



American Osteopathic College of Occupational and Preventive Medicine

American Osteopathic College of Preventive Medicine, Inc.

d/b/a

The American Osteopathic College of Occupational & Preventive Medicine

BYLAWS

(Proposed Revision of 2023)

1 NAME

- 1.1 The name of this organization is the "American Osteopathic College of Occupational and Preventive Medicine" hereafter referred to as the College, or AOCOPM

2 PURPOSE

- 2.1 It shall be the purpose of the College to promote the health and well-being of the population through the practice of occupational and preventive medicine.
- 2.2 Recognizing that other areas of osteopathic medical practice share common objectives with the College, petition for affiliation is encouraged and will be evaluated in accordance with the Bylaws of the American Osteopathic Association and the goals, objectives, Constitution and Bylaws of the College.
- 2.3 This College is organized exclusively as an affiliate of the American Osteopathic Association for the charitable, scientific and educational purposes as a not-for-profit corporation.

3 AFFILIATED GROUP

- 3.1 The College consists of Divisional groups with a common basic interest in preventive and occupational medicine and closely affiliated in organizational structure and function.
- 3.2 The Divisional groups may include, but not limited to, aerospace medicine (to include hyperbaric medicine), occupational & environmental medicine (to include medical review officers and disability and impairment medicine), and public health/general preventive medicine (to include correctional medicine).
 - 3.2.1 The College may sponsor an auxiliary organization.
- 3.3 Method of Affiliation
 - 3.3.1 By written petition to the Board of Trustees outlining objectives of petitioner that are in common with those of the College.
 - 3.3.2 Eligibility is limited to groups of physicians that meet criteria for active membership in the College and affiliation status with the American Osteopathic Association.

4 MEMBERSHIP

- 4.1 Membership in the College is a privilege and is contingent upon compliance with the Constitution and Bylaws of the College. In addition, no person shall become or remain a member unless they are of good moral character and adhere to the Code of Ethics of the American Osteopathic Association.
- 4.2 No person shall be denied membership because of gender, age, race, religion, disability or country of national origin.
- 4.3 Active Membership shall consist of graduates of American Osteopathic Association accredited schools of osteopathic medicine who have an interest in preventive or occupational medicine. Active members enjoy all rights and privileges of the College including the right to vote in the General Election or be an Officer of the College.
- 4.4 Associate Membership shall consist of those persons whose interests are those of the College but who do not qualify for Active Membership. Associate members shall enjoy all the rights and privileges of the College except the right to vote in the General Election, or to hold an elected office. As a committee member, an Associate is privileged to vote in any deliberations of the committee. Associate members may include MD's, Physicians Assistants and Nurses.
- 4.5 Student Membership in the College shall be encouraged and extended to those persons actively engaged in a full time pre-doctoral studies at a College of Osteopathic Medicine. Student members shall enjoy all the rights and privileges of the College.
- 4.6 Resident and Fellow Membership in the College shall be encouraged and extended to those persons, who are graduates of a Commission on Osteopathic College Accreditation (COCA)-Accredited Colleges of Osteopathic Medicine, and are actively engaged in a full-time postdoctoral education program leading to a credential in any of the College's divisional affiliates.

Postdoctoral student membership shall terminate upon completion of a full-time professional education program. This class of membership may not be repeated upon further educational pursuits. Resident members shall enjoy all the rights and privileges of the College

- 4.7 Emeritus Membership shall consist of those persons who have retired from professional medical vocations and have been Active members of the College. Emeritus members shall enjoy all the rights and privileges of the College except the right to hold elected office.
- 4.8 Inactive Membership shall consist of those members who are incapacitated by reason of illness, accident or infirmity and are unable to engage in any professional vocation; or those members of the uniformed forces who are on active duty outside the continental United States for a period of 12 months. Election by the Board of Trustees to Inactive Membership shall be for a one-year period and may be renewed.
- 4.9 Founder Membership shall be limited to members who initiated the College and/or an affiliate, obtained its legal charter and who are themselves qualified for Active membership. Founder members shall have all the privileges of Active membership and when retired from professional medical vocations shall be designated Founder/Emeritus.
- 4.10 Honorary Membership shall consist of those persons who have distinguished themselves in any field of preventive or occupational medicine, have performed outstanding service to the College or to the osteopathic profession, or distinguished members of the College who have retired from practice. Honorary members shall enjoy all the rights and privileges of the College except the right to vote in the General Election and be an Officer of the College. They shall not be required to pay any dues or fees. If the honor is bestowed upon a presently Active member of the College, the rights and privileges of Active membership continue, and that person shall be designated as Active/Honorary.
- 4.11 Applications for membership shall be on a prescribed form and accompanied by the full amount of annual dues.
- 4.12 An applicant whose license to practice in the medical profession is revoked or suspended, or who is currently serving a sentence for conviction of a felony offense, shall not be considered eligible for membership in the College.
- 4.13 A member whose dues shall remain unpaid for three months shall become suspended. Suspended members may be reinstated upon payment of dues and any assessments provided such payments are received prior to the end of the current fiscal year, or if later, by applying as a new member.
- 4.14 Any individual whose membership has been revoked, suspended, or placed on probation, or who has resigned their membership may be reinstated as a member of the college if they re-apply for membership and comply with the remainder of the requirements in the bylaws section 4, and if a majority of the Board of Trustees vote to re-instate the membership.

5 BOARD OF TRUSTEES (College Board/BOT)

- 5.1 The Board of Trustees is the Executive body of the College and shall perform such duties as outlined.
 - 5.1.1 The Board of Trustees shall consist of the Officers of the College, six (6) At-Large Trustees and a Vice President representing each of the Divisions. Each shall be chosen in the manner hereinafter provided. The Immediate Past President shall serve as an Ex-Officio member with voice but no vote. A new member in practice shall be elected for a two-year term. In addition, the Board shall appoint a resident member, an osteopathic medical student member, and an associate member to serve on the board of trustees for one-year renewable terms. The resident and associate members shall have voice and vote. The osteopathic medical student shall be an ex-officio member with voice, but no vote
 - 5.1.2 The Chair of each Division shall serve as a Vice-President of AOCOPM.
 - 5.1.3 The elected Officers, Trustees, and Vice-Presidents shall attend meetings of the Board and perform duties as required by the Board.
 - 5.1.4 The business and property of the College shall be managed and controlled by the Board of Trustees.
- 5.2 Election
 - 5.2.1 Six (6) Trustees shall be elected from the membership for up to two (2) consecutive three (3) year terms. A period of at least one (1) year must occur following the two terms before being eligible to once again serve on the Board of Trustees. Election of Officers and Trustees shall be by mail service, email or fax ballot with the results announced at the Annual Membership Meeting. Ties shall be broken by a coin toss.
 - 5.2.2 The Vice-Presidents shall be the Division Chairs and shall be elected annually on the regular ballot. There are no term limits.
 - 5.2.3 The new members of the Board of Trustees shall be introduced and installed at the end of the Annual Membership Business Meeting, which may be held virtually or in person, at the discretion of the Board of Trustees.
- 5.3 Powers and Duties of the Board of Trustees
 - 5.3.1 All of the corporate powers of the College, not expressly reserved for the membership or elsewhere in these Bylaws, shall be vested in the Board of Trustees. It shall be their duty to:
 - 5.3.1.1 Carry on the affairs of the College pursuant to these Bylaws and to pass, implement, and carry out policies that promulgate the objectives of the College.
 - 5.3.1.2 May hire an Executive Director who shall:
 - 5.3.1.2.1 Assist the Officers, Board of Trustees and Members of the College.
 - 5.3.1.2.2 Be custodian of the College records.
 - 5.3.1.2.3 Maintain an accurate roster of the membership
 - 5.3.1.2.4 Receive and give receipts for money due and payable to the College from whatever source and deposit such monies in the name of the College in such repositories as directed by the Board of Trustees.
 - 5.3.1.2.5 Conduct other business that may be necessary or directed by the Board of Trustees.
 - 5.3.1.3 Hold an Annual and Midyear Business Meeting and at such other times as they determine.
 - 5.3.1.4 The Trustees do not usually receive compensation for their services. However, the foregoing shall not be interpreted as prohibiting them from being compensated for travel expenses in connection with attending

any business meeting or receiving special consideration for dues, fees, etc. per the guidance of current College reimbursement policy as determined by the Board of Trustees

5.3.2 Resignation

5.3.2.1 An Officer or Trustee may resign at any time by giving written notice to the Board of Trustees through the President.

5.3.2.2 Resignation by a Vice-President (Division Chair) shall be considered resignation as Chair of the Division and shall be provided in writing to the Board of Trustees through the President.

5.3.3 Vacancies

5.3.3.1 The President shall fill vacancies occurring on the Board of Trustees until such time as the Board can meet. The President shall confer with the Executive Committee on any such appointments. Once the full Board has ratified such appointment, the appointed member shall hold office for the remainder of the term

5.3.3.2 If a Vice-President (Division Chair) vacates his/her position as Chair of the Division, the Division Vice-Chair shall fill the position of Vice-President on the Board of Trustees until the next election. In the event there is no Vice-Chair, the President shall appoint the Division Chair. This shall ensure the Divisions will always be represented.

5.3.3.3 In the event the office of President is vacated, the President-Elect will assume the Presidency.

5.3.4 Authority to Act

5.3.4.1 The Board of Trustees may, by general or special resolution, delegate Authority of Act on their behalf to an Officer of the College or to any committee the Board of Trustees may create.

5.3.5 Attendance

5.3.5.1 Any member of the Board of Trustees who fails to attend two (2) consecutive meetings (regular or special) of the Board of Trustees, without notice, may be considered to have submitted his or her resignation from the Board of Trustees.

5.3.5.2 It is the responsibility of the petitioner (Board of Trustee member) to provide, to the President, any reason (not to conflict with established laws of confidentiality) for an absence from a regular or special called meeting of the Board. The Board of Trustees may then accept or decline the request for an excused absence and so notify the petitioner.

6 OFFICERS

6.1 Officers and Trustees:

6.1.1 The Officers of the College shall be the President, President-Elect, Secretary, and Treasurer. The Immediate Past-President shall participate as an Ex-Officio, non-voting consultant. Officers and the Past-President may not hold any other positions on the Board.

6.1.2 All officers and Trustees shall be active members, except for the Associate, Student and Resident representatives to the Board of Trustees.

6.2 Elections:

6.2.1 The President-Elect, Secretary, Treasurer, Division Chairs, Associate Member Representative, New Member in Practice Representative, Student Representative, and Resident Representative are elected via an e-ballot each year. Two of the six At-Large Trustees shall be elected each year on a rotating basis for a three-year term. Ties shall be broken by a coin toss.

6.2.2 The newly elected President-Elect does not become President until installed by the outgoing President at the General Membership Business Meeting at the next Annual Meeting, which may be held in-person or virtually.

6.2.3 The new Board of Trustees shall take office after being installed by the new President at the General Membership Business Meeting at the next Annual Meeting.

6.3 Powers and Duties of the President

6.3.1 The President shall succeed from the office of President-Elect for a term of one year; shall chair all meetings of the Board of Trustees and the Membership; shall appoint Committee Chairs as described within these bylaws and shall act as an Ex-Officio member to all committees. The President shall:

6.3.1.1 Preside at all meetings of the General Membership and the Board of Trustees. In the absence of the President, the President-Elect shall preside. In the absence of the President-Elect, the Secretary shall preside.

6.3.1.2 Sign all certificates issued by the College during his/her term of office.

6.3.1.3 Together with the Secretary or Executive Director, execute all documents and instruments in the name of the College.

6.3.1.4 Discharge such other duties as may be required by the Constitution, Bylaws, or the Board of Trustees.

6.3.1.5 Chair the Executive Committee.

6.4 Powers and Duties of the President-Elect

6.4.1 The President-Elect shall be elected as outlined in sections 6 and 11 of these bylaws. The President-Elect shall:

6.4.1.1 Serve as Program Chair for the next Midyear and Annual Conferences.

6.4.1.2 Perform all other duties as assigned by the Board of Trustees or the President.

6.4.1.3 In the absence of the President shall perform the duties of the President and when so acting shall have all the powers of and be subject to all restrictions upon the President.

6.4.1.4 Shall serve on the Executive Committee, and other Committees as specified in the College Policies and Procedures.

6.5 Powers and Duties of the Secretary

6.5.1 The Secretary shall be elected as outlined in sections 6 and 11 of these bylaws and shall:

6.5.1.1 Perform all duties pertaining to this office which may be required by the Board of Trustees.

- 6.5.1.2 Maintain a current roster (as provided by the Executive Director prior to the midyear and annual meeting) of the membership of the College.
- 6.5.1.3 Be responsible for the minutes of all meetings of the Board of Trustees, the Executive Committee, the Membership Business Meeting, any other such meetings as directed by the President.
- 6.5.1.4 Serve on the Executive Committee, and other Committees as specified in the College Policies and Procedures.
- 6.5.1.5 Chair the Publications Committee and monitor the College's Social Media Presence. Assist the staff with editing newsletters and other membership communications.
- 6.5.1.6 In the absence of the President and the President-Elect preside over meetings of the Board of Trustees.
- 6.6 Powers and Duties of the Treasurer
 - 6.6.1 The Treasurer shall be elected as outlined in sections 6 and 11 of these bylaws and shall:
 - 6.6.1.1 Perform all duties pertaining to this office which may be required by the Board of Trustees.
 - 6.6.1.2 Serve on the Executive Committee and other committees as specified in the College Policies and Procedures.
 - 6.6.1.3 Oversee the collection, protection, and dispensing of all funds of the College as directed by the Board of Trustees.
 - 6.6.1.4 Provide a financial report at all business meetings of the Board of Trustees and Membership along with an annual review acceptable to the Board of Trustees.
 - 6.6.1.5 The Board of Trustees may require the Treasurer to be bonded.
- 6.7 Immediate Past-President
 - 6.7.1 Shall act as a consultant to the Board as an Ex-Officio member of the Board with no vote..
 - 6.7.2 Shall serve on the Executive Committee as a non-voting member, chairs the Nominating Committee and serves on other committees as specified in the College Policies and Procedures.
- 7 TRUSTEES
 - 7.1 Shall perform such duties as directed by the Board or the President.
- 8 VICE-PRESIDENTS
 - 8.1 Serve as Chairs of the Divisions.
 - 8.2 Serve as the Chairman of the Division Business Meetings (See Section 12.3).
 - 8.3 Serve on Committees as specified in the College Policies and Procedures.
 - 8.4 Ensure that the Division Secretary takes minutes for Division Business Meetings and that the minutes are correct and delivered to the Secretary of the College.
 - 8.5 Shall make an agenda for the Division Business
 - 8.6 Shall identify speakers and topics for the Division to the CME Committee Planning Sub-Committee.
 - 8.7 Perform other such duties and responsibilities as outlined in the "Policy and Procedure Manual".
- 9 MEETINGS (Business)
 - 9.1 All Business Meetings shall be governed by the current Robert's Rules of Order.
 - 9.2 General Membership Business Meetings
 - 9.2.1 The Annual Membership Business Meeting may be held during the annual educational conference of the AOA (OMED) or at a time and place designated by the Board of Trustees. The meeting may be held online. Notice of such meeting along with the itinerary for plenary sessions shall be mailed (regular or electronic) to all members at least thirty (30) days prior to said meeting.
 - 9.2.2 The Midyear Membership Business Meeting may take place at the midyear educational conference or at a place and time designated by the Board of Trustees. The meeting may be held online. Notice of such meeting along with the itinerary for plenary sessions shall be mailed (regular or electronic) to all members at least thirty (30) days prior to said meeting.
 - 9.2.3 At any meeting of the College a quorum shall consist of ten percent of the active membership.
 - 9.3 Board of Trustees Business Meetings
 - 9.3.1 Annual Business Meeting: The Board of Trustees may meet at the Annual Business Meeting for the purpose of conducting the business of the College or holding a strategic planning session.
 - 9.3.2 Midyear Business Meeting: The Board of Trustees may convene at the Midyear meeting for the purpose of conducting the business of the College and to provide orientation and strategic planning to the Board of Trustees.
 - 9.3.3 Monthly Board of Trustees Meetings: The Board of Trustees normally meets via video conferencing monthly during the year. Usually, these video meetings are skipped during months of Annual and MidYear conferences, and during the month of December, unless called by the President. The President may opt to forgo other meetings as well. The Board of Trustees may meet by teleconference or in person for the purpose of conducting the business of the College.
 - 9.3.4 Extraordinary or Emergency Business Meetings of the Board of Trustees may be called by the President, or twenty-five (25) percent of the Board of Trustees, or by petition of 25 percent of the General Membership. as needed.
 - 9.3.4 Quorum: Eight (8) members of the Board of Trustees shall constitute a quorum.
 - 9.4 Special Meetings
 - 9.4.1 Special meetings of the Membership may be called by the President or at the by petition of twenty-five (25) percent of the General Membership. The Secretary shall give at least thirty (30) days notice of such meeting. The notice will state the purpose of the meeting. No other business is to be considered at such special meeting. The President may call a special meeting of the Board of Trustees at any time for stated purposes upon thirty (30) days written notice to the Board of Trustees.

10 PLENARY SESSIONS

- 10.1 A scientific educational symposia should be held at least twice a year at a time and place designated by the Board of Trustees.
- 10.2 The Annual Conference may be held in conjunction with the Annual Convention of the American Osteopathic Association.
- 10.3 The Midyear Conference of the College shall be held at a time and place designated by the Board of Trustees.
- 10.4 No scheduled plenary sessions of the College can be canceled without the advice and consent of the Board of Trustees.

11 ELECTIONS/VOTING

- 11.1 The Nominating Committee shall consist of the Immediate Past-President as Chair, the current President-Elect, and the Vice-Presidents (Division Chairs).
- 11.2 The nominating process consists of the following:
 - 11.2.1 The Nominating Committee will meet and submit their recommendations to the Executive Director thirty (30) days prior to the Midyear meeting to validate the eligibility and willingness of candidates. The Executive Director will submit the validated candidates to the Board of Trustees at the Midyear meeting annually. Failure of the nominating committee to produce nominations will not prohibit the subsequent process from proceeding.
 - 11.2.2 The Board of Trustees at the Midyear meeting will:
 1. Review all recommendations from the Nominating Committee
 2. Nominate alternate or additional candidates.
 3. Establish the final list of eligible and willing candidates for the ballot by majority vote.
- 11.3 Voting for the Officers and the Board of Trustees shall be by electronic ballot to each qualified member of the College at least thirty (30) days prior to the Annual Membership Business Meeting.
 - 11.3.1 The ballot for eligible and willing candidates for vacant offices shall designate the Board of Trustees' nominee(s) and provide an area for the General Membership to include write in votes.
 - 11.3.2 Completed ballots must be returned to the office of the College no later than ten (10) days prior to the Annual Membership Business Meeting, where they will be tabulated. These ballots shall be tabulated by the Secretary for validation and the results brought to the Annual Meeting of the Board of Trustees where the Trustees shall certify them.
- 11.4 The certified candidates for each office receiving the greatest number of the votes cast shall be declared elected and take office after the General Membership Business Meeting at the next Annual Meeting. Ties shall be decided by a coin toss.

12 COMMITTEES

- 12.1 The President, with concurrence of the Board of Trustees, shall appoint all standing committee Chairs unless otherwise indicated by these Bylaws or College Policy and Procedures, as well as all ad hoc committee Chairs.
 - 12.1.1 Committee Chair absence. The Chair of each committee shall chair the committee meeting. If the Chair of a committee is not present for a committee meeting, then the members of the committee who are present shall follow established rules for selecting a Chair where they exist (e.g. Vice-Chair, Secretary, etc.). Where no protocol has been established the committee may elect a temporary Chair from among themselves. The committee meeting shall then proceed with the temporary Chair. The temporary chair will appoint a Secretary for the meeting if one is not present.
- 12.2 When a new standing committee, sub-committee, or ad hoc committee is proposed, or a change to an existing committee is proposed, the maker shall formally state in writing to the Board of Trustees for approval the purpose, function, composition, and method of appointment of the chair of the proposed committee. This group shall be ratified at the next regularly scheduled Board of Trustees meeting.
- 12.3 The President may form work groups, task forces or ad hoc committees to take care of urgent or pressing business. This group shall be ratified at the next regularly scheduled Board meeting.
- 12.4 A majority of the members present on any committee shall constitute a quorum.
- 12.5 The Board of Trustees shall maintain a list of all standing committees, sub-committee and ad hoc committees, as well as a policy regarding purpose, function, composition, and method of appointment of the chair of each committee.

13 DUES/ASSESSMENTS

- 13.1 There shall be dues assessed each year for all classes of membership, except as noted in Article Four (4) of these Bylaws.
- 13.2 The amount of such dues shall be determined by the Board of Trustees with concurrence by a majority of voting Board members present at any scheduled meeting.
- 13.3 Dues notices shall be by mail service, email, or fax mailed to the appropriate membership annually.
- 13.4 The Board of Trustees shall determine the fiscal year.
- 13.5 The Board of Trustees shall determine special assessments.

14 HONORS/AWARDS

- 14.1 The Board of Trustees may create honors and awards for any individual or group that has provided distinguished or unique service to society, the osteopathic profession, or the College.
- 14.2 Educational Awards are bestowed at the Midyear Conference to honor the founder of each Division.
- 14.3 W. Kenneth Riland, D.O. Memorial Lecture
 - 14.3.1 The W. Kenneth Riland, D.O. Memorial Lecture is a formal lecture dedicated to the principles of preventive medicine, as exemplified by Dr. Riland, which shall be presented at the Midyear Conference of the College.
 - 14.3.2 John Cahill Memorial Lecture in Aerospace Medicine
 - 14.3.3 James Fleming Memorial Lecture in Care of First Responders
 - 14.3.4 Murray Goldstein, Commemorative Lecture in Public Health and Preventive Medicine
 - 14.3.5 Loren Hatch Memorial Lecture in Occupational and Environmental Medicine

14.3.6 Brent Lovejoy Memorial Lecture in Disability Impairment and Evaluation

14.3.7 John Mills Commemorative Lecture in Correctional Medicine

15 CODE OF CONDUCT AND DISCIPLINE

15.1 Conduct

15.1.1 The Code of Conduct of the College is the Code of Ethics of the American Osteopathic Association. Additional misconduct may include, but is not limited to, inappropriate behavior in areas such as: financial stewardship, policy violation, civil or criminal violations, and professional misconduct; leadership's lack of excused attendance (2 or more), and / or other areas of misconduct deemed to be of significance by the Board of Trustees.

15.1.2 All matters related to breaches of the Code of Conduct by an individual must be submitted in writing, with the name of the author provided, to the Executive Director. The Executive Director will submit the allegation to the Executive Committee for review. The Executive Committee will determine if the issue should go to the Ethics Committee, directly to the Board of Trustees for review, or to dispose of it if the allegation is without merit.

15.1.3 The Board of Trustees shall investigate and make final decisions on all questions of Conduct.

15.2 Disciplinary Action

15.2.1 The membership, or position of responsibility, of any member of the College who, by two-thirds (2/3) vote of the Board of Trustees, has been found to meet "for cause" criteria or who otherwise has been found by the Board to violate the established policy of the association, or who seeks to undermine the unity of the osteopathic profession or of any of its divisional societies or affiliated organizations may be revoked, suspended or placed on probation.

15.2.1 For cause is based solely on the determination of the Board that said member has not acted in the best interest of the College. This may include, but is not limited to, inappropriate behavior in areas such as: Code of Ethics of the American Osteopathic Association, financial stewardship, policy violation, civil or criminal violations, professional misconduct, leadership's lack of excused attendance (2 or more) and / or other areas of misconduct deemed to be of significance by the Board of Trustees.

15.2.2 The Board will notify said member of its decision in writing within ten (10) days of the vote by certified mail.

15.2.3 If the member in question is an Officer or on the Board of Trustees they may be asked to leave the proceedings during discussion and voting.

15.3 Appeals Process

15.3.1 Any individual whose membership has been so revoked, suspended, or placed on probation shall have the right of appeal to the Board of Trustees at its next regular meeting. The Board of Trustees upon review may in its discretion take such action in regard thereto, as it deems appropriate.

15.3.2 A minority of one-third or more members of the Board of Trustees may appeal to the General Membership, at a regularly scheduled meeting, from the decision of the majority on any question.

16 AMENDMENTS

16.1 These Bylaws may be amended or repealed by a vote of two-thirds of the active members present at any regularly called meeting of the College, or by voting electronically if said changes are included on the annual elections' ballot, provided that notice of such amendment or repeal, the text thereof, and the reasons therefore is mailed to, faxed to, or e-mailed to all active members at least thirty (30) days prior to the meeting, or the election, at which action is to be taken.