

Vietnamese Medical Society of Northeast America By-Laws

Article 1: Name, Location, Purpose

- **Section 1: Name**
The name of this organization shall be the Vietnamese Medical Society of Northeast America, hereinafter referred to as VMSNA

- **Section 2: Location**
The temporary address of this Society shall be either the address of the residence of the President of the Governing Board or another address determined by the Governing Board, until this Society secures a permanent location.

- **Section 3: Purpose of the Society**
 1. To foster a spirit of solidarity and mutual assistance between Vietnamese medical professionals in practice in the North East region of the United States of America.
 2. To develop and exchange expert knowledge among Vietnamese medical professionals.
 3. To safeguard and promote Vietnamese culture and ideal of mutual support in order to accommodate to American society.
 4. To assist the Vietnamese community and other groups of immigrants in general, on the cultural, social domains and specifically on medical issues according to the means and capacity of the Society.

Article 2: Membership

- **Section 1: Eligibility for membership**
This Society shall comprise 3 classes of members: Active Members, Associate Members, and Student Members. The Society shall grant membership to Vietnamese medical professionals residing in the North East region of the United States of America in the following fields:
 1. Medical Doctors
 2. Dentists
 3. Pharmacists
 4. All other medical professionals shall be Associate members

- **Section 2: Qualification for membership**
To qualify as Active Member, the applicants shall:
 1. Be Medical Doctors (M.D., D.O.), Dentists (D.D.S., D.M.D.), or Pharmacists (R.Ph., Pharm.D.).
 2. Be approved by the Governing Board.
 3. Have paid current annual dues.

4. Not be detrimental to the name or stature of the Society.
5. **Be either still practicing or retired Medical Professionals.**

To qualify as Associate Member, the applicants shall:

1. **Be Medical Professionals in other fields, such as Chiropractors, Optometrists, Podiatrists, Nurses, et al.**
2. Be approved by the Governing Board.
3. Have paid current annual dues.
4. Not be detrimental to the name or stature of the Society.

To qualify as Student Member, the applicants shall:

1. Be Students in Schools of Medicine, Schools of Dentistry, and Schools of Pharmacy.
2. Be approved by the Governing Board.
3. Have paid current annual dues.
4. Not be detrimental to the name or stature of the Society.

- **Section 3: Rights of Members**

1. Members shall be eligible to participate in all activities of the Society promoted by the Governing Board.
2. Active Members (Medical Doctors, Dentists, Pharmacists), and Associate Members shall be continuous participants in the Society for a minimum period of one year to the date of elections to be eligible to vote.
3. Active Members (Medical Doctors, Dentists, and Pharmacists) shall be continuous participants in the Society for a minimum period of two years to the date of elections to be eligible as candidates to executive positions in the Society.
4. **The continuous participating period in the Society shall be defined from the month of the current annual dues to the month of the scheduled elections. This continuous participating period may vary by decisions of the Governing Board; however, the continuous participating period shall not be, under any circumstances, less than 9 months for the period of one year or less than 18 months for the period of 2 years.**

- **Section 4: Termination of membership**

The privileges of membership may be revoked when a member:

1. Voluntarily resigns from the Society by filing a written resignation.
2. Fails to pay annual dues for more than one year.
3. Is expelled from the Society for actions detrimental to the stature and interests of the Society.
4. **Acts in detrimental ways to the stature and interests of the Society as defined by, but not limited to, the following conditions and examples:**
 - a. **Criminal violations:**
 - Violations of the criminal laws of the United States of America (felony)
 - Misappropriation or embezzlement of the finances of the Society
 - Public defamation of another member without specific evidences
 - Violence against another member

b. Ethical and moral violations:

- Use of inconsiderate substantives or adjectives to insult another member (these words are defined as words aiming to provoke, insult or to gratify personal rages, without any intentions of constructive criticism).

- Self-appointed use or abuse of the name of the Society to circulate internal informations of the Society to outsiders with the aspirations to criticize or disturb the governing of the Society.

- A member shall not abuse the name of the Society or the name of the Governing Board to circulate informations or statements to other members, nor shall a member deal directly with medical organizations and pharmaceutical companies without the approval of the Governing Board.

The concerned party has the rights to raise a defense before of the Governing Board. The Governing Board shall subsequently vote on expulsion by rule of relative majority.

Article 3: Governing Board

To date, the Board of Directors and the Executive Committee of the Society are jointly designated the Governing Board.

- **Section 1: Constituents**

1. 1 President
2. 3 Vice-Presidents (one Vice-President for each School of Medicine, Dentistry, Pharmacy)
3. 1 Secretary
4. 1 Treasurer

According to needs, the Governing Board shall appoint and decide on the number of expert commissioners. Upon being selected, the commissioners shall be eligible to vote on the decisions of the Governing Board.

- **Section 2: Terms of office**

Terms of office for the Governing Board are 2 years. No individual shall hold the office of the President for more than 2 consecutive terms; however, that individual shall be eligible to run for the office of the President again after a period of 2 years.

This limitation shall not apply to the other offices of the Governing Board.

- **Section 3: Election of officers**

1. The Governing Board shall be elected by the General Assembly every 2 years by secret ballot.
2. The offices of the Governing Board shall be elected independently on individual tickets by rule of relative majority.
3. An Election Committee shall be appointed by the Governing Board to oversee and prepare for the elections.

4. On the day of the elections:

The Election Committee shall move to elect a Chair for the elections among the members present. The Election Committee shall continue to work under the Chair to oversee the elections.

- The outgoing Governing Board shall announce concession and hand over the responsibilities to the Chair Committee.
- After the elections, the Chair Committee shall formally announce the results and hand over the responsibilities to the newly elected Governing Board.

• **Section 4: Transferring of the assets and annals of the Society**

All assets and annals of the Society shall be transferred from the outgoing Governing Board to the newly elected Governing Board immediately following the election, or within one month at the latest.

Within one week, the Treasurer of the outgoing Governing Board shall comply with the duty of having the names of the new Treasurer and all appointed members of the new Governing Board updated in the account of the Society.

• **Section 5: Meetings of the Governing Board**

Regular meetings of the Governing Board shall be held every 6 months; special meetings may be called at any time when deemed necessary. The time and place shall be determined by the President and the Secretary to be most convenient and expedient. The Secretary shall be responsible in providing all officers of the Governing Board with adequate advance notice to prepare for the attendance of the meetings.

• **Section 6: Duties of the officers of the Governing Board**

1. The Governing Board shall act in place of all members to guide and develop the Society in accordance to the spirit of Article 1. In order to carry through successfully this task in its daily activities the Governing Board shall assume de facto the executive and judicial powers in accordance to the spirit of the by-laws.

2. The Governing Board shall be responsible for promoting and updating the informations and activities of the Society to all members.

3. Officers of the Governing Board shall be required to attend punctually all scheduled meetings and to carry out all decisions ratified by the Governing Board.

4. The President shall preside over the meetings and shall be responsible for overseeing that the activities and decisions are as set forth in the by-laws. The President may give the power of attorney to preside over a meeting in his own absence or for special reasons.

5. A simple majority of the members shall constitute a quorum and shall be necessary to conduct the business of the Society. If 50% of the members are present, the President shall decide that it constitutes a quorum. All decisions of the Governing Board shall be determined by simple majority. Each member shall be allotted one vote. In the case of a tie, the President shall cast the final vote.

6. The Secretary shall be responsible for keeping and filing the minutes of all meetings.

7. The Treasurer shall be responsible for administering, managing the Society's account and presenting the Society's financial reports at regular meetings or

whenever being asked. The Treasurer shall remind all members about the annual dues.

8. Should a member of the Governing Board fail to abide by the common decision of the Governing Board or should a member fail to attend the meetings of the Governing Board more than 3 times without sufficient reasons, the Governing Board may revoke the functions of this member by simple majority vote. In such case, the Governing Board shall appoint another member to fill in while waiting for the approval of the General Assembly.

- **Section 7: Finances**

1. The Society's finances shall be deposited in a separate account.

2. Checks of more than \$1,000.00 (One thousand U. S. Dollars) shall have to be endorsed by 2 officers of the Governing Board and approved by simple majority of the Governing Board.

3. Annual dues

Payment of annual dues shall be required within the first 3 months of each year.

Annual dues for the period of January to December are as followed:

- Active members and Associate members, still in practice: \$60.00. **These annual dues shall be increased to \$100.00 starting 2012**
- Retired and non-practicing members, Students members: \$20.00 (**\$30.00 starting 2012**)
- **Lifetime dues: \$1,000.00**

Article 4: General Assembly

- **Section 1: Constituents**

The General Assembly shall consist of all Active and Associate members of the Society.

- **Section 2: Annual meeting**

Annual meetings shall be called once per year. Notice of the time and place of the meeting shall be made by the Governing Board and all members shall be notified. The General Assembly shall elect a new Governing Board every 2 years. A simple majority of the members shall constitute a quorum and shall be necessary to conduct the business. If the quorum is not reached, the members present at the subsequent General Assembly shall constitute a quorum.

- **Section 3: Special Assembly**

Special meetings may be called to solve any unusual or special issues.

All decisions of the Special Assembly shall be determined by a two-thirds majority vote.

1. **The Governing Board may call an ad hoc special meeting at any time.**

2. **A member may request the Governing Board to call a special meeting either to solve a special issue according to the member, or to protest a decision of the Governing Board, providing that the following requirements be satisfied:**

- The purpose and special issue that the member wants the Governing Board to solve shall be indicated.
- A motion, with the signatures of 1/3 members who agree with the special purpose indicated, shall be filed with the Governing Board.
 - Upon reception of a valid motion, the Governing Board shall notify all members and shall strive to call a Special Assembly within two months.

Article 5: Resources of the Society

Resources of the Society consist of:

1. Contributions from members.
2. Gifts, donations and cash contributed by donors or pharmaceutical companies.
3. Money raised through fund raising activities organized by the Society.

Article 6: Amendments to the by-laws and Dissolution of the Society

- **Section 1: Amendments**

All clauses in the by-law may be amended by the General Assembly by simple majority vote. Members may write to the President with requests, suggestions, and propositions about the amendments.

The Governing Board shall select appropriate recommendations to bring to the General Assembly for considerations.

The Governing Board shall be obligated to submit to the General Assembly any motion for amendments if the motion is requested by more than 1/3 of the members.

- **Section 2: Dissolution of the Society**

The General Assembly may dissolve the Society with a vote of 3/4 of the members. The General Assembly will decide by a two-thirds majority vote.

Assets of the Society shall be distributed among the legal non-profit organizations, with social or humanitarian activities, in the North East region of the United States of America.