

BUCKS COUNTY MEDICAL SOCIETY

BYLAWS

CHAPTER I – NAME

The name and title of this Society is the Bucks County Medical Society.

CHAPTER II – PURPOSES AND POWERS

Section 1. **Purposes.** The purposes of the Bucks County Medical Society (Society), a component medical society of the Pennsylvania Medical Society, shall be to extend medical knowledge and advance medical science; to elevate and maintain the standards of medical education and training; to uphold the ethics and dignity of the medical profession; to establish friendly interchange among physicians and with the general public; and to promote an enlightened public opinion with regard to public health and hygiene, so that the profession shall become more useful to the public in the prevention and management of disease and in prolonging and adding comfort to life.

Section 2. **Powers.** This Society shall have all the powers usual and incident to organizations of like character which are permitted by the laws and customs of the Commonwealth of Pennsylvania and necessary or appropriate to the fulfillment of its purposes.

CHAPTER III – MEMBERSHIP

Section 1. **Definition.** As used in these bylaws except as otherwise herein expressly qualified, the term “Physician” means a person who has received formal and recognized training in the art and science of medicine and is qualified to acquire an unlimited license to practice medicine and surgery in the Commonwealth of Pennsylvania.

Section 2. **Eligibility.** Any person seeking membership shall be of good moral character and professional standing. The member is also required to become a member of the Pennsylvania Medical Society; honorary members are not required to do so.

Section 3. **Membership Categories.**

a. Active Member

1. **Full Active.** Persons who hold the degree of Doctor of Medicine or Osteopathic Medicine or the equivalent from a recognized accredited medical school, and who hold or are eligible to hold an unrestricted license to practice medicine and surgery in Pennsylvania, are eligible for active membership in this Society. Upon admission to membership, such members shall have the right to vote and hold office in this Society.

2. **Residents and Fellows.** Residents and fellows serving in residency or fellowship programs approved by this Society are eligible for active membership in this Society. Upon admission to membership, such members shall have the right to vote and hold office in this Society.

3. **Students.** Medical students enrolled in a medical school approved by this Society are eligible for active membership in this Society. They shall make application directly to this Society. Such students are entitled to all rights and privileges of membership.

4. Choice of Active Membership. A physician living or working in Bucks County is eligible for active membership in this Society. No person may concurrently hold active memberships in the Bucks County Medical Society and another county medical society in Pennsylvania.

b. Retired Member. A physician who is retired from the active practice of medicine, and currently resides in Bucks County, Pennsylvania or was previously active in the Society. A retired member may vote, hold office, and serve as a member of any workgroup or committee on the state and county levels.

c. Supporter Member. Any physician who is engaged in professional activities related to the active practice of medicine, but who is not engaged in active practice within the jurisdiction of a component medical society. A supporter member shall not vote or hold office. A supporter member may serve as a member of any workgroup or committee on the state or county levels.

d. Affiliate Member. The affiliate member category was discontinued effective November 2018. An individual who, prior to November 2018, qualified as an affiliate member who was retired from active practice will be classified as a retired member. All other individuals who were affiliate member prior to November 2018 will be classified as supporter members.

e. Associate Member. The associate member category was discontinued effective November 2017. An individual who was an associate member prior to November 2018 will retain their associate member status.

f. Honorary Member. Physicians who are not residents of Bucks County, but are members of their own county, state, or territorial medical association, may be elected to this category by the Pennsylvania Medical Society House of Delegates by a three-fourths vote at any annual meeting. The individual is not required to have an unlimited license to practice medicine and surgery in the Commonwealth of Pennsylvania. The honorary member is not required to pay any annual dues. No more than two honorary members may be elected in any one year to this category by the House of Delegates. An honorary member is not entitled to any of the rights and privileges of membership.

g. Administrative Member. An administrative member shall be:

1. **A County Society Executive.** A county society executive, who may or may not be a physician, shall be exempt from paying dues;

2. **A Practice Administrator.** Practice administrators from a practice with at least one physician member and a membership level of 50 percent or more, as of the current membership year, shall be exempt from paying dues. Practice administrator with less than 50 percent membership are not exempt from paying dues; or

3. **A Hospital Medical Staff Coordinator.** Hospital medical staff coordinators must meet the State Society's membership guidelines and are not exempt from paying dues.

An administrative member may not vote or hold office, but may serve as a non-voting member of any workgroup or committee provided that the percentage of administrative members does not exceed 25 percent.

Section 4. **Rights and Privileges of Members, Including Voting Rights.** All members of this Society shall have all the rights and privileges of membership, except as otherwise provided in these Bylaws. All members of this Society who are members of the Pennsylvania Medical Society in good standing shall have such rights and privileges as members thereof as may be granted to them from time to time under the Bylaws of the Pennsylvania Medical Society. Members who are delinquent, as provided in Section 3 of Chapter IV, or under suspension, shall not be eligible to vote, hold office or take part in any scientific or business proceeding of the Society. Provided a member has full membership or proper membership in one county medical society in Pennsylvania, such member may be eligible to hold Supporter Membership in any other county medical society in the state.

Section 5. **Applications for Membership.** A candidate for membership other than Honorary shall make application upon forms provided or approved by this Society. Applications shall be reviewed pursuant to guidelines of the Pennsylvania Medical Society to determine whether the applicant meets the qualifications for membership. A three-quarters majority vote of the County Medical Society Board of Directors present at the board meeting is required to deny election to membership. An applicant or any member of this Society dissatisfied with the decision may present the matter to the next regular meeting of the Society.

Section 6. **Appeals from Rejections.** Any physician who has been refused membership in this Society, or has duly filed an application for membership which has neither been accepted nor rejected within six months after filing thereof, shall have such rights of appeal as may be provided by the Bylaws of the Pennsylvania Medical Society.

Section 7. **Applications by Transfer.** A physician applying for membership as a transferee from any other county medical society shall contact either the member's original component society, the component society into whose jurisdiction the member moves, or the State Society with all pertinent information. The procedure for election to membership shall be the same as set forth in these bylaws. Annual dues shall be prorated making due allowance for dues previously paid by the transferee during the fiscal year.

Section 8. **Transfer Letters.** A member in good standing who is free from all indebtedness to this Society, and against whom no charges are pending, wishing to withdraw from membership shall be granted a transfer letter. This document shall state the date the member associated with this Society, the date of issuance thereof and a statement that said member is in good standing and that dues are paid to a date specified.

Section 9. **Resignations.** Resignations from membership must be submitted in writing to the Secretary.

Section 10. **Suspension and Termination of Membership.**

Any member of this Society suspended from membership in the Pennsylvania Medical Society shall be automatically suspended from membership in this Society for a period corresponding to the State Society suspension. Any member of this Society, whose membership in the Pennsylvania Medical Society is terminated for any reason whatsoever, shall automatically cease to be a member of this Society.

CHAPTER IV – DUES AND EXPENSES

Section 1. **Annual Dues.** The annual dues for Active Members shall be as set by the Society Board of Directors in accordance with these bylaws; however, the dues categories must be in accord with the Pennsylvania Medical Society categories. The percentage of full annual dues to be paid by each category may be in accord with the Pennsylvania Medical Society's percentages. Medical student, resident, and

fellow members shall pay such amount as is fixed each year by the State Society Board of Trustees and the County Society Board of Directors.

Section 2. **Delinquent Dues.** A member whose annual dues are not paid prior to the date set by the Board of Trustees of the Pennsylvania Medical Society shall be delinquent and shall not be in good standing in this Society. The Executive Vice President of the State Society may provide for installment payment of dues. No delinquent member shall be entitled to exercise any of the rights and privileges of membership in this Society during the period of his delinquency. The Executive Vice President of the State Society shall send a notice to each delinquent member within fifteen days of the date such member becomes delinquent, stating the amount then due, the fact that the member is delinquent and that unless such amount is paid within thirty days after the date thereof that the membership of such member will be terminated.

Section 3. **Funds and Disbursements.** All funds of the Society shall be deposited in a depository designated by the Board of Directors. Disbursements of the funds of the Society shall be made in such a manner and upon such authority as shall be prescribed by resolution or resolutions of the Board of Directors.

Section 4. **Fiscal Year.** The fiscal year of this Society shall be January 1 and end on December 31.

CHAPTER V – MEETINGS

Section 1. **Annual Meetings.** There shall be an annual membership meeting of this Society held at a time and place that is set by the Board of Directors. The Secretary shall request that notice of the meetings be placed on the Society website to notify the membership of such meetings at least sixty days in advance thereof.

Section 2. **Meetings of the Board of Directors (Board).** Regular meetings of the Board shall be held at a frequency necessary to accomplish the business of the Board. Regular meetings of the Board are open to the full membership of the Society. A schedule of regular meetings will be posted on the Society website and communicated to members at least thirty (30) days in advance of such meetings. Special meetings of the Board may be called by two-thirds majority of the Board on 48-hour notice with the same quorum requirements.

Section 3. **Special Meetings of the Society.** Special meetings of this Society may be held at any time upon the affirmative majority vote of the members of the Board of Directors. Notice and purpose of any special meeting shall be communicated in writing to each member at least twenty (20) days before the time appointed for the meeting.

Section 4. **Time, Place and Notice.** The meetings of this Society shall be held at such time and place as shall be designated by the Board of Directors, and the Secretary shall request that notice of the meetings be placed on the Society website to notify the membership of such meetings at least ten days in advance thereof.

Section 5. **Procedure.** Any business may be transacted at the annual meeting and regular meetings of the Board of Directors of the Society, but no business shall be transacted at any special meeting of the Society except as may be stated in the notice of the meeting. The Order of Business and the proceedings at all meetings of this Society shall be governed by the Parliamentary authority specified in the Operating Guidelines.

Section 6. **Quorum.** At any Board meeting of this Society a quorum is required for the transaction of business and shall consist of a third of the Board members. At any duly called meeting of the Society, fifteen (15) members of the Society present shall constitute a quorum.

CHAPTER VI – NOMINATIONS AND ELECTIONS

Section 1. **Nominating Committee and Nominations.** The President of the Society shall appoint a Nominating Committee consisting of the three last living past-presidents of the Society and two other Active, Associate or Retired members of the Society and shall designate one of said five appointees to be the Chair thereof. The Nominating Committee will notify all current members of this Society of at least ninety (90) days prior to an upcoming election to solicit nominations of eligible members to hold office in the Society. It shall be the duty of the Nominating Committee to nominate one or more candidates for each of the offices to be filled at the annual election and to report its nominations to the membership sixty (60) days prior to the election. Any nominations in addition to those selected by the Nominating Committee must be made by a member of the Society by submitting the proposed nominee's name in writing to the Secretary, the President and Executive Director, no later than thirty (30) days prior to the election accompanied by a copy of the proposed nominee's curriculum vitae, the nominee's written acceptance of the nomination, and the written signatures of seven (7) member petitioners. Write-in candidates are not permitted. Nominees must be regular members in good standing. All listed requirements for nomination may be transmitted in hard copy or electronic format.

Section 2. **Elections.** The election of the officers of the Society, such number of Delegates and Alternate Delegates to the Pennsylvania Medical Society as to which this Society may be then entitled, and such members of the Board of Directors as are required to fill vacancies therein shall take place annually. All elections shall be by membership ballot (hard copy or electronic) containing the candidate names and respective positions identified by the nomination process in Section 1. A majority vote of all Active and Retired Members voting shall be necessary to elect.

CHAPTER VII – OFFICERS AND DUTIES

Section 1. **Officers.** The officers of this Society shall be a President, President-Elect, Vice-President, Treasurer and Secretary.

Section 2. **Term of Office.** The term of the officers of this Society shall be for a period of one year unless otherwise designated by these Bylaws and until their successors are elected and assume office. Each such regular term shall commence at the January meeting of the Board of Directors.

Section 3. **President.** The President shall preside at the meetings of the Society and the Board of Directors, unless such responsibility has been delegated to another office, and perform such other duties as custom and parliamentary usage may require or as may be prescribed by these bylaws. The President shall appoint, and shall be an ex-officio member without the right to vote of all committees, councils and commissions except as otherwise provided in these bylaws.

Section 4. **President-Elect.** The President-Elect should attend all meetings of the Board of Directors and should assist the President in the performance of those duties. Upon completion of the term as President-Elect said person shall automatically succeed to the office of President.

Section 5. **Vice President.** The Vice-President shall assist the President and the President-Elect in the performance of their duties of the President in the event of that person's absence or disability, and shall perform such other duties as may, from time to time, be assigned by the Board of Directors. Upon

completion of the term as Vice-President said person shall automatically succeed to the office of President-Elect.

Section 6. **Successor to the President, President-Elect and Vice-President.** If the office of President becomes vacant, the President-Elect shall immediately become President and shall serve for the remainder of the immediate predecessor's unexpired term and continue to serve a full term as President. If the office of President-Elect becomes vacant, the Vice-President shall immediately become President-Elect and shall serve for the remainder of the immediate predecessor's unexpired term and continue to serve a full term as President-Elect. If the office of Vice-President becomes vacant, such shall remain vacant until the next annual election of this Society at which time the voting members shall elect an eligible person as Vice-President. If the offices of both President and President-Elect become vacant, the Vice-President shall immediately become President and shall serve as President for the remainder of the unexpired president term and continue to serve a full term as President. If the offices of both President-Elect and Vice-President become vacant, the Board of Directors shall designate from the Board of Directors one who shall act as President-Elect and one who shall act as Vice-President, each of whom shall so act until the next annual election of the Society, at which time the voting members shall elect an eligible person as President-Elect and an eligible person as Vice-President. If the offices of President, President-Elect and Vice-President should become vacant, the Board of Directors shall designate from among the Board of Directors one who shall act as President, one who shall act as President-Elect, and one who shall act as Vice-President, each of whom shall so act until the next annual election, at which time the voting members shall elect an eligible person as President, an eligible person as President-Elect and an eligible person as Vice-President.

Should the President, as determined by a two-thirds majority vote of the Board of Directors, be incapacitated or unable to perform the duties of office, the President-Elect shall so act. Should the President-Elect, as determined by a two-thirds majority vote of the Board of Directors, be incapacitated or unable to perform the duties of office, the Vice-President shall so act.

Section 7. **Treasurer.** The Treasurer shall have custody of all funds and securities of this Society, and shall render full and accurate reports at the regular meetings of the Board of Directors, and at such other times as may be directed by the Board of Directors or the membership. The Treasurer shall keep full and accurate accounts in books of accounts belonging to the Society. The term of the office of Treasurer is three (3) years.

Section 8. **Secretary.** The Secretary shall record the minutes of the meetings of this Society and of the Board of Directors, and record them in separate files belonging to this Society; shall receive and care for all records and papers belonging to the Society except as otherwise provided in these bylaws; shall conduct the official correspondence of this Society shall send out all notices and perform all other duties prescribed by these bylaws or ordered by the Board of Directors or the membership, and shall perform all the duties prescribed for secretaries of component societies in the Bylaws of the Pennsylvania Medical Society. The term of the office of Secretary is three (3) years.

Section 9. **Vacancies in Officer Positions.** Vacancies in any office, other than that of President, President-Elect or Vice-President occurring between annual elections, shall be filled by the Board of Directors, and the persons so selected to fill vacancies shall serve until the next ensuing January 1 and until their successors are elected or appointed and take office.

CHAPTER VIII – DELEGATES AND ALTERNATES TO THE PENNSYLVANIA MEDICAL SOCIETY

Section 1. **Number.** This Society shall have such number of delegates and alternates to the Pennsylvania Medical Society as may be prescribed by the Bylaws of said Society, who shall faithfully represent the members of this Society and the profession of this county in the House of Delegates of the Pennsylvania Medical Society and report thereon to this Society.

Section 2. **Term of Office.** The term of office of each delegate and alternate shall be for a period of one year and until a successor is elected and assumes office, except as otherwise herein provided. Each such regular term shall be one (1) year in duration and commence on July 1 and end on June 30. In the event that in any year the number of delegates and alternates to which the Society is entitled under the Bylaws of the Pennsylvania Medical Society is greater than the number of delegates and alternates elected for that year, the Board of Directors shall elect for a regular term such number of additional delegates and alternates to which this Society may be entitled. In the event that in any year the number of delegates and alternates to which this Society is entitled is less than the number elected for that year, the Board of Directors shall determine, by any means in its discretion, the delegates and alternates whose terms of office are to terminate, and the terms of office of such persons shall thereupon be terminated.

Section 3. **Alternate Delegates.** In the event that any delegate determines an inability to attend a forthcoming meeting of the House of Delegates of the Pennsylvania Medical Society, said delegate should promptly so advise the Secretary of this Society, who shall present the matter to the Board of Directors. The Board of Directors shall have the power to designate any of the alternate delegates to substitute for such delegate at the forthcoming meeting of the House of Delegates, but if no such designation is made or can be made or if the alternate delegate so designated is unable to attend the meeting of the House of Delegates, to fill vacant delegate positions the alternate delegates attending the meeting shall be seated as determined by the Secretary, or in the absence of the Secretary, by the designee as chosen by the President.

CHAPTER IX – BOARD OF DIRECTORS

Section 1. **Duties.** There shall be a Board of Directors of the Society, which shall have general supervision and management of the affairs and business of the Society and shall act for the Society in the intervals between meetings of the membership, except that it may not establish any policies or take any actions inconsistent with prior actions of the membership of the Society. It shall have charge of the property and financial affairs of the Society and shall perform such other duties as are prescribed by law covering directors of corporations or as may be expressly delegated to it by the membership. It may have such committees as it deems necessary properly to conduct its business. It shall exercise general supervision over the conduct of all councils, committees and commissions and over all appointive officers, agents and employees, from whom it may require reports at least annually. It shall designate from time to time the officer or officers to execute documents in the name and on behalf of the Society.

Section 2. **Composition.** The Board of Directors shall consist of the officers of the Society, ex-officio with the right to vote, and six elected directors. It shall also include one county Medical Society physician member as a representative from the Executive Committee of each Bucks County hospital medical staff.

That representative of the Executive Committee of each hospital staff selected by the president of the medical staff of the hospital shall serve for one year and may be one of the regularly elected members of the board, or officer of the Society, or an addition to the elected board, and will have the right to vote. Each elected director shall be elected for a regular term of three years and shall serve until that director's successor shall have been elected and assume office. Each regular term shall commence on January 1. A report of the Board of Directors meeting shall be communicated to the Society membership.

Section 3. **Vacancies.** In the event of a vacancy in the office of any elected director, the remaining members of the Board of Directors shall fill the vacancy, and any person so selected shall fill out the unexpired term.

CHAPTER X – COMMITTEES, COUNCILS AND COMMISSIONS

Section 1. **Appointment and Tenure of Office of Chairman and Members.** All appointments of chairs and members of committees, councils and commissions shall be made by the President except as otherwise provided in these bylaws. The term of office of all chairs and members of committees, councils and commissions shall be for one year and shall commence on January 1, or as soon thereafter as appointed, and shall end on December 31.

Section 2. **Standing Committees.** This Society shall have the following standing committees: Committee on Bylaws; Grievance Committee; Nominating Committee; Finance Committee.

Standing committees shall submit annually a written report to the membership and shall be composed and have the functions as follows:

- (a) **Committee on Bylaws.** The Committee on Bylaws shall consist of three Active or Retired members of the Society. All proposals for amendments to these bylaws shall be submitted to this committee in advance by any proponent thereof for consultation and advice, and all proposed amendments to the bylaws introduced at any meeting of the Society shall be referred to this Committee for report at the next meeting.
- (b) **Grievance Committee.** The Grievance Committee shall be composed of five Active or Retired Members. The purpose of this committee is to prevent or resolve misunderstandings, to clarify and adjust differences between physicians and patients and to assist in maintaining high levels of professional deportment. The committee shall report to the Board of Directors.
- (c) **Nominating Committee.** The Nominating Committee shall be composed, appointed, and have the functions, as provided elsewhere in these bylaws.
- (d) **Finance Committee** – The Finance Committee shall be appointed by the President to consist of three members. Their function shall be to advise the Board of Directors of the Society as to the regulation of the Finances.

Section 3. **Other Committees.** The Society may have other committees as the Board of Directors may from time to time determine. Unless otherwise ordered by the Board of Directors, committees shall consist of such number of members as the President shall determine.

CHAPTER XI – PRINCIPLES OF MEDICAL ETHICS

Each member of this Society, by accepting membership herein, shall be deemed to have subscribed to and pledged himself to observe the Principles of Medical Ethics of the American Medical Association.

CHAPTER XII – DISCIPLINARY PROCEEDINGS

Section 1. **Automatic Suspension.** Any member of this Society convicted by a court of competent jurisdiction of the commission of a felony or any crime involving moral turpitude shall be automatically suspended for an indefinite period. It shall be the duty of the Secretary, once notified of such a conviction, to promptly inform the Board of Directors of any such conviction of any member of this

Society, however, any member of the Society having any such information should promptly report the same to the Board of Directors. The Board of Directors shall make due inquiry and if it finds that such member has, in fact, been so convicted, it shall order a certified copy of the conviction from the court and upon receipt thereof it shall be filed with the member's records. The Board of Directors shall thereupon notify the member that said member will stand suspended from membership for an indefinite period unless prior to the effective date of the suspension the member certifies to the Board of Directors that an appeal from the conviction has been filed. If the member so convicted has so appealed, the suspension from membership shall be stayed until such time as the appeal has been finally disposed of by a court of last resort, and such suspension shall be completely nullified in the event that the conviction of the member is reversed by such court.

Section 2. **Reinstatement after Suspension.** Any member indefinitely suspended from membership may apply to be reinstated to full membership after a period of six months from the effective date of the suspension. Applications for reinstatement may be submitted not earlier than four months after the effective date of the suspension, shall be in writing setting forth the reasons why the member feels entitled to reinstatement, and shall be filed with the Board of Directors. The Board of Directors, after due inquiry, shall hold a meeting to consider the application. The suspended member shall be reinstated upon a majority vote of the members of the Board of Directors.

If the application for reinstatement is rejected by the Board of Directors, a new application for reinstatement shall not be submitted by the member for a period of six months following the rejection. In voting upon an application for reinstatement, the Board of Directors may approve reinstatement to become effective at a date subsequent to the meeting, but not later than one year from said meeting. Members suspended for a definite period of time shall be automatically eligible to reapply for membership reinstatement at the end of the period of suspension unless at the date for reinstatement, charges are pending against the member, in which case reinstatement shall be delayed until there is disposal of such new charges.

Section 3. **Other Disciplinary Action.** Any member determined by the Board of Directors to have violated the Medical Practice Act or to have committed a breach of any of the provisions of these bylaws or of the Principles of Medical Ethics of the American Medical Association shall be liable to censure, suspension or expulsion, and any member convicted by a court of competent jurisdiction of the commission of a crime described in Section 1 of this Chapter may, in lieu of the automatic indefinite suspension prescribed by said Section 1, be expelled from membership in this Society.

Section 4 **Complaint.** Formal complaints shall be in writing and signed by the person making the complaint, or in the case of referrals by the Committee on Grievances shall be signed by the Chair thereof. The complaint shall identify the member whose conduct is questioned and describe the particular conduct about which the complaint is made in such detail as to permit the accused to know fully the nature of the activity to which objection has been made. In general, the complaint shall, as clearly and concisely as possible, state what happened as well as where and when the complained of incident occurred. The complaint where possible shall identify the Bylaws, rule, regulation, Section of Medical Practice Act or Principle of Medical Ethics said to have been violated. Such complaint shall be delivered electronically, by mail, or in person, to the Society Secretary, President, and Executive Director.

Section 5. **Investigation.** When the Board of Directors receives the complaint, it shall review the matter, conducting preliminary investigation if deemed advisable, the purpose being to resolve the matter. If such preliminary investigation has convinced the Board of Directors that no formal action is necessary and that both the complainant and the accused are willing to accept the advice of the Board of Directors for reconciliation or resolution of the matter, it will terminate the matter at this juncture. The advice of the Board of Directors shall be reduced to writing and supplied both to the complainant and the accused

over the signature of the Secretary. If the matter cannot be resolved within the framework of this Section, the complaint may be referred to the Pennsylvania Medical Society Judicial Council for consideration.

CHAPTER XIII – SEAL

The Board of Directors shall have the authority to adopt a seal for this Society, and when so adopted, it shall be the official seal of the Society.

CHAPTER XIV – AMENDMENTS

These bylaws may be amended at any regular meeting by a two-thirds vote of those members present, provided that a copy of the exact text of the proposed amendment has been disseminated by the best available technology to each member of the Society by the Secretary with notice of at least forty five (45) days in advance of the date at which final action is to be taken. No amendment to these bylaws shall be valid or effective unless it is in accord with the Constitution and Bylaws of the Pennsylvania Medical Society.