

**BYLAWS
NATIONAL ARAB AMERICAN MEDICAL ASSOCIATION
MICHIGAN CHAPTER**

A Michigan Non-Profit Corporation

This organization is an affiliated chapter of the National Arab American Medical Association, and its name is National Arab American Medical Association, Michigan Chapter, a non-profit corporation. The word "Medical" has an expanded meaning as defined in Article II, Section I.

PREAMBLE

The objectives of the National Arab American Medical Association, are as follows:

1. Professional and Educational.
 - a. To enhance the medical knowledge of the members of the Association, to contribute to the medical profession, and to support continuing medical education and research.
 - b. To promote professional relationships between members and organizations of the medical profession in North America and in the Arab World.
 - c. To create friendly relationships among health-field professionals who share a common background and who wish to perpetuate pride of heritage.
 - d. To print an official group directory which can serve as a source of references and information.

2. Charitable and Humanitarian.
 - a. To support professional and educational activities aimed at health education and disease prevention in cooperation with community-based organizations and to support general humanitarian activities.
 - b. To provide and to help coordinate routine and emergency medical care in support of those in need in the Arab world.
 - c. To provide assistance where possible and to serve as an educational resource for medical students and health field-related post-graduate trainees of Arabic descent.
 - d. To sponsor speakers, grants, textbooks and other learning materials to medical schools in the Arab world.

3. Establishment of Affiliated Chapters.
 - a. To aid in the establishment in various states, when requested, if needed, chapters which subscribe to the highest ethical standards and principles advocated by

the Association and those of the medical profession.

4. Cultural Enhancement for Members and their Families.
 - a. To create activities and programs for our youth which highlight their shared Arabic heritage and to foster a spirit of community togetherness.
 - b. To encourage and to promote role models among our profession who can help to inspire and guide the direction of our youth.
 - c. To recognize the Arab artistic efforts and endeavors.

ARTICLE I - ORGANIZATION STRUCTURE

Section I - Legal Status

- A. The chapter is affiliated with the National Arab American Medical Association
- B. The chapter's Articles of Incorporation are filed in the State of Michigan as a non-profit organization.
- C. The National Arab American Medical Association is exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Service, and its Articles of Incorporation are filed in the State of Michigan, as a Michigan corporation.
- D. This chapter may use the Association 501-(c) (3) by adhering to the National Association guidelines for tax exemption.
- E. All corporate books and records are maintained in the principle office in ___ or in such other place as shall be specified by the Board of Directors of this chapter.

Section II - Regulations Governing Affiliated Chapters

- A. Charters will be issued by the Board of Directors of the National Association to affiliate chapters, in recognition of their pursuit of the stated professional and charitable objectives of the Association.
- B. The affiliate chapter's bylaws must be structured to conform to the National Association Bylaws and must be approved by the National Association bylaws Committee. In case of a dispute between the chapter and the National Association , the National Association has precedence and will prevail.
- C. Subsequent proposed amendments to the chapter bylaws should be approved by the National ByLaws Committee before being approved by the chapter membership. The National By-Laws Committee shall provide a response within

45 days of receiving such request.

D. The National Association shall act as an administrative coordinating body for all affiliated chapters.

1. Chapters shall channel their communications through the National Association's Executive Office, which deals with the National Association's administrative matters involving all of the chapters. This shall also apply to all matters wherein the National Association is the program sponsoring body.

2. In cases involving a national activity involving more than one chapter, exclusive of an immediate local activity, the National Association shall be kept informed of all activities, with copies of correspondence sent to the National Association President and to its Board through the Executive secretary.

E. Local affiliated chapters shall encompass an area of not less than 100 miles distance from the city where it is principally located. Chapters may obtain members from their geographic area only and membership is restricted to one affiliated chapter at any one time. (See Article II, Section IX, NAAMA Bylaws for reciprocity.)

1. Chapters located in smaller states where chapters may be less than 100 miles apart are limited to state lines.

a. Members located within a county where an affiliated Chapter exists must be a member of that chapter.

b. Members located between existing affiliated chapters, Or in proximity to a chapter in another state may be A member of either chapter regardless of state lines.

2. Chapters located in larger states may form a district Organization of their local chapter at the discretion of the local chapter Board of Directors. These districts Organizations must adhere to the bylaws and principle Professional and charitable objectives of the local Chapter and the Association. District organization is restricted to the district in which it is located.

F. Local chapters are not authorized to sponsor any international meetings.

G. Terms of office for all officers of local chapters will commence on January 1st to coincide with the National Association

Section III - Revocation of Affiliated Chapter's Charter

A. Should an affiliate chapter fail to adhere to the National Association's bylaws the chapter shall be given notice of default.

B. Should thirty (30) days elapse after such notice and the chapter has failed to correct the default, the Chapter's Charter may be revoked by the majority vote of the National Association Board of Directors.

C. An active chapter is characterized as having yearly elections For Board of Directors and Executive Officers as well as Yearly general membership meetings and/or scientific meetings. Active chapters must have current dues paying members.

D. Chapters which fail to meet the characteristics, as described in C above, will be on the list to become inactive.

E. Chapters on notice will be assisted by the National Association's President and office staff to be reinstated to active status.

F. Following two (2) years, if no changes are noted, the chapter on notice will become inactive and its membership will be reverted to non-chapter status.

G. An inactive chapter may become active by complying with the characteristics described in Section III C above.

Section IV - Delegates to the National Association

A. Qualifications of Delegates

1. All delegates to the National Association meeting must be active members of the local and National Association and carry with them proper credentials signed by the President of their chapter.

B. Selection of Delegates

1. Each affiliated chapter shall be entitled to one (1) delegate plus an additional delegate for each twenty-five (25) active members or fraction thereof.

The President of the National Association, at the Annual meeting, preceding the Delegates' meeting, shall select delegates to represent the non-chapter members from those non-chapter members attending the meeting, according to the above formula.

2. Credentials of delegates must be verified by the National Association's Credentials Committee.

3. All Delegates will serve a one- (1) year term.

C. Powers of the Delegates to the National Association

D.

1. Delegates may pass on the following matters pertaining to the business of the National Association, or on any other business referred from the Board of Directors to the delegates for discussion and decision,

a. Nominations for the election of NAAMA officers, members of the Board of Directors and the Foundation Board of Trustees;

b. The amount of NAAMA membership dues;

c. The time and place of the next National Association meeting along with the affiliate Chapter responsible for such meeting; and,

d. The time and place for the next international meeting.

2. The President of the National Association shall report to the delegates at the annual meeting the state of the National Association including the financial status. The delegates may then discuss any matter pertaining to the business of the National Association and forward their recommendations to the Board of Directors for action.

D. Vacancies on the Delegate Lists

1. Each delegate shall be entitled to one vote and in the absence of a designated delegate; such vote may be exercised only by an accredited alternate delegate.

ARTICLE II - MEMBERSHIP

Section I - Definition of "Medical Professionals":

The word "Medical," as used throughout these Bylaws and as applicable to this Association, shall include licensed members holding the following degrees: A: Doctor of Medicine (M.D.), Doctor of Osteopathy (D.O.), those holding equivalent degrees which allow them to practice medicine in North America, such as MB, BS or MB ChB (Bachelor of Medicine and Bachelor of Surgery), Dentist, (D.D.S.), Podiatrist (DPM), Optometrist (OD), Chiropractor (D.C.) and Pharmacist (Pharm.D.)

B: Scientists in the medical field (Ph.D., D.Sc., researcher and/or teacher) at a recognized institution.

Section II - Types of Membership

A. Except in the category of honorary members, as hereinafter defined, to qualify for membership, an individual must be of Arabic descent or have a close affinity with individuals of Arabic origin. There shall be the following types of membership: Active, Associate, Affiliate, Honorary Corresponding and Auxiliary as herein defined. Membership in any organization, which advocates the overthrow of the United States Government by force or violence, is incompatible with all types of membership.

B. All members of this chapter must currently be a member in good standing of NAAMA

C. The Board of Directors of the chapter shall determine chapter dues for each category. National dues is determined by the national Board of directors and approved or disapproved by the national delegates.

Section III - Qualifications for Active Membership

A. Any licensed person in the medical profession as defined in Article II, Section I, who has the high moral, ethical and professional qualifications advocated by the Association and the profession in which the individual practices, such as the Principles of Medical Ethics of the American Medical Association, which are attached hereto.

B. An active member shall have the right to vote on all propositions submitted to the membership at large and the privilege to attend all meetings of the Association. The active member shall also be eligible to hold any office and receive any honor bestowed by the Association.

C. An active member may attend Board meetings at the invitation of an officer of the Board to discuss a specific subject.

Section IV - Qualifications for Associate Membership

A. Any Physician who is:

1. A medical student enrolled in a recognized institution.
2. An intern, resident or fellow currently in training at a recognized institution.
3. A Physician of Arab descent licensed in countries outside the United States and Canada who reside in North America.
4. A medical retiree who does not want to retain active membership status.

B. Associate Members shall have all privileges of active membership including the right to attend and to participate in all meetings of the Association, but excluding the right to vote or to hold office

C. Licensed physicians in training have the option of becoming active members in the Association if they pay the full dues to the national and the chapter.

Section V - Qualifications for Affiliate Membership

A. Any person who practices in an allied health field and who is not otherwise eligible to hold active or associate membership as prescribed under Article II, Section I-IV, shall be eligible for affiliate membership.

B. An affiliate member shall have privileges of active membership excluding

the right to vote or to hold office, but including the right to attend and to participate in all meetings of the Association.

Section VI - Qualifications for Honorary Membership

A. Any person of Arab descent in the medical profession who has made a distinguished scientific contribution.

B. Honorary members may be of Arabic or non-Arabic descent who has contributed to the Association and its cause.

C. The Board of Directors of this chapter shall receive and approve nominees for honorary membership category at the first meeting of each year and this will be presented to NAAMA Board of Directors for approval.

D. An honorary member shall have the right to attend meetings of the Association and shall have privileges of active membership excluding the right to vote and the right to hold office.

Section VII - Auxiliary Membership

A. This membership category may contain Active, Associate, and Affiliate or Honorary members as described in ARTICLE XIII, Rule II of NAAMA Auxiliary Governing Rules.

B. The auxiliary chairperson will attend Executive Committee meetings of the Chapter, excluding the right to vote.

Section VIII - Military Membership

A. Every active member of this chapter who is inducted into the Armed Forces of the United States or Canada may be retained on active membership status in the Association without payment of dues.

Section IX- Termination of Membership

A. Any member may resign from this Association by filing with the Executive Secretary of his or her chapter his or her resignation, which becomes effective when accepted by the chapter's board of directors.

B. A membership shall be subject to termination if dues, initiation fees or other assessments remain unpaid without proper justification over 90 days after due notices.

C. The Board of Directors of this chapter by majority vote shall have the right in addition to admonishment, censure and suspension, to terminate a member in

this chapter subject to the following guidelines:

1. Reasons shall include, but not be limited to, the member having been convicted of a felony, a criminal offense involving moral turpitude, or who has been adjudged guilty of misconduct in contravention of any of the provisions of the Articles of Incorporation or these Bylaws, or the professional ethics laid down by the American Medical Association.

2. Such expulsion, termination or suspension shall be effective thirty (30) days after written notice is given to the affected member - specifying the reason thereof.

3. A member subject to such termination shall have the right of appeal to the chapter's Judicial Advisory Committee.

4. Notice of request to appeal must be given in writing to the Board of Directors at least five (5) days prior to the effective date of expulsion, termination or suspension.

5. The Judicial Advisory Committee shall set the date for hearing an appeal for a reasonable time and place not to exceed thirty (30) days after such appeal notice has been given at which time, oral or written evidence shall be submitted by the Board or member affected.

6. The decision of the Judicial Advisory Committee shall be rendered within a reasonable period of time after the hearing. The Judicial Advisory Committee's recommendation shall be forwarded to the Board of Directors for final decision.

7. A member subject to such termination shall have the Right to appeal to the National Association Judicial Committee within 30 days of receiving such notice. (See National Bylaws, Article II, Section XI.)

8. The decision of the National Judicial Advisory Committee shall be rendered within a reasonable period of time after the hearing. The National Judicial Advisory Committee's decision shall be final.

D. Any member who resigns or is terminated from his chapter is automatically terminated from the National Association membership.

Section X - Liabilities of Members

A. No member of the Association shall be personally liable to the creditors of the corporation for any liability or indebtedness, and any and all creditors shall look only to the assets of the corporation.

Section XI - Procedure for Admission to the National Arab American Medical Association, Michigan Chapter

A. Application for admission to membership must be made on forms prescribed by NAAMA and shall be signed by the applicant and endorsed by one Active member of this Association. Application for admission to auxiliary membership must be made on forms prescribed by NAAMA auxiliary and shall signed by the applicant and endorsed by one active member of this auxiliary.

The applicant's signature on such application shall constitute his or her acceptance of and intention to be bound by the Articles of Incorporation and the By-Laws of the Association.

B. The National Office will send all applications received to the chapter concerned within thirty days.

C. Each application for Active, Associate, Affiliate and Auxiliary membership shall then be referred to a Credential Committee of the Chapter who shall investigate the qualifications of the applicant. They shall report to the Chapter Board of Directors the recommendations thereon.

D. Each application with the action taken by the Chapter Board of Directors shall be submitted within 30 days to the National Office who shall file it in the Archives of NAAMA.

E. If an applicant is rejected by the Board, all fees submitted by him with his application shall be refunded by the Secretary. Such a rejected applicant may re-apply once after the cause of his rejection is corrected.

F. This chapter, acting through its Board of Directors, shall be the sole judge of the moral, ethical, and professional qualifications requisite for admission to or the continuation of any kind of membership in this chapter.

G. Members admitted to the chapter must also be admitted to NAAMA with all annual dues paid as described in the National Bylaws, Article X, Sections I and II.

ARTICLE III - OFFICE AND MEETINGS OF THE CHAPTER

Section I - Office

The principal office for the transaction of the business of the chapter will be at a place designated by the Board of Directors.

Section II - Regular General Meetings and Annual Meeting

A. Regular General Meetings shall be held annually in the fall of each year.

B. All meetings of the chapter shall be held at such time and places, as the officers of the chapter shall direct.

Section III - Special Meetings

Special meetings may be called by the President at anytime, and shall be called by the President upon the request of the Board of Directors or upon written request of at least 20% of the members. Written notice shall be sent announcing the time and place of such special meeting.

Section IV - Quorum

The presence in person of 25% of the voting members shall constitute a quorum for the transaction of business. Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

Section V - Proxies

No voting by proxies.

ARTICLE IV- OFFICERS OF THE CHAPTER

Section I - Executive Committee

President
President-Elect
Vice President
Chief Financial Officer
Immediate Past President
Secretary
Chairperson of the AAMA Auxiliary

Section II - Terms of Office

The President, President-Elect, Vice President, Secretary and Chief Financial Officer shall be elected by voting members.

A. The terms of office is one to two years as set by the chapter's Board of Directors, or until their successor has been elected and takes office. The offices will be assumed on January first of the New Year.

B. Elections to all offices shall be by secret ballot if there is more than one nominee for any position.

C. Officers may succeed themselves in office for a second term if recommended by the nominating committee.

D. Officers may not succeed themselves for more than two terms in office.

Section III - Meetings and Quorum

Executive Committee shall meet at least quarterly. A simple majority shall constitute a quorum. No voting by proxy. An annual report should be forwarded to the National Association Office, preferably before the National yearly meeting.

Section IV - Qualifications for Executive Officers of the Chapter

A. To qualify for election to an Executive office of the chapter, a member must, **(if applicable)**:

Have been continuously in good standing for at least one year prior to nomination with all dues having been fully paid from the first of the year and all assessments having been paid within the allotted time of payment of those assessments,

The president also must have served at least one term as a delegate, an executive committee member or as a member of the chapter's Board if Directors.

ARTICLE V - DUTIES OF PRESIDENT, PRESIDENT-ELECT, VICE-PRESIDENT, EXECUTIVE SECRETARY, CHIEF FINANCIAL OFFICER AND AUXILIARY CHAIRPERSON

Section I - Duties of the President

A. The President shall preside at all the meeting of the chapter and shall perform such other duties as these bylaws and parliamentary usage requires. The President shall act as Chairperson of the Board of Directors and participate at all committee functions with the right to vote.

B. The President shall represent the chapter at all official functions sponsored by the National Association.

C. The President shall chair and hold executive meetings of the officers and staff in the conduct of any business that may come before the Executive Committee.

D. The President and Executive Committee shall sponsor and support CME

Seminars, social activities and annual or special meetings conducted by this chapter or NAAMA affiliate chapter when it is help in their jurisdiction.

E. The President shall, in consultation with the Executive Secretary, supervise the office personnel and be responsible for all equipment and supplies.

Section II - Duties of the President-Elect

A. The President-Elect shall attend all meetings of the chapter and be a member of the Board of Directors and all committees with right to vote.

B. The President-Elect shall prepare a working budget and program of activities for his or her term as President and present it to the Board of Directors prior to accepting the office of President at the January meeting.

Section III - Duties of the Vice-President

A. The Vice President shall attend all meetings of the chapter and be a member of the Board of Directors with the right to vote.

B. The Vice President shall succeed to and fill the unexpired term of the President should the President become incapacitated or resign until the next election.

C. The Vice President shall assist the President in the discharge of his or her duties and, in his or her absence, assume the duties of the President.

D. The Vice President shall support the chapter's Social Chairperson and maintain a continuous supervisory liaison relationship

Section IV - Duties of the Secretary

A. The Secretary shall keep a membership file containing the names and addresses and other information, as may be considered essential by the Board of Directors, of each member of the chapter.

B. The Secretary shall be in charge of all correspondence of the chapter both incoming and outgoing.

C. The Secretary shall receive and review copies of all correspondence transmitted by persons or committees pursuant to their chapter duties.

D. It shall be the duty of the Secretary to inform the membership of the time and place of the annual meetings not less than four (4) weeks in advance.

E. The Secretary shall be a member of the Board with the power to vote.

F. The Secretary shall act as Chairperson of the Office Committee and shall be directly responsible for any office personnel of the chapter. The Secretary shall also make recommendations to the President of the chapter regarding their continued status of employment.

G. The Secretary shall attend all meetings of the chapter and the Board of Directors and shall keep minutes of their respective proceedings in separate record books.

Section V - Duties of the Chief Financial Officer

A. The Chief Financial Officer shall be custodian of the funds of the chapter and keep account of the same. He or she shall demand and receive all funds due to the chapter and shall give proper receipt therefor. The Chief Financial Officer shall receive all bequests and donations made to the chapter and shall keep adequate record thereof, and make disposition of them as directed by the Board of Directors. The Chief Financial Officer shall deposit the funds of the chapter in such commercial or savings banks as shall be designated by the Board of Directors at

depositories of the chapter, or make such other disposition of the funds as shall be ordered by the Board of Directors.

The Chief Financial Officer shall pay out of the funds in his custody the expenses of the chapter as authorized by the Board of Directors.

B. The Chief Financial Officer shall submit his or her accounts to such examination as may be required by the Board of Directors, which should be done at least once a year, and if needed to be audited by a certified public accountant selected by the Board of Directors. The Chief Financial Officer shall render to the Board of Directors a written annual report of the status of funds of the chapter.

C. It shall be the duty of the Chief Financial Officer to render a financial report of the chapter, both written and oral, to the members at regular meetings. This shall be complete, including all income and expenses with resultant balance of monies on hand, both in the checking and the savings account.

D. The Chief Financial Officer shall prepare the following year's budget for approval by the Board of Directors at the chapter's annual meeting.

Section VI - Duties of the Chairperson of the NAAMA -Chapter Auxiliary

A. The NAAMA -Chapter Auxiliary Chairperson shall be the Auxiliary's Chief Officer. The Chairperson shall preside over meetings of the Auxiliary and its committees; shall appoint committee members; shall liaison with National and local chapter auxiliaries; and shall be a non- voting member of the NAAMA chapter Executive Committee and report to them auxiliary activities.

Section VII - Vacancies

A. The Board, by simple majority vote, shall elect an active member of the chapter, in good standing, to fill the vacancy on the Executive Committee created by resignation, disqualification or death where such vacancy is not filled by other Bylaw provisions. The member, so elected, is to serve out the unexpired balance of the term of the member he or she succeeded. This active member shall indicate his or her willingness to serve prior to his or her election by the Board of Directors and must assume all of the duties of the vacated office.

ARTICLE VI - BOARD OF DIRECTORS

Section I - Selection and Term of the Board of Directors

A. All members of the Board of Directors shall be elected from active members of the chapter in good standing.

B. The term of office of a Board member shall be one to three years as set by the chapter's Board of Directors. Terms to be staggered yearly when possible.

C. One to Three (3) Board members will be elected each year to fill a vacant or expired term.

D. Board members, if re-nominated in the election process, may succeed themselves in office for one (1) additional term, after which a leave of absence for one (1) year is required.

E. To qualify for membership in the Board of Directors, a member must be in continuous good standing in the chapter, for a period of one year prior to nomination, with all dues fully paid from the first of the year, (if applicable).

F. The Board of Directors must meet at least twice yearly.

F. Board members may be disqualified and replaced by the Board of Directors for non-attendance once a year or for 3 consecutive meetings (when applicable).

Section II - Regular Meetings

The meetings of the Board shall be called for biannually, by the Chairman of the Board at a designated time and place.

Section III - Special Meetings

Special meetings of the Board may be called at any time by the Chairman of the Board or by four (4) members of the Board or 25% of members (if applicable). Written or telephone notice shall be sent to the Regular members of the Board announcing the time and place of such special meetings.

Section IV- Powers of the Board of Directors

A. Subject to the provisions of the Articles of Incorporation, Bylaws, and the hereinafter approval by the general membership, the Board of Directors shall have the power and authority to manage, control, use, invest, reinvest, lease, make contracts, in respect of and concerning convey in trust, sell or otherwise dispose of any or all property and assets of whatever kind or nature owned by the chapter; to fix the amount of the annual per capita assessment of dues upon the active members; and to levy special assessments.

B. All transactions involving all long-term indebtedness by the chapter is subject to the approval of two-thirds (2/3) majority vote of the general membership.

C. No transaction, resolution, or act involving expenditures of money credits or property exceeding \$1,000.00 shall be valid unless approved by affirmative vote of the simple majority of the Board members. Two-thirds majority vote of the Board needed for expenditures exceeding \$5,000.00. The Secretary shall specifically record every vote on all motions or resolutions.

D. This chapter shall keep at the principal office, or such other place as the Board of Directors may order, a book of minutes of all meetings of its directors and its members with the time and place of holding, whether regular or special, and, if special, how authorized, the notice thereof given, the names of those present, and the proceedings thereof.

E. This chapter shall keep and maintain adequate and correct accounts of its properties and transactions, including accounts of its assets, liabilities, receipts disbursements, gains, losses, capital and surplus.

F. Every director shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of the corporation and of any subsidiary corporations.

Section V - Special Expenditures of Funds by the Board

Of Directors

A. The expenditures of funds from the Treasury or special assessed dues shall conform strictly to those objectives set forth in the Preamble and/or By-Laws.

B. The approval of expenditures of the aforementioned funds shall be by the affirmative vote of at least two-thirds majority vote of the Board of Directors for expenditures over \$5,000.00; a simple majority vote for expenditures over \$1,000.00-\$5,000.00. Any expenditure of chapter monies in an amount of less than \$1,000.00 shall be approved by a simple majority vote of the Executive Committee. Any expenditure of the Auxiliary chapter monies in an amount of less than \$1,000.00 will be approved by a simple majority vote of the Auxiliary Executive Committee.

C. The expenditures of Treasury and assessed funds, as mentioned in Paragraphs A and B, shall be governed by a committee of three. This shall include the President of the chapter, who shall act as Chairman of the Special Funds Committee, and the President-Elect; and the Chief Financial Officer of the chapter.

D. It shall be the obligatory duty of the Special Funds Committee to keep strict records, invoices and receipts of monies spent, and present a detailed accounting which must be approved by the Board of Directors. A copy of this accounting, after approval by the Board of Directors, shall be given to the Chief Financial officer of the chapter for his records.

Section VI - Quorum

A simple majority of the elected and ex-officio members of the Board of Trustees shall constitute a quorum. Board members present at a duly called or held Board meeting at which a quorum is present may continue to do business until adjournment notwithstanding the withdrawal of enough members to leave less than a quorum.

Section VII - Proxies

No voting by proxy.

ARTICLE VII - NOMINATIONS AND ELECTIONS

Section I - Nominations and Elections Committee

A. This committee shall be chaired by the immediate Past-president of the chapter and consist of the last three past presidents, if applicable.

B. If any of the past presidents are unable to serve, or if not applicable to the new chapter, then the president, with the approval of the Executive Committee, shall appoint an active member(s) to fill this position(s).

C. The office of the President is filled by the President- Elect and need not be voted upon at the general election.

D. The Nominations and Elections Committee shall have selected a slate of nominees for the annual meeting.

E. Those nominated shall have expressed their willingness to serve either in writing or by oral acceptance at the annual meeting.

F. The nominating committee shall nominate not more than one qualifying member for each of the following offices:

President-Elect
Vice President
Secretary
Chief Financial Officer
Three Board members

G. The President shall call upon the Chairperson of this committee for his or her report at the annual meeting.

Section II - Nominations from the Floor

A. The President shall then call for additional nominations from the floor for all offices to be filled.

B. Nominees must be present. If not present, must consent to the nomination and attest in writing to their willingness to serve, if elected.

Section III - Official Ballot

A. The official ballot used for the election of officers and directors shall be prepared by the Secretary.

B. The election of all executive officers and members of the board of directors shall be by popular vote of the membership at large.

Section IV - Procedure for Voting

A. If there is more than one nominee for any office position; ballots will be distributed among the members by mail within two (2) weeks after the annual meeting. After being marked, they will be returned to the Secretary to be verified.

Section V - Procedure of Counting Ballots

One month after the mailing out of the ballots to the entire membership, the polls shall be closed and all marked ballots shall be returned in sealed envelopes. The Nominations and Elections Committee along with a member of the chapter executive committee shall at once officially count the votes and make up a correct tally sheet. This sheet shall contain the number of votes received by each candidate.

The ballots and tally sheets, duly certified by each member of the Nominations and Elections Committee, shall then be given to the President who shall announce the results of the elections by mail to the membership at large. The candidates receiving the greatest number of votes shall be declared elected. In the event that two (2) or more candidates for any office shall receive an equal number of votes, a final decision will be made by lot.

Section VI - Proxies

There shall be no voting by proxy.

ARTICLE VIII - SPECIAL APPOINTEES

Section I - Association Parliamentarian

A. The President, with the approval of the Board of Directors, shall appoint, for a five- (5) year term, a parliamentarian versed in parliamentary law procedure to advise the President on questions of parliamentary law and procedure.

B. The Parliamentarian shall safeguard the rights and privileges of all members equally and help transact the business of the chapter legally and efficiently.

C. The Parliamentarian shall be strictly non-partisan at all times and act as advisor to the President in cases of any conflicts in the adherence to these Bylaws.

D. The Parliamentarian shall render an opinion (advice) to the President and the President shall make the ruling (decision).

ARTICLE IX - COMMITTEES

Section I - Standing Committees may include the following committees as determined by the chapter's Board of Directors:

A. Continuing Medical Education

1. The President, with the approval of the Board of Directors, shall appoint a CME Committee composed of three to five members to serve for a five (5) year term. The President shall appoint one member from the CME Committee to serve as the Committee's Chairperson.

2. The chapter's CME Committee, in conjunction with the National CME Committee, shall jointly plan and coordinate the CME programs.

B. Bylaws Committee

1. The President, with the approval of the Board of Directors, shall appoint a Bylaws Committee composed of three to five members to serve for a five- (5) year term. The president shall appoint one member from the Bylaws Committee to serve as the Committee's Chair- person.

2. It shall be the Committee's duty to periodically review the chapter's Bylaws and make recommendations to the Board from time to time as may be determined by the committee. They will also circulate proposed amendments to the active membership for approval, as set forth in Article XII.

C. Nominations and Elections Committee

1. This committee shall be chaired by the immediate Past-president of the chapter and consist of the last three past presidents, if applicable.

2. If any of the past presidents are unable to serve, or if not applicable to the new chapter, then the president, with the approval of the Executive Committee shall appoint an active member(s) to fill this position(s).

D. Judicial Committee

1. The Judicial Advisory Committee shall be comprised of five (5) members who shall be the immediate past five (5) presidents of the chapter. In the event of the inability or refusal of a past president, or if not applicable, to serve his or her five-year term on the Judicial Advisory Committee, then the current chapter president, with the approval of the Executive Committee, shall appoint an active member(s) from the chapter's membership to fill that position(s).

Section II - General Committees

The Executive Committee of the chapter shall have the power by simple majority

vote to create or abolish the following general committees, or such other committees, each comprised of members as determined by the Executive Committee:

- A. Emergency and Disaster Committees
- B. Public Education Committee
- C. Public Relation Committee
- D. Arab Medical School Support Committee
- E. Resident Committee
- F. Medical Student Committee

ARTICLE X - FUNDS AND ASSESSMENTS

Section I - Annual Assessment of Dues

- A. National dues for Active, Associate and Affiliate members shall be determined by the delegates to the National Association meeting as recommended by the National Board of Directors.
- B. Chapter dues are determined by the Chapter's Board of Directors.

Section II - Payment of Dues

A. Annual chapter and national dues shall be due and payable to NAAMA Office on or before January 1st of the year for which they are levied and must be paid on or before March 1st of such year.

B. The membership of a person, whose dues are delinquent after March 1st, shall be subject to suspension as provided in Article II, Section IX.

Payment of all delinquent dues shall be a condition of reinstatement of such suspended membership.

Section III - Waiver of Dues

A. The dues of any new member joining after the election of officers shall be credited as full payment of dues in the following year.

B. Dues may be waived for any active or associate member because of illness, distress of any type, or for any other reason within the discretion of the Board of Directors of the chapter.

Section IV - Funds of the Association

A. Incoming funds of the chapter, whether dues, donations, or miscellaneous other proceeds shall be placed under the custody of the Chief Financial Officer.

B. Such funds shall be placed in separate bank and/or savings and loan accounts requiring the signatures of two of the following officers for withdrawal:

the President, Executive Secretary or the Chief Financial Officer.

C. Any funds expended from the treasury shall be strictly for chapter business in conformity to those other rules set forth in these Bylaws.

D. Chapter monies collected for Auxiliary purposes could be placed in a separate account under the auspices of the chapter account, which shall be subject to auditing by the Board of Directors.

ARTICLE XI - MISCELLANEOUS

Section I - Rules of Order

A. In the absence of any provision in the Constitution and Bylaws of this chapter, all members, the Board of Directors and all Committees shall be guided by the Parliamentary Rules as used and contained in the current edition of Robert's Rules of Order.

ARTICLE XII - AMENDMENTS

Section I - Amendments or Repeal of Bylaws

A. Any amendment to, repeal of, or adoption of a Bylaw may be proposed by resolution adopted by the Board of Directors subject to final approval of a majority vote of the active members of the chapter.

B. A petition signed by at least ten percent (10%) of the active members of this chapter providing for an amendment to, repeal or adoption of a Bylaw shall be referred by the Board to the active membership for approval by a majority vote.

C. Any proposed amendment of the chapter By-laws shall be referred to the Bylaws Committee of NAAMA for their approval.

ARTICLE XIII – NAAMA MICHIGAN CHAPTER AUXILIARY GOVERNING RULES

Rule I - Purposes and Principles

Section I

The name of this organization is the National Arab American Medical Association Michigan Chapter Auxiliary. It is an arm of the NAAMA, Chapter which will comply with and support the NAAMA objective as described in the preamble.

Section II

The purpose of this Auxiliary shall be:

- 1) Charitable, educational and cultural enrichment;
- 2) To organize fund raising;
- 3) To work for cooperation among the respective chapters' auxiliaries and to enhance local and national programs which coincide with the Association's objectives.

Rule II - Membership

Membership shall be open to:

- 1) Active members, spouses of the active members of the NAAMA Michigan Chapter
- 2) Associate members. Spouses of associate members.
- 3) Honorary members. Special membership granted by the Executive Committee;
- 4) Affiliate members. Spouses of non-NAAMA members.

Only active members can hold office and vote. The organization shall keep current and updated records of all members of the organization. Active, associate and affiliate members shall pay annual dues as recommended by the Auxiliary Executive Committee.

Rule III - Meetings

Meetings shall be held as follows:

- 1) General meetings shall be determined by the Auxiliary Executive Committee.
- 2) At least one (1) general meeting per year shall be held.
- 3) A notice of the date, time, place and agenda of any other special meeting shall be mailed to each member, in advance, to the address as it appears in the records of the organization.
- 4) A quorum is constituted if 25% or more members are present.
- 5) In the absence of a quorum, a meeting may be adjourned to another time and place by majority vote of the members present. There is no voting by proxy.
- 6) A special meeting can be called by the chairperson of the Auxiliary at the request of twenty percent (25%) of the Auxiliary membership.

Rule IV - Committees and Officers

Section I - Executive Committees

1) The Auxiliary Executive Committee shall be the Chairperson, Vice-Chairperson, Recording Secretary, Corresponding Secretary, Treasurer and immediate past-Chairperson of the Auxiliary.

2) Term of office is for one (1) year, to coincide with the NAAMA Michigan Chapter Executive Committee.

3) Executive officers may, if recommended by the Nominating Committee, be elected for another term, limited to two (2) terms.

4) The Auxiliary Executive Committee may hold meetings or telephone conferences at the call and discretion of the Chairperson.

Section II - Other Committees

To be formed as recommended by the executive committee

- 1) Fund Raising Committee
- 2) Youth Exchange Program Committee
- 3) Youth Activity Committee
- 4) Educational Committee
- 5) Social Committee
- 6) Nominating Committee

Section III - Functions of the Officers

1) Chairperson:

- a. Shall be chief officer;
- b. Shall preside over all meetings of the Auxiliary and its committees;
- c. Shall appoint committee members by consultations with its executive officers;
- d. Shall work with the NAAMA National auxiliaries on behalf of the Auxiliary
- e. Shall represent the Auxiliary at the Executive Committee meetings;
- f. Shall give reports directly to the NAAMA Michigan Chapter Executive Committee on its current activity.

2) Vice-Chairperson:

- a. In the absence of the Chairperson, he or she will temporarily exercise the duties of the Chairperson;
- b. Will perform any other duties and obligation delegated by the Chairperson;
- c. In the event of an emergency vacancy of the Chairperson position, the Vice-chairperson will fill the position until the time of the next election.

3) Recording Secretary:

- a. Shall take minutes at meetings and maintain a record of all business

conducted by the organization;

b. Shall send the minutes and agenda to the NAAMA Michigan Chapter Executive Committee;

4) Corresponding Secretary

a. Shall handle all correspondence for the organization and maintain and update mailing list;

5) Treasurer:

a. Shall receive and transmit all organization monies to the Auxiliary account

b. Shall keep current financial records for presentation at the Auxiliary Executive Committee meetings;

c. Shall direct all fund raising monies related to the chapter activity to the AAMA account.

d. Shall render a financial report of the Auxiliary both written and oral, to the members at the regular meetings.

5) Past-Chairperson:

a. Shall be present at all meetings and offer his or her experience;

b. Shall be a chairperson of the Nominations Committee.

Any resignation or vacancy at any time of any Auxiliary officers should be directed to the Chairperson and shall be effective immediately. The Executive Auxiliary Committee shall fill vacancies.

Rule V - Nominations

1) There shall be a Nominations Committee chaired by the immediate past chairperson and consist of the last three chairpersons of the Auxiliary, if applicable.

2) If any of the past-chairpersons are unable to serve, then the Auxiliary Chairperson, with the approval of the Executive Committee, will appoint an active member to fill this position.

3) The nominating chairperson will present nominations for officers at the annual meeting of the chapter.

4) At said meeting, nominations from the floor will also be accepted. Anyone placed in nomination must agree to serve. There must be a second to such nominations.

5) Election ballots will be mailed at approximately the same time as the AAMA elections take place, if there is more than one nominee for any office position.

Rule VI - Fund Distribution

A. The Auxiliary will have a separate checking account, under the auspices of the chapter account.

B. Expenditures of less than \$1000.00 need the approval of the Auxiliary Executive Committee.

C. Expenditures in excess of \$1000.00 need the approval of the Board of Directors, as set in Article V, Sections IV and V.

D. All fund-raising monies for the NAAMA Michigan Chapter will be directed to the Chapter's account.

E. Copies of all financial records will be kept at the chapter office as required by the IRS.

Rule VII - Amendments

A proposal to amend these rules may be made at any general meeting of the organization. The proposal will be submitted to the Auxiliary Executive Committee for final formation. It will then be mailed to the entire membership. Passage of such amendment requires approval by a majority of all the Active members.

Rule VIII - Auxiliary Dues

The annual membership dues shall be determined by the membership at the annual meeting and shall be payable on January 1st of each year.

Rule IX - Miscellaneous

Any proposed letter to be sent to the membership of any member or committee must be approved by the Chairperson of the Auxiliary and must be signed by both the Chairperson and the committee member.

**PRINCIPLES OF MEDICAL ETHICS
OF THE
AMERICAN MEDICAL ASSOCIATION
Adopted by (NAAMA)**

These principles are intended to aid individually and collectively in maintaining a high level of ethical conduct. They are not laws but standards by which a physician may determine the propriety of his conduct in his relationship with patients, with colleagues, with members of allied professions, and with the public.

1. The principal objective of the medical profession is to render service to humanity with full respect for dignity of man.

Physicians should merit the confidence of patients entrusted to their care, rendering a full measure of service and devotion.

2. Physicians should strive continually to improve medical knowledge and skill, and should make available to their patients and colleagues the benefits of their professional attainments.

3. A physician should practice a method of healing found on a scientific basis; and he should not voluntarily associate professionally with anyone who violates his principle.

4. The medical profession should safeguard the public and itself against physicians deficient in moral character or professional competence. Physicians should observe all laws, uphold the dignity and honor of the profession and accept its self-imposed disciplines. They should pose, without hesitation, illegal and unethical conduct of fellow members of the profession.

5. A physician may choose whom he will serve. In an emergency, however, he should render service to the best of his ability. Having undertaken the care of a patient he may not neglect him; and unless he has been discharged he may discontinue his services only after giving adequate notice. He should not solicit patients.

6. A physician should not dispose of his services under terms or conditions which tend to interfere with or impair the free and complete exercise of his medical judgement and skill or tend to cause a deterioration of the quality of medical care.

7. In the practice of medicine a physician should limit the source of his professional income to the medical services actually rendered by him, or under his supervision, to his patients. His fee should be commensurate with the services rendered and the patient's ability to pay. He should neither pay nor receive a commission for referral of patients. Drugs, remedies or appliances may be dispensed or supplied by the physician provided it is in the best interests of the patient.

8. A physician should seek consultation upon request; in doubtful or difficult cases; or whenever it appears that the quality of medical care may be enhanced thereby.

9. A physician may not reveal the confidences entrusted to him in the course of medical attendance, or the deficiencies he may observe in the character of patients unless he is required to do so by law or unless it becomes necessary in order to protect the welfare of the individual or of the community.

10. The honored ideals of the medical profession imply that the responsibilities of the physician extend not only to the individual, but also to society where these responsibilities deserve his interest and participation in activities which have the purpose of improving both the health and the well-being of the individual and the community.

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