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BYLAWS
King County Academy of Family Physicians
As amended by the membership on June 2, 2016

CHAPTER 1 - CONSTITUTION

Section 1: Name

The name of the organization shall be the King County Academy of Family Physicians.

Section 2: Affiliation

This organization is a component chapter of the Washington Academy of Family Physicians, which is a constituent chapter of the American Academy of Family Physicians, a corporation existing under the laws of the State of Illinois. This organization is possessed only of those rights and powers conferred on this organization by the American Academy of Family Physicians and the Washington Academy of Family Physicians. No rules, regulations, or policies adopted by this organization shall be in conflict with the rules, regulations, or policies of the Washington Academy of Family Physicians or the charter issued by the American Academy of Family Physicians to the Washington Academy of Family Physicians.

Section 3: Objectives

The objects of this organization are:

- To improve the health of the patients cared for by Family Physicians and to improve the health of the communities in which we practice.
- To promote and maintain high standards of the Family Physician.
- To encourage and assist young men and women in preparing, qualifying, and establishing themselves as Family Physicians.
- To preserve the right of the Family Physician to engage in the scope of medical and surgical practice for which they are qualified, and as granted by state license.
- To assist in providing continuing medical education for Family Physicians, and to encourage and assist practicing physicians and surgeons in participating in such training.
- To advance medical science and private and public health and to preserve the right of free choice of physician to the patient.

Section 4: Not for Profit

The organization shall have no capital stock. It is not conducted for pecuniary profit and does not contemplate pecuniary gain or profit to the members thereof.

CHAPTER 2 - MEMBERSHIP

46 **Section 1: Qualifications**
47 The qualifications and conditions of membership and the classes of membership
48 shall be the same as provided in the constitution and Bylaws of the Washington
49 Academy of Family Physicians, with the additional requirement that members
50 shall practice or reside in King County.

51
52 **Section 2: Application**
53 Application for membership shall be made in writing on a form prescribed by the
54 American or Washington Academy of Family Physicians.

55
56 **Section 3: Acceptance or Denial of Application**
57 Election to membership shall be made by the Board of the American Academy of
58 Family Physicians or its designee.

59
60 **Section 4: Eligibility to Participate**
61 Any active member in good standing shall be eligible to vote and to hold office.
62 All active members of this organization whose dues and assessments are paid
63 shall be members of the Washington Academy of Family Physicians and the
64 American Academy of Family Physicians.

65
66 **CHAPTER 3 - DUES AND FEES**

67
68 **Section 1: Dues**
69 Dues for active members shall be set by the Board and transmitted to the County
70 academy as provided by the American Academy of Family Physicians. The dues
71 of other than active members shall be fixed by the Board.

72
73 **Section 2: Special Assessments**
74 Special assessments may be applied equally to all members by affirmative action
75 of two- thirds of the Board.

76
77 **Section 3: Unpaid Dues or Assessments**
78 Any member whose dues or assessments are unpaid at the end of the calendar
79 year shall be notified and stricken from the role in accordance with the bylaws of
80 the American Academy of Family Physicians and may again acquire membership
81 only in the manner set forth in the American Academy of Family Physicians
82 bylaws.

83
84 **CHAPTER 4 - MEETINGS**

85
86 **Section 1: Annual Member Meeting**
87 The members of this organization shall meet annually in May at a time and place
88 to be determined by the Governing Board.

89
90 **Section 2: Special Member Meetings**
91 Special meetings may be called (a) by the Board or (b) by the President, or (c) by

92 the Secretary-Treasurer upon the written request of any ten or more members.
93 Special meetings will be held at a place determined by the Board or may be
94 conducted electronically through any available means, including phone
95 conference, web conference or an exchange of email correspondence between
96 the Board and the members.

97

98 **Section 3: Meeting Notices**

99 Notice of the annual or special member meetings shall be given by the
100 Secretary- Treasurer to all members at least ten days prior to the date of such
101 meeting, either by letter or email sent to the members' address as it appears on
102 the Secretary-Treasurer's records, or by publication in the official publication, if
103 any, of the organization. Special meetings requested by any ten or more
104 members shall be held not more than thirty days following the date of such a
105 request.

106

107 **Section 4: Voting**

108 Any matter brought to the membership for a vote may be conducted by any
109 reasonable combination of paper ballot, a show of hands, voice vote or by
110 electronic communications (including email vote) deemed appropriate by the
111 person presiding at the meeting where the vote will be taken.

112

113 **CHAPTER 5 - OFFICERS**

114

115 **Section 1: Officer Positions**

116 The officers of this organization shall be a President, a President-Elect, a
117 Secretary- Treasurer and the Immediate Past President, all of whom shall be
118 members of the King County Academy of Family Physicians.

119

120 **Section 2: Executive Committee Members**

121 These officers shall constitute the Executive committee and shall take office on
122 June 1 of each year and shall serve for one year or until their successors are
123 installed.

124

125 **Section 3: President's Duties**

126 The President shall preside at all meetings of the organization and the Executive
127 Committee or Board. The President may appoint any standing or special
128 committees that circumstances require.

129

130 **Section 4: President-Elect's Duties**

131 The President-elect shall preside at all meetings of the organization and of the
132 Executive Committee or Board in the absence of the president. The President-
133 Elect shall become acquainted with all the routine of the organization so that the
134 President-Elect will thereby be better fitted to assume office on the expiration of
135 the term of the President.

136

137 **Section 5: Secretary-Treasurer's Duties**
138 The Secretary-Treasurer shall perform all duties which the title of the office
139 ordinarily connotes; working with the Administrator to give notice of and keep a
140 record of all meetings of the membership and of the board, and maintain the
141 records of the members; be the custodian of all official documents of the
142 organization, in such an amount as the Board may require. The Secretary-
143 Treasurer shall present a financial report at each Annual Meeting and at such
144 times as the Board may require.

145
146 **Section 6: Immediate Past President's Duties**
147 The Immediate Past President shall assist the President as requested by the
148 President from time to time and otherwise provide continuity to the Board. The
149 Immediate Past President shall be an ex-officio member of the Governing Board
150 with full power to vote.

151
152 **Section 7: State or National Office Eligibility**
153 Any member holding office in the County Chapter shall not be barred from
154 holding a State or National office.

155
156 **CHAPTER 6 - GOVERNING BOARD**

157
158 **Section 1: Board Membership**
159 Subject to the action of the members in meeting assembled or by referendum,
160 the control and administration of this organization shall be vested in the
161 Governing Board composed of the four officers of the organization (President,
162 President-Elect, Secretary-Treasurer and Immediate Past President) plus two
163 medical students, two family medicine residents, and four members-at-large
164 elected by the membership.

165
166 **Section 2: Term**
167 The members of the Governing Board shall take office on June 1 of each year
168 and shall serve for one year or until their successors are installed.

169
170 **Section 3: Annual Board Meeting**
171 The Board shall meet annually following the annual meeting of the organization
172 and at such other times and places as the President may direct.

173
174 **Section 4: Board Action and Voting**
175 No action of the Board shall be considered valid unless taken at a properly
176 constituted board meeting and recorded in the minutes. Voting on issues
177 presented to the Board may be taken by any means, including email or other
178 electronic means, so long as the Board member voting was able to participate in
179 the discussion surrounding the subject matter of the vote. In the event of a tie,
180 the current President shall cast the final vote.

181

182 **Section 5: Quorum and Attendance**
183 Those members present at any duly authorized meeting shall constitute a
184 quorum. Board members shall be considered present if they are present either in
185 person or participate in the meeting by phone or other electronic means that
186 allows them to participate in the discussion taking place at the meeting. Members
187 of the Board are expected to attend all meetings that their schedule allows and
188 are encouraged to make special effort to attend not less than half of the
189 organization's meetings.

190
191 **Section 6: Executive Committee Authority**
192 The executive committee shall have full power and authority to act for and on
193 behalf of the Governing Board: (a) whenever such power and authority is
194 delegated to the Executive Committee by the Board; or (b) whenever the
195 business of the organization demands prompt action in the interim between
196 Board Meetings; or (c) whenever it is impractical or impossible to convene the full
197 Board. Meetings of the Executive Committee may be called by the President at
198 any time and a full report of the Executive Committee meeting will be presented
199 to the Board at the next Board Meeting.

200
201 **CHAPTER 7 - ELECTIONS**
202

203 **Section 1: Nominating Committee**
204 The Executive Committee shall serve as a nominating committee and present
205 one or more nominations for each of the following positions: President,
206 President-Elect, Secretary-Treasurer, and the four member-at-large positions on
207 the Board. This committee shall also appoint two medical student positions and
208 two family medicine resident positions on the Board.

209
210 **Section 2: Ballot**
211 The nominating committee will present the nominees to the membership on a
212 written ballot at the Annual Meeting. Nominations from the floor may be made at
213 the Annual Meeting.

214
215 **Section 3: Voting**
216 Voting shall be by written ballot at the Annual Meeting or by email by the due
217 date listed on the ballot. The Executive Director shall be responsible for the
218 tallying and recording of the votes. Election shall be by a plurality of the ballots
219 received.

220
221 **Section 4: Retention of Ballots and Reporting Results**
222 Ballots will be retained by the Executive Director until installation of the new
223 officers takes place. Results shall be published to the membership.

224
225 **Section 5: Vacancies**
226 Vacancies of those elected to, or appointed by, the Board may be filled by the

227 Board, provided, however, that such appointment shall terminate at the next
228 annual meeting.

229

230 **CHAPTER 8 - DELEGATES TO THE STATE ASSEMBLY**

231

232 **Section 1: Delegate Identification**

233 Delegates to the Washington Academy of Family Physicians Annual House of
234 Delegates may include the four officers of the organization (President, President-
235 Elect, Secretary- Treasurer and Immediate Past President) and the four
236 members-at-large then serving on the governing board. Additional delegates and
237 any alternate delegates to the annual state assembly will be appointed by the
238 Executive Committee.

239

240 **Section 2: Selection of Additional Delegates**

241 If there are more delegate nominees than delegate positions assigned to the
242 organization for the state assembly, the Executive Committee will determine who
243 will be a delegate and who will be alternate delegates by majority vote of the
244 Committee. In the event of a tie, the current president shall cast the final vote.

245

246 **CHAPTER 9 - ETHICS**

247

248 The Principles of Medical Ethics of this organization shall be the same as those
249 of the Washington Academy of Family Physicians, and the disciplinary
250 procedures shall be handled in the same manner specified in the Bylaws of the
251 Washington Academy of Family Physicians.

252

253 **CHAPTER 10 - RULES OF ORDER**

254

255 In absence of any provision in the Bylaws, all meetings of this organization and of
256 the Board shall be governed by parliamentary rules and usages contained in the
257 current edition of "Sturgis' Standard Code of Parliamentary Procedure."

258

259 **CHAPTER 11 - AMENDMENTS**

260

261 Any five or more members may propose amendments to these Bylaws by
262 submitting the same to the Secretary-Treasurer at least sixty days prior to any
263 regular or special meeting of the Governing Board. Such proposed amendment is
264 to be referred to a Bylaws Committee to be designated by the President in order
265 to determine its constitutionality, and for study and recommendation. The
266 committee shall report its findings at the next regular or special Board meeting for
267 which the amendment is offered, and a ballot shall then be sent to all members
268 with a synopsis of the pros and cons of the proposed amendment. An affirmative
269 written vote of the majority of the membership of the Chapter voting shall
270 constitute adoption.