

# The Ohio State University College of Medicine Student National Medical Association (OSUCOM SNMA)

## PROVISIONAL CONSTITUTION AND BYLAWS

CONSTITUTION
Article I NAME, DESCRIPTION, PURPOSE OF ORGANIZATION,
& NON-DISCRIMINATION POLICY
Article II MEMBERSHIP_
Article III EXECUTIVE COMMITTEE PROCEEDINGS
Article IV ROLE, POWERS, & DUTIES OF THE EXECUTIVE COMMITTEE
Article V AMENDMENT
BYLAWS
Article I GENERAL BODY PROCEEDINGS_
Article II FINANCIAL PROCEDURES OF THE ORGANIZATION
Article III AMENDMENT OF BYLAWS
Article IV MISCILLANEOUS
CERTIFICATE OF THE SECRETARY

## ARTICLE I NAME, DESCRIPTION, & PURPOSE OF ORGANIZATION

#### Section 1.1 Name

The name of this organization shall be The Ohio State University College of Medicine Student National Medical Association (OSUCOM SNMA).

## **Section 1.2 Principal Office**

The principal office of the Organization shall be 370 W. 9<sup>th</sup> Ave., 209 Meiling Hall, Student Organization Mailbox #14, Columbus, OH 43210.

## **Section 1.3 Purpose**

The purposes of the Ohio State University College of Medicine Student National Medical Association are:

- 1. To create an atmosphere wherein professional excellence and moral principles can find fullest expression;
- 2. To promote the dissemination of information relative to minority issues in the field of medical education;
- 3. To take necessary and proper steps to eradicate practices in the field of health professional education that compromises the goal of providing a quality education to minorities and women;
- 4. To promote the development of workable programs for the implementation of better urban and rural health care;
- 5. To provide national leadership in the promulgation of legislative policies for the provision of enhanced access to better health care;
- 6. To promote the sponsorship of programs for minority youth to encourage their entrance into the health professions;
- 7. To promote increases in the levels of minority student recruitment, admissions, and retention in schools training health professionals.
- 8. To encourage and promote the development of minority faculty in order to increase the presence of minority mentors and biomedical researchers in academic health centers.

## **Section 1.4 Mission**

The Ohio State University College of Medicine Student National Medical Association (OSUCOM SNMA) is committed to supporting current and future underrepresented minority medical students, addressing the needs of underserved communities, and increasing the number of clinically excellent, culturally competent and socially conscious physicians.

#### **Section 1.5 Vision**

The OSUCOM SNMA commits to the empowerment of its members to take proactive steps to address minority health issues through advocacy and community service. As such, OSUCOM SNMA works to promote the professional development of its members, so that they may have the potential for being the underrepresented minority (URM) health leaders of tomorrow.

OSUCOM SNMA commits to providing URM pre-health students with knowledge, skills and experiences that are both pre-requisite and concomitant to professional participation in the health care industry.

OSUCOM SNMA commits to actively engaging in health advocacy to address inequities in medical education; racial/ethnic health disparities; and injustices in U.S. domestic and foreign health policy. OSUCOM SNMA will work to ensure equity in health care, serve as community health advocates, succeed as leaders in academic medicine, and direct health policy change.

We encourage our membership to embody the ideals of the organization while maintaining leadership roles within OSUCOM SNMA; other professional organizations; and minority and underserved communities. We continue to advance the culturally competent URM medical student and future physician to achieve equal opportunity and health care for all.

## **Section 1.6 Non-Discrimination**

This organization does not discriminate on the basis of age, ancestry, color, disability, gender identity or expression, genetic information, HIV/AIDS status, military status, national origin, race, religion, sex, sexual orientation, protected veteran status, or any other bases under the law, in its activities, programs, admission, and employment.

## ARTICLE II MEMBERSHIP

#### **Section 2.1 Members**

OSUCOM SNMA membership is open to all who wish to make a difference and a unique contribution regarding the health and well-being of people of color. There shall be only one class of Members of the Organization and there shall be no limitation on the maximum number of Members the Organization may have at any one time.

## **Section 2.2 Eligibility**

In order to be eligible for Membership in the Organization an individual must:

- (a) Be a student matriculating at The Ohio State University College of Medicine, a Pre-medical student attending the Ohio State University, or a physician located in the Central Ohio Area.
- (b) Respect the principles and ideas the Organization stands for
- (c) Pay the annual local dues stated in these by-laws, or those agreed upon by the members.
- (d) Pay the national dues if wish to participate in the national meetings
- (e) Complete the membership form
- (f) To be considered an active member of the Ohio State University College of Medicine chapter of the Student National Medical Association, first year medical students are required to fulfill the following participation requirements each semester:
  - Attend at least 1 admissions luncheon event
  - Attend at least 1 non-social, SNMA-sponsored event
  - Attend at least 1 SNMA-sponsored volunteer event

First year medical student members unable to fulfill these requirements will be ineligible to receive chapter reimbursement for national and regional conference attendance.

To be considered an active member of the Ohio State University College of Medicine chapter of the Student National Medical Association, second year medical students are required to fulfill the following participation requirements within one academic calendar year, prior to the Annual Medical Education Conference (AMEC):

• Attend at least 1 non-social, SNMA-sponsored event

Second year medical student members unable to fulfill these requirements will be ineligible to receive chapter reimbursement for national and regional conference attendance.

#### **Section 2.3 Voting Rights**

Each Member shall be entitled to one (1) vote on items submitted to the Membership at its meetings.

## **Section 2.4 Termination of Membership**

Termination will be based on nonpayment of annual local chapter dues.

## **Section 2.5 Reinstatement**

Any former Active Member who has been dropped for nonpayment of Dues and who retains the qualifications for Active Membership as stated in Section 2.2 of these Bylaws, shall be reinstated on payment of his/her Dues and assessments for the current year.

## **Section 2.6 Membership Fees and Dues**

The Board (Members) may establish annual dues upon the Members as it may, from time to time, determine.

Said Annual Dues will be set at:

\$25.00 per year for local chapter membership

\$15.00 for Associated Members who are financial National members

\$100.00 for four (4) year national membership

## **Section 2.7 Removal of Members**

Any Member may be removed at any time, either for conduct detrimental to the good of the OSUCOM SNMA or for failure to meet the eligibility requirements for membership, by an affirmative vote of a two thirds (2/3) of the General Body Members or by submission of a petition unanimously signed by the rest of the executive committee and chairs.

## ARTICLE III EXECUTIVE COMMITTEE PROCEEDINGS

## **Section 3.1 Executive Committee of the Board**

The Organization will maintain an Executive Committee of the Board to serve as the leadership of the Organization. Each member of the Executive Committee will be a full member of the Organization in good standing and with voting privileges for all matters.

The Executive Committee will have decision making authority for the Organization which will include the authority to solicit funds, enter into contracts, open bank accounts, receive payments, deposit funds, pay contracts and/or service providers, and conduct other general business of the Organization.

## Section 3.2 Make-up of the Executive Committee of the Board

The Executive Committee of the Board will consist of:

- \*President of the Board
- \*Vice President of the Board
- \*Board Treasurer (Chief Financial Officer)

**Board Secretary** 

Parliamentarian

The following will serve on the board as Committee Chairs:
Community Service Liaison
MAPS Liaison
Admissions Chair
Social Chair
Political Action Liaison
Historian

## An Executive Board member may only hold one position at a time.

If a position is vacant the Board of Directors will make every effort to fill that position quickly, but no member shall hold two positions simultaneously.

Non-voting members of the Executive Committee will be an:

<sup>\*</sup>required to have an active and functioning SNMA-OSUCOM chapter\*

Assistant Treasurer or Assistant Secretary.

The President, Community Service Liaison, MAPS Liaison, Treasurer, and Political Action Liaison and any other officer/committee chair as applicable, are all required to attend respective regional meetings.

## Section 3.3 Authorized Financial Agents for the Executive Committee

The following Executive Committee Members will be authorized to conduct banking business on behalf of the Organization:

The President of the Board The Board Treasurer (CFO)

<sup>\*</sup>Must be filled in order to be recognized as an organization by The Ohio State University Union.

## ARTICLE IV ROLE, POWERS, & DUTIES OF THE EXECUTIVE COMMITTEE

As stated in section 3.1 and 3.2, this Organization will elect, appoint, contract and/or hire officers to act on behalf of the Organization.

The activities, affairs and property of the Organization shall be managed, directed and controlled, and its powers exercised by, vested in, the Executive Committee of the Board.

The positions of Board President, Vice President, Treasurer, Secretary, and Parliamentarian will be uncompensated (volunteer) positions. They will be elected from/by the General Board Membership.

## **Section 4.1 Eligibility for Holding Office**

In order to hold a position on the Executive Committee an individual must be an active financial member in good standing (see **Section 2.2 Eligibility**).

#### Section 4.2 The Role of the President of the Board

The President shall have the general powers and duties, including, but not limited to, the following:

- (a) In conjunction with the Executive Committee he/she will develop and implement projects and services related to the mission of the Organization.
- (b) Make recommendations to the Board for activities and projects in keeping with the goals of the Organization and represent the Organization at Regional and National meetings.
- (c) Monitor the activities of the National Office and keep the Chapter up-to-date on National Protocols.
- (d) He/she will visit activities or projects being implemented to observe effectiveness of the programs, and the proper use of funds.
- (e) He/she will also represent the organization at meetings and functions.
- (f) He/she will review all financial records of the Organization to insure the proper use of funds, and will serve as a co-signatory on drafts, checks, notes, orders or other undertakings for the payment of money on the Organization treasury and to sign all records and documents whereunto his or her signature shall be lawfully required.
- (g) Establish committees and appoint Chairs to head these committees.

#### Section 4.3 The Role of the Vice President of the Board

The Vice President shall have the general powers and duties, including, but not limited to, the following:

- (a)In the absence or disability of the President, he/she will perform all the duties of the President, and shall supervise the affairs of the Organization.
- (b)In addition, the Vice President will oversee activities of committees working on special projects.
- (c) Vice President shall also perform any duties delegated by the President.

## Section 4.4 The Role of the Treasurer of the Board

The Treasurer shall have the general powers and duties, including, but not limited to, the following:

- (a) The duty to countersign drafts, checks, notes, orders or other undertakings for the payment of money on the Organization treasury and to sign all records and documents whereunto his or her signature shall be lawfully required.
- (b) He/she will maintain all financial records, prepare monthly financial reports to the Board and make available at monthly meetings all bank statements for inspection by the President, Executive Director, and Secretary of the Organization.
- (c) He/she will oversee the preparation of annual tax records for submission to the IRS and an annual financial report to the National Board of Directors.
- (d) He/she will assist in negotiating contracts for the Organization and when applicable assist the Organization in contracting with auditors.
- (e) The Treasurer may appoint an Assistant Treasurer to aid him/her in managing funds and keeping records.

## Section 4.5 The Role of the Secretary of the Board

The Secretary shall have the general powers and duties, including, but not limited to, the following:

- (a) The duty to document the business transacted at each general meeting and prepare the minutes for those meetings.
- (b) He/she will maintain the minutes and submit them for review and approval at monthly meetings.
- (c) He/she will assist in the preparation of circulars, press releases, reports and other official documents of the Organization.
- (d) If the Organization develops committees to conduct the business of the Organization, it will be the responsibility of the Secretary to obtain and maintain a written report from each committee.
- (f) The Secretary will have the right to appoint an Assistant Secretary to assist in fulfilling the duties of his/her office.

#### Section 4.6 The Role of the Parliamentarian of the Board.

The Parliamentarian shall have the general powers and duties, including, but not limited to, the following:

- (a) The Parliamentarian shall also oversee the Constitution, Constitutional amendments adopted by the Organization, Bylaws, and all proposed amendments during term of office.
- (b) He/she will officiate over executive and general body meetings ensuring proper governing rules are followed.
- (c) Under the constituent that a Historian is not appointed for the Organization, the parliamentarian will assume these duties.
- (d) If the Parliamentarian cannot carry out his/her duties, for some reason, there will be a special election to be held at the next meeting of the General Body.

## **Section 4.7 Length of Terms for Elected Officers**

Each elected officer will have a one-year term. A second year term may be held if legally nominated by the General Body and a majority vote is obtained at the election meeting. A member shall not serve more than two (2) terms in the same position, unless the Executive position would otherwise go unfilled.

## Section 4.7a Resignations.

Any Officer or Chair may resign at any time by delivering a written resignation to the President or the Secretary.

## Section 4.7b Removal.

Any Officer or Chair may be removed at any time, either for conduct detrimental to the good of the OSUCOM SNMA or for negligence of his/her duty, by an affirmative vote of a two thirds (2/3) of the General Body Members or by submission of a petition unanimously signed by the rest of the executive committee and chairs.

## Section 4.7c Vacancies.

Any vacancy in an office may be filled for the unexpired portion of the term by a properly nominated and elected member.

## Section 4.8 Governing.

For smooth operation of the organization, all items not accounted for in the OSUCOM SNMA Bylaws shall be referred to Robert's Rules of Order.

#### **Section 4.9 Meetings of the Executive Committee**

The Executive Committee will meet at least monthly, or more often if needed, to conduct the business of the Organization. These meetings can be announced to all members and all members are welcome to attend the Executive Committee meetings as long as they do not disrupt the meeting in any way, and there is sufficient room for them at the meeting. If the Executive Committee deems that the members present are disrupting or overcrowding the meeting, then the Executive Committee can go to an Executive Only Session, dismissing the general members from the meeting.

## **Section 4.10 Quorum for the Executive Committee Meeting**

At least half plus one of the Executive Committee Members must be present at a meeting to constitute a quorum.

#### **Section 4.11 Decisions by the Executive Committee**

For all actions, at least half plus one Executive Committee members must vote affirmatively to approve any actions. If there are less than half plus one affirmative votes, then the proposed action must go before the General Members for approval.

## **Section 4.12 Organization**

At each meeting of the Executive Committee the President will preside as the Chair of the meeting. In case of his/her absence, the Vice President shall so act.

The Secretary shall act as secretary thereof or, in case of his or her absence, the President shall appoint someone to act as secretary pro-tem of the meeting.

## **Section 4.13 Annual Reports**

The Executive Committee shall present at the Spring Quarter annual meeting to the Members of the Organization an annual report of the Organization's activities during the preceding fiscal year (and such other reports as at the time may be required by all applicable statutes).

## **Section 4.14 Attendance**

Any Executive Committee Member or Chair who misses three (3) properly noticed meetings of the Executive Committee without a satisfactory written explanation as determined by the rest of the Board may be removed by the members at either a regular or special meeting.

It is the duty of every Executive Committee member to report an officer's repeated absences to the General Body as soon as possible. If necessary, the Executive Committee can call a Special Meeting of the General Body Members to address these repeated absences.

## Section 4.15 Special Meetings and Electronic Conferences of the Executive Committee

Special meetings, and/or phone or internet conferences, may be called by the President or Vice President of the Executive Committee if necessary for urgent/immediate action by Chapter Executive Committee. Any action required or permitted to be taken by the Chapter Executive Committee may be taken without a meeting if all of the Executive Committee shall individually or collectively consent in writing to the action. Email submissions are acceptable forms of consent. The written consent or consents shall be filed with the minutes of the proceedings of the Board, and the action taken shall have the same force and effect as a unanimous vote of the Executive Committee.

#### **Section 4.16 Committee Chairs**

A. Community Service Liaison (CSL)

- OSUCOM SNMA must participate in at least one community service event per school year to remain active.
- The CSL is required to attend Monthly Region V Community Service Liaison Meeting. If the CSL is unable to attend, a replacement must be found.
- The CSL shall implement national community service protocol monthly
  - If necessary, monthly community service protocol may be implemented in a different month aside from what national community service specifies

## ARTICLE V AMENDMENT OF CONSTITUTION

#### **Section 5.1 Amendment of Constitution**

Except as otherwise provided herein, and subject to the power of the Members to change or repeal the Constitution, is Constitution may be amended or repealed and a new Constitution may be enacted by two-thirds (2/3) vote of the General Body Members under the following circumstances:

- (a) The notice for the meeting clearly indicated that an amendment to the Constitution would be voted upon.
- (b) At least thirty days prior to the meeting another duly noticed meeting was held at which the amendment(s) were proposed and discussed.
- (c) Two-thirds (2/3) of the members present at the meeting where the amendments were proposed agreed to put the amendments on the agenda at the next meeting thirty days hence.
- (d) The proposed and discussed amendments are specified and mailed or emailed to each member and the Secretary will attempt to contact each member to verify their receipt of the proposed amendment(s). This will be verified in a written report submitted to the members at the Amendment Meeting.
- (e) At the amendment meetings all questions must be answered to the satisfaction of two-thirds (2/3) of the members present.
- (f) And finally, two-thirds of the members present vote affirmatively to amend the Constitution.

#### **BYLAWS**

## ARTICLE I GENERAL BODY PROCEEDINGS

#### **Section 1.1 Meetings of the Members**

The General Body Members shall conduct an initial meeting of the members within the first month of the fall quarter, or as close to that time as suitable for the General Body.

There will be an annual meeting of the Members in the middle of Spring Quarter in which members will conduct elections of the Executive Committee. They will also conduct other business as may properly come before them to prepare for the next year.

The Members can also choose to conduct monthly meetings if it pleases the General Body and if there is sufficient business to warrant the meetings.

All meetings will be publicized via email to the members, including date, time and location. This publication will be at least one week prior to the meeting.

The location can be any venue suitable sufficient to accommodate the membership.

## **Section 1.1a Special Meetings of the Members**

Special meetings of the members of the Organization may be called at any time by order of the Chapter Executive Committee, or by a petition signed by not less than two-thirds (2/3) of the Members of the Organization. The petition must be submitted to the President, Vice President, and/or Secretary of the Organization.

Such special meetings will be publicized via email to the members with the date, time and location set forth and the reason(s) for the special meeting at least 72 hours prior unless urgent business must come before the members that cannot wait 72 hours.

## **Section 1.2 Quorum for General Meetings**

The presence at any meeting of Members of the Organization constituting not less than fifty-one per cent (51%) of the Organization's Executive Committee and

Committee Chairs shall be necessary and sufficient to constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the Members present may by resolution adjourn the meeting from time to time for a period not exceeding seven (7) days in any one case. At any duly adjourned meeting at which a quorum is present any business may be transacted which might have been transacted at the meeting as originally called.

## **Section 1.3 Organization**

At each meeting of the Members the President of the Organization or, in the case of his/her absence, the Vice-President shall preside as the Chairperson of the meeting.

The Secretary or, in the case of his/her absence, the person whom the Chairperson of the meeting shall appoint as secretary of the meeting, shall act as such and document the proceedings of the meeting.

### **Section 1.4 Nominations and Elections**

Elections will take place during the second semester annual meeting. The parliamentarian will be responsible for outlining the election process in accordance with National and Regional guidelines and procedures. There will be one nomination period and election for both the Executive Committee and committee chairs. General nominations may be taken from the floor or submitted virtually. Nominations need not be seconded. Once nominations have been taken the nominees will accept or decline the nomination. The remaining nominees will be given the opportunity to make statements of intent for their candidacy. Voting will take place electronically by secure voting links sent to active members. The Parliamentarian and additional member of the board will tally the votes and the Officer will be selected by **plurality vote**. All votes will be conducted in this matter even if there is only one nominee.

If there is a vacancy in the Executive Committee at the end of normal elections the President shall appoint someone to the vacancy OR a special election can be held in the fall.

The Officer elect will begin to meet with and work with the outgoing officer as soon as possible following the election. There will be a transition meeting and transition period not shorter than **2 weeks** to ensure that all monies, books, records, documents, and other property of the organization has been turned over.

## **Section 1.5 General Voting Provision**

Unless otherwise required by law, each Member in good standing who is present shall be entitled to cast one (1) vote on any and all matters that shall come before any such meeting. It will be the joint responsibility of the Vice President, Treasurer and the Secretary to verify which members are in good standing.

At each meeting of the Members, all matters shall be decided by the affirmative vote of the majority of the Members **viva voce** of the Organization present at such meeting. If a vote is too hard to distinguish viva voce then a **counted hand vote** will be initiated, except in those matters otherwise expressly regulated by statute or by another specific section of these Bylaws.

In the event of a tie or invalid vote a second vote or ballot will be taken. If a definitive decision cannot be reached by a second vote then the item or election must been laid on the table until the next meeting.

A vote will be considered invalid if it is not properly motioned, seconded, and receives the majority vote.

## Section 1.6 Voting by Proxy or Absentee

Any Member whose knows he/she will be absent from either a regular or special meeting may vote by proxy or by absentee filing.

In order to vote by proxy or absentee the member must notify the President or Secretary of his/her intention to do so. This notification must be via phone contact **and** via email, fax, or written communication. If only one of the two forms of communication is executed it is not sufficient to have a verified absentee vote.

So, either a fax and phone call, email and phone call, or letter and phone call are required for a verified proxy or absentee filing.

Proxy or absentee votes must be filed at least 2 days before the meeting. The absentee votes will be considered invalid if they are filed the day before or the day of the meeting.

The President and Secretary will verify and tally all absentee votes prior to the meeting.

## Section 1.7 Action by Members without a meeting

Any action which could be taken at a meeting of the members, may be taken without a meeting if authorized in writing or via email by all of the persons who would be entitled to vote upon such action at a meeting, and filed with the Secretary of the Organization. Majority vote by members who respond once notified will determine the acceptance or decline of the action.

#### **Section 1.8 Committees**

The Chapter Executive Committee from time to time may establish committees, which shall have such duties and the members of which shall hold office for such periods as the Chapter Executive Committee from time to time may determine.

The rules and procedures of all committees shall be determined from time to time by the Committee Chair, and be subject to all provisions mentioned in theses bylaws. Any committee may be abolished or any member thereof removed with or without cause, at any time by the Chapter Executive Committee.

Committee Chairs for existing committees will be nominated and elected during the annual Spring Quarter meeting by paper ballot. If a new committee is established outside of regular elections a Chairperson of that committee will be appointed by the President or Vice President of the Board, but the Chairperson will have to be approved by majority vote of the General Body at the next Meeting of Members.

## ARTICLE II FINANCIAL PROCEDURES OF THE ORGANIZATION

#### **Section 2.1 Deposit of funds**

All funds of the Organization not otherwise employed shall be deposited in such banks, trust companies or other reliable depositories as the Chapter Executive Committee from time to time may determine.

## Section 2.2 Checks, etc.

All checks, drafts, endorsements, notes and evidences of indebtedness of the Organization, and all endorsements for deposits to the credit of the Organization, shall be signed by such Officers as previously laid down in the Constitution, or by an agent or agents of the Organization and in such a manner as shall from time to time be determined by resolution of the Chapter Executive Committee.

In the absence of such determination by the Chapter Executive Committee, such instruments shall be signed by the Treasurer or President.

#### **Section 2.3 Allocation of Funds**

Any member of the Executive Committee or Chair of a subcommittee can request an allocation of funds from the Organization to conduct projects, programs, events, activities, etc. that relate to the Purpose, Mission, and Vision of OSUCOM SNMA. Requests must be made to the Executive Committee via written proposal at least two (2) weeks before it is put to vote. The proposal must provide a description of the activity, an explanation of how the funds will be used, and a proposed budget. The Executive Committee will review the proposal and decide whether to allocate the funds by majority vote. Once approved, the member requesting funding must submit all receipts to the Board Treasurer within one (1) week after the event to receive reimbursement.

If the Organization decides to sponsor an event by allocating a lump sum, all receipts still must be provided by the member requesting funding and any unused funds must be returned to the Organization.

Any fundraising efforts must be submitted to the Treasurer within three (3) days from the time of collection.

General expenses from the Executive Committee and subcommittee Chairs incurred by the Organization (i.e. food for meetings, office supplies, advertising and printing expenses, etc.) that are not associated with a special project or event do not need to be voted upon. These requests will be approved at the discretion of the President and Treasurer of the Board ensuring that such expenses do not exceed fifty (50%) of the annual budget.

#### **Section 2.4 Loans**

No loans or advances shall be contracted on behalf of the Organization, and no note or other evidence of indebtedness shall be issued in its name, unless and except as authorized by the Chapter Executive Committee and in accordance with provisions of these bylaws.

#### **Section 2.5 Contracts**

The President, Vice-President, or another Officer specifically authorized by the Chapter Executive Committee, may, in the name of and on behalf of the Organization, enter into those contracts or execute and deliver those instruments that are specifically authorized by the Chapter Executive Committee. Without the express and specific authorization of the Chapter Executive Committee, no Officer or other agent of the Organization may enter into any contract or execute and deliver any instrument in the name of and on behalf of the Organization.

## **Section 2.6 Compensation of Officers**

The Officers of the Organization shall serve as such without salary, but the Board Members may authorize the payment of the Officers by the Organization for their reasonable expenses incurred from the performance of their duties and of reasonable compensation for special services rendered by any Member/Officer. The Chapter Executive Committee shall fix the compensation of the Officers or other agents of the Organization. No Officer of the Organization shall receive, directly or indirectly, any salary, compensation or gift from the Organization without documentation of expenses or special service provided.

## **Section 2.7 Contracts with Officers**

No Officer of the Organization shall be interested, directly or indirectly, in any contract relating to the operations conducted by the Organization, nor in any contract for furnishing services or supplies to the Organization, unless:

- (a) such contract shall be authorized by an absolute majority of Board Members present and voting at a meeting at which the presence of such Officer is not necessary to constitute a quorum and the vote of such Officer is not necessary for such authorization, and
- (b) the fact and nature of such interest shall have been fully disclosed or known to the members of the Chapter Executive Committee present at the meeting at which such contract is so authorized.

## ARTICLE III AMENDMENT OF BYLAWS

#### **Section 3.1 Amendment of Bylaws**

Except as otherwise provided herein, and subject to the power of the Members to change or repeal the Bylaws, these Bylaws may be amended or repealed and a new Bylaw or new Bylaws may be enacted by majority vote of the General Body Members under the following circumstances:

- (a) The notice for the amendment meeting clearly indicated that an amendment to the bylaws would be voted upon.
- (b) The proposed and discussed amendments are specified and mailed or emailed to each member at least 2 times in the 2 weeks prior to the vote.
- (c) At the amendment meeting all questions must be answered to the satisfaction of a majority of the members present.
- (d) And finally, a majority of the members present vote affirmatively to amend the bylaws.

## ARTICLE IV MISCILLANEOUS

## **Section 4.1 Inspection of Organization Records**

The financial records, membership list, and all other organization records, and the minutes of all meetings (a) of the members, (b) of the Chapter Executive Committee, and (c) of all other committees of the Organization shall be kept at the principal office of the Organization, or with the President, Secretary, and/or the Treasurer and shall be open to inspection upon the written request of any Member, at reasonable times, and for a purpose reasonably related to his or her interest as a Member of the Organization.

Such inspection may be made either in person, or by an agent authorized to act on his/her behalf by a writing executed by such Member, and shall include the right to make copies. Said inspection can extend beyond one day, but should not extend beyond one week since the member is entitled to make copies.

A request to inspect the records of the Organization shall be delivered in writing (certified letter) to the President, Secretary, or Treasurer of the Organization. And, not less than thirty (30) days before the date specified in such written request for the inspection of such organization records.

#### **Section 4.2 The Fiscal Year**

The fiscal year of the Organization shall begin the first day of July and shall end on the last day of June in each year.

#### Section 4.3 Records and Documents Held by Officers

Officers of the Organization shall make available for inspection at reasonable times to any member of the Organization and to the Chapter Executive Committee all official records of the Organization for which they are responsible.

Upon leaving office, each Officer shall turn over to his or her successor in good order such monies, books, records, documents, and other property of the organization as have been in his or her custody during his or her term of office.

## **CERTIFICATE OF THE SECRETARY**

I, the undersigned, do hereby certify that I am the duly elected and acting Secretary of The Ohio State University College of Medicine Student National Medical Association, and that the foregoing Bylaws constitute the Bylaws of said Organization as duly adopted in a meeting of the Chapter Executive Committee thereof held on the date of:

<b>January 11, 2023</b>
IN WITNESS WHEREOF, I have hereunto subscribed my name.
Print Name: Mustapha Tahiru
Signature: Muslaytie Jahinu
Date: _January 11, 2023
Signatures of other officers/members:
President:
Vice Pres: Priantlany
Treasurer: Jordan Minell
Parliamentarian: Amazillaria