

THURSTON-MASON COUNTY



BYLAWS

Last Amended February 2014

BYLAWS OF THE THURSTON-MASON COUNTY MEDICAL SOCIETY

TABLE OF CONTENTS

<u>CHAPTER</u>	<u>PAGE</u>
I. NAME	4
II. OBJECTS	4
III. MEMBERSHIP	4
<i>Section</i>	
1. Classes of Membership	4
2. Application for Membership	5
3. Discipline	6
4. Reapplication for Membership	7
IV. OFFICERS	7
<i>Section</i>	
1. Officers	7
2. Qualifications	8
3. Duties of Officers	8
4. Election and Tenure	9
5. Delegates	9
6. Vacancies	10
7. Indemnification	10
V. MEETINGS	10
<i>Section</i>	
1. General	10
2. Annual	10
3. Special	11
4. Notice	11
5. Quorum	11
VI. LEGISLATIVE POWERS	11
VII. BOARD OF TRUSTEES	11
<i>Section</i>	
1. Composition	11
2. General Powers	11
3. Meetings	12

VIII.	FINANCES	12
	<i>Section</i>	
	1. Raising of Funds	12
	2. Appropriations	12
	3. Fiscal Year	12
IX.	COMMITTEES	13
	<i>Section</i>	
	1. Standing Committees	13
	2. Composition and Duties of Standing Committees	13
	3. Special Committees	13
X.	CONSTRUCTION	13
XI.	RULES OF ORDER	14
XII.	AMENDMENTS	14

BYLAWS OF THE THURSTON-MASON COUNTY MEDICAL SOCIETY

CHAPTER I

NAME

The name of this organization is the Thurston-Mason County Medical Society.

CHAPTER II

OBJECTS

The objects of this society are 1.) to promote the art, science and practice of medicine and the practitioners who pursue these goals; 2.) to promote the care and well being of patients; 3.) to protect and improve the health of the public; and, 4.) to provide leadership for the membership of the society.

CHAPTER III

MEMBERSHIP

SECTION I: CLASSES OF MEMBERSHIP

A) ACTIVE MEMBERS

Qualifications: An active member must:

1. Possess the degree of doctor of medicine or doctor of osteopathic medicine from a teaching institution approved by the American Medical Association (AMA);
2. Be currently licensed by the State of Washington to practice as a doctor of medicine or doctor of osteopathic medicine;
3. Maintain a practice or reside in Thurston or Mason Counties or in a neighboring county if it is more convenient to attend the meetings of the Thurston-Mason County Medical Society;
4. Maintain membership in the Washington State Medical Association and/or the Washington Osteopathic Medical Association;
5. Abide by the principles of medical ethics as defined by the Washington State Medical Association and the American Medical Association;
6. Not practice or claim to practice any school or system of sectarian medicine or healing;
7. Have paid current dues and assessments; the amount to be determined by the Board of Trustees.
8. Be considered a provisional member for one year following the election date; or,
9. Practice in the State of Washington with a federal waiver (i.e. military physicians) or in types of practice exempt from statutory requirements for licensing (i.e. research, administration, etc.)

B) ACTIVE LIMITED MEMBERS

Qualifications: An active-limited member shall:

1. Be one who is otherwise qualified for active membership and who limits the practice of medicine to less than twenty hours per week; and,
2. Have all the rights and privileges of an active member.
3. Have paid current dues and assessments, the amount to be determined by the Board of Trustees.

C) RETIRED MEMBERS

Qualifications: A retired member is:

1. A member of the Society or of another component society of the American Medical Association or Washington for at least twenty-five years; and,
2. Retired from active practice; and,
3. Shall have all the rights and benefits of the Society including the rights to vote and hold office.
4. Have paid current dues and assessments, the amount to be determined by the Board of Trustees.

D) RESIDENT MEMBERS

Qualifications: A resident member is:

1. One who is otherwise qualified for active membership and who is a resident, fellow or other physician engaged in formal postgraduate medical training in an institution approved by the Council on Medical Education of the AMA. A license to practice medicine is not required.
2. A non-voting member; and,
3. Granted exemption from dues and assessments, as determined by the Board of Trustees.

E) PHYSICIAN ASSISTANTS

Qualifications: A Physician Assistant member shall:

1. Be licensed by the Washington State Medical Quality Assurance Commission;
2. Have all rights and benefits of the society, except the rights to vote and hold office; however, a Physician Assistant who is a delegate to the House of Delegates may vote while carrying out the function of the position.
3. Pay current dues and assessments as determined by the Board of Trustees.

SECTION II: APPLICATION FOR MEMBERSHIP

A. A candidate for membership, including transfers from other counties, shall make application on the form provided by the Medical Society and agrees to the terms therein.

B. The applicant shall have the burden of providing all documentation and information required in the application and as may be requested by the Society and of verifying the authenticity of such data. Upon notification of the need for additional documentation or information, the applicant shall satisfy this request within six months.

C. Deleted (see Amendments Section page 15)

D. Deleted (see Amendments Section page 16)

E. The Board of Trustees shall review the application. If it deems it advisable, the Board may require the applicant to be present during review. A simple majority affirmative vote, at a meeting of the Board of Trustees at which a quorum is present, shall be required to be effected. If the applicant is approved for membership, notice shall be given by announcement at a future Medical Society general membership meeting.

Should an applicant fail to receive the required number of votes for election, he shall be given notice in writing of the action taken by certified mail, return receipt requested, or by notice delivered to him personally. The notice shall include a statement specifying the reasons for the adverse decision of the Board of Trustees. Such applicant may appeal the decision of the Board by filing notice with the Society within thirty days after receipt of the notice. If an appeal to the decision is received, a hearing of an Appeals Board shall be conducted.

F. The Appeals board shall consist of three members, appointed by the president, who have not been previously involved in deliberation of the same issue, and who are not in direct competition with the physician involved. At the hearing, the appellant shall be entitled to submit, orally or in writing, the argument against the adverse decision of the Board of Trustees. No new evidence shall be considered by the Appeals Board in ruling on the appeal. Legal counsel may be present.

G. Following the hearing, the Appeals Board shall either; a) uphold the decision, in which case such decision shall be final; or, b) reverse the adverse decision, in which case the applicant is elected to membership.

H. During the process described in Sections II and III of this Chapter 3, Society counsel shall be consulted to assure civil immunity is provided by federal statute.

SECTION III: DISCIPLINE

A. A member may be expelled, suspended, admonished, or otherwise disciplined in the following manner: charges of incompetence, misconduct, or unethical behavior against a member may be submitted to the president in writing by any member of this Society. Such charges shall be reviewed as indicated by an appropriate officer or committee member representing the Society as selected by the president. Such representative of the Society shall make efforts to resolve the issue by kind efforts at conciliation and reformation. If such efforts fail, the representative shall make further conciliatory efforts if indicated. If these also fail, the committee shall conduct a hearing at which the member(s) shall be offered the opportunity to appeal and give evidence on his behalf. Both the member and the Society may be represented by counsels at this hearing. Any recommendation to the Board shall include the basis of such recommendation.

B. The recommendation shall be considered by the Board of Trustees. The involved member shall be notified of the Board's decision and the basis for that decision. If that decision is adverse, the member may request a hearing before the Board by filing such request with the society within thirty days of receipt of that notice.

C. Upon receipt of a request, the Board shall schedule a hearing or include such hearing in a regularly scheduled Board meeting. At the hearing, the member shall be entitled to present orally or in writing, arguments against the adverse recommendation. Both the member and the Society may be represented by counsels or other persons of their choosing in this hearing.

D. If the disciplinary action has been voted by the Board, the member shall have the right to appeal to the appropriate committee or council of the Washington State Medical Association and the Judicial Council of the American Medical Association under such rules as those two bodies may adopt. The action voted by the Board shall be suspended during the pendency of such appeal or appeals.

E. A member in arrears with respect to dues or assessments shall be automatically suspended. A member shall be considered in arrears if full payment has not been received by the first day of April in each fiscal year. The Society may drop from membership any member who has been in arrears with respect to dues or assessments for six months or more without giving notice or holding a hearing as above provided.

F. No member whose license to practice medicine has been suspended or revoked or who is under sentence, suspension or expulsion shall be entitled to any of the rights or benefits of this Society. Said member will not be permitted to take part in any of the Society's proceedings until the license has been restored. This shall not apply to physicians who have surrendered their licenses because of retirement under provisions of the Medical Practice Law.

SECTION IV: REAPPLICATION FOR MEMBERSHIP

If an applicant has been rejected or expelled for any reason other than nonpayment of dues, the Society will not accept a new application from that individual for two years from the date of the final adverse decision.

CHAPTER IV

OFFICERS

SECTION I

The officers of this Society shall be the President, President-elect, up to two Immediate Past Presidents, and the Secretary-Treasurer.

SECTION II: QUALIFICATIONS

Only such members as have been active or senior members in good standing immediately preceding election are eligible to hold office in the Society.

SECTION III: DUTIES OF OFFICERS

- A. The President shall:
1. Preside at all meetings of the general membership;
 2. Be Chairman of and preside at all meetings of the Board of Trustees;
 3. Appoint all committees not otherwise provided for by these bylaws and fill all vacancies in such committees;
 4. Call special meetings according to Chapter V, Section III of the bylaws;
 5. Be an ex-officio member of all committees;
 6. Serve as Chairman of the Nominating Committee;
 7. Serve as delegate to the House of Delegates of the Washington State Medical Association; and,
 8. Perform such other duties of this Society as custom and parliamentary procedure may require.
- B. The President-elect shall:
1. Serve as a member of the board of Trustees;
 2. Serve as Delegate to the WSMA House of Delegates;
 3. Perform the duties of the President in the event of temporary absence of the President;
 4. Serve as Chairman of the Program Committee;
 5. Perform other such duties as assigned to him by the President of the Board of Trustees; and,
 6. Serve as Chairman of the Grievance Committee.
- C. The Secretary-Treasurer or his official designee shall:
1. Attend all business meetings of the Society or the Board of Trustees and keep minutes of their respective meetings;
 2. Account of the same;
 3. Be custodian of all records, books, and papers belonging to the Society and of the Society;
 4. Carry on the official correspondence of the society, including such matters as notifying members of meetings, officers of their election, committees of their appointment and duties, and all notices required by the constitution and bylaws or by law;
 5. Keep a roster of all members, grouping of the members according to the class of membership held, and noting with respect to each member's full name, address, date of birth, professional college and date of graduation, dates of

member's license to practice in this state, and such other information as the Secretary-Treasurer of the WSMA may require; and,

6. Note in a separate record the same facts with respect to each licensed physician who is not a member of the Society in the two counties.

D. The Two Immediate Past Presidents shall:

1. Serve as members of the Board of Trustees, if this is their preference;
2. Serve as delegates to the WSMA House of Delegates; and,
3. Perform such other duties as may be assigned to them by the President of the Board of Trustees.

SECTION IV: ELECTION AND TENURE

- A. The Nominating Committee shall consist of the Board of Trustees.
- B. The committee shall submit a slate of candidates consisting of a least one nominee for each vacancy to be filled in the elective office. No person shall be nominated without his consent.
- C. The slate of nominees shall be communicated in writing to the membership thirty days prior to the annual meeting.
- D. Additional nominations for any office may be submitted from the floor at the annual meeting with the consent of the nominee.
- E. Elections will be held at the annual meeting by acclamation, or by written ballot if so requested by an active member. The candidates for President-elect and Secretary-Treasurer receiving the highest number of votes for their respective offices shall be elected. Ties may be decided by lot.
- F. The President-elect and the Secretary-Treasurer and the Trustees-at-Large shall be elected for one-year terms. Each officer shall assume office at the close of the annual meeting and shall hold office until his or her successor assumes office.
- G. The goal of the Nominating Committee shall be to the extent practical to optimize the geographic and specialty distribution of its members within the executive structure of the Society.

SECTION V: DELEGATES

The President, Immediate Past President, President-elect, and the second Immediate Past President shall serve as delegates from this society to the WSMA House of Delegates, if this is their preference. Any necessary additional delegates or alternated shall be appointed from the active or senior membership by the President.

SECTION VI: VACANCIES

If, before the expiration of the term for which he was elected, the President resigns, is removed or disqualified, or becomes disabled, the President-elect shall succeed to office vacated with all the prerogatives and duties pertaining to that office as though he had been elected President in the first instance. Vacancies created by death, illness, resignation, removal, or disqualification of other officers, and vacancies due to contingencies not herein provided for, shall be filled if the Board of Trustees deems advisable by the appointment until the next regular meeting of the Society, at which time the voting members of the society may elect one of its active or senior members for the unexpired portion of the term.

SECTION VII: INDEMNIFICATION

Any present or future Trustee, officer, agent or employee or the executor, administrator, or other legal representative of any such trustee, officer, agent or employee shall be indemnified by the Society against reasonable cost, expenses, counsel fees, judgments, fines, and amount paid or incurred in connection with any action, suit, or proceeding, whether civil, criminal, administrative, or other, to which any such trustee, agent, or employee or his executor, administrator, or other legal representative may hereafter be made a party by reason of his being or having been such trustee, officer, or employee of the Society, or at the request of the Society the holder of an equivalent position or another foreign or domestic corporation, partnership, joint venture, trust, other enterprise, or employee benefit plan.

The foregoing right of indemnification shall be to the fullest extent permitted by the laws of the State of Washington, provided that the action causing such suit or procedure was taken without malice and in good faith in compliance with the bylaws of the Society.

CHAPTER V

MEETINGS

SECTION I: GENERAL

The Society shall hold general meetings during the year at times and places designated by the board of Trustees.

SECTION II: ANNUAL MEETINGS

A general meeting will be held annually known as the Annual Meeting. The Society shall elect and install new officers at the Annual Meeting.

SECTION III: SPECIAL MEETINGS

Special meetings may be called by order of the President or by direction of the Board of Trustees.

SECTION IV: NOTICE: (Deleted, see Amendments Section page 16)

SECTION V: QUORUM

At any regular or special meeting of the Society, ten percent of all members who are eligible to vote shall constitute a quorum. If a quorum is not present at the meeting the Board of Trustees shall conduct an election by ballot designed to maximize participation from all members.

CHAPTER VI

DESIGNATED LEGISLATIVE POWERS

Subject only to the authority of the Washington State Medical Association and the laws of the State of Washington, all legislative powers of the Society, including the powers to alter, amend, or repeal these bylaws, are vested in and reside in the voting members of the Society who alone shall have the power and authority to determine the policies of the Society except as provided in Chapter VII, Section II of these bylaws.

CHAPTER VII

BOARD OF TRUSTEES

SECTION I: COMPOSITION

The Board of Trustees shall consist of the officers and up to five elected Members-at-Large. The total number of board members will not exceed nine.

SECTION II: GENERAL POWERS

- A. The Board of Trustees shall carry out the mandates and policies of the Society as determined by the voting members or by the WSMA.
- B. Subject to provisions of these bylaws, to all resolutions and enactments of the voting members and to the authority of the WSMA, the Board of Trustees has full and complete power and authority to determine policies and to transact business for or on behalf of the Society and to manage and conduct all the property, affairs, work, and activities of the Society.
- C. The Board of Trustees shall have supervision and control of the finances of the Society and investment of its funds and shall perform such other duties and exercise such other rights as may be set forth in these bylaws or as are prescribed by the laws of the State of Washington relating to the directors of such organizations.

- D. The Board of Trustees shall have the power to employ an executive director whose duties shall be to assist the officers of the Society in their official duties and otherwise as may be directed by the Board of Trustees.
- E. The Board of Trustees shall employ a certified public accountant who shall make a careful examination of the Society's finances and do a formal review with report of the same to the Board no more than biennially.

SECTION III: MEETINGS

- A. The Board of Trustees shall meet nine times each calendar year at the time and place designated by the President. The President may call a meeting upon the written request of three or more members of the Board of Trustees.
- B. 50% or more of the eligible voting members of the Board of Trustees shall constitute a quorum.
- C. Notice of any meetings of the Board of Trustees and the agenda must be given to each member of the Board orally or in writing at least 48 hours before the time set for the meeting. Notice in writing shall be deemed to have been given 72 hours after the date it is deposited in the United States mail, addressed to the Trustees' address as it appears on the records of the corporation with postage prepaid.

CHAPTER VIII

FINANCES

SECTION I: RAISING OF FUNDS

Funds for the conduct of the affairs of this Society may be raised by:

- 1. Such annual dues from and such special assessments on members of the Society which may from time to time be determined by the Board of Trustees;
- 2. Voluntary contributions, devices, bequests, and other gifts; or,
- 3. Any other means determined by the Society or the Board of Trustees.

SECTION II: APPROPRIATIONS

- A. Society funds may be appropriated only for such purposes as will permit the proper conduct of the activities of the Society, and will tend toward the attainment of its objectives.
- B. An annual budget shall be prepared by the Finance Committee and approved by the Board of Trustees before the beginning of the fiscal year. The budget may not be altered without approval of the Board of Trustees.

SECTION III: FISCAL YEAR

The fiscal year of this Society in from January to December 31, inclusive.

CHAPTER IX

COMMITTEES

SECTION I: SPECIAL COMMITTEES

The special committees of the Society shall be: Bylaws, Credentials, Ethics and Grievance, Finance, Nominating, and Program.

SECTION II: COMPOSITION AND DUTIES OF SPECIAL COMMITTEES

- A. The Bylaws Committee shall consist of two or more members appointed by the President. It shall review the bylaws at least every five years and shall perform the functions described in Chapter XII.
- B. The Credentials Committee shall consist of at least two members and a chairman appointed by the President. All members shall be members of the Society. In addition to other duties specified in Chapter III, Section II, of these bylaws, this committee shall investigate the credentials, records, and qualifications of all applicants for all types of membership; provide orientation and information for new members; and make written recommendations on membership to the Board of Trustees.
- C. The Ethics and Grievance Committee shall consist of at least three members and a chairman appointed by the President. All members of the committee shall review and attempt to resolve charges of misconduct against member physicians relative to professional ethics and duties as indicated under chapter III, Section III.1.A. The committee shall investigate and seek bylaws committee meeting resolution, upon written request, of disputes between doctors or between doctors and other parties concerning fees or other issues as outlined in Chapter III, Section III.
- D. The Finance Committee shall consist of the current officers of the Society. The Secretary-Treasurer shall be chairman. The committee shall supervise the management of financial affairs of the Society. It shall prepare a budget and submit it to the Board of Trustees no later than the board's November meeting together with its recommendations. The committee shall perform such duties as directed by the Board of Trustees.
- E. The Nominating Committee shall consist of the Board of Trustees; the President shall serve as chairman. It shall perform the duties described in Chapter IV, Section IV.
- F. The Program Committee shall be chaired by the President-elect who shall select other members as needed. It shall plan and organize the programs for the general membership meetings.

SECTION III: SPECIAL COMMITTEES

Special committees shall be appointed by the President or board of Trustees for specific assignments and shall continue their assignments until completed. A committee may act for the Society with the authorization of the Board of Trustees.

CHAPTER X

CONSTRUCTION

Unless some other meaning is apparent from the context, plurals shall include the singular and vice versa, and masculine, feminine, and neuter words shall be used interchangeably.

CHAPTER XI

RULES OF ORDER

In the absence of any provision in these bylaws to the contrary, all meetings of the Society, the Board of Trustees, and committees shall be governed by the parliamentary rules and usages contained in the current edition of Robert's Rules of Order, Newly Revised.

CHAPTER XII

AMENDMENTS

SECTION I

Amendments to these bylaws may be proposed by any member of the Society. Any proposed amendment will be referred to the bylaws committee to verify that it is appropriate for inclusion in the bylaws of the Society.

SECTION II

After fulfilling its responsibilities, the bylaws committee shall refer the proposed amendment to the Board of Trustees for review. The Board of Trustees shall then present the proposed change to the membership.

SECTION III

The Bylaws may be amended at any regular meeting of the Society, or special meeting for that purpose, by two-thirds vote of the members present and voting, provided that a copy of the proposed amendment has been communicated in writing to each member not less than fifteen days prior to such meeting.

AMENDMENTS TO THE BY-LAWS

CHAPTER III, SECTION I, A (8) IS DELETED AND REPLACED WITH, "Be considered a provisional member for one year following the election date." (Amended March, 1993)

CHAPTER III, SECTION I, A (4) IS DELETED AND REPLACED WITH, “Maintain membership in the Washington State Medical Association.” (Amended November, 1994)

CHAPTER III, SECTION I, A (4) IS AMENDED TO, [An active member must: “Maintain membership in the Washington State Medical Association] and/or the Washington Osteopathic Medical Association.” (Amended November, 1995)

CHAPTER III, SECTION I, A (7) IS AMENDED TO, “Have paid current dues and assessments, the amount to be determined by the Board of Trustees.” (Amended February, 2014)

CHAPTER III, SECTION I, B (3) IS AMENDED BY ADDING, “Have paid current dues and assessments, the amount to be determined by the Board of Trustees.” (Amended February, 2014)

CHAPTER III, SECTION I, C (4) IS AMENDED BY ADDING, “Have paid current dues and assessments, the amount to be determined by the Board of Trustees.” (Amended February, 2014)

CHAPTER III, SECTION I, D (3) IS AMENDED BY ADDING, “Granted exemption from dues and assessments, as determined by the Board of Trustees.” (Amended February, 2014)

CHAPTER III, SECTION 1, (E) IS AMENDED BY ADDING,
Qualifications: A Physicians Assistant member shall:

1. Be licensed by the Washington State Medical Quality Assurance Commission;
2. Have all rights and benefits of the society, except the rights to vote and hold office; and,
3. Pay current dues and assessments as determined by the Board of Trustees.

(Amended September, 2002)

CHAPTER III, SECTION 1, (E) 2, IS AMENDED BY ADDING, “Have all rights and benefits of the society, except the rights to vote and hold office. However a Physician Assistant who is a delegate to the House of Delegates may vote while carrying out the function of the position. (Amended February, 2014)

CHAPTER III, SECTION II, (C), IS DELETED

A resume of each applicant shall be read at a regular meeting of the Thurston-Mason County Medical Society. This shall be deemed official notice to the general membership of the applicant’s intent. (Amended February, 2014)

CHAPTER III, SECTION II (D), IS DELETED

Any individual who has information of a derogatory nature concerning an applicant’s moral or ethical conduct, medical qualifications, or other requisites from membership shall assume the responsibility of conveying that information to the Board of Trustees. After

the official notice to the membership has taken place, the applicant's file shall be reviewed by the Society's Credentials Committee. During such review, the committee may require the applicant's presence at any time and shall always request the applicant's presence before submitting a negative recommendation. Since the purpose of such a meeting is to resolve unprofessional matters bearing on professional and personal competency and conduct, neither the applicant nor the Credentials Committee shall be represented by counsel. The committee shall provide the applicant with an opportunity to review all the material considered by the Credentials Committee and respond to any adverse information. If the committee believes it necessary, it may allow the applicant additional time with which to file with the committee written information rebutting any adverse information contained in the committee's file. If the committee's recommendation is adverse to the applicant, the committee shall serve forth in writing to the Board of Trustees the basis for the adverse recommendation with a copy forwarded to the applicant. (Amended February, 2014)

CHAPTER III, SECTION II (E), IS DELETED AND REPLACED WITH,

The Board of Trustees shall review the application ~~together with the recommendation of the Credentials Committee~~. If it deems it advisable, the Board may require the applicant to be present during review. A simple majority affirmative vote, at a meeting of the Board of Trustees at which a quorum is present, shall be required to be effected. ~~provided that the voting requirements in chapter VII, Section III, Paragraph B, are also satisfied~~. If the applicant is approved for membership, notice shall be given by announcement at a future Medical Society general membership meeting. (Amended February, 2014)

CHAPTER III, SECTION II (F), IS DELETED AND REPLACED WITH,

The Appeals board shall consist of three ~~past presidents~~ members appointed by the president, who have not been previously involved in deliberation of the same issue, and who are not in direct competition with the physician involved. (Amended February, 2014)

CHAPTER IV, SECTION I, IS DELETED AND REPLACED WITH,

The officers of this Society shall be the President, President-elect, up to two Immediate Past Presidents, and Secretary-Treasurer, ~~and three Trustees elected at large~~. (Amended February, 2014)

CHAPTER IV, SECTION III (D) 1, IS AMENDED BY ADDING, "Serve as members of the Board of Trustees if this is their preference;" (Amended February, 2014)

CHAPTER IV, SECTION IV (C), IS AMENDED BY DELETING AND ADDING, "the slate of nominees shall be communicated in writing ~~mailed~~ to the membership thirty days prior to the annual meeting." (Amended February, 2014)

CHAPTER IV, SECTION V, IS AMENDED BY ADDING, "The President, Immediate Past President, President-Elect, and the second Immediate Past President shall serve as delegates from this society to the WSMA House of Delegates if this is their preference." (Amended February, 2014)

CHAPTER V, SECTION I, IS AMENDED BY DELETING, “The Society shall hold general meetings during the year at times and places designated by the board of Trustees. ~~Regular meetings of the Society shall usually be held on the third Tuesday in the months of January, March, May, July, September, and November.~~” (Amended February, 2014)

CHAPTER V, SECTION II, IS AMENDED BY DELETING AND ADDING, “A general meeting ~~held during November~~ shall will be known as the Annual Meeting. The Society shall elect and install new officers at the Annual Meeting.” (Amended February, 2014)

CHAPTER V, SECTION III, IS AMENDED BY DELETING, “Special meetings may be called by order of the President or by direction of the Board of Trustees. ~~Special meetings shall be called on written request signed by fifteen active or senior members of the Society.~~” (Amended February, 2014)

CHAPTER V, SECTION IV, IS DELETED.

“Notice stating the date, time, agenda and place of any regular meeting shall be delivered to such places designated by the individual member not less than ten, nor more than forty days before the date of the meeting. Such notice if mailed shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears in the records of the Society. The notice of a special meeting shall state the purpose or purposes of the meeting.” (Amended February, 2014)

CHAPTER V, SECTION V, IS AMENDED BY DELETING AND ADDING, “At any regular or special meeting of the Society, ten percent of the ~~active or senior~~ all members who are eligible to vote shall constitute a quorum. If a quorum is not present at the meeting the Board of Trustees shall conduct an election by ballot designed to maximize participation from all members.” (Amended February, 2014)

CHAPTER VII, SECTION I, IS AMENDED BY DELETING AND ADDING, “The Board of Trustees shall consist of officers and up to five ~~the President, President Elect, Secretary-Treasurer, the immediate past two Presidents, and three~~ elected Members-at-Large. The total number of Board of Trustees members will not exceed nine. ~~The Thurston-Mason County Medical Society Alliance President shall be an ex-officio member.~~” (Amended February, 2014)

CHAPTER VII, SECTION II (E), IS AMENDED BY DELETING AND ADDING, “The Board of Trustees should direct an audit of the Society’s finances ~~shall employ a certified public accountant who shall make a careful examination of the Society’s finances~~ and do a formal review with report of the same to the Board. This review should occur biennially. ~~no more than biennially.~~” (Amended February, 2014)

CHAPTER VII, SECTION III (B), IS AMENDED BY DELETING AND ADDING, “50% or more ~~The majority~~ of the eligible voting members of the Board of Trustees.” (Amended February, 2014)

CHAPTER IX, SECTION I, IS AMENDED BY DELETING AND ADDING, “Special Standing Committees. The special standing committees of the Society shall be: Bylaws, Credentials, Ethics and grievance, Finance, Nominating, and Program.” (Amended February, 2014)

CHAPTER XII, SECTION III, IS AMENDED BY DELETING AND ADDING, “The Bylaws may be amended at any regular meeting of the Society, or special meeting for that purpose, by two-thirds vote of the members present and voting, provided that a copy of the proposed amendment has been communicated in writing ~~sent by mail~~ to each member not less than fifteen days prior to such meeting.” (Amended February, 2014)

TMCMS Bylaws