

SOUTHERN CALIFORNIA MEDICAL EDUCATION COUNCIL

AN UNINCORPORATED ASSOCIATION

BYLAWS

ARTICLE I – NAME

Section 1.01 **Association Name**

The name of this association shall be the Southern California Medical Education Council, (SCMEC).

ARTICLE II – STATEMENT OF PURPOSE

Section 2.01 **Statement of Purpose**

The mission of SCMEC is to gather and disseminate information relative to continuing medical education (CME). SCMEC will also serve as a teaching resource to those persons or institutions new to continuing medical education, and provide timely and relevant support and enhancement to those experienced in continuing medical education. In addition, SCMEC's purpose is to incorporate CME into institutional practice by ongoing dialogue with QI, medical librarians, and other interested professionals.

ARTICLE III – MEMBERSHIP

Section 3.01 **Term of Membership**

The membership year will be January 1st through December 31st of each year.

Section 3.02 **Category of Membership and Rights**

Individual SCMEC membership will consist of full voting and other rights, interest, and privileges of equal value.

An institutional membership provides three individual memberships from a single institution. These 3 having voting rights.

Section 3.03 **Qualifications**

Qualifications for membership are that the person, hospital, or organization applying be directly or at least indirectly involved in CME. SCMEC reserves the right to refuse membership to any applicant or revoke membership of any member at its discretion without assigning any reason.

Section 3.04 **Admission**

Qualified persons, hospitals or other medical organizations shall be admitted to membership upon completion of a membership form and payment of annual dues.

The voting members for an institutional membership will be listed at the time of application. Additional members from an organization will be accepted for an additional fee.

Non-members may attend one quarterly meeting as a guest prior to membership.

Section 3.05 **Assessments**

Annual membership dues of each member may be amended from time to time, upon recommendation of the SCMEC board. A new member application fee will be collected, in addition to the membership fee, as determined by the Board.

Dues shall be assessed in January for the calendar year. Dues will be considered late and membership suspended if not paid within 90 days of date of notice of annual dues assessment, unless prior arrangements are made.

Member benefits apply to listed members only, not to the organization as a whole if those seeking discounts or benefits are not paid members of SCMEC.

Section 3.06 **Termination of Membership**

The membership of any member of SCMEC shall automatically terminate upon the written request for such termination, delivered to an executive officer of SCMEC. All rights and interests of a member in SCMEC shall cease upon termination of membership as herein provided. An individual membership may be terminated by the membership only after an official meeting has been called according to Section 4.02 and voted on by a majority of those present.

Section 3.07 **Transferability of Membership**

If an individual pays for membership, it remains with the individual.

If an institution pays for an individual or institutional membership, it is not transferable from meeting to meeting. If an individual in an organization with an institutional membership leaves that organization, that individual's membership is terminated at that time and may be filled by another representative of the organization.

Section 3.08 **Right to Inspect Records**

All records of SCMEC shall be open to inspection upon the written demand of any member. The records will be made available within a reasonable time frame for the purpose related to the member's interest.

ARTICLE IV – MEETINGS OF MEMBERS

Section 4.01 **Place**

Meetings of members shall be held at a facility as selected by members of SCMEC and by the Board.

Section 4.02 **Meetings**

Meetings of members shall be called by the President or any of the members of SCMEC and held at such time and place within the State of California as may be ordered by resolution or by not less than 60 percent of the members of SCMEC.

Section 4.03 **Notice**

Written notice of the time and place of regular meetings shall be delivered to each member via e-mail at least two weeks prior to such meeting. Mailed notices shall be addressed to the member at her/his institution address. E-mail will be sent to the address shown on the books of SCMEC.

Section 4.04 **Contents of Notice**

Notice of meetings of members shall specify the place, the day and the hours of the meeting and the general nature of the business to be transacted. If applicable, all appropriate accreditation information will be listed.

Section 4.05 **Quorum**

A quorum shall consist of at least 10% of members in good standing, including at least two Board members.

Section 4.06 **Loss of Quorum**

The members present at a duly called meeting at which a quorum is present may continue to do business until adjournment notwithstanding the withdrawal of enough members to leave less than a quorum.

Section 4.07 **Voting**

Voting by members shall be by voice vote, electronic ballot, or mail ballot, depending on the needs of SCMEC. Mail and electronic ballots will be kept confidential unless otherwise specified by the Board.

Section 4.08 **Conduct of Meetings**

Meetings of members shall be presided over by the President of SCMEC, or, in her/his absence, by the Vice President, or in the absence of both, by another member of the Board.

Section 4.09 **Meeting Fee**

New non-members with no history with SCMEC may attend one quarterly meeting complimentary prior to membership. SCMEC non-members will be assessed a nonrefundable registration fee, as determined by the Board, to attend quarterly meetings.

ARTICLE V – EXECUTIVE OFFICERS

Section 5.01 **President**

The President shall prepare the meeting agendas, preside at all meetings of SCMEC, direct, and supervise the affairs of same, and render an annual report thereof to the members prior to the first meeting of each calendar year. She/he shall perform all duties incident to her/his office and shall be the official spokesperson for SCMEC and shall assist the other three officers as needed.

Section 5.02 **Vice President**

The Vice President shall be responsible to the President and assume all responsibilities of the President in her/his absence. In the event of a vacancy of the office of President, the Vice President shall automatically assume the office of President. The Vice President shall also be responsible for SCMEC marketing and educational activities including the annual conference and shall assist the other three officers as needed.

Section 5.03 **Secretary**

The Secretary shall be responsible to the President and have the responsibility of preparing the meeting notices, mailing of notices, drafting the meeting minutes, any miscellaneous or special e-mail correspondence, and oversight of the SCMEC website. The Secretary shall assist the other three officers as needed.

Section 5.04 **Treasurer**

The Treasurer shall be responsible to the President and assume the responsibilities of the receipts and disbursements of funds and keep a true and correct record of same. The Treasurer shall provide a financial statement of SCMEC's funds at each meeting. The Treasurer shall also send out membership renewal notices, oversee the maintenance of the membership directory, and shall assist the other three officers as needed.

Section 5.05 **Terms of Office**

A term of office shall be two years beginning on January 1st. Terms of the offices of President and Vice President will stagger as will the terms of the Secretary and Treasurer to assure a Board with experienced officers at all times.

Section 5.06 **Compensation**

5.06.1 All members of the Board of Directors and other volunteers serve with no compensation.

5.06.2 All members of the Board of Directors and other volunteers shall pay membership dues.

5.06.3 Board of Directors shall receive complimentary admission to the Annual Conference.

5.06.4 If the treasury allows, a gift of no more than \$200 may be given to outgoing officers upon completion of a two-year term of service.

Section 5.07 **Removal/Vacancies**

Any or all officers may be removed from office at any time by the vote of a majority of the members of SCMEC. In the event of a vacancy, by removal or resignation, a new officer shall be appointed by the Board to serve the remainder of the term of her/his predecessor. Should the position not be filled within thirty days, a call for nominations will be sent to the membership.

ARTICLE VI – ELECTIONS

Section 6.01 **Qualifications**

Any individual with a full membership, in good standing (dues paid), of SCMEC is qualified to be an officer.

Section 6.02 **Nominations**

At or by the third meeting of the election year, a request for officer nominations shall be sent to each member. Nominations from the floor will also be asked for at the time of the third meeting of the election year. After all nominations are received, -a member of the Board of Directors will contact each nominee and inquire into her/his willingness to accept the nomination.

Section 6.03 **Ballots**

Each person accepting the nomination will have her/his name appear on a ballot under the position for which she/he was nominated. Ballots will be sent to each member of SCMEC via United States mail, postage prepaid, or by electronic means, as appropriate. The President and Secretary will confirm the results of the ballots.

Section 6.04 **Tie**

In the event any of the candidates obtain the same number of votes, the persons tied shall cast lots, the winner of which shall be declared elected.

Section 6.05 **Installation**

Results of the election shall be verified and announced, and installation of the new officers shall occur at the fourth membership meeting of the year.

ARTICLE VII – BOARD OF DIRECTORS

Section 7.01 The Board of Directors shall consist of:

- 7.01.1 Elected Officers, with voting rights:
 - a. President
 - b. Vice-President
 - c. Secretary
 - d. Treasurer

Section 7.02 Members of the Board of Directors shall not receive a salary for their services. Members of the Board of Directors may be reimbursed for approved expenses.

Section 7.03 Duties. The duties of the Board of Directors shall include:

7.03.1 After the installation of new Officers, the bylaws shall be reviewed by the Board to include incoming and outgoing officers as they are available.

7.03.2: Appointment, as needed, to serve on any Committee is made by the President, on the advice of the Executive Officers, shall be for a term of two years. Appointments may be renewed upon approval by the Executive Officers.

7.03.3 Act on behalf of SCMEC in making policy and procedure decisions;

7.03.4 Oversee the activities of all standing or ad hoc committee, councils or task forces;

7.03.5 Other duties as described in these bylaws.

ARTICLE VIII – DUTIES OF APPOINTED BOARD MEMBERS

Deleted

ARTICLE IX – STANDING COMMITTEES

Section 9.01 General

SCMEC shall establish such committees, councils, or task forces as may be required by these bylaws or as established by the Board of Directors to accomplish the functions of SCMEC.

ARTICLE X – EXECUTION OF DEPOSITS AND FUNDS

Section 10.01 Executive of Instruments/Contracts

The members, except as otherwise expressly provided in these bylaws, may by resolution authorize any officer or agent of SCMEC to enter into any contract and deliver any instrument in the name of any on behalf of SCMEC. Such authority may be general or confined to specific instances.

Section 10.02 Checks and Notes

Except as otherwise specifically determined by resolution of the members, or as otherwise required by law, or by these bylaws, checks, drafts, promissory notes, orders for the payment of money, and other evidence of the indebtedness of SCMEC be signed by the Treasurer. In those instances of amounts in excess of \$500.00, the President's approval is required.

Section 10.03 Deposits

All funds of SCMEC shall be deposited on at least a monthly basis or as needed to the credit of SCMEC in such banks, trust companies, or other depositories as the members may select.

Section 10.04 Financial Statement

A financial statement shall be made and submitted to the members at each membership meeting by the Treasurer

Section 10.05 Fiscal Year

The fiscal year of SCMEC shall be from the first (1) day of January to the thirty-first (31) day of December.

ARTICLE XI – RULES OF THE ASSOCIATION

Section 11.01 Meeting Order

Robert’s Rules of Order shall govern the proceedings of all membership meetings of SCMEC provided said rules are not in conflict in any way with the bylaws.

Section 11.02 **Confidentiality**

The policy of SCMEC recognizes that any discussion pertaining to an individual member’s CME program is confidential. Dissemination of such confidential information shall be made only with the expressed approval of the member or member representative.

ARTICLE XII – BYLAWS

Section 12.01 **Adoption, Amendment and Repeal**

These bylaws may be adopted, amended, and repealed by a majority of those members present at any membership meeting, provided notice of the proposed change shall have been mailed via United States mail, or sent via E-mail by the Secretary to each member of SCMEC not less than thirty (30) days prior to such a meeting.

Section 12.02 **Certification and Inspection**

The original or a copy of the bylaws, as amended to date and certified by the President of SCMEC shall be recorded and kept in electronic form, which shall be kept by the Secretary of SCMEC, emailed to members who request it, and posted on the SCMEC website.

Section 12.03 **Review and Ratification**

At the second membership meeting of each year, a review of the bylaws will be completed.

The Undersigned hereby certify that the above is a true, complete copy of the bylaws of the Southern California Medical Education Council adopted on: 3-14-2017

President: Darlene K. Oliver

(SIGNATURE)

Approved: 3-14-2017

Revised: 12/06/04, 12/08, 4/27/11,1/7/2013, 1/29/14; 3/11/2014; 3/14/2017