

2009-2010

BYLAWS

MEDICAL SOCIETY OF THE STATE OF NEW YORK

ARTICLE I. NAME AND PURPOSES

The name and title shall be the Medical Society of the State of New York. The purposes of the Medical Society of the State of New York shall be:

To federate into one organization the medical profession of the State of New York;

To contribute to the professional and personal development of member physicians by representing the profession as a whole and advocating health-related rights, responsibilities and issues. These actions are designed to promote a favorable environment for the practice of medicine and improvement of the health of the residents of New York State;

To serve as a resource for its members and assist them in addressing the many issues and needs which they face in providing health care to their patients;

To enhance the delivery of medical care of high quality to all people in the most economical manner, and to act to promote and maintain high standards in medical education and in the practice of medicine in an effort to ensure that quality medical care is available to the public;

To seek to educate the public regarding important health care issues, including identification and discussion of their implications for patients and physicians in the current medical practice environment;

To seek to attain these goals by acting, to the fullest extent possible, in concert with organizations and agencies which have similar aims;

To inform and promote public opinion in regard to the problems of medicine and health for the best interests of the people of the State of New York.

N.B. All personal pronouns used in these bylaws are not intended to refer only to the masculine gender but refer to the masculine and feminine gender.

ARTICLE II. MEMBERSHIP

SECTION 1. CLASSES

The membership of the Medical Society of the State of New York shall be divided into eight classes: (a) active, (b) life, (c) honorary, (d) resident and fellow, (e) student, (f) affiliate, (g) post-medical graduate and (h) retired.

Active membership shall be limited to graduates of recognized medical or osteopathic schools who have completed not less than four satisfactory years of at least eight months each, or the equivalent, in a medical or osteopathic school in the United States of America or Canada registered as maintaining at the time a standard satisfactory to the medical or osteopathic licensing authorities of the State of New York, or in a medical or osteopathic school in a foreign country maintaining a standard not lower than that prescribed for medical schools in this State.

The active members shall be all active members in good standing of the component county medical societies. A copy of the roster of such members, certified to be correct by the respective secretary of each component county medical society, shall be evidence of the right of the members whose names appear therein to membership in the Medical Society of the State of New York.

Student members shall be those members enrolled in recognized medical or osteopathic schools in the United States who are pursuing a course of study leading to the degree of Doctor of Medicine or Doctor of Osteopathy, and who attend medical school or maintain a residence in New York State. Concurrent membership in a component county medical society and the American Medical Association is not a requirement for student membership. They shall apply for student membership on a form supplied by the secretary together with such dues as are fixed by the House of Delegates. When a student member ceases to be enrolled in a recognized school of medicine or school of osteopathy pursuing a course of study leading to a degree of Doctor of Medicine or Doctor of Osteopathy, other than by reason of graduation, said student member shall be considered to have resigned from membership in the Medical Society of the State of New York.

A student member who is suspended from the rights and privileges of his medical or osteopathic school shall likewise be suspended for the same period from the Medical Society of the State of New York.

An active or retired member in good standing who has completely withdrawn from the active practice of medicine and who has been a member in good standing for the ten consecutive years prior to the attainment of the age of sixty-seven years, or an active member in good standing who continues in the active practice of medicine and who has been a member in good standing for the ten consecutive years prior to the attainment of the age of seventy-two years, or an active or retired member in good standing for ten consecutive years or more who is permanently disabled, may apply for life membership. The House of Delegates or the Council may waive the requirements in a proper case where there appears to be extenuating circumstances. Such member shall apply for such life membership to the component county medical society of which he is a member. Said member's application shall be governed by the constitution and bylaws of the component county medical society relative to active membership or retired membership.

Such application shall be signed by the president and the secretary of the component county medical society of which he is a member and sent to the secretary of the State Society for presentation to the Council for approval.

The honorary members of the Medical Society of the State of New York shall be such distinguished physicians residing outside the State of New York as may be elected. Nominations for honorary membership shall be endorsed by three members of the State Society and forwarded to the secretary of

the State Society for presentation to the House of Delegates. A two-thirds vote of the House of Delegates present and voting shall be necessary for election to honorary membership.

Resident Membership shall be limited to graduates of recognized medical or osteopathic schools who are in residency training or fellowship and who are resident members of a component county medical society. Resident membership with full rights and privileges shall also be open (1) for one year after graduation to medical school graduates who have not immediately entered a residency program; (2) for one year after a resident has resigned from a residency program to look for a new residency position in a different field or hospital; (3) for one year after a resident has resigned from a residency program for a personal or medical leave of absence; and (4) for the duration of a structured educational program taken within or immediately following residency training. Resident members who have completed their postgraduate training will be allowed to participate with full rights and privileges in any meetings of the MSSNY-RFS that take place through the end of the calendar year in which their training has been completed. Any resident who is unable to join the component county society (societies) notwithstanding the provisions of Article XVIII, Section 2, paragraphs 5 and 6 of these Bylaws shall be eligible to join the Medical Society of the State of New York directly as a resident member.

The resident and fellow section shall be permitted to adopt bylaws to govern its internal affairs, and hold an annual business meeting. Such bylaws shall not be in conflict with the Bylaws of the Medical Society of the State of New York and must be approved by the Council to become effective.

Affiliate members shall be those physicians other than life or honorary members who were previously members in good standing of a component county medical society and the Medical Society of the State of New York who no longer reside or practice medicine in New York State, yet wish to be affiliated with the Medical Society of the State of New York.

In order to qualify for affiliate membership, the physician must have been a member in good standing of a component county medical society and the Medical Society of the State of New York at the time the physician terminated the residence and/or practice of medicine in New York State. An affiliate member who reestablishes either residence or the practice of medicine in New York State shall no longer qualify for affiliate membership but must apply for an appropriate class of membership. Any dues paid for affiliate membership in the year of reapplication shall be credited towards the dues required for the applicable class of membership.

In the event that an affiliate member resumes the status as an active member of a component county medical society and the Medical Society of the State of New York following the reestablishment of residence and/or the practice of medicine in the State of New York, the duration of time in which the individual held the status as an affiliate member in good standing shall not be considered as an interruption in active membership for the purpose of determining eligibility for life membership in accordance with paragraph 6 of this section.

A post-medical graduate member shall be an individual who resides in New York State and holds a medical school diploma from a school in the United States or Canada, or holds a medical diploma and certification by the Educational Commission for Foreign Medical Graduates but has not yet entered residency training or been employed as a physician in New York State. No individual may be a member in the post-medical graduate category for more than three years.

If an individual enters residency training in the year in which the individual has already paid dues in the post-medical graduate category, the individual shall apply for membership in the resident and fellow membership category, and have dues and assessments paid to the Medical Society of the State of New York for the post-medical graduate category be applied as payment for the resident and fellow membership category. Concurrent membership in a component county medical society is a requirement for post-medical graduate membership unless the individual can demonstrate that the county medical

society in the county in which the individual resides has not established a post-medical graduate category.

A retired member, shall be those individuals who have fully retired from the practice of medicine, irrespective of age. In order to qualify for retired membership, the physician must have been an active full dues paying member in good standing of a component county medical society and the Medical Society of the State of New York for at least twenty-five years.

SECTION 2. PRIVILEGES

Active members vote and hold office in the Medical Society of the State of New York.

They shall be entitled to receive the *News of New York*, and the Medical Directory of New York State.

Life members shall not be subject to Medical Society of the State of New York dues or assessments but shall be accorded all the rights and privileges of active membership. They shall be entitled to receive the *News of New York*, but the Medical Directory of New York State only on request.

Student members shall be entitled to receive the *News of New York*. Student members shall not be entitled to receive the Medical Directory of New York State free of charge. In addition, student members shall be entitled to the rights and privileges otherwise accorded in these Bylaws to students. The dues and assessments of resident members shall be no more than one tenth the amount levied on all other active members. The resident members shall be accorded all the rights and privileges of active membership. They shall be entitled to receive the Medical Directory of New York State only on request.

Honorary members shall be entitled to the privilege of attending the meetings of the Medical Society of the State of New York.

Affiliate members shall be accorded all the rights and privileges of active membership in the Medical Society of the State of New York but shall not vote and hold office, and shall be entitled to receive such publications of the Medical Society of the State of New York as are approved by the Council on an annual basis.

A post-medical graduate member shall be entitled to receive any informational mailings sent to the general membership of the Medical Society of the State of New York and membership benefits as determined by the Council, except for the Medical Directory of New York State which shall be sent only upon request.

State Society dues and assessments of a member elected after October 1 shall be credited to the succeeding year.

A retired member shall be accorded all the rights and privileges of active membership.

A member of one component county medical society shall not be permitted to transfer to membership in another component county medical society until said member has paid the current annual dues and assessments to the former component county medical society and has established a legal residence or practices in the county to which said member desires transfer, except as provided in Article XVIII, "Component County Medical Societies," Section 2. The question of legal residence or locus of practice shall be verified by the component county medical society to which the member desires transfer.

Any member, except a member who is eligible and has applied for life membership, whose component county medical society and Medical Society of the State of New York dues are unpaid after February 1

of any current year or whose assessments are unpaid by the specified time is not in good standing and shall be deemed to be in arrears.

A member of the Medical Society of the State of New York who is in arrears for component county medical society dues and State Society dues or assessments shall not be eligible for any office or delegacy or be entitled to vote for any officer, councilor, trustee, or delegate.

A member whose dues are unpaid after March 1 or whose assessments are unpaid one month after the specified date may be dropped from the rolls of membership of his component county medical society and the Medical Society of the State of New York upon reasonable notice to such member by such member's component county medical society, or the State Society. In the case of nonpayment of dues, the reasonable notice to be provided shall commence on February 1, or as soon as possible thereafter, upon the determination that such member is in arrears.

A member who has been dropped from the roll of a component county medical society by reason of failure to pay dues shall not be accepted by another component county medical society except by regular transfer after reinstatement in the original component county medical society. Medical Society of the State of New York dues of a member reinstated after October 1 shall be credited to the succeeding year, all rights and privileges of membership, however, dating from the time of reinstatement; but no member dropped for nonpayment of dues and assessments shall be reinstated until such member has, in addition, paid the assessments for the year in which said member was dropped.

Upon reinstatement to membership, the period of time in which membership had been dropped shall be considered a lapse in consecutive years of membership for the purpose of determining eligibility for life membership in accordance with Article II, Section 1, paragraph 6 of these Bylaws unless the reinstated member in addition pays the dues and assessments that accrued during the period in which membership had been dropped, in which case it shall be deemed that there was no lapse in consecutive years of membership for the purpose of determining eligibility for life membership.

A member convicted in a court of law of a crime evidencing moral turpitude shall thereupon cease to be a member of the Medical Society of the State of New York.

A member expelled from a component county medical society or suspended from its rights and privileges shall likewise be expelled or suspended for the same period from the Medical Society of the State of New York. The right of appeal to the State Society shall not be impaired. Members not in good standing or ceasing to be members of their component county medical society shall ipso facto have the same status in the State Society.

SECTION 3. CONTINUING MEDICAL EDUCATION

An active member who fails to fulfill the requirements for continuing medical education established by the Council of the Medical Society of the State of New York shall not be in good standing. This section shall become effective on March 1, 1981.

An active member as defined in Article II, Section 1, who is found not to be in good standing as of March 1, 1981, or March 1 of any subsequent year, for failing to comply with paragraph 1 of this Section shall receive reasonable notice that said active member must fulfill continuing medical education requirements by the last day of December of the year in which he is found not to be in good standing. An active member who does not fulfill continuing medical education requirements by the last day of December of the year in which he is found not to be in good standing shall automatically cease to be a member of the component county medical society and the State Society, unless, in the view of the Council, specific mitigating circumstances exist that the physician could not complete the CME requirements.

ARTICLE III. HOUSE OF DELEGATES

There shall be a House of Delegates which shall be the legislative body of the Medical Society of the State of New York and shall be charged with the general management, superintendence, and control of the State Society and its affairs, and shall have such general powers as may necessarily be incident thereto, except as otherwise specifically provided by the Bylaws.

SECTION 1. COMPOSITION

The House of Delegates shall be composed of: (a) duly designated delegates from the component county medical societies; (b) officers of the Medical Society of the State of New York, councilors, and trustees; (c) a duly designated delegate from each district branch; (d) a duly designated delegate from each recognized specialty society; (e) duly designated delegates from the medical student section; (f) the Commissioner of Health of the State of New York, or a deputy designated by the Commissioner, provided that any representative shall be a member of the State Society; (g) past-presidents of the State Society and any past president of the American Medical Association, provided that individual is a member of the Medical Society of the State of New York who shall be members for life; (h) any past executive vice-president of the State Society, who shall be a member for life, provided that individual is a member of the Medical Society of the State of New York, resides in the State of New York and is not otherwise a member of the House of Delegates for life in accordance with this section; (i) any past deputy executive vice-president of the State Society who has served a minimum of three years as deputy executive vice-president, who shall be a member for life, provided that the individual is a member of the State Society, resides in the State of New York, is not otherwise a member of the House of Delegates for life in accordance with this section, and is elected as a member for life by a majority of the members of the House of Delegates present and voting; (j) a representative from each of the medical schools in New York State, provided said representative is a member of the Medical Society of the State of New York; (k) delegates representing the resident and fellow section; (l) a delegate representing the organized medical staff section; (m) delegates representing the young physicians section; and (n) elected officers, trustees, and speakers of the American Medical Association, provided those individuals are members of the Medical Society of the State of New York.

The number of delegates to which each component county medical society is entitled shall be determined by one of the two following optional methods:

- (a) Each component county medical society shall be entitled to as many delegates as there shall be State assembly districts in such county at the time of election, but each county medical society shall be entitled to elect at least 1 delegate;
- (b) Any component county medical society which, according to the rolls of the Medical Society of the State of New York two months prior to the annual meeting, shall have had up to 99 members, shall be entitled to 1 delegate.

When the one (1) delegate from a component county medical society having a total membership of up to 99 is unable to attend the House of Delegates and be credentialed as a delegate from a specific county medical society, then and in that event, that county medical society shall be entitled to designate one member from another county medical society within its specific district branch to be credentialed as a delegate to the House.

Any component county medical society having 100 to 199 members shall be entitled to 2 delegates. Any component county medical society having 200 to 349 members shall be entitled to 3 delegates. Any component county medical society having 350 to 499 members shall be entitled to 4 delegates. Any component county medical society having 500 to 749 members

shall be entitled to 5 delegates. Any component county medical society having 750 to 999 members shall be entitled to 6 delegates. Any component county medical society having 1,000 or more members shall be entitled to at least 7 delegates and 1 additional delegate for each additional 300 members. Each component county medical society shall be entitled to designate at least 1 delegate, but no component county medical society shall be entitled to designate more than 30 delegates.

A delegate to the House of Delegates shall not be considered in good standing or entitled to vote in the House of Delegates if the component county medical society by which said delegate was elected is in default of the payment of any dues or assessments imposed by the House of Delegates, and said component county medical society has been duly notified of such default, or if such component county medical society shall at the time be under sentence of suspension imposed by the House of Delegates, or if such delegate is not in good standing in the Medical Society of the State of New York, or in the component county medical society to which said delegate belongs.

The term of a delegate duly designated by a component county medical society, district branch, specialty society, medical school or the medical student section shall begin at the first annual meeting of the House of Delegates subsequent to his designation.

A delegate shall practice or maintain residence or an office in the State of New York. Otherwise said delegate's office as a delegate in the Medical Society of the State of New York shall be declared vacant by the Council.

The student members of each medical school in New York State shall, at least sixty days prior to the annual meeting of the House of Delegates of the Medical Society of the State of New York, elect two members from among their number to represent them at the business meeting of the medical student section which shall be held immediately prior to the convening of the House of Delegates. At such meeting the representatives shall elect a chairman, vice-chairman, secretary, delegates, and alternate delegates. The medical student section shall be entitled to one delegate and one alternate delegate and, according to the rolls of the Medical Society of the State of New York sixty days prior to the annual meeting, one additional delegate for each additional 400 student members, up to a maximum of 3 delegates. No member shall hold more than one such office. The chairman, vice-chairman, and secretary shall conduct the business meeting and the delegates and alternate delegates shall represent the student members at the first annual meeting of the House of Delegates subsequent to their designation.

The resident and fellow section shall be entitled to elect a minimum of one delegate to the House of Delegates and, according to the rolls of the Medical Society of the State of New York sixty days prior to the annual meeting, one additional delegate for each additional 400 members over 100, up to a maximum of three delegates. The method of electing the resident and fellow section delegate shall be determined by the Council.

SECTION 2. DUTIES

The House of Delegates formulates policy for the Medical Society of the State of New York. No officer, councilor, board, commission, committee, or employee shall initiate any policy or commit the State Society to any policy unless such policy has been expressly approved by the House of Delegates or by the Council.

It shall elect the officers, councilors, and trustees of the State Society and the delegates to the American Medical Association. In odd numbered years beginning with the year 1999 it shall ensure that at least one resident physician is elected as a full delegate and at least one medical student is elected as an alternate delegate to the American Medical Association. In even numbered years beginning with the year 2000 it shall ensure that at least one medical student is elected as a full delegate and at least one

resident physician is elected as an alternate delegate to the American Medical Association. A student member of the Medical Society of the State of New York, who is in good standing, is eligible for election as delegate to the American Medical Association provided he is a member of the AMA.

Credentials signed by the president and secretary shall be issued to delegates to the American Medical Association.

It shall pass on the credentials and qualifications of delegates and shall decide who are entitled to be members of the House of Delegates of the Medical Society of the State of New York.

It shall have authority and power to suspend or otherwise discipline its own members, district branches, component county medical societies, or any members of the Medical Society of the State of New York charged with special duties for and under authority of the State Society.

It shall provide for the organization of the district branches, for rules and regulations for its own government, and for the administration of the affairs of the State Society.

It shall provide for the issuance of charters to component county medical societies in affiliation with the Medical Society of the State of New York.

It shall have authority to appoint special committees from among members of the Medical Society of the State of New York.

SECTION 3. MEETINGS

The annual meeting of the Medical Society of the State of New York and the annual meeting of the House of Delegates shall be held at the call of the speaker.

The sessions of the House of Delegates may be adjourned from time to time as may be necessary. At least 30 days before the annual meeting of the House of Delegates, the speaker shall announce a schedule of the adjourned sessions of the House of Delegates. This schedule may be amended by the House of Delegates during its meeting.

Resolutions may be submitted to the House of Delegates only by members of the House of Delegates as individuals, or by component county medical societies, district branches, specialty society delegates, the organized medical staff delegate, the resident and fellow section delegate, medical student section delegates, and medical school delegates.

Resolutions to be presented to the House of Delegates shall be forwarded to the speaker at least thirty days in advance of the annual meeting of the House of Delegates, with the exception of resolutions submitted by any section whose annual meeting is held 30 days prior to the meeting of the House of Delegates.

Resolutions may be presented by a voting delegate any time prior to the final day of the annual meeting of the House of Delegates but will be accepted for consideration by the House of Delegates only upon two-thirds vote of delegates present and voting.

Resolutions of an emergency nature presented by voting delegates on the final day of the annual meeting of the House of Delegates shall be referred by the speaker to an appropriate reference committee, which shall then report to the House as to whether the matter involved is or is not of an emergency nature.

If the reference committee reports that the matter is of an emergency nature, it shall be presented to the House without further consideration by a reference committee. Favorable action shall require the affirmative vote of three-fourths of all delegates present and voting. If the reference committee reports that the matter is not of an emergency nature, the speaker shall defer its introduction until the next annual meeting of the House of Delegates.

Special meetings of the House of Delegates shall be called by the speaker on the request in writing by 25 percent of the duly accredited delegates of the previous annual meeting of the House, or at the request of the Council; and in case of the failure, inability, or refusal of the speaker to act, such meetings may be called by a notice thereof subscribed by 25 percent of duly accredited delegates.

The notices of the annual and special meetings of the House of Delegates shall state the date, place, hour, and items of business that will be considered. These shall be mailed first class postpaid to each delegate not less than ten nor more than fifty days before such a meeting.

Publication of the notice of the annual meeting in the official publication of the Medical Society of the State of New York shall be considered as complying with this provision.

The affidavit of mailing by the secretary of the Medical Society of the State of New York to the last recorded address of the delegate shall be deemed sufficient proof of the service on each and every delegate for any and all purposes.

A quorum shall consist of 100 members of the House of Delegates.

The following shall be the order of business at the sessions of the House of Delegates:

1. Calling the meeting to order
2. Invocation
3. National Anthem
4. Report of Reference Committee on Credentials
5. Report by the secretary as to the presence or absence of a quorum
6. Remarks by the Speaker
7. Reading of the minutes of the previous meeting by title
8. Address by the President
9. Report of House Committee on Bylaws
10. Report of the Judicial Council
11. Reports of Council commissions and committees
12. Report of the Secretary
13. Report of the Treasurer
14. Report of the Board of Trustees
15. Report of the Executive Vice-President
16. Reports of district branches
17. Reports of special committees
18. Reports of reference committees
19. Elections
20. Recess for annual meeting of the State Society
21. Unfinished business
22. New business
23. Adjournment

This order of business may be altered by the speaker with the approval of the House of Delegates and may be suspended by two-thirds vote of the House.

No delegate shall speak on any question before the House of Delegates for longer than five minutes nor more than once on any subject except by the consent to a majority vote of the House.

The officers, councilors, and trustees of the Medical Society of the State of New York, and the delegates to the American Medical Association shall be nominated and elected at the annual meeting of the House of Delegates. In odd numbered years beginning with the year 1999 at least one resident physician shall be elected as full delegate and at least one medical student shall be elected as an alternate delegate to the American Medical Association. In even numbered years beginning with the year 2000 at least one medical student shall be elected as a full delegate and at least one resident physician shall be elected as an alternate delegate to the American Medical Association.

The rules contained in Sturgis Standard Code of Parliamentary Procedure shall govern the House of Delegates in all cases in which they are not inconsistent or in conflict with the Bylaws of the Medical Society of the State of New York or the standing or special rules of the House of Delegates.

ARTICLE IV. COUNCIL

There shall be a Council which shall exercise all the rights and duties of the House of Delegates, consistent with the Bylaws of the State Society, when the House of Delegates is not in session. The Council, therefore, is in fact the executive committee of the House of Delegates.

SECTION 1. COMPOSITION

The Council shall be composed of the president, president-elect, vice-president, immediate past-president, secretary, assistant secretary, treasurer, assistant treasurer, speaker, vice-speaker, chairman of the Board of Trustees and 15 councilors elected by the House of Delegates.

The trustees, the executive vice-president, the deputy executive vice-president, and the general counsel of the Medical Society of the State of New York shall attend all meetings of the Council with voice but without vote. The councilor from the young physicians section shall attend all meetings of the Council with voice and with vote. The councilor from the resident and fellow section shall attend all meetings of the Council with voice and with vote. The councilor from the medical student section shall attend all meetings of the Council with voice and with vote.

Four councilors shall be elected annually by the House of Delegates, each for a term of three years. One councilor representing the young physicians section shall be elected every third year by the House of Delegates for a term of three years. Two councilors, one councilor representing the medical student section and one councilor representing the resident and fellow section to the Medical Society of the State of New York, shall be elected every year by the House of Delegates, each for a term of one year. Article IV, Section 1, paragraph 4 is not applicable to the term of office of a resident or student councilor. In the event of a vacancy, a councilor shall be elected by the Council to serve until the next meeting of the House of Delegates, at which time the House of Delegates shall elect a councilor to fill the unexpired term.

No person shall serve, consecutively, more than two terms as councilor. An unexpired term shall not be construed as a term of office.

The councilors shall assume office on election and shall hold office until their successors are duly elected and qualified.

Councilors, other than the councilor representing the medical student section, the councilor representing the resident and fellow section, and the councilor representing the young physicians section shall be assigned to specific county societies as liaison for the Council in accordance with the provisions of

Article V, Section 2. Councilors shall be required to disseminate information of Council activity as well as returning information to the Council, and shall report regularly to the Council on their activity. The councilor representing the young physicians section must be a young physician member of the Medical Society of the State of New York and must have completed residency training and be under the age of 40, or regardless of age, have completed residency training within the past eight years, at the beginning of his/her term as councilor. The councilor representing the medical student section must be a student member of the Medical Society of the State of New York; the councilor representing the resident and fellow section must be a resident member of the Medical Society of the State of New York.

A councilor shall practice or maintain a residence or an office in the State of New York. Otherwise, his position in the Medical Society of the State of New York shall be declared vacant by the Council.

If a councilor is absent from three consecutive regular meetings of the Council without proper excuse, the Council shall declare his position vacant and elect a successor for the unexpired term.

SECTION 2. DUTIES

The Council shall take such action as is necessary to carry out the Bylaws and to give full effect to any resolution or vote of the House of Delegates.

It shall also have power to legislate as a House of Delegates, when the latter is not in session, on all matters consistent with the Bylaws.

It shall have the authority to make policy for the Medical Society of the State of New York when the House of Delegates is not in session.

The Council's resolutions and actions shall be decisive and final except that all resolutions and actions of the Council are subject to review by the House of Delegates. Its actions shall be governed by the Bylaws of the Medical Society of the State of New York and the rules and regulations of the House of Delegates.

The Council shall have the authority to vote all funds of the Society subject to the approval of the Board of Trustees.

Should the Board of Trustees disapprove of the expenditure of any funds voted for by the House of Delegates or the Council, then, and in that event, the Board of Trustees shall return the matter to either the House of Delegates or the Council, if the House of Delegates is not in session, which may override such disapproval by a three-quarter vote and direct the expenditure of such funds. The Board of Trustees shall not vote on this issue at a meeting of the House of Delegates and the chairman of the Board of Trustees shall not vote on this issue at the Council.

The Council shall have power to fill any vacancy which may occur in any elective office not otherwise provided for, until the next meeting of the House of Delegates.

The Council shall, by written notice, inform the component county medical societies of the specific Councilor assigned to it as liaison with the Council.

It shall prepare an annual budget for submission to the Board of Trustees.

The Executive Vice-President is the officer of the Medical Society of the State of New York responsible for managing the activities of the Society in conjunction with the directives of the Council and the Board of Trustees. The Executive Vice-President shall be an ex officio member of all boards, commissions, and committees with voice but without vote. In anticipation of a vacancy for the position

of the Executive Vice-President, the Council shall approve a search committee for the recruitment and screening of applicants for that position. The search committee shall consist of seven members of the House of Delegates at the most recent annual meeting of the Society, two of whom are appointed by the President, two of whom are appointed by the Chair of the Board of Trustees, and three of whom are appointed by the Speaker of the House of Delegates. The search committee will consider all applicants and present the most qualified applicant, or applicants, to the Council for selection, contingent upon negotiation of a satisfactory contract by the selectee with the Board of Trustees. No individual who accepts an appointment to the search committee may be selected Executive Vice-President during that particular cycle, i.e. until the position is filled and subsequently vacated.

The Council shall act on the applications for life membership which have been submitted by the component county medical societies. A majority vote of the Council present and voting shall be necessary for election to life membership.

The Council shall have responsibility for all publications of the Medical Society of the State of New York and their distribution. For the purpose of required announcements, the official publication of the State Society shall be the *News of New York*.

Special committees shall report to the Council and shall be subject to the Council unless otherwise instructed by the House of Delegates.

The Council, with the aid of the general counsel of the Medical Society of the State of New York, shall examine the constitution and bylaws of component county medical societies and district branches and/or all amendments thereto which shall be submitted to the Council for approval and shall approve or disapprove of said amendments.

The duties of the Council shall include the supervision of all commissions, committees, and activities of the Medical Society of the State of New York.

The Council shall also keep constantly advised of the activities of and collaborate with the health and social service departments of the State and with hospitals, clinics, and social service agencies in furthering the health of the community.

Commissions and committees of the Council may include any member of the Medical Society of the State of New York who shall be appointed by the president subject to the approval of the Council.

The Council shall control all arrangements for the annual convention of the Medical Society of the State of New York.

SECTION 3. TRIALS FOR MALFEASANCE

The Council shall sit as a trial body for hearings on charges of malfeasance and/or nonfeasance. The Council may also sit as a trial body for hearings in cases where charges of malfeasance or nonfeasance were issued by a regulatory body and settled by the physician.

Charges of malfeasance or nonfeasance preferred by a member against an officer, councilor, trustee, or member of a board, commission, or committee of the Medical Society of the State of New York shall be transmitted to the president in writing. The president shall order a trial on said charges by the Council, or a committee thereof.

Charges of malfeasance or nonfeasance preferred by a member against the president shall be transmitted in writing to the secretary of the Medical Society of the State of New York and shall be considered by the Council with the vice-president presiding.

The accused shall be given at least ten days' notice of such trial and of the charges against him and shall have full opportunity to defend himself, but no such officer, councilor, trustee, or member of a board, commission, or committee shall be removed or otherwise disciplined except by a three-fourths vote of the Council.

In case any such officer, councilor, trustee, or member of a board, commission, or committee shall be removed, any such officer, councilor, trustee or member of a board, commission or committee may appeal from the decision of the said Council to the House of Delegates; but, pending the determination of such appeal, such officer, councilor, trustee or member of a board, commission or committee shall not exercise the functions of his office.

SECTION 4. EXECUTIVE COMMITTEE

The Council shall establish an executive committee to be composed of the president, the vice-president, the president-elect, the immediate past-president, the secretary, the treasurer, the speaker, the chairman of the Board of Trustees, and two additional members of the Council appointed by the president with the approval of the Council.

This committee shall be appointed by the president and shall serve only during the tenure of the president.

The executive committee shall have the authority to take action in case of emergency arising in the interim between the meetings of the Council to protect the interests and purposes of the Medical Society of the State of New York as set forth in these Bylaws. In times of such emergency, the executive committee shall have all the powers and duties which are conferred on the Council, and it shall at all times assist the Council. Any action taken by the executive committee shall be reported in full to the Council at its next meeting.

SECTION 5. MEETINGS

The newly elected Council shall meet at the close of the annual meeting of the House of Delegates. The Council and Executive Committee shall meet at regular intervals at times and places that shall be fixed by the president with the approval of the Council. Twenty-five percent of the members of the Council in writing may require the president to call a special meeting for such time and place as he shall designate, within ten days of his receipt of such notice.

The notices of the regular meetings of the Council shall state the date, place, hour, and shall be mailed postpaid to each member by first class mail not less than ten nor more than fifty days before a meeting.

The affidavit of mailing by the secretary of the Medical Society of the State of New York to the last recorded address of the Council member shall be deemed sufficient proof of the service on each and every Council member for any and all purposes.

Council members must receive at least three days' notice by letter or telegram from the State Society's office of a special meeting, which shall state the date, place, hour, and items of business that will be considered.

A quorum shall consist of 14 members of the Council.

The following shall be the order of business at meetings of the Council, which may be altered by the chairman with the consent of the Council:

1. Calling the meeting to order
2. Roll call
3. Reading of minutes
4. Communications
5. Report of the Executive Committee
6. Report of the president
7. Report of the secretary
8. Report of the treasurer
9. Report of the chairman of the Board of Trustees
10. Reports of councilors
11. Report of the executive vice-president
12. Reports of commissions and committees
13. Unfinished business
14. New business
15. Adjournment

ARTICLE V. OFFICERS

The officers of the Medical Society of the State of New York shall be a president, a president-elect, a vice-president, a secretary, an assistant secretary, a treasurer, an assistant treasurer, a speaker, and a vice-speaker of the House of Delegates. They shall take office at the termination of the annual meeting at which they are elected and shall serve for one year or until their successors have been duly chosen.

No person may serve, consecutively, more than five terms as secretary, treasurer, assistant secretary, assistant treasurer, speaker, or vice-speaker. An unexpired term shall not be construed as a term of office.

No salaried employee of the Medical Society of the State of New York shall be an elected officer of the Medical Society of the State of New York. For the purposes of this article an honorarium shall not be considered as a salary.

SECTION 1. VACANCIES AND SUCCESSION

An officer shall practice or maintain a residence or an office in the State of New York, otherwise the office held by the officer in the Medical Society of the State of New York shall be declared vacant.

The president-elect shall succeed to the presidency at the end of the president-elect's term.

In the event of the president's death, resignation, removal, permanent incapacity, or refusal to act, the vice-president shall succeed the president and shall serve for the remainder of the unexpired term.

If the president is temporarily incapacitated for service by injury, ill health of the president or the president's family, important professional duties, or any other mandatory absence, the vice-president shall become acting president for the duration of such incapacity of the president. The president shall promptly notify the vice-president of the incapacity and request the vice-president's attention to the duties of the office of the president and shall also promptly notify the vice-president of the end of the period of temporary incapacity before resuming the office of the presidency.

If the office of vice-president becomes vacant, for any reason whatsoever, the Council, when the House of Delegates is not in session, shall elect a successor for the unexpired term.

If the office of president-elect becomes vacant, it shall remain so until the next annual meeting of the House of Delegates, at which an eligible member shall be elected to become president. A new president-elect shall also be elected at the same meeting.

The assistant secretary, the assistant treasurer, and the vice-speaker shall serve as the secretary, the treasurer, and the speaker, respectively, whenever these senior officers are incapacitated for service by injury, ill health of themselves or families, important professional duties, or any other mandatory absences. This shall be construed so as to include duty at or during meetings of the Board of Trustees as well as the other official duties designated for the senior officer. The senior officer shall promptly notify the junior officer of such incapacity and request the junior officer's attention to said duties. When the period of incapacity is ended the senior officer shall promptly notify the junior officer of the end of the period of temporary incapacity before resuming office.

If the offices of secretary, treasurer, or speaker become vacant, for any reason whatsoever, these officers shall be succeeded by the assistant secretary, assistant treasurer, and vice-speaker, respectively, for the unexpired term.

If the office of assistant secretary, assistant treasurer, or vice-speaker becomes vacant, for any reason whatsoever, the Council, when the House of Delegates is not in session, shall elect a successor for the unexpired term.

The Council shall declare as vacant the office of any officer who, without proper excuse is absent from three consecutive regular meetings of the Council. The vacancy shall be filled as provided in the Bylaws. Any elected officer of the Medical Society of the State of New York who is called into active service in the armed forces of the United States or in the United States Public Health Service may, on application to the Council, be granted leave of absence for any portion of the term of office during which the elected officer is on active service. During such absence, said officer's duties shall be delegated as the Council may direct except where such delegation is already provided for elsewhere in the Bylaws.

SECTION 2. DUTIES

President

The president shall set the dates and place of regular meetings of the Council and Executive Committee and shall preside at the meetings of the Medical Society of the State of New York, the Council, and the Executive Committee.

The president shall name the appointive members of the Executive Committee and appoint the chairperson and members of all committees and the chairpersons of all commissions of the Council with the approval of the Council. The president shall appoint all other committees not otherwise provided for, with the approval of the Council.

Within three months after assuming the office of president, the president shall appoint, as prescribed in Article XI, Section 2, a nominating committee, whose names the president shall cause to be published in the official publication of Medical Society of the State of New York.

The president shall be an ex officio member of all boards, commissions, and committees with voice and vote, with the exception of the Judicial Council, the Board of Trustees, and the Nominating Committee wherein the president shall have voice but no vote.

With the approval of the Council, the president shall appoint a member to the Judicial Council to succeed the member with an expiring term, and in the event of a vacancy occasioned otherwise, the president shall appoint a member for the unexpired term.

The president shall appoint, with the approval of the Council, representatives to other medical societies or similar bodies as the interests of the Medical Society of the State of New York may require.

The president shall appoint a sufficient number of delegates or alternate delegates to the House of Delegates of the American Medical Association when the full quota of those elected is not available, as provided in the Bylaws, Article VIII, paragraphs 3 and 4.

The president shall assign Councilors as liaison between the Council and specific county medical societies for the purpose of the dissemination of information to such societies.

When charges by a member of malfeasance or nonfeasance are preferred against any other officer, councilor, trustee, or member of a board, commission, or committee of the Medical Society of the State of New York and are transmitted to the president in writing, the president shall order a trial on said charges by the Council, or a committee thereof.

The president shall assign the special branches of work for which the members of the Council shall be responsible, with the approval of the Council.

The president shall make an annual report to the House of Delegates.

The president shall deliver an address at the annual meeting of the House of Delegates. The president shall perform such other duties as the House of Delegates or the Council shall require.

The president shall attend all meetings of the House of Delegates of the American Medical Association.

President-Elect

The president-elect shall perform such duties as may be requested by the president.

The president-elect shall attend all meetings of the House of Delegates of the American Medical Association.

Vice-President

The vice-president shall perform the duties of the president in the latter's absence.

The vice-president shall preside over the Council when it is deliberating on charges of malfeasance or nonfeasance preferred against the president.

Secretary

The secretary shall attend all meetings of the Medical Society of the State of New York, the House of Delegates, the Council, the Board of Trustees, and the Judicial Council, and shall keep minutes of their respective proceedings. These minutes shall be copied from a stenographer's notes with such deletion only as will not modify, alter, or becloud the history of the actions of the said bodies. The stenographer's typewritten copy shall be preserved until ordered destroyed by the House of Delegates. The secretary shall perform such other duties as may be prescribed from time to time by the House of Delegates or the Council. The secretary shall attend all meetings of the House of Delegates of the American Medical Association.

The secretary shall be the custodian of the seal of the Medical Society of the State of New York and of all books of records and papers belonging to the State Society, except such as properly belong to the treasurer, and shall keep an account of and promptly turn over to the treasurer all funds of the State Society which come into the secretary's hands. The secretary shall record the name and date of admission of each member of the Medical Society of the State of New York.

The secretary shall provide for the registration of the members at all Speaker conventions of the Medical Society of the State of New York. With the aid and cooperation of the secretaries of the component county medical societies, the secretary shall keep a proper register of all registered physicians of the State by counties.

The secretary shall conduct the official correspondence, notifying members of meetings, officers, councilors, trustees, and board members of their election, and commissions and committees of their appointments and duties.

The secretary shall affix the seal of the Medical Society of the State of New York to the credentials of delegates to the American Medical Association and to such other papers and documents as may require the same.

The secretary shall make an annual report to the House of Delegates. Acting in cooperation with the Council, the secretary shall prepare and issue all programs.

The secretary shall be an ex-officio member of all boards, commissions, and committees with voice and vote, with the exception of the Judicial Council, the Board of Trustees, and the Nominating Committee wherein the secretary shall have voice but no vote.

Assistant Secretary

The assistant secretary shall aid the secretary in the work of that office.

Treasurer

The treasurer shall keep accurate books of accounts of all moneys of the Medical Society of the State of New York which the treasurer may receive and shall disburse or cause to be disbursed the same when duly authorized. The treasurer shall be the official custodian of all securities and the income thereof owned by the State Society, subject to the direction and disposition of the Board of Trustees. The Board of Trustees may select a bank or trust company to act as custodian in the place of the treasurer of all or any part of such securities and to act as agent of the State Society in collecting the income therefrom.

The treasurer shall collect, on or before the first day of February in each year, from the treasurer of each component county medical society, the Medical Society of the State of New York per capita annual dues.

The treasurer shall collect any assessments voted by the House of Delegates or the Council.

The treasurer shall, at the expense of the Medical Society of the State of New York, give a bond for the faithful performance of the treasurer's duties, which shall be approved by the Board of Trustees as to amount, form, and surety. The treasurer shall make an annual report to the House of Delegates and report to the Council at each of its meetings. The treasurer shall be an ex-officio member of the Pr

Assistant Treasurer

The assistant treasurer shall aid the treasurer in the work of that office.

The assistant treasurer shall, at the expense of the Medical Society of the State of New York, give a bond for the faithful performance of the duties of that office, which shall be approved by the Board of Trustees as to the amount, form, and surety.

Speaker

The speaker shall preside at all meetings of the House of Delegates. The speaker shall serve on the Executive Committee with voice and with vote.

The speaker shall appoint all committees to serve during the meeting of the House of Delegates at least thirty days in advance of the meeting. All resolutions submitted by members of the House of Delegates (pursuant to Article III, Section 3, paragraph 3) to be presented to the House of Delegates shall be forwarded to the speaker at least thirty days in advance of the annual meeting of the House of Delegates and referred by the speaker to the appropriate reference committees, with the exception of resolutions submitted by any section whose annual meeting is held thirty days prior to the meeting of the House of Delegates.

Vice-Speaker

The vice-speaker shall perform the duties of the speaker when so requested by the speaker.

ARTICLE VI. TRUSTEES

There shall be a Board of Trustees which shall have charge of all property including trust funds and shall supervise the financial affairs of the Medical Society of the State of New York.

SECTION 1. COMPOSITION

The Board of Trustees shall consist of seven members elected by the House of Delegates. The president, secretary, treasurer, executive vice-president, deputy executive vice-president, and general counsel shall sit with the Board of Trustees with voice but without vote.

One trustee shall be elected annually for a term of five years, but whenever the terms of two trustees expire in the same year, two trustees shall be elected each for five years.

To be eligible for election as trustee, a member shall have served at least two years as an officer or at least three years as a councilor, or at least five years as a member of the House of Delegates.

No person shall serve more than one term as a trustee. An unexpired term shall not be construed as a term of office.

A trustee shall practice or maintain a residence or an office in the State of New York, otherwise such position in the Medical Society of the State of New York shall be declared vacant.

If a trustee is absent from three consecutive regular meetings of the Board, without proper excuse, the Council shall declare that position vacant and elect a successor for the unexpired term.

In the event of a vacancy, a trustee shall be elected by the Council to serve until the next meeting of the House of Delegates at which time the House of Delegates shall elect a trustee to fill the unexpired term.

SECTION 2. DUTIES

The annual budget estimate, prepared by the Committee on Budget and Finance, after its approval by the Council, shall be submitted to the Board of Trustees for its approval.

All resolutions or recommendations of the House of Delegates or Council pertaining to expenditures of money must be approved by the Board of Trustees before the same shall become effective.

Should the Board of Trustees disapprove of the expenditure of any funds voted for by the House of Delegates or the Council, then and in that event, the Board of Trustees shall return the matter to either the House of Delegates or the Council, if the House of Delegates is not in session, which may override such disapproval by a three-quarter vote and direct the expenditure of such funds. The Board of Trustees shall not vote on this issue at a meeting of the House of Delegates and the chairman of the Board of Trustees shall not vote on this issue at the Council.

The Board of Trustees shall make and execute all contracts for the Medical Society of the State of New York. The fiscal year shall begin January 1 and end December 31 of each calendar year.

All moneys of the Medical Society of the State of New York received by the Board of Trustees, Council, or any member or agent thereof, shall be paid to the treasurer of the State Society. The Board of Trustees shall approve the bond of the treasurer and the assistant treasurer as to amount, form, and surety, and shall employ a certified public accountant licensed by the State of New York to audit the accounts of the treasurer and secretary and other agents of the State Society and present a statement of the same in its annual report to the House of Delegates.

The chairman of the Board of Trustees shall make a report to the House of Delegates of its transactions for the year and of the amount of money belonging to the Medical Society of the State of New York under its control.

SECTION 3. MEETINGS

The Board of Trustees shall meet immediately at the close of the annual meeting of the House of Delegates, and shall organize under the temporary chairmanship of the member senior in service on the Board, elect a permanent chairman, and fix the time and place of its regular meetings. Should two trustees have similar seniority, choice between them for temporary chairmanship shall be by lot.

The Board of Trustees shall meet at least bimonthly, except in July and August.

The notices of the regular and special meetings of the Board of Trustees shall state the date, place, and hour and shall be mailed first class postpaid to each member not less than ten nor more than fifty days before a regular meeting and at least five days before a special meeting.

The affidavit of mailing by the secretary of the Medical Society of the State of New York to the last recorded address of the trustee shall be deemed sufficient proof of the service on each and every trustee for any and all purposes.

Any three members of the Board of Trustees may require the chairman to call a special meeting at the office of the Medical Society of the State of New York for such time as shall be designated by them in writing.

A quorum shall consist of four members of the Board of Trustees.

The following shall be the order of business at the meetings of the Board of Trustees, which may be altered by the chairman with the approval of the Board:

1. Calling the meeting to order
2. Roll call by the secretary
3. Reading of minutes
4. Communications
5. Reports
6. Unfinished business
7. New business
8. Adjournment

ARTICLE VII. JUDICIAL COUNCIL

There shall be a Judicial Council which shall have jurisdiction to hear and determine all appeals from decisions on discipline of component county medical societies or decisions of such societies which may involve the privileges, rights, or standing of members, whether in relation to one another or to component county medical societies or to the Medical Society of the State of New York.

It shall hear also from applicants on appeals from the action of a component county medical society in excluding them from membership.

SECTION 1. COMPOSITION

The Judicial Council shall consist of five appointed members. One member shall be appointed by the president each year for a term of five years with the approval of the Council.

No member shall serve for more than two consecutive terms, but a member appointed to serve an unexpired term shall not be regarded as having served a term unless he has served three or more years.

A member of the Judicial Council shall practice or maintain a residence or an office in the State of New York, otherwise that position on the Judicial Council shall be declared vacant.

In the event of a vacancy, a member shall be appointed by the president for the unexpired term with the approval of the Council.

The president and secretary of the Medical Society of the State of New York shall be ex-officio members of the Judicial Council with voice but no vote. The executive vice-president, the deputy executive vice-president, and the general counsel of the Medical Society of the State of New York shall sit with the Judicial Council with voice but without vote.

SECTION 2. DUTIES AND PROCEDURES

A member of a component county medical society who shall have been disciplined or directed to suffer discipline in any degree by any, final decision of his component county medical society and who shall have exhausted his right of appeal, if any with a component county medical society, feeling aggrieved by the decision of such society, may appeal to the Judicial Council of the Medical Society of the State of New York from the decision of such component county medical society by filing a notice of appeal with the secretary of the State Society and with the secretary of such component county medical society within three months after such final decision by such component county medical society.

An applicant for membership in a component county medical society who has been excluded from membership in such society may likewise appeal from the action of said society.

The Judicial Council shall investigate also all charges preferred (a) by a member of a component county medical society against a component county medical society of which he is not a member; and (b) by a component county medical society against another such component county medical society or a member thereof.

A notice of appeal shall set forth in writing the name of the appellant, the name of such component county medical society and the date and substance of the decision appealed from, and shall indicate the ground or grounds upon which such appeal is taken. If the appellant desires to be present, with or without counsel, at the hearing of said appeal, the notice of appeal must so state. In that event, the appellant must file with the notice of appeal a bond in the sum of \$500 to cover the costs of said appeal. If the appellant fails to appear in person or be represented by counsel on hearing of said appeal, the appellant shall forfeit to the Medical Society of the State of New York such shares of said bond as represents necessary expenditures incident to convening the Judicial Council for the hearing of said appeal.

On filing a notice of appeal, the appellant and the component county medical society shall submit to the secretary of the Judicial Council all records, minutes, letters, papers, and all written evidence, including a digest of all testimony not stenographically reported relating to the matter. All data so submitted shall be available only to the Judicial Council.

The Judicial Council shall consider the appeal on the data so submitted to it and may affirm, modify, or reverse the decisions so appealed from by a majority vote of the members present and voting. If, in its opinion, the taking of further evidence is advisable, the Judicial Council may summon witnesses and proceed to take such evidence in such manner as it may deem proper and render its decision by a majority vote of those present and voting, which decision shall be final and binding. A member shall have the right of appeal to the Judicial Council of the American Medical Association.

Whenever the Judicial Council has met, the secretary shall report the proceedings to the Council of the Medical Society of the State of New York at its next regular meeting.

The chairman shall submit an annual report of the Judicial Council to the House of Delegates.

SECTION 3. MEETINGS

Immediately at the close of the annual meeting of the House of Delegates the Judicial Council shall organize and elect its own chairman.

The secretary of the Medical Society of the State of New York shall be the secretary of the Judicial Council.

The Judicial Council shall meet on the call of the chairman. The notices of the meetings of the Judicial Council shall state the date, place, and hour and shall be mailed postpaid to each member not less than ten nor more than fifty days before a meeting.

The affidavit of mailing of the secretary of the Medical Society of the State of New York to the last recorded address of the member of the Judicial Council shall be deemed sufficient proof of the service on each and every member for any and all purposes.

A quorum shall consist of three members of the Judicial Council.

ARTICLE VIII. ELECTIONS

The officers, councilors, and trustees of the Medical Society of the State of New York, and the delegates to the American Medical Association shall be nominated and elected at the annual meeting of the House of Delegates. In odd numbered years beginning with the year 1999 at least one resident physician shall be elected to a full delegate position and at least one medical student shall be elected as an alternate delegate to the American Medical Association. In even numbered years beginning with the year 2000 at least one medical student shall be elected to a full delegate position and at least one resident physician shall be elected as an alternate delegate to the American Medical Association.

In the event that a member of the Medical Society of the State of New York delegation to the American Medical Association is elected to the position of Speaker or Vice Speaker of the House of Delegates of the American Medical Association said individual shall automatically serve as a full delegate of the Medical Society of the State of New York to the American Medical Association for the term of service as Speaker or Vice Speaker of the House of Delegates of the American Medical Association.¹

A member of the Medical Society of the State of New York who is in arrears for component county medical society dues or state society dues or assessments shall not be eligible for nomination to any office, the Council, the Board of Trustees or as a delegate to the American Medical Association or entitled to vote for any officer, councilor, trustee or delegate.

SECTION 1. BALLOTING

All elections for offices of the State Society and delegates to the American Medical Association shall be by ballot. When, after the call for nominations from the floor, there is only one candidate for an office, the speaker shall direct the secretary to cast one ballot for the candidate on behalf of the delegates.

The speaker shall appoint a Committee on Rules and Order of Business which shall recommend election and balloting procedures to be approved by the House of Delegates.

For the election of delegates to the American Medical Association, the delegates shall be declared elected in the order of the highest number of votes cast until the allotted number shall have been chosen; a corresponding number in the next highest order of votes cast shall be declared alternate delegates.

When the full quota of elected delegates or alternate delegates is not available for attendance at the meeting of the House of Delegates of the American Medical Association, the president of the Medical Society of the State of New York shall appoint and certify a sufficient number to complete the quota.

A duly elected delegate to the American Medical Association who does not serve as such because of reduction in number of delegates to which the Medical Society of the State of New York is entitled shall fill any vacancy which may occur in the delegation before alternate delegates are designated for that purpose.

The delegates and alternate delegates shall take office at the beginning of the calendar year following their election and shall serve for a term of two years, except in the case of medical student or resident physician delegates or alternate delegates, who shall serve for a term of one year.

¹ Pursuant to the AMA Bylaws, the State Medical Society represented by the delegate elected to be Speaker or Vice Speaker of the House of Delegates of the AMA is entitled to an additional delegate for the term of service of the Speaker or Vice Speaker with full rights and privileges in the House of Delegates.

ARTICLE IX. REFERENDUM

At any meeting of the House of Delegates two-thirds of the members present and voting may order a referendum vote of the Medical Society of the State of New York on any question consistent with the Bylaws and in accordance with such regulations respecting the submission of the question as the House of Delegates may prescribe.

The members of the Medical Society of the State of New York shall vote thereon by mail. The polls shall be closed at the expiration of fifteen days after the mailing of the question; and if the members voting shall comprise a majority of all the active and life members of the Medical Society of the State of New York, a majority of such vote shall determine the question and be binding on the State Society and the House of Delegates.

When the House of Delegates is not in session the Council may in a similar manner order such a referendum by a two-thirds vote.

ARTICLE X. COMMITTEES OF THE HOUSE OF DELEGATES

SECTION 1. REFERENCE COMMITTEES

At least one month before the meeting of the House of Delegates the speaker shall appoint and publish in the official publication of the Medical Society of the State of New York such reference committees as shall be deemed expedient for the purposes of the meeting. Immediately after the organization of the House of Delegates the speaker shall formally announce the appointments of the committees. Only members of the House of Delegates shall be eligible for appointment to the reference committees. Such committees shall each consist of five members, three members constituting a quorum, and shall serve during the meeting of the House of Delegates for which they are appointed.

Annual reports of officers, Council commissions and committees, Board of Trustees, Judicial Council, district branches, and special committees shall be printed at least one month before the meeting of the House of Delegates and sent to the members of the reference committees appointed according to paragraph 1, for their preliminary consideration.

All recommendations, resolutions, measures, and propositions presented to the House of Delegates and which have been duly seconded shall be referred by the speaker to the appropriate reference committees, except that reports of committees of the House of Delegates may, at the discretion of the House, be presented directly to the House without referral to the reference committees.

Each reference committee shall consider such business as may have been referred to it and shall report promptly to the House.

Any member of the Medical Society of the State of New York in good standing shall have the right to appear before any reference committee and participate in its deliberations.

SECTION 2. HOUSE COMMITTEE ON BYLAWS

The House Committee on Bylaws shall be appointed annually by the speaker. It shall consist of at least five members including a chairperson, all of whom shall be members of the House. The president, secretary, and the speaker shall be ex-officio members with voice and vote. The executive vice-president, deputy executive vice-president, and general counsel of the Medical Society of the State of New York shall be members of the committee with voice but without vote.

It shall be the duty of the committee to study all proposed amendments to the Bylaws and the Principles of Professional Conduct of the State Society and to report thereon at the annual meeting of the House of Delegates following the meeting at which such amendments are proposed. The committee shall include in its report recommendations for action on the proposed amendments with reasons for such recommendations.

It shall be the duty of the committee to suggest amendments to or revisions of the Bylaws and the Principles of Professional Conduct of the Medical Society of the State of New York.

The report of the House Committee on Bylaws shall be presented directly to the House, without referral to a reference committee.

SECTION 3. SPECIAL COMMITTEES

Special committees may be created by the House of Delegates to perform the special functions for which they are created. They shall be appointed by the speaker or other officer presiding pro tempore over the meeting at which the committee is authorized.

ARTICLE XI. COUNCIL COMMISSIONS AND COMMITTEES

SECTION 1. ORGANIZATION

Committees of the Council are grouped by the related nature of their purposes and functions. A commission is composed of the chairpersons of all committees within such a group.

Subject to the approval of the Council, the president shall appoint the chairpersons and members of all of its committees and the chairpersons of the commissions.

Any member of the Medical Society of the State of New York is eligible for membership on committees and commissions of the Council.

All chairpersons of such commissions and committees shall have the right to present their reports in person to the Council and to engage in the discussion of such reports. Members of such commissions and committees shall have the privilege of presenting minority reports, and both the majority and minority reports shall be published.

Any ex-officio member of a committee who enjoys that status by being a duly elected officer of the Medical Society of the State of New York shall have all the rights, responsibilities, and duties of any other member of the committee.

SECTION 2. NOMINATING COMMITTEE

The Nominating Committee shall be appointed by the president from a list of not less than three nor more than five names submitted by the respective district branches, in conformity with Article V, Section 2, paragraph 3. It shall consist of 11 members, 1 from each district branch and 2 members at large.

In the event that a member of the Nominating Committee who has been selected as the representative of a particular district branch (or an alternate) shall be unable to attend the meeting of this committee, the president shall appoint an at large member from the district branch whose representative is absent, to represent the interests of that district on the Nominating Committee. It shall be the duty of this committee to propose and nominate members of the Medical Society of the State of New York for all vacancies to be filled at the ensuing annual meeting of the House of Delegates. These recommendations

shall be made to the House of Delegates in the same manner as prescribed in Article X, Section 1, paragraph 2.

SECTION 3. PROFESSIONAL MEDICAL LIABILITY INSURANCE AND DEFENSE BOARD

A committee to be known as the Professional Medical Liability Insurance and Defense Board shall be appointed by the president with the approval of the Council. It shall consist of nine members including a chairperson, each appointed for a three-year term. No member shall serve for more than two consecutive terms. A vacancy created by expiration of a term shall be filled by the president, with the approval of the Council, by appointment of a member for three years. Other vacancies shall be filled for the unexpired term in similar manner. The secretary shall be an ex-officio member of the committee with voice and vote. The treasurer shall be an ex-officio member of the committee with voice but without vote. The general counsel and indemnity representative shall attend all meetings with voice but without vote. It shall be the duty of the committee to study and supervise, on behalf of the Medical Society of the State of New York, all matters having to do with professional medical liability insurance and defense.

ARTICLE XII. SPECIALTY SOCIETY REPRESENTATION

The House of Delegates shall designate those specialty societies entitled to representation in the Medical Society of the State of New York. Such specialty societies shall correspond to the Statewide specialty societies recognized by the Council of the Medical Society of the State of New York.

Each of the Statewide specialty societies recognized by the Council of the Medical Society of the State of New York shall be requested to submit to the office of the executive vice-president the name of one delegate and one alternate delegate not less than ninety days prior to the annual meeting of the House of Delegates. All such designated delegates must be members of the Medical Society of the State of New York.

Should the delegate or alternate of a specialty society be unable to serve in the House of Delegates, the president of the specialty society shall designate a substitute delegate and shall so notify the secretary of the Medical Society of the State of New York in writing.

The Committee on Educational Programs shall be responsible for planning and presenting the program at the Annual Continuing Medical Education Assembly which shall be held at a time and place designated by the Council. The committee shall be composed of a chairperson and associate chairperson and one MSSNY member from each specialty society that has been recognized by the Council, as provided in Article XII, paragraph 1 of the Bylaws, to be selected from a list of one or more physicians recommended by the above-mentioned specialty societies. The committee shall be appointed annually by the President of the Medical Society of the State of New York, with the approval of the Council.

ARTICLE XII-A. ORGANIZED MEDICAL STAFF SECTION

The organized medical staff section is authorized to be represented in the House of Delegates by one delegate. The organized medical staff section shall represent physicians on the medical staffs of acute care hospitals located in New York State; of psychiatric inpatient facilities maintained by the State of New York or its political subdivisions; and of hospitals with inpatient programs certified by the New York State Office of Mental Health; and of other health facilities and delivery systems. The Council shall establish the criteria for representation of health facilities and delivery systems in the organized medical staff section

The method of electing the delegate representing the organized medical staff section shall be determined by the Council.

ARTICLE XII-B. YOUNG PHYSICIANS SECTION

The young physicians section is authorized to be represented in the House of Delegates by a minimum of one delegate and, according to the rolls of the Medical Society of the State of New York sixty days prior to the annual meeting, one additional delegate for each additional 400 members over 100, up to a maximum of three delegates. The young physicians section shall represent physicians who have completed residency training and are under the age of 40 and physicians, regardless of age, who have completed residency training within the past eight years. The method of electing the delegates representing the young physicians section shall be determined by the Council.

ARTICLE XIII. MEETINGS

SECTION 1. ANNUAL MEETING OF THE HOUSE OF DELEGATES

There shall be an annual meeting of the House of Delegates of the Medical Society of the State of New York to be held at a time and place designated by the House of Delegates or by the Council.

SECTION 2. ANNUAL MEETING OF THE MEDICAL SOCIETY OF THE STATE OF NEW YORK

The Medical Society of the State of New York shall hold its annual meeting at the last scheduled session of the House of Delegates, while the House is recessed following the annual elections. The president shall preside at this annual meeting of the State Society, which shall include the induction of the incoming president. The incoming president shall deliver an inaugural address at the annual meeting of the State Society.

Following the adjournment of the annual meeting, the House of Delegates shall reconvene to complete its agenda and receive the report of the tellers.

SECTION 3. SPECIAL MEETINGS

Special meetings of the Medical Society of the State of New York shall be called by the president on the request in writing of members entitled to cast ten percent of the total number of votes entitled to be cast at such meeting.

Such request must specify the date and month of such meeting, which shall not be less than two nor more than three months from the date of such written demand. The president of the Society upon receiving the written request shall direct the secretary to promptly give notice of such meeting. If the secretary shall fail to give such notice within five business days of such request, any member signing such request may give the required notice.

SECTION 4. ORGANIZATION AND PROCEDURES

The notices of the annual meeting of the House of Delegates and annual and special meetings of the Medical Society of the State of New York shall state the date, place, and hour and shall be mailed postpaid to each member by first class mail not less than ten nor more than fifty days before a meeting.

Publication of such notice in the official publication of the Medical Society of the State of New York shall be considered as complying with this provision.

The affidavit of mailing by the secretary of the Medical Society of the State of New York to the last recorded address of the member shall be deemed sufficient proof of the service upon each and every member for any and all purposes.

Each member in attendance at the annual meetings of the Medical Society of the State of New York shall enter his name and the name of the component county medical society to which the member belongs in a register to be kept by the secretary of the State Society for that purpose. No member shall take part in any of the proceedings of such convention until said member shall have complied herewith.

All members in good standing so registered may amend and participate in the proceedings and discussions of the Annual Continuing Medical Education Assembly of the Medical Society of the State of New York.

No address or paper before the Medical Society of the State of New York, except those of the president and president-elect, shall occupy more than twenty minutes in its delivery. All papers read before the Medical Society of the State of New York at its Annual Continuing Medical Education Assembly shall become the property of the State Society.

The following shall be the order of business at the annual meeting of the Medical Society of the State of New York:

1. Calling the State Society to order
2. Reading of minutes of the last meeting by title
3. Induction of incoming president
4. Inaugural address by incoming president
5. Adjournment

The rules contained in Sturgis Standard Code of Parliamentary Procedure shall govern the Medical Society of the State of New York in all cases in which they are not inconsistent or in conflict with the Bylaws of the State Society.

ARTICLE XIII-A. TELEPHONE CONFERENCE MEETINGS

Any one or more members of the Council, the Board of Trustees or any committee of the House of Delegates, the Council or the Board of Trustees may participate in a meeting of such Council, Board of Trustees or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at the meeting.

Meetings by means of a conference telephone shall only be utilized in the event of an emergency. In order for the Council to meet by means of a conference telephone, the president of the Medical Society of the State of New York must call such meeting. In order for the Board of Trustees or any committee to meet by means of a conference telephone, the chairman of the respective Board or committee must request such meeting by conference telephone and such request must be approved by the president of the Medical Society of the State of New York.

The quorum required for a meeting by means of a conference telephone shall be the same quorum that the body would be required to have in a regular meeting of such body. Any action taken by conference telephone must be reported to the Council at its next regularly scheduled meeting.

ARTICLE XIV. FUNDS

Funds shall be raised by annual dues levied on each active member at a uniform per capita rate throughout the State. Funds may also be raised in any other manner approved by the House of Delegates or by the Council when the said House of Delegates shall not be in session.

The approval of the Council and of the Board of Trustees shall be necessary for the expenditure of any funds of the Medical Society of the State of New York, except that the said Board may delegate, to such person or persons as it sees fit, the authority to expend funds of the State Society in amounts and under conditions to be determined by said Board, on recommendation of the Council.

ARTICLE XV. DUES

The annual dues shall be determined by the House of Delegates.

Assessments can be levied by the House of Delegates or the Council and shall be payable within a period of time specified by them. The Council, with the approval of the Board of Trustees and the affected county medical society, is authorized to waive, for a period not to exceed three years, the requirements regarding the payment of dues as provided in this article in the performance of any pilot membership projects.

The dues and assessments of all active members entering practice for the first time, shall be one-half the amount levied on all other active members for the first two years of practice; full dues shall be paid after the first two years of practice. Once an active member pays full dues, he shall no longer qualify for half-dues status. The dues and assessments of post-medical graduate members shall be one-tenth the amount paid by the full active dues paying members. The dues and assessments of resident members shall be not more than one-tenth the amount paid by the full active dues paying members. The dues and assessments of retired members shall be one-half of the amount paid by the active full dues paying member.

Life and honorary members shall not be required to pay dues or assessments to the Medical Society of the State of New York.

The dues and assessments of affiliate members shall be one half the amount levied on full dues paying active members.

Annual dues are due and payable on the first day of January each year. The dues year shall coincide with the calendar year, January 1 to December 31.

Any member, except a member who is eligible for and has applied for life membership, whose component county medical society and State Society dues are unpaid after February 1 of any current year or whose assessments are unpaid by the specified time is not in good standing and shall be deemed to be in arrears.

A member whose dues are unpaid after March 1 of any current year or whose assessments are unpaid one month after the specified date may be dropped from the roles of membership of his component county medical society and the Medical Society of the State of New York upon reasonable notice to such member by his component county medical society or the State Society. In the case of nonpayment of dues, the reasonable notice to be provided shall commence on February 1, or as soon as possible thereafter, upon the determination that such member is in arrears.

Dues and State Society assessments of a member elected or reinstated after October 1 shall be credited to the succeeding year, but no member dropped for nonpayment of assessments shall be reinstated until he has, in addition, paid his assessments for the year in which he was dropped.

Upon reinstatement to membership, the period of time in which membership had been dropped shall be considered a lapse in consecutive years of membership for the purpose of determining eligibility for life membership in accordance with Article II, Section 1, paragraph 6 of these Bylaws unless the reinstated member in addition pays the dues and assessments that accrued during the period in which membership had been dropped, in which case it shall be deemed that there was no lapse in consecutive years of membership for the purpose of determining eligibility for life membership.

The dues of an active or student member of the State Society may be remitted for the current year by action by the Council on account of illness, financial hardship, or temporary active service in the armed forces of the United States or in the United States Public Health Service, when the request for such remission is made by the member's component county medical society, except in the case of student members who shall make application for remission directly to the secretary. Such a request shall be accompanied by a brief summary of the reasons therefor. Remission of dues due to illness or financial hardship shall be reviewed annually.

Notwithstanding the terms of Articles II and XV of these Bylaws, the House of Delegates or the Council may establish schedules for the prorated payment of dues for new members who have never previously been members of the Medical Society of the State of New York. Such prorated dues payments established by the House of Delegates or the Council may only be exercised by the new members in the year that they apply for membership.

Notwithstanding the terms of Articles II and XV of these Bylaws, the House of Delegates or the Council may establish schedules for multiple year dues options for student members.

ARTICLE XVI. EXPENSES

Allowances for expenses incurred in the actual performance of official duties by officers, councilors, trustees, members of the Judicial Council and of commissions and committees, delegates to the American Medical Association, and employees of the Medical Society of the State of New York shall be made in conformity with the following conditions.

The president and president-elect shall be allowed a per diem and expenses when engaged on official business. The amount of the per diem shall be set by the House of Delegates. The Board of Trustees shall each year place a limit on the Society's total annual expenditure for the office of president and president-elect.

All other officers, councilors, trustees, members of the Judicial Council, delegates to the House of Delegates of the American Medical Association or an alternate delegate who, at the direction of the Council, attends a meeting of the House of Delegates of the American Medical Association, members of commissions and committees of the Council, and of all special committees, members of the Medical Society of the State of New York appointed by the president or the Council to carry out special assignments for the State Society, and employees of the State Society shall be allowed traveling expenses when engaged on official business. Members for life of the House of Delegates, delegates of the district branches, and student members, sitting in the House of Delegates, shall be allowed necessary expenses by the Medical Society of the State of New York.

Component county medical societies of the Medical Society of the State of New York and recognized specialty societies shall be reimbursed by the State Society with a per diem allowance of not less than \$100 per day for each day the House is in session for each delegate registered at the convention hotel.*

The Council, with the approval of the Board of Trustees, shall determine the per diem allowance on an annual basis.

Each component county medical society shall also be reimbursed by the Medical Society of the State of New York with an allowance of up to 50% of travel expenses, but not to exceed an amount to be set by the Board of Trustees each year for one delegate to attend the Young Physicians Section Annual Assembly.

Proper vouchers must be filed with the secretary of the Medical Society of the State of New York before any of the above allowances shall be made.

There shall be no allowances for the expenses, traveling or otherwise, for members of any reference committee.

Each district branch shall be entitled to receive a sum in accordance with the number of members in the district branch. The maximum allowable amount shall be \$1,000 to district branches of less than 1,000 members; \$2,000 to district branches of more than 999 but less than 2,000 members; \$3,000 to district branches of more than 1,999 but less than 4,000 members; \$5,000 to district branches of more than 3,999 members, exclusive of the work done by the Medical Society of the State of New York regarding notices, programs, and so on, to defray the expenses of such district branch, provided a proper statement of such expenses shall have been presented to the secretary.

All bills, claims, or vouchers herein provided for shall be filed within thirty days after the date of the incurring of such expense. This time may be extended for any cause by the Board of Trustees.

*Effective as of Annual Meeting of House of Delegates for 1987.

ARTICLE XVII. DISTRICT BRANCHES

SECTION 1. DIVISION

The membership of the Medical Society of the State of New York shall be divided into nine district branches, as follows:

The First District Branch shall comprise the members of the Medical Societies of the Counties of the Bronx, Kings, New York, Queens, and Richmond.

The Second District Branch shall comprise the members of the Medical Societies of the Counties of Nassau and Suffolk.

The Third District Branch shall comprise the members of the Medical Societies of the Counties of Albany, Columbia, Greene, Rensselaer, Schoharie, Sullivan, and Ulster.

The Fourth District Branch shall comprise the members of the Medical Societies of the Counties of Clinton, Essex, Franklin, Fulton, Hamilton, Montgomery, Saratoga, Schenectady, Warren, and Washington.

The Fifth District Branch shall comprise the members of the Medical Societies of the Counties of Cayuga, Chenango, Herkimer, Jefferson, Lewis, Madison, Oneida, Onondaga, Oswego, and St. Lawrence.

The Sixth District Branch shall comprise the members of the Medical Societies of the Counties of Broome, Chemung, Cortland, Delaware, Otsego, Schuyler, Tioga, and Tompkins.

The Seventh District Branch shall comprise the members of the Medical Societies of the Counties of Livingston, Monroe, Ontario, Seneca, Steuben, Wayne, and Yates.

The Eighth District Branch shall comprise the members of the Medical Societies of the Counties of Allegany, Cattaraugus, Chautauqua, Erie, Genesee, Niagara, Orleans, and Wyoming.

The Ninth District Branch shall comprise the members of the Medical Societies of the Counties of Dutchess, Orange, Putnam, Rockland, and Westchester.

Changes in the number or membership of these district branches may be made by a two-third vote of the House of Delegates at any annual meeting thereof.

SECTION 2. AIMS AND ORGANIZATION

The objectives of the district branches shall be to promote the scientific, social, cultural, and other interests of the medical profession within the district and to cooperate with the Council of the Medical Society of the State of New York in any way which that body may advise.

Each district branch may adopt a constitution and bylaws for its government and may amend them. The constitution, bylaws, and amendments shall not be in conflict with the Bylaws of the State Society and before becoming effective they shall be approved by the Council.

SECTION 3. OFFICERS AND ELECTIONS

Each district branch shall elect a president for two years and a delegate to the House of Delegates for two years, but with the approval of the Council, a district branch may elect a president for one year. Each district branch shall elect such other officers as are provided for in its bylaws. They shall attend the business meetings of the branch.

In the case of the inability of the delegate of a district to serve, the vice-president shall serve as delegate, and if the vice-president is unable so to function, the president shall designate a substitute delegate to serve and shall so notify in writing the secretary of the Medical Society of the State of New York.

Any elected officer of a district branch who is called into active service in the armed forces of the United States or the United States Public Health Service may, on application to the Council, be granted leave of absence for any portion of said term of office during which said officer is on active service. During such absence said officer's duties shall be designated as the Council may direct, except where such delegation is already provided for elsewhere in the Bylaws.

The president of each district branch shall visit the component county medical societies of the district at least once during the president's tenure of office and make a careful inquiry of the condition of the profession in each county in the district and shall report thereon to the House of Delegates.

ARTICLE XVIII. COMPONENT COUNTY MEDICAL SOCIETIES

SECTION 1. DEFINITION

The term "component county medical society" shall include all county medical societies now in affiliation with the Medical Society of the State of New York or which may hereafter be organized and chartered by the House of Delegates. There shall be but one component county medical society in each

county affiliated with the State Society. If there should be an insufficient number of physicians in any of the counties of this State to form themselves into a component county medical society, such physicians may become members of the component county medical society of an adjoining county when eligible by the constitution and bylaws of such component county medical society.

SECTION 2. MEMBERSHIP

Eligibility for membership in a component county medical society shall be determined by that society. However, all county medical societies shall utilize a universal membership application form which shall be approved by the Council. Component county medical societies shall act upon the receipt of a membership application in a timely manner not to exceed sixty days. A former student member of the Medical Society of the State of New York shall be permitted to convert to resident member status through his local county medical society during the first post-graduate year in an Accreditation Council for Graduate Medical Education (ACGME) approved residency training program upon payment of county and state society dues and provision of an updated information form. Except by the approval of the Council, no physician shall be an active member in a component county medical society other than that of the county in which said physician practices or maintains legal residence.

Whenever an active member in good standing or a life member in any component county medical society removes to another county in this State, said member's name on such request shall be transferred to the roster of the component county medical society of the county to which said member removes, without cost to said member, provided that the member is in good standing and communicates his or her wishes to one of the county medical societies affected, or to the Medical Society of the State of New York.

A transfer will be presumed to be approved unless the county medical society in which the member seeks to participate notifies MSSNY in writing that acceptance has been delayed.

Determinations as to the portion of the member's annual dues payable to each of the affected county societies shall be based on the number of quarters for which each county society has provided or will provide service to the member. If the transfer is requested after dues notices have gone out for the year, the physician should pay the county dues amount billed, and the county medical societies will determine the portion of county dues to which each organization is entitled.

Where there is significantly lower dues rate in the county society to which the member is transferring than is charged in the county from which the member is leaving, the affected county societies shall attempt to work out an agreement acceptable to the member.

If the county societies are not able to resolve the question of county society dues to the satisfaction of the member within 45 days of the transfer request, MSSNY will record the transfer and send the physician a dues statement for the lower of the two county medical society's dues rates.

No physician shall be granted membership by any county medical society in any category of membership which has been created for the benefit of physicians who neither reside nor practice in such county, unless and until such county medical society verifies, with the Medical Society of the State of New York, the fact that the applicant currently holds either active, junior, or life membership in another county of this State. This requirement applies with equal force whether the category of membership on the local county medical society level be designated "associate membership" "affiliate membership," "corresponding membership," "nonresident membership" or by any similar designation.

No member shall be an active member of more than one component county medical society, nor shall any component county medical society accept as a member a physician who does not practice or have a residence in that county in any other way than in accordance with the law governing transfers.

Every component county medical society shall provide for membership for graduates of recognized medical or osteopathic schools who are in residency training or who otherwise qualify for Resident membership in accordance with Article II of these Bylaws. The constitution and/or bylaws of the component county medical society shall provide that residents shall be eligible for membership whether or not they are duly licensed and registered to practice in the State of New York. The resident members will have all the rights and privileges of active membership. Dues and assessments for the members in residency training shall be not more than one-tenth the amount levied on all other active members.

Except by the approval of the Council, no resident may be a member in a component county medical society other than that of the county where the resident is in residency training or where the resident maintains a legal residence.

SECTION 3. DUTIES OF OFFICERS

The secretary of each component county medical society shall keep a roster of its members in which shall appear the full name of each of said physicians, the date of admission to such society, the member's residence, and the date when said member's license to practice medicine in this State was granted. The secretary shall note any changes in said roster by reason of removal, death, or change of name, revocation of license, or other disqualification.

The secretary shall forward said roster and information together with the names and places of residence of each of the officers of said society and the names and residences of each delegate to the House of Delegates from said society to the secretary of the Medical Society of the State of New York at least ninety days before the date of the annual meeting of said House of Delegates.

The treasurer of each component county medical society shall forward to the treasurer of the Medical Society of the State of New York the amount of the State Society per capita dues and/or assessments and the amount of all American Medical Association dues collected from members of said component county medical society as promptly as possible, but in any event before the first day of February of each year.

SECTION 4. MEETINGS

Each component county medical society shall hold an annual meeting for the purpose of electing officers and a delegate or delegates to represent it in the House of Delegates of the Medical Society of the State of New York in accordance with the Bylaws.

The annual meeting of each component county medical society shall be held at a time which it shall determine.

All officers of the component county medical society shall enter on their official duties at a date determined by the component county medical society and shall serve for a term of one year or until their successors shall have been duly elected and qualified. Each component county medical society shall submit to the Medical Society of the State of New York the names of their officers immediately after their election.

SECTION 5. RESIGNATIONS

An active or life member in good standing whose resignation from membership in a component county medical society shall have been duly accepted, shall be considered to have resigned from the Medical Society of the State of New York.

When a member in good standing, other than a life or honorary member, ceases, between May 1 and December 31 of any year, to reside and practice in the State of New York, that member shall be considered to have resigned from membership effective as of that December 31. If such cessation to reside and practice occurs between January 1 and May 1 of any year, the member shall, provided he has been in good standing for the prior calendar year, be considered to have resigned from membership effective as of the previous December 31.

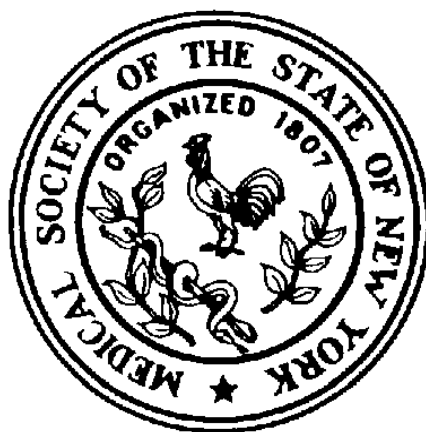
On resignation, a member shall forfeit all rights and title to any share in the privileges and property of the Medical Society of the State to New York, the district branch, and his component county medical society.

SECTION 6. CONSTITUTION AND BYLAWS

Each component county medical society shall adopt a constitution and/or bylaws for regulation of its affairs and may amend them. The constitution, bylaws, and amendments shall not be in conflict with the Bylaws of the Medical Society of the State of New York and, before becoming effective, they shall be approved by the Council.

ARTICLE XIX. SEAL OF THE MEDICAL SOCIETY OF THE STATE OF NEW YORK

The seal of the Medical Society of the State of New York shall be as follows:



ARTICLE XX. AMENDMENTS

Amendments to the Bylaws or to the Principles of Professional Conduct, except such as are obligatory by law, shall be made only at an annual meeting of the House of Delegates after having been submitted in writing at a previous annual meeting and having been published in the official publication of the Medical Society of the State of New York at least once and at least one month before the annual meeting at which action shall be taken.

The affirmative vote of two thirds of the House of Delegates present and voting shall be necessary for adoption of any amendment.

Amendments made necessary by law shall be made either by the Council or House of Delegates whenever such necessity exists.