

CONSTITUTION & BYLAWS



CONSTITUTION

The name of this Association will be, “The West Virginia University School of Medicine Alumni Association” until such time as a significant endowment would allow for a name change.

The purpose of the Association will be:

- 1) the establishment of a mutually beneficial relationship between the school and its alumni,
- 2) the promotion of the general welfare of the school,
- 3) contribution to improvement of health care for all citizens,
- 4) keepers of traditions and symbols for the School,
- 5) to develop and maintain an endowment program to support students and alumni programs of the School, and
- 6) to support award programs for faculty, alumni, and students.

BYLAWS

ARTICLE I - MEMBERSHIP

Section 1. Types of Membership

There will be four types of membership:

- a. Active
- b. Associate
- c. Honorary
- d. Companion

Section 2. Active Membership

The following classes of individuals will be eligible for active membership with voting privileges:

- a. Any person who has completed the regularly prescribed courses leading to the Doctor of Medicine or Doctor of Philosophy degrees at the West Virginia University School of Medicine.
- b. Non-WVU graduate resident and fellow physicians who have completed residency programs associated with West Virginia University.

Life Membership: Any active membership eligible person may obtain a life affiliation with a one time payment of an amount set by the Executive Council. This payment may be made in one to four yearly installments.

Resident Membership: First-year membership is complimentary to all MD and PhD graduates of the WVU School of Medicine. Dues will be at a reduced rate thereafter while in an approved residency/fellowship program.

Section 3. Associate Membership

Terminal doctoral degree faculty (non-WVU graduates) at any West Virginia University School of Medicine campus are eligible to purchase a non-voting associate membership.

Section 4. Honorary Membership

This type of non-voting membership is reserved for physicians or others who demonstrate outstanding service to the Association or the School of Medicine. Persons are proposed for such membership by the executive council of the Association and duly elected by the active membership at the annual meeting. No fee is associated with this designation.

Section 5. Companion Membership

This type of non-voting membership is reserved for spouses of eligible members. Fee for the companion membership is one half that of the annual/life member fee.

ARTICLE II - ORGANIZATION

Section 1. Officers of the Association

The officers of the association will be:

- a. President
- b. President-elect
- c. Secretary Treasurer
- d. Executive Council Chair (Immediate Past President)

Section 2. Executive Council

The governing body of the association will be an executive council, hereby created, in which will be vested all powers of the association, subservient only to these Bylaws. The Executive Council will be composed as follows:

- a. The chair of the Council, will be the immediate past president of the Association.
- b. The president of the Association.
- c. The president-elect of the Association.
- d. The secretary treasurer of the Association.
- e. Seven (7) elected members-at-large from the active membership—each for a term of three years in rotating order according to their year of election.
- f. Ex-officio (non-voting) members will be the Dean of the School of Medicine, Vice Dean of Education and Academic Affairs and the three campus MSIV student presidents.

The Executive Council will be responsible for the government and management of the Association. It will have the power to fix dues, and may increase, decrease, or abolish all dues. The secretary treasurer will carry out the will of the Council for collection and disbursement of all funds of the Association.

The Council will render, through the secretary treasurer, an annual financial report at the time of each annual meeting. The Council will authorize the president to appoint committees as may be required and will make provisions for periodic or occasional publications as Council may find desirable/necessary.

Section 3. Executive Council Chair

An Executive Council Chair will be named annually by virtue of his/her office as the immediate past president at the regular business meeting of the association. The term of office will be not more than two years. At the conclusion of which, he/she moves off the council. The chair may preside over meetings when the president is not available, calls for meetings of Executive Council and serves on the nominating committee for a period of three years.

Section 4. President of the Association

A president will be elected at the regular business meeting of the Association. The term of office of the president will

be not more than two years, and at the conclusion of which he/she will become the chair of the Executive Council. The president may call for meetings of the Executive Council. He/she will preside at all meetings of the Association, appoint committees, and perform such other duties as pertain to the office.

Section 5. President-elect of the Association

A president-elect will become president at the regular business meeting of the Association. The term of office of the president-elect will be not more than two years, and at the conclusion of which he/she will succeed to the presidency of the Association. The President-elect will assist the president in the performance of his/her duties upon request, and in the absence or incapacity of the president will assume his/her duties.

Section 6. Secretary Treasurer of the Association

A secretary treasurer will be elected annually at the annual business meeting of the Association. The term of office of the secretary treasurer will be not more than two years. Incumbent may be elected to succeed himself/herself once, at the discretion of the membership. The secretary treasurer will attend all meetings of the Association and of the Executive Council and keep records of all proceedings thereof. He/she will approve Association correspondence and keep the books and accounts of the Association under direction of the Executive Council or executive director. He/she will receive and acknowledge all monies and property of the Association, will be responsible for the adequate accounting for the same, and for their prompt transfer to such depositories as may be designated by the council and for the prompt discharge of the financial obligations incurred by the Association.

Section 7. Elected Members-at-large of the Association

Seven (7) members will be selected through recommendations of the Nominating Committee to serve each for a term of three years in rotating order according to the year of election. Attention will be given to have only one member per class on the council at any given time and consideration given to diversity in representation on the Executive Council.

Section 8. Terms of Office

In all cases a year of office will be from one annual business meeting of the Association to the next annual meeting.

Section 9. Vacancies

Any vacancy occurring in the offices of the Association or in the membership of the Executive Council will be filled by the Executive Council through nomination from the Nominating Committee and by plurality balloting. A successor so chosen will complete the unexpired term of the one whom he/she succeeds. This shall not preclude that individual from being elected to a full term.

ARTICLE III - MEETINGS

Section 1. Meetings of the Association

The Association will hold at least one meeting during each calendar year, at a time and location to be designated by the Executive Council. The location, date, and hour of the annual meeting will be announced to the members by appropriate means at least 30 days in advance of the meeting. Additional meetings may be held as circumstances, in the opinion of the Executive Council, warrant, and will be announced to the membership in like manner at the annual meeting.

Section 2. Voting Privileges

Voting privileges will be confined to active members whose dues covering the then current fiscal year have been paid prior to the time the meeting is called to order. Proxy voting will not be permitted.

Section 3. Privilege of the Floor

Any member of the Association, whether active, associate, honorary or companion, will be granted the privilege to speak from the floor of any meeting, subject only to customary recognition by the presiding officer.

Section 4. Quorum

A quorum will be declared whenever the number of active members present, not holding any elective office in the Association, exceeds the number of total elective offices. Business may be carried out with lack of a quorum. Minutes will then be sent to active members for an electronic vote to approve all actions by a quorum vote.

Section 5. Meetings of the Executive Council

The Executive Council will meet at the call of the chair or president, or at the request of any three members of the Council. The secretary-treasurer will issue the call for any meeting at the direction of the chair or president, and at least two weeks in advance of the date of the meeting. Six members of the Executive Council will constitute a quorum for meetings of that body.

Section 6. Rules of Order

The business of all meetings will be conducted in accordance with Robert's Rules of Order.

ARTICLE IV - NOMINATIONS AND ELECTION

Section 1. Nominating Committee

At the annual business meeting of the Association, a nominating committee will be established made up of the current Council chair and two immediate past chairs. The current Council chair will lead this committee. The executive director will serve as lead staff person supporting this committee. The nominating committee will create a slate of officers by identifying a candidate for each office to be filled in accordance with the provisions of Article II of the bylaws, giving attention to balanced representation on the Executive Council of class year (not more than one member per class), gender, ethnic and racial diversity.

Section 2. Elections

The Nominating Committee will present the slate of officers and Council members to the Executive Council at their annual meeting. The presiding officer (Council chair, president or appointee) will prescribe the manner of casting votes unless overruled by regular procedures as prescribed in Robert's Rule of Order.

ARTICLE V - OTHER STANDING COMMITTEES

Section 1. Awards Committee

Members of the Awards Committee will be charged with selecting awardees for the various awards bestowed by the WVU School of Medicine Alumni Association. They will also assist in the communications and collection of nominee names. They may make suggestions for changes in the criteria of the awards and submit to the Executive Council for consideration. Each person will serve a three-year term with an option to serve a second three-year term.

Section 2. Selection

The president will appoint nine (9) active members to the Awards Committee. Attention will be given to a wide range of graduation years, gender, and diversity.

ARTICLE VI - FISCAL YEAR

The fiscal year of the association membership will begin with January 1 and terminate December 31 of the same year. Fiscal accounting is done from annual meeting date to annual meeting date.

ARTICLE VII - AMENDMENTS

These bylaws may be amended by a majority vote of the full membership of the Executive Council at any legal meeting of the Council to which the matter has been continued after at least two weeks.

ARTICLE VIII - RATIFICATION

Following review and approval of the Constitution and Bylaws by the Executive Council, the bylaws will be submitted to and become effective immediately upon ratification by a majority vote of the active members of the WVU School of Medicine Alumni Association attending the annual meeting, at a meeting called for that purpose, or a virtual vote via email. The proposed constitution and bylaws will be circulated at least two weeks prior to the meeting to those active members whose current mailing addresses/ email addresses are available to the secretary.

Adopted July 24, 1953

Revised and Ratified at Annual Meeting, November 14, 1970

Revised at Executive Council Meeting, October 12, 1984

Adopted at Annual Meeting, October 13, 1984

Amended, October 13, 1990

Amended, January 31, 1995

Revised by Committee on Constitution & Bylaws, August 2004

Adopted at Annual Meeting, November 6, 2004

Revised by Committee on Constitution & Bylaws, September 2013

Adopted at Annual Meeting, October 28, 2013

Revised by Committee on Constitution & Bylaws, March 24, 2021

Adopted at Annual Meeting, October 1, 2021