

Montgomery County Medical Society
Summary of Proposed Bylaws Changes – 2018

The MCMS Executive Board proposes the following bylaws changes for the membership's consideration. These bylaws changes will be voted on at the October 17th Membership Meeting.

- I. **Elections Process: Chapter IV, Section II & X**
To provide flexibility, the proposed bylaws include a change from having three general membership meetings to having “at least one.” As a result because the elections activities were carried out at membership meetings, changes are necessary to institute a different way of electing officers for the society.
 - a. Chapter IV; Section II, Section II accomplishes the elections changes.
 - b. Chapter IV; Section X addresses how to handle a vacancy in an expedient manner.
 - c. Note: Chapter VII; Section I accomplishes the changes to having at least one regular membership meeting.
- II. **Medical staff representation on the Executive Board: Chapter VI, Section I**
 - a. Currently, Chapter V, Section I.B. the bylaws read: The medical staff representatives shall be active members and not a full-time or contract employee of the hospital as approved by the Executive Board. The proposed change requires medical staff representatives on the MCMS Board to be active members of the medical staff AND active members of MCMS.
 - b. Also, Chapter V, Section I.B. changes the number of hospitals in the county from 5 to 6.
- III. **Standing Committees: Chapter VI, Section I**
 - a. Proposed changes eliminate standing committees and continues to allow ad hoc committees to be appointed as needed.
 - b. Chapter VI, Section I. A. Changes name of Young Physicians Committee to Early Career Physicians Committee.
- IV. **Regular & Annual Meetings: Chapter VII, Section I & II**
 - a. As noted above, Section I.A. changes the requirement of having three meetings per year to at least one. It doesn't prohibit MCMS from having more than one.
 - b. Annual Meeting: Chapter II, Section II notes the Annual meeting will be in “in the month of April or at a special meeting or event called for that purpose.” Change is consistent with having at least one at which time the installation will take place.
- V. **Montgomery County Special Awards, Chapter VII, Section VII**
 - a. Changes reflect that the Laughlin Fund is no longer receiving contributions from the Laughlin Family Foundation. MCMS Board approved transferring balance to the National Capital Physicians Foundation for use to provide education for physicians. Laughlin awards will no longer continue after 2018 however the MCMS President may continue to recognize deserving individuals.

Montgomery County Medical Society Proposed Bylaws Revisions – 2018

Deletions are marked by ~~strikethrough~~

Additions/Changes are marked by *italics and highlighted yellow*

CHAPTER IV - OFFICERS AND OTHER ELECTED OFFICIALS

Section I. Officers

- A. The officers of this Society shall consist of a President, President-Elect, Vice President, Secretary, and Treasurer. All officers except the President shall be elected for a one-year term from among the Active and Forty-year members of this Society.
- B. MedChi Delegates and Alternate Delegates shall be appointed by the President with consultation from the Chair and Vice Chair of the MCMS delegation and/or the Executive Board for a two-year term from among the Active and Forty-year members of the Montgomery County Medical Society. They are appointed in accordance with the Constitution and Bylaws of MedChi.
- C. The Montgomery County member of the MedChi Board of Trustees shall be elected by the Executive Board from among the Active and Forty-year members who have served on the Executive Board of this Society. The Montgomery County trustee shall be elected for a three-year term in accordance with the Constitution and Bylaws of MedChi.
- D. Nominees for MedChi office or American Medical Association Delegate or Alternate Delegate shall be selected from past officers of the Montgomery County Medical Society, members or former members of the Society's Executive Board, and qualified members from another component society within the state of Maryland.

Section II. Election

- A. The Nominating Committee shall present a slate of nominees for Society elective offices at ~~the September~~ *a General Membership Meeting of the Society to be held in the Fall.*
- B. The names of all nominees will be published at least ten days prior to the ~~September Fall~~ *General Membership* meeting.
- C. Nominations may be made from the floor only at the ~~September Fall General Membership~~ meeting when the slate of candidates from the Nominating Committee is presented to the general membership. All candidates from the floor for any office must conform to requirements for that office and must be present at the meeting so these inquiries can be made. An amended list of candidates will then be sent to the entire membership ~~at least ten days prior to the January General Membership Meeting~~ *no later than January 15 of the following year.*
- D. Election of all candidates shall ~~be at the January General Membership Meeting of the Society~~ *be conducted by ballot distributed electronically no later than February 15* to the by Active and Forty-year members in good standing, ~~present and voting.~~ All candidates for Society elective office shall be elected by plurality.
- E. The Secretary shall notify officially all newly elected officers within ten (10) days of their election.
- F. Elected officers of the Montgomery County Medical Society shall be installed at ~~the April~~ *a General Membership Meeting* or at a special meeting or event called for that purpose. If, due to unusual circumstances, an installation is not possible as previously noted, elected officers will assume their offices no later than May 1st with the installation taking place at a later time.

Section X. Vacancies

- A. If the office of President becomes vacant, the President-elect shall immediately become President, serve the remainder of the unexpired term, and then assume office at the next Annual Meeting.
- B. If the office of the President-elect becomes vacant, a meeting of the last serving Nominating Committee shall occur within thirty (30) days of the vacancy. A special election shall be held at the subsequent General Membership Meeting *or by ballot distributed to the membership electronically, whichever is more expedient.*
- C. Vacancies in the office of Vice President, Secretary, and Treasurer shall be filled by Presidential appointment with the approval of the Executive Board.
- D. Vacancies in the position of Montgomery County representative to the MedChi Board of Trustees shall be filled in accordance with the MedChi Bylaws.

CHAPTER V - EXECUTIVE BOARD

Section I. Members

- A. The Executive Board shall consist of the President, the Immediate Past President, the President-Elect, the Vice President, the Secretary, the Treasurer, the Chairman and Vice Chairman of the MedChi Delegates, the Montgomery County Medical Society representative to the MedChi Board of Trustees, the Chairmen and Vice Chairmen of the standing committees, and the Parliamentarian.
- B. The Ex-officio members of the Executive Board include the Montgomery County Medical Society representative to the Commission on Health, the Montgomery County Health Officer, the Executive Director of the Medical Society, and a representative of each of the medical staffs of the ~~five~~ *six* Montgomery County hospitals. *The medical staff representatives shall be active voting members of the medical staff and of the medical society. and not a full-time or contract employee of the hospital as approved by the Executive Board.* Montgomery County Medical Society members serving on the MedChi Board of Trustees shall also serve on the Executive Board as ex-officio members.
- C. Other members may be added at the discretion of the President with the approval of the Executive Committee at least 30 days prior to his or her installation.
- D. All Executive Board members shall be Active/Forty-year members with the exception of the chairmen of the Emeritus and Practice Administrative Committees.
- E. All voting members of the Executive Board shall be Active or Forty-year members of Montgomery County Medical Society.

CHAPTER VI - COMMITTEES

Section I. Standing Committees

- A. The Standing Committees shall be as follows and shall report their findings and recommendations to the Executive Board. Standing committees shall be composed of a Chair, Vice Chair, and at least three other members of the Society except where noted. The committee designations shall be:
- ~~Community Outreach Committee~~
 - ~~Emeritus Physicians Committee~~
 - Finance (Treasurer as Chair, President as Vice Chair, President-Elect, and two other members of the Executive Board elected by the board annually.)
 - Legislative Committee
 - Membership Committee (President-Elect as Chair, Secretary as Vice Chair and three other members of the Society)
 - ~~Practice Administrative Committee~~
 - ~~Third Party Payer Committee~~
 - Women in Medicine Committee
 - ~~Young Physicians~~ *Early Career Physicians* Committee
- B. There shall be a Chair and Vice Chair of all standing committees appointed by the President with approval by the Executive Committee as outlined in IV C. They shall serve on the Executive Board. The term shall be two years. The chair and vice chair may be re-appointed for one term.
- C. Standing committees shall be asked to formulate and submit a plan for approval to the Executive Committee during the fourth quarter of the year for the following year to allow for appropriate prioritization and budgeting.

Section II. Ad Hoc & Special Committees

Ad Hoc and Special committees may be appointed by the President as the need arises.

CHAPTER VII - GENERAL MEMBERSHIP MEETINGS

Section I. Regular Meetings

- A. ~~Regular meetings shall be held at least three times per year. At least one regular membership meeting will be held in the fall of each year for the purpose of conducting Society business.~~
- B. The Executive Board shall have the right to change the date and place of a regular meeting for reason of unusual circumstances.
- C. The Executive Committee shall have the responsibility to set the fees associated with attendance at the meetings.

Section II. Annual Meeting

The Annual Meeting shall be held ~~in the month of April or~~ at a special meeting or event called for that purpose. The installation of officers shall take place at this meeting.

Section III. Quorum

Thirty (30) Active members of the Society shall constitute a quorum for the transaction of business. Any new business must be submitted in writing to the presiding officer prior to the meeting.

Section VI. Social Events

The expense of any Social Event should be covered by the sale of tickets. Any deficit shall be paid from the Society's funds. Guest fees for all social and business meetings will be set by the Executive Committee.

Section VII. ~~Montgomery County Special Awards~~

- ~~A. The President of the Medical Society shall appoint a Special Awards Committee that shall consist of five (5) members representing the county at large. The committee shall be chaired by a Past President.~~
- ~~B. Award criteria, the nominations process and timeline shall be determined by the Special Awards Committee if not outlined in these bylaws and approved by the Executive Committee.~~
- ~~C. The awards committee shall recommend to the Board one or more awards including the Laughlin Awards to include recipients of the Laughlin Outstanding Physician Member annual award. In addition, if deserving individuals are nominated the committee may consider awarding the following Laughlin awards:~~
- ~~The Laughlin Distinguished Officer Award;~~
 - ~~The Laughlin Distinguished Administrative Award; and/or~~
 - ~~The Laughlin Distinguished Public Official Award.~~
- ~~D. Except for the Administrative and Public Official awards, award recipients must be members of MCMS. To be considered for the Outstanding Physician Award, the physician must have been a member of MCMS for at least ten (10) years, have performed activities and services outside of professional services that have benefited the local or state community, and/or have made an outstanding contribution to the medical profession.~~
- ~~E. These awards shall be presented at the September at a General Membership meeting.~~
- F. The President may recognize others during his/her term who are deserving of special recognition for outstanding service to the Society, community or the medical profession. These President's Awards shall be presented at the annual meeting and installation of officers.