

BYLAWS OF THE

Association of Physician Assistants in Obstetrics and Gynecology (APAOG)

Article I: Name

The name of this organization shall be the Association of Physician Assistants in Obstetrics and Gynecology, herein referred to as APAOG.

Article II: Purpose and Mission

The mission of APAOG is:

to improve the health care of women by supporting physician/PA teams who provide cost effective, quality care to female patients and by promoting a network of communication and education between providers dedicated to women's health.

The purpose of the APAOG is:

Section 1: To promote clinical and academic excellence for members of APAOG, and to enhance quality medical care to patients.

Section 2: To provide continuing medical education in the field of women's health

Section 3: To provide the general membership of the Academy with a forum for informal assembly regarding the issues that relate to physician assistants practicing in the field of Obstetrics and Gynecology.

Section 4: To develop and maintain a speakers bureau for APAOG.

Section 5: To facilitate mutual assistance and support of physician assistants, health professionals, and health services by organizing and disseminating health care information through forums, panels, and other similar programs concerning the delivery and quality of health care services within women's health.

Article III: Membership

The APAOG shall be representative of physician assistants, students, and other interested individuals within the specialty of women's health, who meet the specified Bylaws and requirements specified by the Board of Directors.

Section 1: Membership categories are a) fellow, b) sustaining, c) student,

d) physician, e) associate, f) affiliate, and g) honorary members. All AAPA fellow members are eligible for membership in APAOG.

Section 2: A Fellow member is a ARC-PA accredited PA program graduate or NCCPA-certified PA, who has at least one year of experience within the specialty of Obstetrics and Gynecology, and is also a fellow member in good standing of the American Academy of Physician Assistants. Fellow members shall be entitled to the privilege of the floor, to hold formal office, and to vote.

Section 3: A Sustaining member is a PA eligible for fellow membership (a ARC-PA accredited PA program graduate or NCCPA-certified PA) who has chosen not to practice in the PA profession or to join the AAPA or has not practiced in the area of obstetrics and gynecology.

Section 4: A Student member is a person enrolled in a ARC-PA accredited program or an unaccredited program recognized by the AAPA. Student members shall be entitled to the privilege of the floor but have no vote or hold any office except for their student representative. The student representative shall be elected by his or her peers and enjoy all rights and privileges including formal vote except in matters relating to AAPA.

Section 5: A Physician member is a U.S. licensed physician who wishes to associate with the organization. He or she shall have the privilege of the floor but shall not be entitled to vote or hold office.

Section 6: An Associate member is a person engaged in selling products or other services to PAs or an individual employed by a government agency who does not qualify for any other membership categories. Associate members shall be entitled to the privilege of the floor but shall not be entitled to vote or to hold office.

Section 7: An Affiliate member is a person who is ineligible for any of the above categories and wishes to associate with the organization and is approved by the Board of Directors. Affiliate members shall be entitled to the privilege of the floor but shall not be entitled to vote or to hold office.

Section 8: An Honorary member shall be a person who has rendered distinguished service to the Physician Assistant profession and/or APAOG. Such members shall be nominated by an active academy member, approved by the Board of Directors within one year, and approved by the general membership. They shall be entitled to the privilege of the floor but shall not be entitled to vote or hold office. They shall be exempt from paying dues.

Section 9: All applications for membership shall be in writing on application forms provided by this organization. All applications shall be approved or rejected by the organization's board of directors or its designee.

No applicant shall be denied on the basis of gender, age, race, creed, color, national origin, handicap, or sexual orientation. No fellow member of AAPA shall be denied an application of membership unless such membership has been revoked for reason of an ethical or judicial nature. Appeals will be acted upon by the Board of Directors whose decision will be final.

Section 10: Annual fees, dues amounts, late fees, and assessments shall be established and approved by the Board of Directors for each class of membership. The Executive Committee may offer complimentary membership for financial or personal hardship on a case-by-case and yearly basis.

Section 11: AAPA members who belong to more than one constituent organization may vote on AAPA issues in only one constituent organization.

Article IV: Discipline

Section 1: Any member who is under sentence of suspension, or expulsion shall not be entitled to any of the rights or benefits of the organization, or be permitted to take part in any of the proceedings until he or she has been reinstated.

Section 2: Any member who has been censured, suspended, or expelled by the Board of Directors may appeal, in writing, such action within six months after notice is given, in writing, by the Board of Directors.

Section 3: A committee chair, not part of the executive board, shall arrange for an impartial, three person panel to hear the appeal. The panel shall consist of fellow members who are not holding a chairmanship or board office. The committee chair shall designate a time and place for the hearing of the appeal, and after giving the appellant and representatives reasonable opportunity to be heard, shall, by a majority vote, either sustain or reverse such censure, suspension, or expulsion. The decision of the panel shall be final.

Article V: Meetings of Members

Section 1: The annual meeting shall be held at a date, time, and place to be set by the board and shall be held for the purpose of transacting such business as may properly come before said meeting.

Section 2: Notice of meetings shall be in writing. A copy of the notice shall be given to each member no less than 14 days before the date of the meeting. Special meetings of the organization may be called by the President, by order of a majority of the Board of Directors.

Section 3: A special meeting of the organization may be requested by a majority of the fellow members.

Section 4: Each fellow member and student representative is entitled to one vote on meeting motions.

Section 5: Five percent of the voting membership shall constitute a quorum.

Article VI: Board of Directors

Section 1: The Board of Directors shall consist of President, Vice President, Past President, Secretary, Treasurer, two Directors at Large, and Student Representative.

Section 2: The President, Vice President, Secretary and Treasurer shall be a fellow member in good standing of the AAPA for the duration of their term.

Section 3: The Board of Directors shall control and manage the affairs of the organization.

Section 4: The Board of Directors shall hold meetings at such times and places as may be designated by the President, but in no event shall there be less than one such meeting in any calendar year. An absolute majority of the membership of the Board shall constitute a quorum for purposes of transacting business.

Section 5: The board officers shall have a two-year term of office. Terms shall be staggered so that half of the officers are elected each year. Any officer may resign at any time. Such resignation shall be in writing to the board and shall take effect at the time specified therein.

Section 6: The Board of Directors, at any meeting thereof, may appoint such additional officers with such title, authority, and duties as it may deem advisable. The Board will set the amount of any compensation for additional officers or office personnel and will have the right to remove or replace any appointees at the Board's discretion.

Section 7: Any officer may be removed from office, for cause, at any time by the affirmative vote of a majority of the Board provided that the affected officer shall have been given written notice of the charges and offered an opportunity to appear and be heard on the matter before the Board of Directors takes final action.

Section 8: The officer may appeal such action, in writing, within six months after notice of removal is given and the board has taken action to remove the officer. The Board of Directors shall designate a time and place for the hearing of the appeal. After giving the officer and representatives reasonable opportunity to be heard, the Board of Directors shall, by a majority vote either sustain or reverse the removal of the officer. The decision of the Board of Directors shall be final.

Section 9: The AAPA appointed liaison to the American College of Obstetricians and Gynecologists (ACOG) shall be an ex-officio member of the board of directors.

Article VII: Election of the Board of Directors and AAPA Delegates

Section 1: The Elections Committee shall establish rules and regulations governing the elections.

Section 2: The offices to be filled are the Board of Directors and AAPA Delegate(s).

Section 3: The outgoing President shall remain as a voting member of the Board for one year as the Immediate Past President.

Section 4: Eligible voters include fellow members and the Student Representative.

Section 5: The election of officers and AAPA Delegates shall be conducted at least 21 days prior to July 1. The election of officers and delegates shall be conducted by mail or vote at the annual meeting as determined by the board of directors.

Section 6: The elected officers shall take office on July 1. Their term of office runs from July 1 to June 30.

Section 7: The term of delegates to the AAPA House of Delegates shall begin July 15, with the exception of those delegates representing the Student Academy.

Article VIII: Duties of Officers

Section 1: The President shall preside at all business meetings of the organization and of the Board of Directors. He or she shall make a full report of the year's activities at the annual meeting of the organization. He or she shall coordinate agendas for future meetings, preside at meetings and maintain order,

and set up forums for discussion. He or she shall appoint all standing committees and designate their chairperson, subject to the approval of the Board of Directors.

Section 2: The Vice President shall assume the duties of the President in his absence or vacancy. The Vice President will organize and conduct, with the assistance of the Secretary, all annual elections and be chairperson of the Elections Committee. He or she shall periodically review and recommend revision of the APAOG bylaws and policy manual.

Section 3: The Immediate Past President shall attend Board meetings and shall perform such duties as may be delegated by the President.

Section 4: The Secretary shall keep minutes of all meetings of the organization, be responsible for all organization communications, assist the Vice President on elections, notify all members of all meetings, and attempt to send applications for membership to all eligible physician assistants and students.

Section 5: The Treasurer shall maintain accurate records of the financial status of the organization, collect yearly dues from all members, deposit in the organization's account all money received by the organization, and with the President's approval, pay all bills approved by the organization, and record all receipts of those payments. The Treasurer's records shall be audited every year and upon leaving the office. The method of audit will be determined by the Board of Directors.

Section 7: The Student Representative shall act as a liaison between the Board of Directors and all student members of the organization. The Student Representative shall assist in conducting affairs of the organization as designated by the President.

Article IX: Committees

There shall be such committees as may be specified by the Board of Directors with such authority and responsibility as may be delegated by the Board of Directors or specified in the bylaws.

There shall be the following Standing Committees: a) Membership, b) Elections, c) Professional Practice, d) CME, e) External Relations, f) Corporate Relations g) Public Relations and h) Newsletter.

Section 1: The chair of each standing committee shall serve for a term of one year, commencing on July 1. All committee chairs shall be appointed by the President, with the majority approval of the Board of Directors, and shall be

subject to removal by the President. Each committee shall be responsible to the President and the Board of Directors.

Section 2: Each standing committee shall be responsible for the performance of the duties and functions delegated to it by the Board of Directors or the President.

Section 3: Standing committees shall hold regular meetings and shall make periodic written reports to the Board of Directors through the President.

Section 4: Special (ad hoc) committees may be appointed by the President with the concurrence of the Board for such special tasks as circumstances warrant.

Article X: Duties of the Standing Committees

Section 1: The Membership Committee shall encourage and promote the increase of APAOG membership by coordinating the recruitment, retention and development of the organization's members.

Section 2: The Professional Practice Committee shall establish and monitor policies, and practice guidelines that have an effect on PAs in ob/gyn and when necessary, coordinate the proactive lobbying for improved quality and standards for PAs practicing in obstetrics and gynecology.

Section 3: The Elections Committee shall prepare a slate of candidates to fill positions on the Board of Directors and AAPA House of Delegates. The Committee shall establish rules and regulations governing the elections. The Committee shall conduct the elections in the manner discussed in Article VII, section 5.

Section 4: The Continuing Medical Education Committee (CME) shall coordinate the planning of CME conferences for APAOG and/or assist and advise the AAPA in providing pertinent ob/gyn CME at the annual AAPA conference.

Section 5: The External Relations Committee shall establish and maintain liaisons with other professional groups that enhance the ability of the ob/gyn PA to deliver quality health care.

Section 6: The Corporate Relations Committee shall generate non-dues revenue and maintain open communication with corporate sponsors.

Section 7: The Public Relations Committee serves as an informational resource to the public and professional communities regarding PA practice in obstetrics and gynecology.

Section 8: The Newsletter Committee publishes a newsletter for the APAOG which will keep members informed of current association news.

Article XI: Finance

Section 1: The fiscal year shall be determined by a resolution of the Board of Directors.

Section 2: The amount of annual dues, late fees, and assessments, as well as the manner of payment, shall be determined from time to time by the Board of Directors.

Section 3: Annual membership dues shall be payable by February 1.

Section 4: Any member whose dues, late fees, or assessments are unpaid at the time of any meeting shall be ineligible to vote or hold office. The Board of Directors may establish procedures and policies with regard to nonpayment of dues, late fees, and assessments as they become due.

Section 5: Upon the dissolution of this organization, (APAOG), assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, and shall be distributed to the Physician Assistant Foundation, another 501(c) 3 corporation for the purposes of scholarship and education. This is permissible only if the Physician Assistant Foundation is still a 501(c)3 organization at the time of APAOG's dissolution. If this Foundation is not a 501(c)3 organization at this time, the assets should be distributed to Society for the Preservation of Physician Assistant History, another 501(c)3 corporation.

Article XII: Parliamentary Authority

Section 1: The current edition of *Sturgis-Standard Code of Parliamentary Procedure* shall be the parliamentary authority for all matters of procedures not specifically covered by these bylaws.

Section 2: This constituent organization is part of the parent organization AAPA. This organization will uphold the principles, purposes, and philosophy for which AAPA was founded.

Article XIII: Ethics and Judicial Affairs

Section 1: The Board of Directors shall serve as the judicial body of the organization.

Section 2: The APAOG supports the AAPA's code of ethics of the Physician Assistant Profession.

Article XIV: Amendment of Bylaws

Section 1: These bylaws may be amended at any regular or special meeting of the membership by a majority vote of all voting members present or by proxy.

Updated 5/31/05