THE MEDICAL ALUMNI SOCIETY
OF
THE OHIO STATE UNIVERSITY
COLLEGE OF MEDICINE
CONSTITUTION AND BYLAWS

Article I - Name

The name of the organization is The Medical Alumni Society of The Ohio State University
College of Medicine. It shall be a constituent society of The Ohio State University Alumni
Association, Inc. (hereafter referred to as the Association), the official alumni organization of
The Ohio State University (hereafter referred to as the University).

Article II - Mission Statement and Objectives

The mission of the Medical Alumni Society is to maintain and foster relationships to support the
advancement of The Ohio State University College of Medicine/Medical Center and the College
of Medicine Alumni Affairs office through service, engagement and communication with its
MD/resident/fellow alumni, faculty and students body. The Society will also promote and
support the mission of The Ohio State University Alumni Association, Inc.

Supporting Objectives

1. To maintain active and interested medical alumni, promoting fellowship and
   professional relationships among members of the Society;
2. To act as advocates for medical students;
3. To act as advocates for physicians in post-doctoral medical education programs;
4. To assist in recruiting qualified applicants to the College;
5. To assist in development activities for the College;
6. To promote and facilitate research in the clinical departments of the College;
7. To provide counsel as requested by the leaders of the College on matters related to the
   College’s advancement.
8. To promote and support the mission of The Ohio State University Alumni
   Association, Inc.

Article III - Membership and Dues

There shall be the following categories of membership:

1. Regular Members - All graduates who have received the degree of Doctor of Medicine
   from The Ohio State University College of Medicine, all MDs and DOs who have
   received at least one year of their post-doctoral medical education and/or are
   resident/fellow graduates of the University, at The Ohio State University, and The Ohio
   State University College of Medicine regular faculty shall be eligible for membership in
   this Society.
2. Honorary Members - Such individuals who, though not college alumni have distinguished themselves in academic and scientific fields associated with medicine; visiting professors; and those non-medical professionals, who by their interest and activity have supported the goals and activities of the College, may be elected to honorary membership in this Society.

3. Faculty - The OSU College of Medicine regular faculty shall be eligible for membership in this Society.

2.4. All regular members shall have the right to vote and hold office in this Society.

3. Dues may be as established by the Board of Governors.

**Article IV - Officers**

Section 1: The officers of the Society shall consist of President, President Elect, Vice President and the Past President, all of whom must be Active Members of the Association.

Section 2: The duties of the officers shall be such as are generally exercised by such officers, and such as may be assigned to them respectively by the BOG from time to time.

Section 3: Duties of the officers are defined in the bylaws of this document.

**Article IV - Annual Meeting**

Section 1 – At least one meeting of the general membership of the Society shall be held each year, in conjunction with the Medical Alumni Reunion Weekend. The President of the Society shall preside.

Section 2 – Each graduating class shall hold a formal reunion on each five year anniversary of graduation during the annual medical alumni reunion weekend. All members will be encouraged to attend the annual meeting and the medical alumni weekend.

Section 3 – Special meetings may be called by the President, or by a signed petition of twenty (20) or more regular members. Special meetings must be announced at least thirty (30) days in advance and will be announced via the alumni website.

Section 4 – A quorum shall be the members present at the annual meeting, or any specifically called meeting.

Section 5 – A simple majority of the quorum shall be required to pass business items including bylaw changes.

Section 6 – Parliamentary authority for all meetings of the Society shall be the most recent edition of Robert’s Rules of Order.
Section 7 — The Board year will be from Annual Meeting to Annual Meeting.

Article V — Medical Alumni Society Board of Governors

Section 1: The Board of Governors hereafter referred to as BOG, all of whom must be Active Members of The Ohio State University Alumni Association, Inc., shall consist of:

a. The above-named officers.

b. Eleven members at large elected to the board by the membership of the Society as outlined in Article IX.

c. The President/CEO of the Association, or the President/CEO’s designee, as an ex officio, without a vote.

d. The Dean of the College of Medicine as an ex officio, without a vote.

e. The College of Medicine representative to The Ohio State University Alumni Advisory Council as an ex officio voting member.

f. The Coordinator of Alumni Relations (or staff member responsible for alumni relations) for the College of Medicine as an ex officio, without a vote.

h. Student representative(s) selected by the board to serve as a voting member(s).

Section 2: The BOG shall have full power to fill all vacancies.

Section 3: The governance of the Society and the direction of its activities shall be vested in the BOG.

Section 4: A meeting of the BOG must be called by the President of the Society upon written request of at least three members of the BOG.

Section 5: The BOG shall hold two meetings per year and others at the discretion of the President.

Section 1 - Purpose

A. To serve as the governing board of the Society and to assure that the mission and supporting objectives stated in Article II are executed;

B. To involve students, graduates, residents, faculty of the College, and other physicians receiving at least one year of graduate medical education at The Ohio State University, in the Society;

C. To act as liaison between the College and medical alumni;

D. To maintain liaison with the Executive Director of Medical Center Alumni Affairs and the College;
E. To provide regional representation for the Medical Alumni Society and the Center for Continuing Medical Education;
F. To foster support and encourage participation in the annual medical alumni reunion and all other events sponsored by the Society;
G. To foster regional Society activities, both statewide and nationally, and to become involved in and host regional Continuing Medical Education courses sponsored by the College;
H. To foster operational support of the Society through annual contributions; and
I. To be responsible for the affairs of the Society between annual meetings, in accordance with policies established by the Society.

Section 2 - Number of Governors and Term of Office
A. The Board shall represent the geographic distribution of Ohio State University medical alumni within Ohio and across the United States. It is essential to attract board members from diverse backgrounds with a record of strong alumni participation and college advancement.
B. Each Governor will be elected for a term of three years, which may be repeated twice, for a total of three consecutive terms. Terms shall be staggered so that 1/3 of the Board membership is elected annually. After one year off the board, former members of the Medical Alumni Society Board are eligible for a new term on the Board.

An unexpired term (member resigns before his/her term is over) filled by a new member will expire at the end of the original three-year term. The “alternate” member can be renamed by the Board to fill the position for a new three-year term and the time spent during the previous unexpired term will not count as part of the elected term.
C. The Officers of the Society and the immediate Past President shall be members of the Board of Governors. After serving the term as immediate past president, he/she is eligible for a new term on the Board after one year off the Board.
D. The Medical Alumni Society Board of Governors shall be comprised of 15 regular members, plus the 4 officers, and ex officio members included in the bylaws.
E. All Board of Governors must be dues-paying members of The Ohio State University Alumni Association, Inc., at the time of election to the Board.

Section 3 - Qualifications of Governors
A Governor shall be a regular member of the Society.

Section 4 - Nomination and Confirmation of Governors
Society members, Board members and officers may recommend potential candidates. The Nominating Committee will review all candidates based on Article V, Section 2A and present a slate of nominees to the Board of Governors. The slate will be confirmed by a two-thirds (2/3) vote of the Governors in attendance at the Spring meeting of the Board of Governors.
The Board shall conduct new Board Orientation for the incoming slate of Governors prior to the Fall meeting.

**Section 5 – Ex officio members**

A. Executive Secretary (College Alumni Staff)
B. Executive Director—Medical Center Alumni Affairs
C. Associate Director—Medical Center Alumni Affairs
D. Dean of the College of Medicine
E. College of Medicine representatives to The Ohio State University Alumni Advisory Council
F. Continuing Medical Education Representative
G. Office of Medical Center Development Liaison(s)
H. The Ohio State University Alumni Association, Inc. President/CEO or his/her designee
I. Medical Student Alumni Council President and Vice President

**Section 6 – Executive Advisory Council**

Previous members of the Medical Alumni Society Board of Governors are eligible to serve on the Board of Governors Executive Advisory Council. The Council will be chaired by the immediate past president of the Board. (See member description on the last page—Policies and Procedures Statement)

**Section 7 – Board of Governors Meetings**

The Board of Governors shall meet at least twice a year: at the Annual Meeting in the fall, and in the spring. A majority of the authorized members of the Board shall constitute a quorum. A quorum shall be required to conduct business. The President reserves the right to call special meetings.

**Section 8 – Executive Committee Meetings**

The Executive Committee of the Board of Governors shall meet once a year separate from a Board of Governors meeting. In addition, the Executive Committee or the Board Subcommittees will meet one hour prior to each Board of Governors meeting. Additional meetings may be called by the President.

**Article VI - Membership Meetings**

Section 1: At least one member meeting must be held each year. Failure to comply with this provision shall make the Society charter subject to revocation by the Association.

Section 2: There shall be such other meetings each year as the President, with the approval of the BOG, deems desirable.

Section 3: The President of the Society must call a membership meeting upon the written request of five percent of the members of the Society. Upon failure of the President to call such a meeting within ten days of such request, the meeting may be called by any other officer or member of the BOG, or by the petitioning members. In such instance, the President/CEO of the Association shall be notified, and the President/CEO shall send due notice of the time, place and purpose of the meeting to all members of the Society.
Section 4: Where this constitution fails to provide authority for procedure, *Robert’s Rules of Order* shall be used.

**Article VI – Officers**

**Section 1 – The Officers of the Society shall be**
A. President
B. President-Elect
C. Vice President
D. Secretary/Treasurer

**Section 2 – Qualifications**
An Officer must be a regular member of the Society and The Ohio State University Alumni Association, Inc.

**Section 3 – Election of Officers**
Officers will be nominated by a nominating committee appointed by the President. Nominations from the floor will be accepted at the annual meeting. Nominees must be current members of the Board of Governors. Officers shall be elected at the annual meeting by a simple majority of regular members present and voting. It is expected that the Vice President will next serve as President-Elect, and that the President-Elect will next serve as President. (Underlined sentence is new; the rest of the section has been rearranged from current bylaws).

**Section 4 – Terms of Office and Duties**
The term of office shall be for twenty-four (24) months, effective the date of the election. If, for any reason, an officer (other than the President) is unable to complete the term, a replacement shall be named by a nominating committee and shall assume duties upon the approval of the Executive Committee. Service as an officer shall not count toward the limit of three consecutive terms for members.

A. President: The President shall preside at all meetings of the Society and the Board.

B. President-Elect: In the absence or disability of the President, or at his/her request, the President-Elect shall perform the duties of the President. If the office of President becomes vacant, the President-Elect shall become the President for the unexpired term.

C. Vice President: In the absence or disability of both the President and President-Elect, the Vice President shall perform the duties of the President.

D. Secretary/Treasurer: The Secretary/Treasurer will work closely with the College staff to ensure recording of meeting minutes and their distribution and to present a financial report at each Board of Governors meeting. The Secretary/Treasurer serves as liaison with the College financial representative. There should be an annual financial report. The Secretary/Treasurer position will be limited to three terms.

**Article VII – College Staff**
Section 1—Personnel
A. College Alumni Staff (Executive Secretary)
B. The Director for Medical Center Alumni Affairs and/or his/her designee

Section 2—Duties
A. Medical Center Alumni Affairs shall have custody of the names and addresses of the alumni of the College provided by The Ohio State University Alumni Association, Inc. The alumni staff shall record all changes and maintain a current list of names and addresses of all members of the Society, updated at regular intervals. The alumni staff shall not release these lists for political or commercial purposes; release shall be made only upon approval of The Ohio State University Alumni Association, Inc. The alumni staff shall maintain all minutes and records of the Society, including a history of the College and the Society. The alumni staff shall send out all notices of meetings, reports, and other activities to the membership and advise The Ohio State University Alumni Association, Inc., of these matters and other publicity.
B. Medical Center Alumni staff will maintain appropriate account(s) for the receipt of non-charitable contributions such as program fees and registrations, or other such monies. Charitable gifts shall be deposited to appropriate College development funds. All funds shall be annually reviewed by the Executive Committee.
C. The Executive Director for Medical Center Alumni Affairs shall represent the College and act as official liaison with the alumni. All disbursements will require two (2) signatures of the three (3) authorized positions: Chief Fiscal Officer for the College, the Executive Director for Medical Center Alumni Affairs, and the Director of Medical Center Development.

Article VIII - Committees

Section 1 - The Executive Committee of the Board of Governors consists of the officers The College Alumni Relation’s Liaison(s) and College Office of Development liaison(s) serve as ex-officio members, the immediate Past President, the College alumni staff, and liaison(s) from the Office of Medical Center Development. The President of the Society shall be chair. This committee is responsible for conducting the business of the Society between meetings of the Board of Governors. Medical Center Alumni Affairs staff and the Treasurer will provide the Executive Committee the financial status of the Society.

Section 2: The President of the Society shall appoint the following standing committees with the approval of the BOG:

a. The Student Relations Committee will coordinate the student grant review and fund allocation process. The grant funds available are at the discretion of the Dean. This committee shall provide feedback and support other student initiatives. It will be chaired by the Vice President and can include members from the BOG and Medical Alumni Society members at large.
b. The Nominating Committee shall be appointed by the President and shall consist of the Past President, who will chair the committee, and two members of the BOG.

c. The Development and Stewardship Committee shall identify prospects, thank donors, and make asks in collaboration with development officers. It will have members who self-identify their interest for this group and include involvement from the Dean if desired. It will be chaired by an EAC or Board member, with at least 1 Board member on the committee. EAC members are encouraged to participate.

Section 2 – The Development/Gift Planning Committee of the Board of Governors, in direct collaboration with the Dean of the College and the Office of Medical Center Development liaison(s), shall assist in advocating gift opportunities to various constituencies for the support of research, education and patient care. The chairman of the committee shall represent the Society on the Medical Center Development Council.

Section 3 – The Student Relations Committee of the Board of Governors shall work with the Office of Student Affairs and student representatives to identify advocacy and service projects for undergraduate and graduate medical students. Upon approval of such projects by the Board of Governors, this committee shall develop a plan of action for project completion and define this time interval needed for completion.

Section 4 – The Nominating Committee shall be appointed by the President and shall consist of the Past President, who will chair the committee, and two members of the Board of Governors.

Section 35 - The President of the Society, with the approval of the Board of Governors, shall appoint such additional committees as in the President’s judgment the interests of the Society may require and may prescribe the duties of such committees.
Article IX – Fiscal Management and Development

Section 1 - All Society accounts referred to in Article VII, Section 2 are established for the sole benefit of the Medical Alumni Society.

Section 2 – Society financial assets maintained in accounts referred to in Article VII, Section 2 may be used on a proportional basis to aid in the support of selected programs/initiatives recommended by the Board of Governors.

Section 3 – Society contributions to the College will be deposited into account(s) with The Ohio State University Development Fund or Foundation.

Section 4 – Solicitation for private gifts shall be subject to the guidelines established by University Development at The Ohio State University. Such solicitations should be done in a collaborative spirit with all parts of the Medical Center and the University.

Section 5 – Development gifts for specially designated purposes shall be accepted with the approval of the Board of Trustees of The Ohio State University.

Section 6 – The fiscal year will be the same as The Ohio State University Alumni Association, Inc. fiscal year, which is July 1 – June 30.

Article X–VIII - Crest

The Crest of the College of Medicine will be the official Crest of the Medical Alumni Society.

Article IX – Bylaws

The Society is permitted to establish bylaws in a manner decided upon the BOG of the Society, with a quorum of those participating, by a two-thirds vote; provided that notice of such proposed bylaw(s) shall have been communicated via mail or electronic means to each board member at least ten days before such decision. No amendment or addition to the bylaws can be made which is not in harmony with the Society constitution or is contrary to the constitution of the Association.

Article XI–X - Adoption

This constitution and bylaws shall be officially adopted by a majority vote of the members present and voting at any regular or special meeting of the Society. It shall take effect upon the approval and granting of a charter by the Board of Directors of the Association The Ohio State University Alumni Association, Inc., such charter authorizing its function as an official alumni gathering of The Ohio State University.
Article XH-XI - Amendments

This constitution and bylaws may be amended by a majority vote of the total votes cast in a manner decided upon by the BOG of the Society of members present and voting at any duly called meeting of the Society. Proposed changes shall be posted on the alumni website. All Board members will be notified in writing 30 days in advance of any proposed bylaw changes. Electronic notification shall be considered in compliance with these bylaws. No amendments shall take effect unless duly approved by the Board of Directors of the Ohio State University Alumni Association, Inc.

Adopted: November 12, 1977
Revised: November 20, 1992
Revised: September 18, 1998
Revised: February 9, 2007
Revised: September 21, 2007
Revised: February 6, 2009

Board of Governors Bylaws: Policies and Procedures Statement

1. Board of Governors (BOG) member job description
   a. Required participation in BOG meetings (at least 4 of 6 in three-year term);
   b. Required participation in BOG committee activities;
   c. Required annual contribution to the College of Medicine Annual Fund; and
   d. Participation strongly encouraged in the social and outreach activities of the Medical Alumni Society.

2. Executive Advisory Council member job description:
   a. Appointment to BOG ad-hoc committees;
   b. Provide feedback to Board on particular issues through the year;
   c. Review BOG meeting minutes and provide comment;
   d. Assist with alumni outreach across the United States, depending on geographic location;
   e. Assist with special projects.
3. The staff members, Executive Committee Members, and Committee Chairs will provide input regarding participation of BOG members annually to the President using the criteria included in the job description.

_________________________________________________________ 9-12-09