

# South Carolina Osteopathic Medical Society Bylaws

## ARTICLE I – Name

The name of this Society is the SOUTH CAROLINA OSTEOPATHIC MEDICAL SOCIETY, hereinafter referred to as “Society,” or as "SCOMS", and is incorporated as a 501 (c) (6). This Society shall function in cooperation with the American Osteopathic Association, hereinafter referred to as “the AOA.”

## ARTICLE II – Purpose

The purpose of this Society shall be to improve and promote public health by the advancement of the science and profession of osteopathic medicine; to collect and disseminate information of professional interest and value to members of this Society; and to elevate and maintain the standards of the Osteopathic profession in the state of South Carolina.

## ARTICLE III – Code of Ethics

The Code of Ethics of the AOA is adopted and approved as the Code of Ethics of this Society.

The Board of Trustees of the Society shall act upon all questions of an ethical character, including disreputable or immoral conduct, or violation of the Code of Ethics, or tending to bring this Society and the profession of osteopathic medicine into disrepute.

It shall be within the power of the Board of Trustees of this Society to censure either publicly or privately and/or to suspend or expel from membership in the Society, as its findings warrant. The Board of Trustees may further cite the member to appear before the Board of Trustees of the Society, to answer such charges, provided that, upon final conviction of any member of an offense amounting to a felony, under the law applicable thereto, such member shall automatically be expelled from membership in the Society; conviction shall be conclusive for purposes hereof. A member who has been suspended or expelled may be reinstated by a majority vote of the Board of Trustees of the Society upon giving satisfactory evidence of intent to comply with the rules governing membership in this Society.

Any member suspended or expelled, shall have the right to present additional evidence of his/her membership acceptability at subsequent meetings of the Society, and if the findings warrant, his/her membership in the Association shall be reinstated by the Society.

## ARTICLE IV – Component AOA and/or SCOMS-affiliated Societies

This Society shall recognize and cooperate with such district AOA societies as may be organized in the state of South Carolina, or with such other local societies or associations as shall be authorized by the Board of Trustees of this Society (these being regarded as SCOMS-affiliated Societies); provided that the members of such district or local society be in good standing in this organization.

4.1 When any group of osteopathic physicians from any district, county or city of the state, which has no charter Society, wishes to form such local SCOMS-affiliated Society, they may do so by leave of the Board of Trustees of this Society. Application for such

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Note: any changes to the Bylaws that are approved by the SCOMS membership then must be sent to the AOA board of Trustees (BOT) to be voted on. New bylaws are not effective until approved by AOA BOT. (this is in the AOA Bylaws- and as we are an AOA-affiliated organization, this applies to us).

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**Commented [R2]:** With multiple societies in existence at varying local, state & national levels, there are times when greater specificity is useful & the abbreviation "SCOMS" is helpful.

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charter shall be made to the Board by way of the Executive Director, and shall evidence the aims and purposes of this [SCOMS-affiliated](#) Society in writing.

- 4.2 All such local [SCOMS-affiliated](#) Societies chartered shall obligate their officers to be local representatives of this Society and to cooperate with this Society. All officers shall be [members](#) in good standing with the South Carolina Osteopathic Medical Society.
- 4.3 Upon receipt of any application from any group of osteopathic physicians for a charter, the Board shall investigate such group and upon satisfactory proof of agreement with this Society, shall be granted a charter.
- 4.4 It shall be the duty of the Executive Director to keep record of issuance of such charters and report to the Board the percentage of proposed members [of the SCOMS-affiliated Society](#) who are Society members in good standing.

#### **ARTICLE V – Membership**

**Membership is open to physicians who are graduates of an AOA accredited College of Osteopathic Medicine or students enrolled at an AOA accredited College of Osteopathic Medicine who meet the requirements for one of the classes of membership as described article 5.3.**

Applications for membership to the Society shall be [on the standard form](#) prescribed and furnished by the Executive Director of this Society completed in full [\(either in paper or electronic form\)](#). The Executive Director of this Society shall certify all applications for membership are presented to the Executive Committee in proper form prior to the next regular or special meeting of the Executive Committee. If the membership application is approved by the Executive Committee, full membership privileges, in accordance with corresponding membership class, shall be granted.

Any applicant for membership shall [affirm on](#) the application form showing that he/she complies with: [1\) the statutes governing the practice of osteopathic medicine in South Carolina, 2\) the Bylaws of this Society, 3\) the Code of Ethics](#). No non-member of the Society shall serve the Society in any capacity whatever, except he/she shall be cleared as a member, or for a specific duty by the Board of Trustees [\(ex. Executive Director\)](#).

There shall be no discrimination or harassment in the Society's membership programs or activities based on race, color, gender, sexual [orientation](#), marital or parental status, religion, national origin, age, mental or physical disability or veteran status.

- 5.1 [Members shall be admitted in accordance with the Bylaws and have paid required membership dues.](#)
- 5.2 The Society shall consist of classes of voting and non-voting members. All classes of voting members shall be eligible to hold membership on the Board of Trustees or hold any office in the Society.
- 5.3 The Society shall consist of the following classes of members:

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The year's dues must accompany the application, and in the event of rejection, said dues shall be returned. Pro-ration of the first year's dues is based on the timing of membership acceptance. This is based on the membership year and shall be paid as follows: membership during the first two (2) quarters of the year constitutes full dues payment, membership in the third (3) quarter constitutes one-half dues payment, and membership during the fourth (4) quarter constitutes one-quarter dues payment.¶

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5.3.1 Voting members consist of physicians with an active SC Medical License, who may be one or more of the following:

- A. Active Members;
- B. Honorary Life Members who hold an active South Carolina medical license and practice in at least a part-time capacity in South Carolina;
- C. Retired Members who hold an active South Carolina medical license and practice in a part-time capacity in South Carolina;
- D. Military Members who are stationed in South Carolina or claim South Carolina as their home state;
- E. Intern/Resident Members.

5.3.2 Non-Voting members, who do not hold an active South Carolina medical license may be one of the following:

- A. Honorary Life Members who do not hold an active license to practice in the state of South Carolina and are wholly and permanently retired;
- B. Retired Members who do not hold an active medical license to practice in the state of South Carolina and are wholly and permanently retired;
- C. Out-of-state Members who, at one time held an active South Carolina medical license, but now do not actively practice medicine in the state of South Carolina;
- D. Associate Members;
- E. Intern/Resident Members who do not hold an active medical license to practice in the state of South Carolina;
- F. Student Members.

#### 5.4 **Active Membership**

An active membership may be granted to actively practicing osteopathic physicians who are graduates of a college approved by the AOA; who have an active medical license, in the state of South Carolina, have completed the appropriate application process in accordance with the Bylaws of this Society; and are current with their dues. Active members in good standing are entitled to full voting privileges.

#### 5.5 **Honorary Life Membership**

Any osteopathic physician may be granted a free honorary life membership by the SCOMS Executive Committee who:

- 5.5.1 Has reached the age of sixty-five (65);
- 5.5.2 Has held or currently holds a license to practice in the state of South Carolina;
- 5.5.3 Is in good standing with the Society; and
- 5.5.4 Is semi- to permanently retired.

#### 5.6 **Retired Membership**

A retired membership may be granted to any semi- to permanently retired osteopathic physician who has held or currently holds a license to practice in the state of South Carolina.

#### 5.7 **Military Membership**

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<https://www.llr.sc.gov/POL/Medical/index.asp?file=pub.htm#Physicians>

**Commented [R10]:** The distinction between Resident and Intern is blurred some nowadays. Any OMG-1 is considered an intern even if they matched directly into a residency program instead of an internship year. If they hold an active license to practice medicine, then they ought to be able to vote. If not, then no vote.

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Osteopathic physicians who are in the service branch of the United States military; are stationed in South Carolina or claim South Carolina as their home state; and hold a active South Carolina medical license may be eligible for a membership.

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5.8 **Intern/Resident Membership**

Interns or residents who have an active SC Medical license are serving in an AOA or ACGME approved internship or residency program may be granted membership upon application approval and for the duration of that residency.

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5.9 **Out-of-State Membership**

The Society may accept (at the discretion of the Executive Committee) into its membership any osteopathic physicians who previously met the active member requirements but now live out-of-state.

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**Deleted:** Associate membership may not be available to any osteopathic physician or to any student in an osteopathic institution.

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5.10 **Associate Membership**

An Associate membership may be granted to non-osteopathic physicians or other members of the medical community at-large after having completed the appropriate application process and receiving approval from the Executive Committee and the Board of Trustees.

5.11 **Student Membership**

A Student membership may be granted to any student currently enrolled in an AOA accredited college of osteopathic medicine, upon approval of application by the SCOMS Executive Committee.

**Deleted:** 5.11 *Intern Membership*  
Interns who are serving in an approved internship may become non-voting members of this Society upon application and for the duration of the internship. Dues will be set at the discretion of the Executive Committee and approved by the Board of Trustees.

5.12 **Suspension or Termination of Membership**

Any membership may be suspended or terminated for the following two reasons:

A. Violation of the Code of Ethics (as described in article III)

B. Failure to pay dues (as described in article VI)

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**ARTICLE VI – Dues & Assessments**

6.1 All membership classes shall pay annual dues as set by the Executive Committee and approved by the Board of Trustees on an annual basis. To maintain good standing within the Society, dues must be paid by the invoice due date, unless other arrangements have been approved by the Executive Committee.

6.2 A member whose dues remain unpaid for three months from the end of the expiration of their membership, may be suspended and so notified in writing by the Board of Trustees. The suspended member will be retro-actively reinstated as a member in good standing as long as all dues owed are paid in full within six months of their membership expiring. A member who fails to pay their dues within six months of the expiration of their membership will have their membership terminated. They are eligible to re-apply for membership as described in Article V of this document. A member can resign in good standing as long as the member submits their resignation in writing to the Executive Director prior to a six month lapse in dues and fulfills their financial obligations to the Society. Should a member who resigns in good standing later decide that they want to renew their membership, they do not have to go through the full application process, but instead should notify the Executive Director that they would

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like to reactivate their membership and it will become active upon receipt of annual dues.

6.3 The Society may charge a fee for attendance to Society-run continuing medical education (CME) conferences. The amount of the registration fee shall be designated by the Executive Committee and approved by the Board of Trustees. The registration fee amount may be less for SCOMS members than for non-members.

6.4 The Board of Trustees may vote a membership to an eligible member for less than the regular fee. This may be extended to, but not limited to, hardship cases and those situations the Board of Trustees deem appropriate.

### **ARTICLE VII- Officers**

This Society shall have a President, President-Elect, Immediate Past-President, and Treasurer, who shall be the officers and Executive Committee of this Society. These officers are also members of the Board of Trustees. These officers must be members of SCOMS and the AOA. The duties of these officers shall be defined by the Bylaws of this Society.

#### **7.1 President**

The duties of the President shall be to preside at the meetings of the Society, maintain order, appoint committee chairs, receive reports, and perform the duties usually pertaining to his/her office. The President shall be a member of the Executive Committee and the Board of Trustees, and shall be acting chairman. The President shall preside at all meetings of the Executive Committee and Board of Trustees and shall be empowered to call said meetings. The President shall be an ex-officio member of all committees.

#### **7.2 President-Elect**

The President-elect shall perform the duties usually pertaining to his/her office. The President-Elect shall be a member of the Executive Committee and the Board of Trustees. It shall be the duty of the President-Elect to act in the absence, resignation or death of the President, and in such event, he/she shall assume all duties and responsibilities of the office of President. The President-Elect shall serve as President the year following his/her term of President-Elect or if the position of President becomes prematurely vacant.

#### **7.3 Immediate Past-President**

The Immediate Past President shall serve as the chair for the Nominating Committee (see article XII) and review the Bylaws annually and present any changes to the Executive Committee. The Immediate Past-President shall be a member of the Executive Committee and the Board of Trustees.

#### **7.4 Treasurer**

The Treasurer is the elected financial officer of the Society and is responsible, in cooperation with the Executive Director, for monitoring the financial condition of the Society and utilizing and distributing funds as directed by the appropriate officer(s) (see 10.2).

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**Deleted:** 6.5 Assessments may be made upon members of the Society by the Board of Trustees, but only after the approval of two-thirds (2/3) of those active members present at a regular or special meeting. Thirty days (30) of the proposed assessment has been given in writing and mailed to the last known address of all active members in good standing. Assessments are due when the bill is rendered and failure or delay in payment shall be treated as a delinquency in dues.

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7.5 **Executive Director**

The Executive Director is the chief paid officer of the Society. He/she is appointed by the Board of Trustees and does not have to be a member of the Society or the AOA. He/She is responsible for acting as secretary to the Society, attending the activities of the Board of Trustees, the Executive Committee, and any special meetings, i.e. distribution of agendas/minutes. He/She will carry out the day-to-day operations of the Society as directed by the Board of Trustees, including, but not limited to:

- A. Keeping accurate minutes of the meetings of the membership and of the Board. As well as, keep and be the custodian of official documents and enrollment records for the Society.
- B. Assisting the President and Treasurer with the maintenance of financial records and in keeping accurate books and accounts of the Society's financial activities, and in the collection of dues.
- C. Ensuring that all communications from the AOA are conveyed to the Society Board of Trustees in a timely manner;
- D. Reading the Journal of the American Osteopathic Association (JAOA) for proposed changes to the AOA constitution or bylaws and conveying that information to the Society Board of Trustees in a timely manner;
- E. Being an active member of the Association of Osteopathic State Executive Directors (AOSED) and informing the Society Board of Trustees of anything that may impact the Society's members;
- F. Monitoring, updating, and maintaining in working order the Society's presence on social media (including the SCOMS website and Facebook)

**Commented [R34]:** T Whaley felt the duties should be added in.

**ARTICLE VIII- Board of Trustees**

This Society shall have a board of trustees composed of ten (10) members. The President, President-Elect, Immediate Past-President, and Treasurer of this Society shall also act as Trustees for the duration of their tenure of office. Four more voting members will serve as Trustees and shall be elected by the members of the Society to hold office for a period of two years. An Intern or Resident Trustee from a Residency in South Carolina shall be appointed by the Board of Trustees to serve a period of two (2) years. A Student Trustee from the Edward Via College of Osteopathic Medicine shall be appointed by the Board of Trustees to serve a period of one year. The Student, Intern, and/or Resident Trustees only have voting privileges if they qualify for them as described in article 5.3. The Board of trustees should consist of a fair representation of each region of the state. The Society shall purchase and maintain Officers Liability Insurance as indemnification (reimbursement) for losses or advancement of defense costs in the event an insured suffers such a loss as a result of a legal action brought for alleged wrongful acts in their capacity as officers of this Society.

**Commented [R35]:** For a more logical flow articles 8 and 9 have been switched.

**Commented [R36]:** We cannot guarantee that- so it should not be stated as an absolute.

8.1 The Board of Trustees shall transact the general business of the Society. It shall be the duty of the Board to audit the finances of the Society; approve the budget before the beginning of the fiscal year; to call special meetings; and to assist in maintaining the rights and privileges of the members. It sets the policies of the Society and determines the duties of all officials and committees for the proper execution of said policies. The Board hears reports by all standing and special committees and acts upon the

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recommendations contained therein. The Board acts upon all matters brought before it by the general membership.

8.2 In the event that both the President and President-Elect are absent from a regular or special meeting of the Society, it shall be the duty of the elected Trustees to elect one of their members to preside over that meeting.

8.3 The Board of Trustees shall convene at the annual Society meeting and at least three additional times throughout the year, via face-to-face, conference call, etc., as scheduled by the Board.

8.4 Members of the Board of Trustees shall serve without remuneration.

8.5 The President of this Society shall be the chairperson of the Board of Trustees during the term of office as President. The Executive Director shall serve as the Secretary to the Board.

8.6 A majority of the members who are eligible to vote on the Board of Trustees shall constitute a quorum.

8.7 In the event the Board of Trustees, by majority vote, decides that an officer has failed and is failing to perform the duties of his office, the said Board of Trustees may declare the office vacant and appoint a successor in office to fill the unexpired term.

8.8 The Executive Committee shall transact the business of the Board between the meetings of the Board.

8.9 Any Trustee may resign at any time by giving written notice to the Board of Trustees. Any such resignation shall take effect at the date of the receipt of such notice or later specified and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

**ARTICLE IX – Election, Appointment, and Terms of Officers and Trustees**

9.1 The President-Elect, and any other elected Board of Trustees positions needing to be filled will be voted on by the members of the Society at least 2 weeks prior to the annual meeting of the Society via a mail-in or electronic ballot. All voting-eligible SCOMS members will be sent a ballot at least 1 month prior to the date of the final vote count. Nominations can be made by any SCOMS member, and willing candidates' names will be placed on the ballot.

9.2 An Executive Director shall be an appointed Officer, appointed by the Board of Trustees for such term, as the Board shall define.

9.3 A majority of all votes cast shall be necessary for election. In case there is no majority on the first ballot, the person having the smallest number of votes shall be dropped from the list before taking a subsequent ballot. This method shall be followed until a majority of votes is cast for one nominee, who shall be elected. Subsequent ballots may be carried out via mail-in or electronic ballots if there is sufficient time prior to the

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annual meeting or they may be carried out at the annual meeting in order to ensure all elected positions are filled by the end of the annual meeting of the Society. Any subsequent ballot(s) voted upon at an annual meeting will be done by secret ballot by those voting-eligible members present at the meeting.

9.4 Verbal proxy votes are not permitted.

9.5 All Officers (except the Executive Director) and Trustees elected by the Society must be members in good standing in this Society and members of the AOA.

9.6 Terms of elected officials and trustees are as follows:

A. The President, President-Elect, Immediate Past-President shall hold office for one year and act as Trustees of the Board during their term as well;

B. The President becomes the immediate Past-President at the end of their one year term;

C. The President-Elect becomes the President at the end of their one year term or in the event that the President vacates that office prematurely;

D. The Treasurer shall hold office for two years and act as a Trustee of the Board during their term as well;

E. Each non-officer Trustee shall be elected by the members of the Society to hold office for a period of two years;

F. They shall act until the adjournment of the meeting at which their successors are installed, except for: the new President, who will immediately assume responsibility after being installed; and the retiring President, who will immediately assume the role of immediate Past-President when the new President is installed.

G. New officers will be installed at the Annual State Meeting, unless premature vacancy of a position occurs.

H. In the event an office (other than the President) becomes prematurely vacant, the Board of Trustees will appoint a successor for that office to fill the remainder of the unexpired term. Appointed successors assume office at the time they are appointed by the Board of Trustees.

9.7 The office of an Officer or Trustee becomes prematurely vacant if such Officer or Trustee dies or resigns, which resignation shall take effect immediately or at such time as the Officer or Trustee may specify. The removal of an Officer or Trustee from office shall also create a premature vacancy.

#### ARTICLE X – Executive Committee

The Executive Committee shall consist of the following voting members: President, President-Elect, Immediate Past-President and Treasurer. The Executive Director shall serve as the Secretary of the Executive Committee, without vote.

10.1 The Executive Committee shall transact the business of the Board of Trustees between meetings of the Board. It shall meet as needed, in addition to Board of Trustees meetings.

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8.5 The President, President-Elect, Immediate Past President shall hold office for one (1) year, and Secretary-Treasurer for two (2) years, or until their successors in office are elected and installed. They shall act until the adjournment of the meeting at which their successors are elected and installed, except for the New President, by the retiring President. The new officers will be installed at the Annual State Meeting.¶

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Deleted: 8.8 . If a vacancy is created due to the death, resignation, or removal of an officer or Trustee elected or appointed by the governing body, such vacancy shall be filled for the unexpired term by a successor Officer or Trustee elected or appointed by the governing body. Any other vacancies shall be filled, to the extent necessary and to the extent not filled through the operation of other provisions of these regulations, by the votes of a majority of the remaining Officers and Trustees.¶

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8.9 Non-voting members are not eligible to serve as an Officer or Trustee.¶

Deleted: ARTICLE IX – Board of Trustees¶

This Society shall have a board of trustees composed of ten (10) members. The President, President-Elect, Immediate Past-President, and Secretary-Treasurer of this Society shall automatically, upon their election to office, fill the position of four (4) of the Trustees for the duration of their tenure of office. Four (4) Trustees shall be elected by the members of the Society to hold office for a period of two (2) years. A Resident Trustee from a Residency in South Carolina shall serve a period of two (2) years. A Student Trustee from the Edward Via College of Osteopathic Medicine shall serve a period of one (1) year. The Board of trustees shall consist of a fair representation of each region of the state.¶

¶

9.1 . The Board of Trustees shall transact the general business of the Society. It shall be the duty of the Board to audit the finances of the Society; approve the budget; to call special meetings; and to assist in maintaining the rights and privileges of the members. It sets the policies of the Society and determines the duties of all officials and committees for the proper execution of said policies. The Board hears reports by all standing and special committees and acts upon the recommendations contained therein. The Board acts upon all matters brought before it by the general membership.¶

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9.2 In the event that both the President and President-Elect are absent from a regular or special meeting of the Society, it shall be the duty of the elected Trustees to elect one of their members to preside.¶

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10.2 The Executive Committee acts as a steering committee and an advisory board to make recommendations to the President, the Board of Trustees, and the Executive Director. It creates the Society's yearly budget and supervises the expenditures thereof.

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10.3 A quorum at any meeting of the Executive Committee shall be three.

#### ARTICLE XI- Sessions

The members of this Society in annual convention shall determine the time and place for the next annual session of this Society, but in the event of their failure to act, the Board of Trustees shall determine said time and place. Special meetings of the Society may be called by the President upon written request of two (2) of the elected Trustees of the Society.

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#### ARTICLE XII – Delegates to the American Osteopathic Association

12.1 Any delegate representing this Society in the House of Delegates for the AOA must be a member in good standing in this Society and in the AOA.

12.2 The Board of Trustees shall appoint delegates and alternates to the House of Delegates. The alternates designated shall represent the Society in the absence of the regular delegate and possess the same qualifications as a delegate.

**Deleted:** In the event, a delegate is deemed unable to complete the term to which appointed the first alternate may serve the remainder of the term.

**Deleted:** 12.3 A delegate's term of office may be two (2) years; an alternate's term may be one (1) year. ¶

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**Deleted:** the senior delegate as established by the date of his/her appointment to position.

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12.3 The Chair of the delegation shall be appointed by the Executive Committee.

**Commented [R48]:** Was mislabeled. Should be 13, as there is already a 12.

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**Deleted:** two (2) weeks, nor more than

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**Commented [R49]:**

**Commented [R50R49]:** Helps to clarify the intent of the article for ease of interpretation.

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12.4 Delegates and alternates are bound in principle to recognize the instructions and wishes of the Executive Committee, Board of Trustees and general membership. The Chair of the delegation shall report to the Board of Trustees following each session of the AOA House of Delegates and give a synopsis of the most pertinent resolutions that were proposed or passed.

**Commented [R51]:** SCOMS BOT debated merits of if/how to reword the articles regarding Amendments and quorum. 2 past presidents were also consulted. FOMA's Bylaws were examined as an example of possible wording. It was felt best to ensure that as SCOMS grows, the BOT would have the ability to achieve necessary quorum for making changes to Bylaws, but also to put in place a mechanism where the sanctity of the Bylaws could be protected. So, added in that a special session, and the rules thereof for calling such a session, can be called to vote on Bylaws.

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#### ARTICLE XIII- Amendments

These Bylaws may be amended by the Society at any annual session or special session by majority vote of the members present during that session, provided that any such amendment shall have been presented to and approved by the Board of Trustees and filed with the Executive Director not less than four weeks prior to the session at which they are acted upon. It shall be the duty of the Executive Director to mail (by electronic means or if no email address is known for a member, then regular mail) to each member of the Society in good standing, at least four weeks before such session, a copy of all proposed amendments. A special session can be called by the President, by a majority of the Executive Committee, by 25% of the Board of Trustees, or by 33% of the voting-eligible SCOMS membership.

#### ARTICLE XIV- Quorum

A majority of the members of the Society that are present at any meeting shall constitute a quorum for the transaction of any business including amending the Bylaws.

**ARTICLE XV– Rules of Order**

Except when in conflict with the Bylaws of this Society, which prevail at all times, the rules contained in Roberts’ Rules of Order, Revised shall govern.

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**ARTICLE XVI – Dissolution of the Society**

This Society shall be dissolved pending a majority vote of all voting-eligible members of the Society. A vote to dissolve the Society will not be a secret vote and can only be conducted via a ballot mailed to each voting-eligible member via the US postal service. Upon the dissolution of this organization, assets shall be distributed to an organization or organizations in the state of South Carolina that provides education to osteopathic physicians or students.

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**Deleted:** present at said meeting.

**Deleted:** Any funds will be donated to a designated osteopathic school.

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