

1 **Constitution and Bylaws Of The**  
2 **West Virginia State Medical Association**

3  
4 **CONSTITUTION**

5  
6 **ARTICLE I. - TITLE AND DEFINITION**

7  
8 The name and title of this organization shall be the West Virginia State Medical  
9 Association.

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11 **ARTICLE II. - PURPOSES**

12  
13 The purposes of this Association shall be to federate and bring into one compact  
14 organization the entire medical profession of the State of West Virginia and to unite with  
15 similar associations or societies of other states to form the American Medical  
16 Association; to extend medical knowledge and advance medical science; to promote the  
17 public health; to maintain the highest standards of medical education; to secure the  
18 enactment and enforcement of just medical laws; to promote the general welfare of the  
19 profession; and to enlighten and direct public opinion in regard to Medicine in West  
20 Virginia, and to promote the time honored commitment of the profession to the preven-  
21 tion and cure of disease and in improving the quality of life in the State.

22  
23 **ARTICLE III. - COMPONENT SOCIETIES**

24  
25 Component societies shall be chartered by this Association.

26  
27 **ARTICLE IV. - COMPOSITION**

28  
29 This Association shall consist of active, retired, resident, and student members and  
30 others, as shall be provided in the Bylaws.

31  
32 **ARTICLE V. - HOUSE OF DELEGATES**

33  
34 The House of Delegates is the legislative and the policy-making body of the Association  
35 composed of elected representatives and others as provided in the Bylaws.

36  
37 **ARTICLE VI. - COUNCIL**

38  
39 The Council shall consist of the elected Councilors from each component society and  
40 from the Medical Association Resident, Medical Association Student and Young  
41 Physicians' section as provided in the Bylaws; the immediate Past President, who shall  
42 serve as Chairman; and his or her immediate predecessor who shall serve as a Senior  
43 Councilor-at-Large for one (1) year and thereafter as a Junior Councilor-at-Large for one  
44 (1) year, and the President, the President Elect, the Vice President, the Treasurer, the  
45 Speaker of the House of Delegates, Vice Speaker of the House of Delegates, West  
46 Virginia State Medical Association delegates to the American Medical Association, the  
47 Chair of the Legislative Committee, and the President of the West Virginia State Medical  
48 Association Alliance. Members of Council present shall constitute a quorum. Their  
49 duties and responsibilities shall be as defined in the Bylaws.  
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4 **ARTICLE VII. - SECTIONS**  
5

6 The House of Delegates may provide for a division of the scientific work of the  
7 Association into appropriate sections, and for the organization of such sections as will  
8 promote the best interests of the profession, these to be composed exclusively of  
9 members of component societies, or as may be prescribed in the Bylaws.

10  
11 **ARTICLE VIII. - MEETINGS AND SESSIONS**  
12

13 The Association shall hold an annual meeting, consisting of daily sessions which shall  
14 be open only to registered members and guests as prescribed in the Bylaws.

15  
16 The Association shall hold such other meetings as deemed necessary or as provided in  
17 the Bylaws.

18  
19 **ARTICLE IX. - OFFICERS**  
20

21 The officers of this Association shall be a President, a President Elect, who shall  
22 automatically succeed to the office of President, a Vice President, a Treasurer, a  
23 Speaker of the House of Delegates and a Vice Speaker of the House of Delegates,  
24 Councilors to be elected, as provided in the Bylaws, the Chair of the Council, who shall  
25 be the retiring president, and his or her two immediate predecessors, who shall be the  
26 Councilors-at-Large. The officers' qualifications, terms and duties of office shall be  
27 provided in the Bylaws.

28  
29 **ARTICLE X. - FUNDS AND EXPENSES**  
30

31 Funds shall be raised by an annual per capita assessment of dues from members of the  
32 Association.

33  
34 Funds may also be raised in any other manner approved by the Council or House of  
35 Delegates as provided in the Bylaws.

36  
37 **ARTICLE XI. - REFERENDUM**  
38

39 A general meeting of the Association may, by a two-thirds vote of the members present,  
40 order a general referendum on any question pending before the House of Delegates,  
41 and when so ordered the House of Delegates shall submit such question to the  
42 members of the Association who may vote by mail or in person. The action of the  
43 majority of the members of the Association shall determine the question and be binding  
44 upon the House of Delegates.

45  
46 The House of Delegates may, by a two-thirds vote of its members, submit any question  
47 before it to a general referendum, and the result shall be binding on the House of  
48 Delegates. It may also, by a like vote, refer any question, including the election of  
49 officers or any number of them, to the general meeting of the Association, a majority  
50 vote of the membership determining the result.  
51

1 **ARTICLE XII. - THE SEAL**

2  
3 The Association shall have a common seal which shall be entrusted to the care of the  
4 Executive Director.

5  
6 **ARTICLE XIII. - AMENDMENTS**

7  
8 The House of Delegates may amend any article of this Constitution by a two-thirds vote  
9 of the delegates present at any annual session, provided that such amendment shall  
10 have been presented in open meeting at the previous annual session, and that it shall  
11 have been published in the WEST VIRGINIA MEDICAL JOURNAL, at least two (2)  
12 months prior to the next annual meeting, or sent officially to each component society.  
13

14 **BYLAWS**

15  
16 **CHAPTER I. - MEMBERSHIP**

17  
18 Sec. 1. Membership with full privileges in this Association shall be effected by  
19 certification through and membership in a component society, or Resident or Medical  
20 Student Section. Applications for membership are subject to review and approval by the  
21 Council of the West Virginia State Medical Association.  
22

23 Sec. 2. Eligibility for full membership in the Association shall be limited to doctors of  
24 medicine or osteopathy licensed to practice in West Virginia who are members of a  
25 component medical society of the West Virginia State Medical Association; doctors of  
26 medicine and/or osteopathy licensed to practice in West Virginia, who are unable to  
27 affiliate with a component society by reason of special circumstance or hardship, whose  
28 application shall be subject to review and approval by the Council of the West Virginia  
29 State Medical Association; residents who are licensed to practice medicine in West  
30 Virginia, or who are serving an internship/residency training programs approved by the  
31 Accreditation Council for Graduate Medical Education, or the Committee on Post-  
32 Doctoral training of the American Osteopathic Association or their successors prior to  
33 meeting requirements for licensure; and students enrolled in accredited schools of  
34 medicine in West Virginia granting Doctor of Medicine or Doctor of Osteopathy degrees,  
35 provided further, that the academic status of each medical student applicant for  
36 membership shall be certified by the dean of his/her medical school.  
37

38 Sec. 3. Active members shall be those physicians who are engaged in the practice of  
39 medicine, and the practice of osteopathy as stipulated in Section 2 of this Chapter, in the  
40 State of West Virginia, including those who are temporarily absent by reason of serving  
41 a residency or absent for a tour of duty with the Armed Services.  
42

43 Sec. 4. Retired members shall be those physicians who have retired from active  
44 practice of medicine and, upon written request, received Council approval.  
45

46 Retired members shall, following Council approval, be exempt from the payment of dues  
47 or assessments and physicians excused by Council may be exempt from the payment of  
48 dues to alleviate financial hardship or because of forced retirement from medical practice  
49 due to physical disability. Council shall establish appropriate standards and procedures  
50 for granting all dues exemptions. These physicians shall have the privilege of the floor in

1 any open session of the Association, but shall not have the right to make or second  
2 motions, to vote, or to hold any elective office in this Association, except that they may  
3 hold elective or appointive committee membership.

4  
5 Sec. 5. Student members shall be those persons enrolled in accredited schools of  
6 medicine in West Virginia granting Doctor of Medicine or Doctor of Osteopathy degrees  
7 and who fulfill the membership requirements set forth in these Bylaws.

8  
9 Sec. 6. Resident members shall be those persons who are licensed to practice  
10 medicine in West Virginia, or who are serving in internship/residency training programs  
11 approved by the Accreditation Council for Graduate Medical Education, or the  
12 Committee on Post-Doctoral Training of the American Osteopathic Association or their  
13 successors prior to meeting requirements for licensure and who fulfill the membership  
14 requirements set forth in these Bylaws.

15  
16 Sec. 7. Associate members shall be those individuals, firms, corporations, or  
17 partnerships who, while not doctors of medicine or osteopathy licensed to practice in  
18 West Virginia, have interests allied to the medical professions.

19  
20 Applications for associate membership shall be in writing to the President of the  
21 Association and shall constitute acceptance of the Constitution and Bylaws of the  
22 Association.

23  
24 The applicant for such associate membership shall be sponsored by another member  
25 with full privileges and in good standing or by the Executive Director. The application  
26 shall contain the name of such sponsor.

27  
28 Such applications for associate membership shall be referred by the President to the  
29 Council of the West Virginia State Medical Association, who shall investigate the  
30 applicant and shall vote on each applicant as to whether the applicant may become an  
31 associate member of the Association. If the applicant receives three (3) negative votes,  
32 the application shall be rejected. In case an applicant is rejected, the same applicant  
33 shall not reapply for associate membership until the expiration of six (6) months from the  
34 time the application was rejected. All communications made to the Council of the West  
35 Virginia State Medical Association concerning any applicant and the proceedings of the  
36 Council of the West Virginia State Medical Association thereon shall be regarded as  
37 confidential; and the names of rejected applicants shall not appear in the minutes of the  
38 Association.

39  
40 Associate members shall have neither a vote nor be eligible to hold office.

41  
42 Sec. 8. The principles of Medical Ethics of the American Medical Association shall  
43 govern the conduct of members in their relations to each other and to the public.

44  
45 Sec. 9. Dues shall be payable annually on January first. Dues in each membership  
46 category shall be fixed by action of the Council or House of Delegates. Dues may be  
47 waived for active members temporarily incapacitated. Any member whose dues have  
48 not been paid by April first shall be held to be delinquent and shall be automatically  
49 dropped from membership. Such members cannot be reinstated except by action of the  
50 Council.

51

1 If dues are paid after June thirtieth by new members, only one-half (½) the amount of the  
2 fixed annual dues shall be collected from such members.

3  
4 Sec. 10. Each member in attendance at an annual session shall register and indicate  
5 the component society or section of which he or she is a member. When his or her  
6 membership status has been verified, he or she shall receive a badge which shall be  
7 evidence of his or her right to all privileges of membership at that session. No member  
8 shall take part in any of the proceedings of an annual session until he or she has  
9 complied with the provisions of this Section.

10  
11 Sec. 11. Non-members of this Association, resident in West Virginia, shall not take part  
12 in the deliberations of this Association, except when invited to do so or specifically  
13 authorized in the Constitution or Bylaws.

## 14 **CHAPTER II. - ANNUAL MEETING**

15  
16  
17 Sec. 1. The Association shall hold a meeting each year at such place and such date as  
18 may be selected by the Council.

19  
20 Sec. 2. Special meetings of either the Association or the House of Delegates shall be  
21 called by the President on petition of twenty (20) delegates or fifty (50) members,  
22 representative of fifty (50) percent of the component societies.

23  
24 Sec. 3. All registered members may attend and participate in the proceedings and  
25 discussions of the general scientific meetings and of the several sections. The general  
26 meetings shall be presided over by the Speaker of the House of Delegates or Vice  
27 Speaker of the House of Delegates.

## 28 **CHAPTER III. - HOUSE OF DELEGATES**

29  
30  
31 Sec. 1. The House of Delegates shall meet annually at such time and place as may be  
32 fixed by the Council of the Association.

33  
34 Sec. 2. The House of Delegates shall consist of (1) delegates elected by the  
35 component societies; (2) delegates elected by Resident Physician and Medical Student  
36 Sections; and (3) the President, President Elect, Vice President, Treasurer, Chair of the  
37 Council, Senior and Junior Councilors-at-Large, Speaker of the House of Delegates and  
38 Vice Speaker of the House of Delegates, and Delegates and Alternate Delegates to the  
39 American Medical Association.

40  
41 Sec. 3. Each component society shall be entitled to elect and send to the House of  
42 Delegates each year one (1) delegate who shall be an officer of the society, and one (1)  
43 additional delegate for every twenty (20) members or fraction thereof. A corresponding  
44 number of alternates shall be elected each year by each component society. Resident  
45 Physician and Medical Student Sections shall be entitled to send to the House of Del-  
46 egates one (1) delegate and alternate each year, chosen according to constitutions, by-  
47 laws or other organizational principles adopted by those sections. Roster of Delegates  
48 and Alternates must be submitted to the Association offices in a timely manner for  
49 approval of credentials. In case any of the regularly elected delegates or alternates are  
50 not present at an annual meeting, the members of the component societies, or Resident  
51 Physician or Medical Student Sections, to which they belong shall elect a delegate or

1 delegates pro temp. Credentialing must be accomplished prior to the opening of each  
2 session of the House of Delegates.

3  
4 Sec. 4. The Delegates present shall constitute a quorum and only members of the Hou-  
5 se who are present shall have the right to vote.

6  
7 Sec. 5. The deliberations of the House of Delegates shall be governed by the Robert's  
8 Rules of Order.

9  
10 Sec. 6. The House shall consider resolutions during the annual session. Resolutions  
11 must be submitted 30 days prior to the first session and may not be voted on until the  
12 next session, except by 2/3 consent vote of the House. Late resolutions require  
13 unanimous consent to be considered and must be submitted prior to 1<sup>st</sup> Session of the  
14 House.

15  
16 Sec. 7. The House of Delegates shall, upon application, provide and issue charters to  
17 county societies organized in accordance with the Constitution and Bylaws.

18  
19 Sec. 8. Upon request, the House of Delegates shall organize the physicians of two (2)  
20 or more counties into component societies.

21  
22 Sec. 9. The House shall have authority to appoint committees for special purposes  
23 from among members of the Association who are not members of the House of  
24 Delegates.

25  
26 Sec. 10. The House of Delegates shall meet in open session, to which any member  
27 may be admitted. In closed session, attendance shall be restricted to members of the  
28 Association with full privileges, its legal counsel and members of the Association's office  
29 staff. In any session only delegates and authorized official personnel shall have the  
30 privilege of the floor, except by unanimous consent.

31  
32 Sec. 11. Actions of the House of Delegates shall be published in THE WEST VIRGINIA  
33 MEDICAL JOURNAL.

34  
35 **CHAPTER IV. - ELECTIONS**

36  
37 Sec. 1. All elections shall be by written ballot, and a majority of the votes cast shall be  
38 necessary to elect. If there is no majority, the candidate with the least number of votes  
39 is dropped, and the balloting shall continue. If there is but one (1) candidate for the  
40 office under consideration the presiding officer may direct a voice vote.

41  
42 Sec. 2. The officers of this Association and delegates and alternate delegates to the  
43 American Medical Association shall be nominated in the method prescribed in that  
44 section of the Bylaws relative to the duties of the Committee on Nominations, and the  
45 election shall be held immediately prior to the final session of the House of Delegates at  
46 each annual meeting.

47  
48 Sec. 3. To be counted as a valid ballot, the number of votes made must be equal to the  
49 number of positions to be filled.  
50

1 **CHAPTER V. - TERMS OF OFFICERS**

2  
3 Sec. 1. The officers, except hold-over Councilors and Councilors-at-Large shall be  
4 elected annually. The term of the elected officers, except members of the Council and  
5 the Speaker and Vice-Speaker, shall be for the period of one year beginning with the  
6 installation of the President at an interim meeting. The term of the Speaker and Vice-  
7 Speaker shall be for a period of two years. All these officers shall serve until their suc-  
8 cessors are elected and take office.

9  
10 The term of office of Councilors shall be for a period of two (2) years beginning with the  
11 installation of the incoming President and ending on the last day of the interim meeting  
12 which occurs closest in time after the completion of two years service, with Councilors to  
13 be elected by the House of Delegates.

14  
15 Sec. 2. The retiring President shall be Chairman of the Council for the year following his  
16 or her term of office, and shall then serve another two (2) years as Councilor-at-Large.  
17 Thereafter he or she shall be eligible for election to any office of the Association except  
18 President or President-Elect.

19  
20 Sec. 3. The Executive Director shall be appointed by the Council.

21  
22 **CHAPTER VI. - DUTIES OF OFFICERS**

23  
24 Sec. 1. The President shall address the annual meeting of the House of Delegates, and  
25 participate, with the right to vote in sessions of the House of Delegates. He shall deliver  
26 an annual address at such time as may be arranged, and shall perform such other duties  
27 as custom and parliamentary usage may require.

28  
29 In the event of a vacancy in the office of Treasurer or in the Council, the President shall  
30 be empowered to fill the vacancy by appointment until the next annual meeting.

31  
32 Sec. 2. The President Elect and Vice President shall assist the President in the dis-  
33 charge of the President's duties. In the event of the death, resignation, incapacitation, or  
34 removal from office of the President, the President Elect shall succeed the President in  
35 office and shall serve for the remainder of the term of his or her immediate predecessor.

36  
37 The President Elect shall be installed as President at an interim meeting.

38  
39 Sec. 3. The Treasurer shall be financial overseer of this Association. The Treasurer  
40 shall report financial conditions routinely to the President and the Chair of the Council.  
41 Early in the Association's fiscal year, the accounts of the Association shall be audited by  
42 a certified public accountant for the previous fiscal year. The Executive Director shall be  
43 the custodian of the funds and securities of the Association.

44  
45 Sec. 4. The Speaker of the House of Delegates shall preside at the meetings of the  
46 House of Delegates and shall perform such duties as custom and parliamentary usage  
47 require, and may address the House of Delegates at the opening meeting of all  
48 conventions but such address shall be limited to matters of conduct and procedure in the  
49 House. The Speaker is entitled to vote when the vote is by ballot. Otherwise, the  
50 Speaker has the right to vote only in the case of a tie.

1 Sec. 5. The Vice Speaker shall officiate for the speaker in the latter's absence or at the  
2 request of the Speaker. In the event of a vacancy in an office of the Speaker, the Vice  
3 Speaker shall officiate during the unexpired term. The Vice Speaker shall be entitled to  
4 vote when the vote is by ballot. Otherwise, when officiating for the speaker or when  
5 filling a vacancy in the office of the Speaker, the Vice Speaker shall have the right to  
6 vote only in the case of a tie.

7  
8 **CHAPTER VII. - THE COUNCIL**  
9

10 Sec. 1. The Council shall meet at the call of the Chair—at each annual meeting, and as  
11 often as necessary to transact the general business and other affairs of the Association,  
12 or on petition of five (5) members of that body. For purposes of determining the  
13 existence of a quorum at a special meeting, and for purposes of voting on any business  
14 of the Council conducted at such special meeting, a Councilor shall be included in such  
15 determination or vote if present at the special meeting either in person or by means of a  
16 telephone conference call or similar electronic communication by means of which all  
17 persons participating in the special meeting can hear and speak to each other. The  
18 location of any such special meeting shall be deemed to be the place specified in the  
19 notice of such special meeting, or, if no location was specified, the place from which the  
20 telephone conference call or other means of electronic communication originates.

21  
22 The Council shall be the executive body of the House of Delegates, and between  
23 meetings shall exercise all the powers conferred on the House of Delegates by this  
24 Constitution and Bylaws. The Chair of the Council shall submit an annual report of its  
25 activities to the House of Delegates.

26  
27 In the event of the absence of the Chairman of the Council at any meeting, the President  
28 shall serve as acting chairman. Should the President also be absent, then an acting  
29 chairman shall be elected by the members of the Council present.

30  
31 Sec. 2. Each Councilor shall serve as organizer, advisor and representative in his or  
32 her component society.

33  
34 Sec. 3. The Council shall select an Executive Director who shall carry out all duties  
35 assigned to him by these Bylaws or by competent authority. The Executive Director shall  
36 have the responsibility to employ, or discharge, personnel needed to achieve the  
37 objectives of this Association.

38  
39 Sec. 4. The Council shall be empowered to retain general legal counsel for the  
40 Association.

41  
42 Sec. 5. Each component society shall have a minimum of one (1) Councilor and shall  
43 be listed in alphabetical order and so numbered.

- 44  
45 1 - Boone County Medical Society;  
46 2 - Brooke County Medical Society;  
47 3 - Cabell County Medical Society;  
48 4 - Central West Virginia Medical Society;  
49 5 - Eastern Panhandle Medical Society;  
50 6 - Fayette County Medical Society;  
51 7 - Greenbrier Valley Medical Society;



- 1 8 - Hancock County Medical Society;
- 2 9 - Harrison County Medical Society;
- 3 10 - Kanawha Medical Society;
- 4 11 - Logan County Medical Society;
- 5 12 - Marion County Medical Society;
- 6 13 - Marshall County Medical Society;
- 7 14 - Mason County Medical Society;
- 8 15 - McDowell County Medical Society;
- 9 16 - Mercer County Medical Society;
- 10 17 - Monongalia County Medical Society;
- 11 18 - Ohio County Medical Society;
- 12 19 - Parkersburg Academy of Medicine;
- 13 20 - Potomac Valley Medical Society;
- 14 21 - Preston County Medical Society;
- 15 22 - Putnam County Medical Society;
- 16 23 - Raleigh County Medical Society;
- 17 24 - South Branch Valley Medical Society;
- 18 25 - Summers County Medical Society;
- 19 26 - Tug Valley Medical Association;
- 20 27 - Tygart Valley Medical Society;
- 21 28 - Western Medical Society;
- 22 29 - Wetzel County Medical Society; and
- 23 30 - Wyoming County Medical Society.

24

25 Sec. 6. During the annual meeting of the House of Delegates held in an even-  
26 numbered year, there shall be elected Councilors from each even-numbered component  
27 society to serve for two (2) years; and during the annual meeting of the House of  
28 Delegates held in an odd-numbered year, there shall be elected Councilors from each  
29 odd-numbered component society to serve for two (2) years. Each component society  
30 which has from one (1) to one hundred (100) members shall be entitled to one (1)  
31 Councilor. For each additional one hundred (100) members or fraction thereof a  
32 component society shall be entitled to one (1) additional Councilor. Each Society shall  
33 also submit the name of an alternate councilor to act as its representative in the absence  
34 of one or more of its councilors. An AMA alternate delegate shall also serve as an  
35 alternate councilor in the absence of an AMA delegate. The alternate councilor's right to  
36 vote shall only be in the absence of one or more of his or her component society's  
37 councilors.

38

39 In computing the membership base for determination of the number of Councilors to  
40 which a component society may be entitled, medical student members and resident  
41 members shall be counted in the component society where they declare their residency.

42

43 Sec. 7. The Medical Association resident section, the Medical Association medical  
44 student section and the Medical Association young physicians' section shall each have  
45 one (1) councilor and one (1) alternate councilor. Each councilor shall be elected at the  
46 annual meeting of the House of Delegates to serve for two (2) years. Each section shall  
47 also submit the name of an alternate to act as its representative in the absence of its  
48 councilors.

49

50 Sec. 8. The Council shall have the authority to suggest possible nominees for appoint-  
51 ment to any state regulatory, administrative or consultative board, commission or com-

1 mittee, when such nominations are requested by competent authority or are required by  
2 statute.

3  
4 Sec. 9. The Chair of the Legislative Committee shall be a member of council with the  
5 right to vote.

6  
7 Sec. 10. In addition to the officers and elected Councilors, the President of the West  
8 Virginia State Medical Association Alliance shall be a member of the Council with the  
9 right to vote.

10  
11 Sec. 11. The Council shall have exclusive jurisdiction over all proceedings to take  
12 disciplinary action against a member or associate member of the Association, subject to  
13 any limitations in the Constitution and Bylaws. Such jurisdiction shall include the power  
14 to censure, impose probation, suspend, expel or otherwise discipline a member or  
15 associate member of the Association. All proceedings of the Commission shall be held  
16 in accordance with due process but the proceedings need not follow the W.Va. Rules of  
17 Civil Procedure or Rules of Evidence.

18  
19  
20 **CHAPTER VIII. - COMMITTEES**

21  
22 Sec. 1. There shall be an Executive Committee of this Association, composed of the  
23 Speaker and Vice-speaker of House, and Chair of Legislative Committee, the three (3)  
24 immediate Past Presidents, the President, President Elect, Vice President, Treasurer  
25 and the Executive Director ex officio, with the President serving as Chair, whose duties  
26 shall be as follows:

27  
28 (a) Prior to January 1 of each year, the Executive Committee shall set up an annual  
29 budget for consideration and approval by the Council.

30  
31 (b) The Executive Committee shall set the agenda for the Council meetings, and shall  
32 make recommendations to the Council in regard to any pertinent matters, shall fulfill  
33 such other duties as may be delegated to it by the House of Delegates or the Council  
34 and shall take such other actions as may become necessary, in the opinion of the  
35 Executive Committee, to protect the interests of the Association and its members, when  
36 the elements of time prevent the calling of a special meeting of the Council or the House  
37 of Delegates.

38  
39 Sec. 2. The Council shall have authority from time to time to appoint, fix the duties of,  
40 and abolish such standing committees and commissions as it deems necessary or desir-  
41 able to assist it in carrying on the Association's activities in the fields of business and  
42 scientific meetings, medical education and hospitals, legislation, medical services, com-  
43 munications and public service, and governmental medical services.

44  
45 The chair and members of such committees shall be appointed by the Council upon  
46 recommendation of the Council Chair. The chairman of the Council shall appoint at least  
47 one (1) Council member to each standing committee. The Council member shall be a  
48 voting member of the committee. The Councilor shall be expected to attend committee  
49 meetings, participate in committee activities, and interpret to the Council the committee's  
50 recommendations that come before it via special reports.

51

1 The President may appoint temporary ad hoc committees to perform specified functions.  
2 All such committees shall expire at the end of the term of the President by whom  
3 appointed.

4  
5 Standing committees shall send special reports to the Council for action on matters con-  
6 cerning the West Virginia State Medical Association policy or requiring the expenditure  
7 of Association funds, and shall submit committee minutes to the Council for information.  
8 Each standing committee shall submit an annual summary of its activities, without  
9 recommendations, to the House of Delegates.

10  
11 No committee or commission shall have power or authority to fix or determine Associati-  
12 on policy or to commit the Association to any course of action, such powers being ex-  
13 pressly reserved to the House of Delegates and the Council, except when immediate  
14 action by the Executive Committee as authorized in Section 1 (b) of this Chapter,  
15 becomes necessary to protect the interests of the Association and its members, in which  
16 case decisions of the Executive Committee shall be authorized.

17  
18 Sec. 3. The Committee on Nominations shall consist of five (5) councilors chosen by  
19 the Executive Committee from component society Councilors, and the Junior Councilor-  
20 at-Large, who shall serve as Chair. The Committee shall consider and recommend to the  
21 House of Delegates, prior to the election of officers in its final session, its nominees for  
22 the office of President Elect, Vice President, Treasurer, Speaker of the House of  
23 Delegates, Vice Speaker of the House of Delegates and the AMA Delegate and  
24 Alternate. Nothing in this Section shall serve to prevent any nominations from the floor  
25 for these respective offices.

26  
27 Sec. 4. The Committee on Resolutions shall receive and consider all resolutions prep-  
28 ared for presentation in the House of Delegates at an annual or special meeting. Such  
29 resolutions must be in the hands of the Executive Director at least 30 days before the  
30 meeting at which they are to be presented; otherwise, 2/3 consent vote of the House of  
31 Delegates shall be required for presentation. The Committee shall, in open session,  
32 afford any member with full privileges the opportunity of testifying for or against any  
33 resolution duly presented, and, in closed session, may recommend adoption, referral,  
34 amendment or disapproval, or may report a substitute resolution to the House of  
35 Delegates.

36  
37 Sec. 5. The Finance Committee shall consist of four (4) members of the Association  
38 with full privileges, appointed by Council and who possess some expertise in financial  
39 matters, and the Treasurer, who shall serve as Chair. One (1) of the four members shall  
40 be the Association Vice President. The term of office for the other three (3) members of  
41 the Committee shall be for two (2) years and shall be eligible for reelection. The  
42 members shall be appointed initially two (2) for two (2) year terms, and one (1) for a one  
43 (1) year term, and each year thereafter, be appointed for two (2) year terms. The  
44 finance committee shall oversee the finances of the Association; assist in budget  
45 preparation and review the annual audit.

46  
47 Sec. 6. The Scientific and Educational Sessions Committee shall consist of no more  
48 than twelve (12) members of the association with full privileges and no less than eight  
49 (8) members of the association with full privileges, and three *ex officio* members  
50 appointed by the president and approved by the House of Delegates. The *ex officio*  
51 members of the Committee with the right to vote shall be the current speaker of the

1 house, the president-elect, and the president of the WVSMA Alliance. The term of office  
2 for the members of the Committee shall be for four years, with eligibility for reelection.  
3 Initially, three members each shall be elected for a four, three, two and one-year term  
4 and, thereafter, the members shall be elected for four-year terms. Duties and  
5 responsibilities of the Committee shall be to plan scientific and educational sessions in  
6 regard to the program content, format and site and in accordance with the requirements  
7 of the WVSMA Essentials, Guidelines and Standards for Commercial Support and  
8 Enduring Materials. The Chairperson of the committee shall be elected by a majority of  
9 the members of the Committee.

## 10 11 **CHAPTER X - SECTIONS**

12  
13 Sec. 1. The objectives of sections are to (a) form closer professional relations among  
14 physicians practicing in particular specialty areas; and among residents and students;  
15 (b) foster among physicians members of particular specialties, and among residents and  
16 students, educational and other activities directed toward better patient care; and (c)  
17 assist hospital medical staffs in confronting concerns in the health care environment.

18  
19 Sec. 2. Each section shall elect its own officers according to procedures and/or  
20 Constitution and Bylaws mechanisms it adopts. It shall advise the Executive Director of  
21 the West Virginia State Medical Association of the results of each election within ten (10)  
22 days of such an election; and shall take other steps necessary to ensure that a current  
23 roster of officers is on file with the Executive Director.

24  
25 Sec. 3. There is hereby authorized, within the membership framework of the West  
26 Virginia State Medical Association, establishment of Young Physician, Resident  
27 Physician, Medical Student, and Hospital Medical Staff Sections to (a) provide for direct  
28 participation of resident and medical students in educational, business and other  
29 activities of the Association; (b) establish effective lines of communication among young  
30 physicians, physicians-to-be, and their more senior colleagues; and (c) provide a forum  
31 to discuss the needs and concerns of physician members of hospital medical staffs.  
32 Each such section shall develop its own constitution and by-laws or other organizational  
33 procedures and elect its officers, under provisions of Section 3 of this Chapter; provided,  
34 however, that such a constitution, by-laws or revisions and amendments shall not be  
35 inconsistent with the principles or organization of the West Virginia State Medical  
36 Association, and shall be subject to approval by the Association's Council.

37  
38 The Resident Physician and Medical Student Sections each shall be entitled to elect one  
39 (1) delegate and one (1) alternate to the Association's House of Delegates each year.  
40 Each section shall report to the Association's Executive Director by October 1 of each  
41 year the names of its delegate and alternate.

## 42 43 **CHAPTER XI. - COMPONENT SOCIETIES**

44  
45 Sec. 1. All component medical societies now affiliated with this Association or those  
46 which may hereafter be organized in this State, which have adopted principles of  
47 organization not in conflict with this Constitution and Bylaws, may, on application,  
48 receive a charter from and become component parts of this Association. Subsequent  
49 revisions or amendments of these principles shall be submitted to the Council for review.  
50

1 Sec. 2. Charters shall be issued only on the approval of the House of Delegates and  
2 shall be signed by the President. The House of Delegates shall have authority, after a  
3 hearing, to revoke the charter of any component society, the actions of which are in  
4 conflict with the letter or spirit of this Constitution and Bylaws.

5  
6 Two (2) or more component societies shall have the right to merge into one (1) society  
7 provided such action is agreed to by a vote of the majority of the members of the  
8 societies affected. In the event of a merger under this section, the charter or charters of  
9 the societies losing identity as such shall be surrendered to the House of Delegates.

10  
11 Sec. 3. Only one (1) component medical society shall be chartered in any one county.

12  
13 Sec. 4. Each component society shall be the judge of the qualifications of its own  
14 members, but, as such societies are the only portals to membership in this Association  
15 and to the American Medical Association, every licensed physician shall be eligible to  
16 apply for membership.

17  
18 Sec. 5. When a member in good standing in a component society moves to another  
19 county in this State, his membership may be transferred to the component society in the  
20 area to which the member has moved, provided the transfer is approved by such  
21 society.

22  
23 Sec. 6. A physician living in one county may hold his membership in a contiguous  
24 county medical society whose meetings are most convenient for him to attend. Any  
25 physician who resides in a county having no county medical organization may apply for  
26 membership in a contiguous county medical society, and upon election, continue such  
27 membership until his or her own county is organized.

28  
29 Sec. 7. Each component society shall have general direction of the affairs of the  
30 profession in its area, and its influence shall be constantly exerted for bettering the  
31 science and art of Medicine through its organizational efforts.

32  
33 Sec. 8. The secretary or treasurer of each component society shall remit promptly to  
34 the Executive Director of the Association dues of members as collected. An alternative  
35 method of dues collection may be authorized by the Council. The secretary shall notify  
36 the Executive Director of any change in the officers of the society, and shall also notify  
37 him promptly concerning the death or removal from the county of any member of this  
38 society.

39  
40 **CHAPTER XII. - AMENDMENTS**

41  
42 Sec. 1. These Bylaws may be amended at any annual session by a majority vote of  
43 the House of Delegates present at that session. The amendment must be proposed  
44 during the first session and may not be acted upon until the second session. If any  
45 amendments conflict with any of the provisions of the Constitution, they shall not be  
46 effective until such time as the Constitution has been amended to conform.

47  
48 Sec. 2. Whenever an amendment to the Bylaws has been enacted, the Executive  
49 Director shall notify the secretary of each component society, and the secretary of the  
50 Resident physician, medical Student, Young Physician and Hospital Medical Staff  
51 Sections, within sixty (60) days after it has become effective. It shall be incumbent upon

1 each component society and Resident Physician, Medical Student, Young Physician and  
2 Hospital Medical Staff Sections, to make such changes in their constitutions and by-laws  
3 as will bring about conformity to the change in the Bylaws of the West Virginia State  
4 Medical Association.

5

6 Revised 4/1/00

7 Revised 1/28/04

8 Revised 2/11/06