



Bylaws

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BYLAWS OF THE ARIZONA OSTEOPATHIC MEDICAL ASSOCIATION (AOMA)

ARTICLE I - NAME

This Association shall be known as the Arizona Osteopathic Medical Association, hereafter referred to as "The Association".

ARTICLE II - OFFICE AND REGISTERED AGENT

The principal place of business and administrative office shall be located in metro Phoenix, Arizona.

ARTICLE III - MISSION

The mission of the Arizona Osteopathic Medical Association is to promote the osteopathic medical profession, serve our members, provide osteopathic continuing medical education, and advocate for access to high quality, cost-effective healthcare.

ARTICLE IV - AFFILIATION

This Association is a divisional society of the American Osteopathic Association and shall be subject to the American Osteopathic Association Code of Ethics.

ARTICLE V - MEMBERSHIP

5.1 The members of the Association shall be classified as follows:

Voting

Active

Honorary Life

Uniformed Services (*Full time active-duty military; commissioned uniformed officers in U.S. Public Health Service and/or Indian Health Service.*)

Retired

Non-Voting

Out-of-State

Students, Interns and Residents in Training

Honorary

Allied Health Professionals Non-

Physician Academic Faculty

5.2 Requirements for Membership:

Active Membership - Active membership may be granted to those who are licensed in Arizona to practice medicine and surgery, including administrative medicine, and medical education as osteopathic or allopathic physicians, and who continue to meet such other qualifications, shall be set forth by these Bylaws. Active Members have voice and vote.

Honorary Life Membership - Honorary Life Membership may be granted upon osteopathic or allopathic physicians who have given exemplary service adding to stature and prestige of the osteopathic profession. Candidates for Honorary Life Membership in the Arizona Osteopathic Medical Association must have reached the age of seventy and have completed thirty-five (35) years of practice during which time they have had a total of at least twenty-five (25) years of membership in good standing in a state osteopathic

association or associations. Such members shall be active with respect to voice and vote but shall be exempt from dues and assessments.

Uniformed Services Membership – Must be full-time active military or commissioned uniformed officers in the U.S. Public Health Service and/or the Indian Health Service. Uniformed Services Members have voice and vote.

Retired Dues Paying Membership – A Retired Membership status may be granted at the discretion of the Board of Trustees to Arizona physicians who have completely disassociated themselves from the practice of medicine and surgery as a physician, or administrative or educational position. A retired physician may perform volunteer work. Retired Members have voice and vote.

Out-of-State Membership – Out-of-State Membership may be granted to osteopathic physicians who reside in another state with or without an Arizona license. Application for Out-of-State Membership shall be processed as required for Active Membership. Out-of-state Members shall be subject to dues as established by the Board of Trustees and shall have no vote in this Association or any District.

Students, Interns, Residents-in-Training Membership – Students, Interns and Residents-in-Training Membership status may be granted to students who are in an accredited college of medicine, Interns, Residents and Fellows in hospitals within the State of Arizona, or to a full time Preceptee with the State of Arizona for the period of his or her recognized training program or terms of service. Such membership shall receive all benefits of membership without payment of dues, except to be eligible for office or vote. Only student representatives of their schools or post-graduate members who serve on the Board of Trustees or House of Delegates shall have voice and vote.

Honorary Membership – Honorary Membership may be conferred from time to time upon persons outside the profession who have made an exceptional contribution to this association. Honorary Members shall have no voice or vote in this association.

Allied Health Professionals – Arizona licensed nurses and physician assistants in good standing may be granted membership subject to dues established by the Board of Trustees and shall have no vote in this Association.

Non-Physician Academic Faculty – Non-physician academic faculty may be granted membership subject to dues established by the Board of Trustees and shall have no vote in this Association.

5.3 Membership

Ethics - All Association members shall be above reproach in character and their professional conduct shall comply with the American Osteopathic Association Code of Ethics.

Unless specifically noted, an individual whose completed registration and payment of appropriate dues has been received and processed shall be enrolled as a member. An individual whose license to practice is revoked or suspended, or who is serving a sentence for conviction of a felony offense shall not be considered eligible for membership in this Association.

New members are defined as members who have never been an AOMA member or have not been an active member for a period of three (3) years.

- 5.4 Discipline, Suspensions, Revocation, and Reinstatement of Membership Privileges Automatic Suspension and Revocations - A member whose license to practice medicine and surgery as an osteopathic or allopathic physician in the state of Arizona has been suspended will automatically be suspended from membership in this Association. Such suspension shall be concurrent with suspension of license. Any member whose license to practice medicine and surgery as an osteopathic or allopathic physician in the State of Arizona has been revoked shall there upon have his membership in the Association revoked. A member who has been adjudged guilty of a felony shall have his membership revoked automatically.

Disciplinary action – The membership of any member of the Association who, in the opinion of the Executive Committee of the Association, purposely and persistently violates the established policy of the Association or who seeks to undermine the unity of the osteopathic profession or affiliated organizations may be revoked, suspended, or placed on probation by action of the Executive Committee of the Association upon the recommendation of the Membership Services Committee, after the member has been given notice and an opportunity to be heard before such action is taken. Any individual whose membership has been so revoked, suspended, or placed on probation shall have the right of appeal to the Board of Trustees of the AOMA at its next regular meeting. After a review of the action of the Executive Committee, the Board of Trustees may, in its discretion, take such action in regard thereto as it deems appropriate.

No member of the Arizona Osteopathic Medical Association serving any capacity whatsoever shall receive a salary or compensation for services rendered to the Arizona Osteopathic Medical Association. This does not include receiving an honorarium for presenting a lecture at an educational event or expenses subject to approval by the Executive Committee or the Board of Trustees and availability of monies to represent AOMA at a meeting or related activity.

ARTICLE VI - DUES AND ASSESSMENTS

- 6.1 Payment of dues – The annual dues for twelve (12) months membership of the Association shall be payable in advance on or before the anniversary date of the first day of their membership. A member whose dues shall remain unpaid for thirty (30) days may become suspended. They may be reinstated upon payment of dues and assessments provided such payments are received prior to the end of the current membership term, or, if later, by reactivating their membership.
- 6.2 Dues rates – The annual dues of all members of the Association shall be determined by the House of Delegates and administered by the Board of Trustees. Students, residents, and Honorary Life Members shall not be liable for dues or any assessment.

- 6.3 Assessments - To meet emergencies, according to the definition of emergency in Webster's Ninth New Collegiate Dictionary - 'an unforeseen combination of circumstances or the resulting state that calls for immediate action', the Board of Trustees may levy special assessments so approved by a majority of the vote of the members of the House of Delegates.
- 6.4 The Executive Director shall notify any member of his automatic suspension for nonpayment of dues and/or assessments and shall give such member full information as to the right of reinstatement and the conditions thereof. A member may submit an application to the Membership Services Committee, or Executive Committee for "dues consideration." The Membership Services Committee or Executive Committee may recommend to the Board of Trustees a dues waiver for all or part of any dues and/or assessments for the properly authenticated cause.
- 6.5 Association dues for voting and non-voting members, including any changes thereto, shall be approved by majority vote of the members of the House of Delegates present and eligible to vote, and the dues shall be set forth in the Manual of Procedures of the Association.

ARTICLE VII - PARLIAMENTARY AUTHORITY

This Association and all its bodies shall be governed by Robert's Rules of Order Newly Revised except where otherwise provided in the Bylaws, Manual of Procedures, Board of Trustees Policies, or by special rules of orders.

ARTICLE VIII - BOARD OF TRUSTEES

- 8.1 The Officers of the Board of Trustees includes the following officers: President, Immediate Past President, President-Elect, Vice President, and a Secretary/Treasurer elected by the Arizona Osteopathic Medical Association House of Delegates. Each officer has voice and vote. All officers shall serve for one year or until their successors are installed. The Executive Director shall serve as an administrative officer of the board with voice and no vote.
- 8.2 The Board of Trustees of the Arizona Osteopathic Medical Association, shall consist of five officers and one (1) elected Trustee from each District, and an equal number of recommended Members-at-Large as there are districts, one (1) Specialty Representative, one (1) New Physician Representative and one (1) Resident Representative. All Board Members will be elected for a two (2) year term with voice and vote. Additionally, there will be student representatives who will be elected for a one-year term representing Arizona College of Osteopathic Medicine (AZCOM) at Midwestern University, and the School of Osteopathic Medicine Arizona (SOMA) at A.T. Still University who will each have voice and one vote. The Board of Trustees shall be comprised of a majority of osteopathic physicians.
- 8.3 The Speaker and the Vice Speaker of the House of Delegates may be present at meetings of the Board of Trustees and may have a voice but no vote.

- 8.4 It shall be the duty of the Association's Board of Trustees to transact all business of the Association between meetings of the House of Delegates except as herein otherwise provided.
- 8.5 President shall be chairperson of the Board of Trustees and preside at its meeting.
- 8.6 The presence of a majority of the members occupying a position on the Board of Trustees entitled to vote shall constitute a quorum required for a vote and for the transaction of business at any meeting.
- 8.7 The Board of Trustees of the Arizona Osteopathic Medical Association shall hold at least four regular meetings each year. Special meetings may be called by the President or be called upon the request of a majority of the members of the Board.
- 8.8 No member shall possess any right in or to, the property or assets of the Association.
- 8.9 If a Trustee is not present at two (2) consecutive Board of Trustee meetings without valid excuse for the Board of Trustees, he or she may be considered for termination as a member of the Board of Trustees of the Arizona Osteopathic Medical Association.
- 8.10 The Board of Trustees may act upon any matter by mail, phone, fax or electronic communications, when necessary. If a vote is taken in this manner, the vote of the Board shall be by majority of all members occupying a position on the Board.
- 8.11 Notices, Times, Places, Agendas, and Minutes of Meetings
Notice of Meetings - Notice of any actual meeting shall be given to each Trustee (or Delegate) at least ten (10) but not more than sixty (60) days prior to the date of the meeting in writing.
- Minutes - Written minutes of the business conducted at meetings of the Board of Trustees or the House of Delegates shall be kept, open for inspection by any AOMA member at all reasonable times.

ARTICLE IX - EXECUTIVE COMMITTEE

- 9.1 The Executive Committee shall consist of the Immediate Past President, President, President-Elect, Vice President, Secretary/Treasurer, and Executive Director.
- 9.2 The Executive Committee may transact the business of the Board between meetings. The Executive Committee shall be responsible to the Board of Trustees and their actions reported to the Board of Trustees.
- 9.3 If a Trustee seat is vacated on the Board of Trustees, the President may appoint a member to serve the remainder of the term. The President may consult with the Nominating Committee for recommendations of an appointee.
- 9.4 During officer tenure, each officer shall serve on major committees (excluding ad hoc committees) in preparation for succession into the role of president.

ARTICLE X - OFFICERS

- 10.1 The President shall be the chair of the Board of Trustees, Finance Committee, and the Executive Committee, and shall perform the duties usually pertaining to his/her office. He/she shall nominate, subject to approval by the Board of Trustees, all appointive officers, unless otherwise specified in the Bylaws and in accordance with the directives contained in the Manual of Procedures or as established by the Board of Trustees or the House of Delegates.
- 10.2 The President-Elect shall perform the duties of the office of the President in the absence of or at the request of the President.
- 10.3 The Vice-President, in the absence or at the request of the President and President-Elect shall perform the duties of the office of the President.
- 10.4 The Secretary/Treasurer shall perform the duties of the office of Vice-President in the absence of or at the request of the President.
- 10.5 The Speaker or the Vice-Speaker of the House of Delegates shall perform such duties as custom and parliamentary usage require. The Speaker may appoint reference committees of the House to perform functions for which they are created. The Speaker shall have such other privileges and duties as may be assigned to him/her by the House of Delegates, which privileges and duties shall not conflict with the privileges and duties assigned by the Constitution and Bylaws to other officers of the Association. The Vice Speaker of the House of Delegates shall assume the duties of the Speaker in his/her absence or at his/her request.
- 10.6 The Executive Director shall be employed by, and be responsible to, the Board of Trustees. The Executive Director shall keep the record of all business of the Association. He or she shall be charged with the responsibility of forwarding notices of all meetings and shall keep on file an accurate record of all transactions of the Association. He or she shall perform such other duties as shall be prescribed by the Board of Trustees. The executive director shall be an Officer of the Board of Trustees with voice and no vote.
- 10.7 No member shall be eligible to hold an office in this Association until he or she has been a voting member in good standing in the Arizona Osteopathic Medical Association for two (2) years immediately prior to the election for which they will be considered.
- 10.8 No member shall hold more than one (1) elective office on the Board of Trustees of this Association at one time. A Board member may, however, serve as a Delegate or an Alternate to the Arizona Osteopathic Medical Association House of Delegates.
- 10.9 Any person proven to have sought office in the Arizona Osteopathic Medical Association by purchase, bribe, or any other type of special reward, shall be ineligible to hold any office in this Association for ten (10) years from the date of the proven offense.

- 10.10 Any officer may resign at any time by giving written notice to the President or, in the case of the President, to the Board of Trustees. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.
- 10.11 After careful investigation the Board of Trustees may, by a two-thirds vote of its members at any duly called meeting, remove from office any officer who has represented the Association, upon the grounds that such officer is guilty of malfeasance, incompetency, or neglect of duty in office.
- 10.12 In case of a President's death, resignation, incapacity, or for any other justifiable reason, succession shall pass to the President Elect, and if necessary, to the Vice President for the balance of that term.
- 10.13 If a vacancy (temporary or permanent) occurs in an executive officer position, such vacancy pro tempore shall be filled by vote of the Board of Trustees. The candidate for consideration will be recommended by the Executive Committee. Said electee shall serve until the original occupant of the office is again able and eligible to serve or until the next regular installation of officers, whichever the case may be. A temporary occupant of an office shall have all the rights and powers and shall perform the duties of that office that he or she thus occupies.

ARTICLE XI - MANUAL OF PROCEDURES

- 11.1 The Manual of Procedures is a guide describing the duties of all Officers, Trustees, Delegates, committees and membership of the Association. This manual's policies and procedures address governance, management & operations, and public policy for the Association. There shall be nothing in the Manual of Procedures that conflicts with the Bylaws of the Association; in case of a conflict, the Bylaws shall prevail.
- 11.2 Except for changes in Association dues as provided for in Article VI, the Manual of Procedures shall be adopted and subsequently amended by a majority vote of the members present and eligible to vote at a regular meeting of the Board of Trustees or at a special meeting called for that purpose. All amendments to the Manual of Procedures must be submitted in writing to the members of the Board of Trustees not less than ten (10) days before the meeting at which they are to be voted upon.

ARTICLE XII - Districts

- 12.1 This Association shall be a federation of district societies only within this State. Every member of the Arizona Osteopathic Medical Association may be a member of the District in which he or she maintains a designated office, or if preferred, their residence. Each District shall conduct business pertinent to its well-being, and to elect Delegates and Alternates to the Arizona Osteopathic Medical Association House of Delegates. In odd numbered years, each District will elect one (1) Trustee Representative on the Board of Trustees for a two (2) year term. In even numbered years, the Districts may recommend members to be considered as Members-at-Large to serve on the Arizona Osteopathic Medical Association Board of Trustees for a two (2)

year term. If necessary, District Meeting chairs may be appointed by the AOMA President to conduct district business pertinent to its well-being.

12.2 Written notice of all District meetings shall be sent no later than ten (10) days prior to the meeting. Each District shall meet in person or through conference telephone call, mail or electronic vote to elect Delegates and Alternates, and Trustees.

12.3 For the purpose of electing Delegates the state shall be divided into the following seven Districts organized by zip codes:

District 1 shall be Northwest Maricopa County including (but not limited to) El Mirage, Glendale, Litchfield Park, Sun City, Sun City West, Surprise, Peoria, and West Phoenix.

District 2 shall be Maricopa County including (but not limited to) Central Phoenix, and New River.

District 3 shall be Northeast Maricopa County including (but not limited to) Carefree, Cave Creek, Paradise Valley, Phoenix, and Scottsdale.

District 4 shall be Southeast Maricopa County including (but not limited to) Apache Junction, Mesa, and Queen Creek.

District 5 shall be Southern Maricopa County including (but not limited to) Avondale, Buckeye, Chandler, Gilbert, Goodyear, Laveen, Phoenix, Sun Lakes, and Tempe.

District 6 shall be Pima, Cochise and Santa Cruz Counties.

District 7 shall be the balance of the State of Arizona.

ARTICLE XIII – ARIZONA OSTEOPATHIC MEDICAL ASSOCIATION HOUSE OF DELEGATES

13.1 The House of Delegates shall be the legislative and governing body of the Arizona Osteopathic Medical Association and shall represent the Association membership in state affairs and perform other functions as may subsequently be defined in the Bylaws.

13.2 The House of Delegates shall consist of Delegates elected by the Districts of the Arizona Osteopathic Medical Association, interns and residents-in-training, and osteopathic medical students in colleges of osteopathic medicine in Arizona, or such other members as may be provided by the bylaws. The House of Delegates shall be comprised of a majority of osteopathic physicians. Each of the seated Delegates shall have voice and vote. Each District shall be entitled to one Delegate, and one Alternate plus one additional Delegate and Alternate for the first eight (8) members or fraction thereof (this would provide any District with a minimum of two (2) Delegates and two (2) Alternates), plus one additional Delegate and Alternate for each additional fifteen (15) members or majority thereof. Delegates and Alternates shall be elected every two (2) years and serve a minimum of two (2) years and renewable upon re-election and validation by the appropriate District representative(s). The student bodies of the Arizona College of Osteopathic Medicine (AZCOM) at Midwestern University and the School of Osteopathic Medicine Arizona at A.T. Still University (SOMA) shall each annually select one Delegate

- and Alternate to serve in the Arizona Osteopathic Medical Association's House of Delegates with voice and vote. Student Delegates and Alternates shall serve a one (1) year term. One resident Delegate and one resident Alternate will be elected by resident members every two (2) years.
- 13.3 Each District shall certify its Delegates and Alternates to the Executive Director of the Arizona Osteopathic Medical Association prior to the first day of the Annual Meeting of the House of Delegates.
 - 13.4 A certified Delegate who is registered at the House of Delegates meeting shall be seated and shall remain the Delegate recognized throughout the session. If a Delegate cannot attend or continue in service, an Alternate shall be seated in their place for the remainder of the session. Each seated Delegate shall have one vote in the House of Delegates of the Arizona Osteopathic Medical Association.
 - 13.5 The House of Delegates shall meet at least annually, except that the House may meet and convene at other times upon the call of the President. A special meeting of the House of Delegates may be called by the President, or by a two fifths (2/5) vote of the accredited Delegates to the House of Delegates, or by a petition of a simple numerical majority of the Association members. In such cases, the Delegates must be given at least ten (10) days' notice and the subject of the special meeting shall be stated in the call. The Speaker shall be the presiding officer in the House of Delegates. If the Speaker is absent, or at his request, the Vice Speaker shall preside.
 - 13.6 More than two-fifths (40%) of the total number of certified Delegates, or Alternates must be seated at the House of Delegates to constitute a quorum.
 - 13.7 The House of Delegates shall have the authority to revise the districts for the purpose of forming a more equitable distribution of representation at the House of Delegates of the Arizona Osteopathic Medical Association.
 - 13.8 The House of Delegates may include the Board of Trustees and Past Presidents of the Arizona Osteopathic Medical Association who shall have voice but no vote, unless they are certified Delegates or Alternates.
 - 13.9 The House of Delegates shall be entrusted with the responsibility of electing the Delegates and Alternates to the American Osteopathic Association House of Delegates, to consider proposed amendments to the Bylaws of the Arizona Osteopathic Medical Association, to elect the Officers of the Arizona Osteopathic Medical Association as well as the Speaker and the Vice Speaker of the House of Delegates of the Arizona Osteopathic Medical Association, and approve membership dues.
 - 13.10 The House of Delegates shall have other duties as may be prescribed in these Bylaws from time to time.
 - 13.11 The presiding officer of the House, the Speaker, as well as the Vice Speaker, shall both be conversant with the Bylaws, the Manual of Procedures, and Robert's Rules of Order Newly Revised.

- 13.12 Arizona Osteopathic Medical Association and American Osteopathic Association resolutions for consideration by the Arizona Osteopathic Medical Association House of Delegates must be submitted thirty-five days prior to the meeting for which they will be considered. The Executive Committee or Board of Trustees may grant an exception for a late introduction of resolution if there are special circumstances that warrant it, or a late introduction of a resolution may be permitted by a two-thirds vote of the delegates.
- 13.13 Only Arizona Osteopathic Medical Association members may submit resolutions to the Arizona Osteopathic Medical Association House of Delegates or have access to them.
- 13.14 Arizona Osteopathic Medical Association resolutions must be reaffirmed every five years.

ARTICLE XIV - ELECTIONS

- 14.1 The Arizona Osteopathic Medical Association House of Delegates shall conduct all elections both regular and special and shall manage all matters pertaining thereto.
- 14.2 A majority vote shall be necessary to elect officers or representatives. If more than two (2) nominees appear on the ballot and no nominee receives a majority on the first ballot, the nominee receiving the fewest votes shall be dropped, and a second ballot shall be taken in the same manner as the first, and the same procedure shall be followed until an election is accomplished.
- 14.3 In the case of two nominees receiving an equal number of votes, the Speaker of the House shall break the tie. The term of office of all officers shall begin at the installation of officers at the annual meeting of the House of Delegates and shall continue until their successors are elected and similarly installed. This rule regarding the term of office does not affect those who are elected to terms of service running for more than one (1) year.

ARTICLE XV - DELEGATES TO THE AMERICAN OSTEOPATHIC ASSOCIATION

- 15.1 Delegates and their Alternates, and Chair and Vice Chair to the House of Delegates of the American Osteopathic Association shall be nominated by the Arizona Osteopathic Medical Association Nominating Committee with other nominations for those offices being made from the floor where desired, and they shall be elected at the annual meeting of the House of Delegates of this Association. The number of Delegates elected by this Association to the House of Delegates of the American Osteopathic Association shall be in number equal to the number of Delegates credited to this Association by the American Osteopathic Association. Only members in good standing of the Arizona Osteopathic Medical Association are eligible for election as Delegates and Alternates. During their term in office the immediate past president, president, president-elect, vice president, and secretary/treasurer of the Arizona Osteopathic Medical Association shall serve as Delegates to the House of Delegates of the American Osteopathic Association. The remaining allocated Delegates shall be elected for three (3) year terms. Alternates shall be elected for three (3) years. Alternates in the latter years of their three-year term will receive preference for selection to become a Delegate.

The Deans of the Arizona College of Osteopathic Medicine and the School of Osteopathic Medicine Arizona shall also provide a certification of the names of the student government president to serve as a Student Delegate and the student government vice president to serve as Alternate Delegate.

- 15.2 The House of Delegates of this Association may instruct their American Osteopathic Association Delegates and may determine if the delegation is to follow its direction.
- 15.3 If the association is unable to fill allotted delegate positions after the Association House of Delegates annual meeting, the Board of Trustees may appoint additional Delegates as necessary to fill vacant positions for the ensuing American Osteopathic Association meeting.

ARTICLE XVI - STANDING COMMITTEES

- 16.1 This Association shall have Standing Committees: Governance & Bylaws; Finance Committee; Legislative Affairs and Advocacy; Membership, Communication & Marketing; and Professional Education; and AdHoc: Awards Committee, Nominating Committee; Investment Oversight Committee.
- 16.2 The Board of Trustees or the House of Delegates, consistent with the powers given to it by these Bylaws, shall establish and determine the duties of Committees, and Task Forces necessary to further the policies of the Association. The Executive Committee and Board of Trustees shall have the authority to modify the Committees and their function based on the evolving needs of the Association. The activities of all Committees shall, so far as possible, be executed in close cooperation with the Executive Director.

ARTICLE XVII - CONVENTIONS

The annual convention shall be held at such time and place as may be determined by the Board of Trustees and may be changed should necessity warrant.

ARTICLE XVIII - INDEMNIFICATION

Each trustee, officer, and employee of this Association now or hereafter in office who acts, at the request of this Association, shall be indemnified by this Association against all costs, expenses, judgments, fines, and amounts or liability therefore, including counsel fees, reasonably incurred by or imposed upon him in connection with or resulting from any action, suit, proceeding, or claim to which he may be made a party, or in which he may be or become involved by reason of his acts of omission or commission, or alleged acts of omission or commission as such trustee, officer, or employee, or, subject to the subsequent provisions of the section, any settlement thereof, provided that such indemnification shall not apply with respect to any matters as to which such trustee, officer, or employee shall be finally adjudged in such action, suit, or proceeding to have been individually guilty of misconduct, misfeasance, or malfeasance in the performance of his duty as such trustee, officer, or employee.

The indemnification herein provided shall, with respect to any settlement of any such suit, action, proceeding, or claim, include reimbursement of any amounts paid and expenses reasonably incurred in settling any such suit, action, proceeding, or claim, when the Board of Trustees has determined that such settlement and reimbursement appear to be for the best

interests of this Association.

ARTICLE XIX - DISCRIMINATION DISCLAIMER

Notwithstanding any provision of these bylaws, the Association shall not discriminate against any director, officer, employee, applicant, or participant on the basis of sex, race, color, ethnicity, or national origin.

ARTICLE XX - DISSOLUTION OF SOCIETY

Upon dissolution of the Association, the Board of Trustees or Board designee shall, after paying or making provision for payment of all liabilities of the Association, including the costs and expenses of such dissolution, dispose of all the assets of the Association exclusively for the exempt purposes of the Association or distributed to an organization described in Section 501 (c)(3) or 170 (c)(2) of the Internal Revenue Code of 1986 or the corresponding provisions of any future federal law, as shall be selected by the last Board of Trustees. None of the assets will be distributed to any officer or director of the Association. Any such assets shall be disposed consistent with requirements of Arizona law.

ARTICLE XXI - AMENDMENTS TO BYLAWS

- 21.1 These Bylaws may be amended at any annual or special meeting of the House of Delegates by two-thirds vote, providing that the amendment shall have been filed with the Executive Director at least two (2) months before the meeting at which the amendment is to be voted upon. Upon receiving a copy of the amendment, it shall be the duty of the Executive Director to cause it to be printed at least twenty (20) days before the meeting and distributed to all of those duly qualified to receive it as members of the House of Delegates and members of the Arizona Osteopathic Medical Association.
- 21.2 Bylaw amendments shall only be proposed and considered that originate with members of this Association, an AOMA committee, Executive Committee, Board of Trustees, or House of Delegates.

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ARTICLE XXII

These Bylaws shall be effective immediately upon approval and acceptance by the House of Delegates of the Arizona Osteopathic Medical Association and approval of the American Osteopathic Association.

Originally Adopted November 22, 1970

By the Arizona Osteopathic Medical Association House of Delegates

Originally Approved January 1971

By the American Osteopathic Association Board of Trustees

Amended and Revised	May 8, 1974
	December 6, 1975
	April 11, 1978
	October 27, 1984
	April 24, 1985
	April 16, 1986
	April 29, 1987
	November 18, 1995
	November 23, 1996
	April 16, 1997
	November 21, 1998
	November 13, 1999
	April 25, 2000
	April 21, 2004
	November 20, 2004
	April 19, 2007
	November 9, 2013
	November 15, 2014
	April 15, 2016
	April 21, 2017
	November 11, 2017
	November 10, 2018
	April 17, 2021