, including its program arrangements, and acquisition and disbursement of funds. The committee shall also be the trustee of the property of the chapter. Sixty percent of the Executive Committee members shall constitute a quorum.

Section 2. Standing Committees

With Executive Committee approval, the President shall appoint a chairperson to each standing committee within 30 days of taking office. An effort shall be made to select representatives from various areas of the territory to serve as committee chairs. Standing committee chairs may appoint as many chapter members as are needed to carry out committee tasks.

A. Program Committee

The chief purpose of the Program Committee shall be to plan chapter events and special educational programs.

B. Membership Committee

The chief purpose of the Membership Committee shall be to retain current members and encourage nonmembers to join.

C. Publications Committee

The chief purpose of the Publications Committee shall be to work with the Secretary to inform chapter members and the national organization about chapter activities through development of Web site content, journal articles, and newsletters.

D. Finance Committee

The chief purpose of the Finance Committee shall be to work with the Treasurer to develop an annual budget. The Finance Committee may also be asked by the Executive Committee to work with the Program Committee to establish a budget for large events, such as hosting a chapter conference.

Section 3. Temporary Committees

A. Nominating Committee

The chief purpose of the Nominating Committee shall be to prepare a slate of candidates for officer elections. The President-Elect shall serve as the chair and may appoint as many as 5 chapter members to the committee.

B. Auditing Committee

The chief purpose of the Auditing Committee shall be to conduct an annual audit of the chapter financial records and to provide a written report of the records to the Executive Committee by September 15. The committee shall consist of 3 voting members, none of whom is the treasurer.

Additional committees either standing or temporary may be appointed by the President with approval of the Executive Committee.

Article VIII. Meetings

Section 1. The Executive Committee, in cooperation with the Program Committee, shall establish the time and place of membership meetings, including the annual business meeting to be held in conjunction with the first chapter event of the year.

Section 2. The chapter shall comply with the national organization policy regarding the scheduling of major meetings, such as a workshop or seminar lasting a half-day or longer, within the 30 days before or after the national annual conference.

Section 3. The Executive Committee may authorize regional groups to organize local meetings.

Section 4. Members shall be notified of meetings at least 15 days in advance by electronic mail.

Section 5. Ten members shall constitute a quorum for a meeting for the general membership.

Section 6. The Executive Committee shall establish the time and forum (telephone, electronic, or in person) for its meetings. The President may also call a meeting of the Executive Committee, independently, when such a meeting is deemed desirable or necessary.

Article IX. Dues

The amount of annual dues is determined by the national organization. Subject to approval by the national organization's Executive Committee, the local chapter shall have authority to assess local dues if such action becomes necessary.

Article X. Tax Status

The national organization is incorporated under the "General Not-For-Profit Corporation Act" of the state of Illinois, with headquarters at 40 West Gude Drive Suite 101, Rockville, MD 20850. It is exempt from federal and state taxes and contributions to it are "deductible by donors for federal income tax purposes."

Article XI. Rules of Procedure

Except as may be specified otherwise by the chapter's bylaws and constitution, meetings of the Executive Committee, and general meetings of the chapter shall follow Robert's Rules of Order (latest edition).

Article XII. Amendments

- Section 1. Amendments to these bylaws may be proposed in writing to the Executive Committee by any voting member of the chapter.
- Section 2. Proposed amendments shall be considered by the Executive Committee within 90 days of their submission.
- Section 3. Proposed amendments shall be submitted to voting members by electronic mail within 30 days of their approval by the Executive Committee.
- Section 4. Amendments approved by a majority of chapter members within the time set by the chapter's Executive Committee shall be submitted for review and approval of the national Board of Directors as described in the national bylaws.
- Section 5. Amendments approved by the national Board of Directors shall be adopted and put into effect immediately.

Article XIII. Dissolution of Chapter

In the event that the chapter was to dissolve, the Executive Committee shall transfer the chapter's net assets directly to the national organization or any organization approved by AMWA. The assets are to be held in escrow until such time when the chapter is reconstituted. These assets shall be returned to the chapter when the chapter is reconstituted.

Approved by the AMWA Board of Directors on April 17, 2008.