

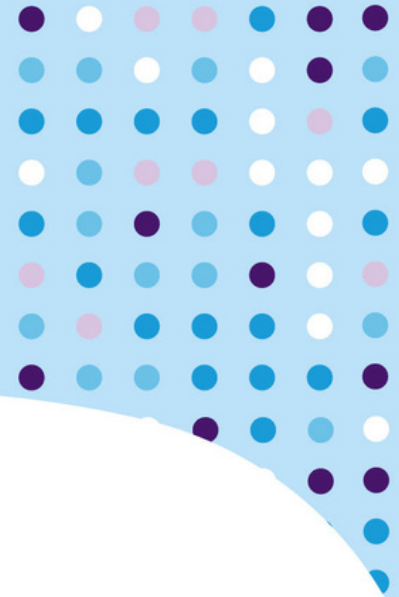
ANNUAL MEETING

In-person
JUNE
2-4
Virtual
Sessions
MAY
23-24

2023

e-Binder 2

Your Involvement



Physician families connecting, educating, and advocating.





2023 BUSINESS MEETING & INSTALLATION OF OFFICERS

e-Binder 2:

Budget, Elections, Bylaws, and Meeting Procedure

JUNE 2-4, 2023

Hyatt Centric Downtown Nashville

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MINUTES OF THE 100TH ANNUAL MEETING

The 100th Annual Meeting of the AMA Alliance was held on Sunday through Tuesday, June 12 – 14, 2022.

Sunday, June 12, 2022

BUSINESS MEETING ONE:

Heather Rifkin, AMA Alliance president, presiding.

The meeting was called to order at 1:32 CT by Heather Rifkin, AMA Alliance president.

The invocation was given by Rob Jagers (SC).

The Star Spangled Banner was performed by Karen Morris (MS).

The Pledge of Allegiance was led by Lauren Reed (MS).

The Pledge to the AMA Alliance was led by Merrell Rogers (MS).

Dr. Rifkin introduced and thanked the AMA Alliance 2021-2022 board of directors, council members, committee members, task force members, presidential aides and parliamentarian Deborah Underwood.

National past presidents in attendance were thanked and recognized by Dr. Rifkin:

Patti Herlihy (SD) 2002-2003

Gay Bowman (NC) 2003-2004

Jean Howard (MI) 2004-2005

Emma Borders (LA) 2011- 2012

Jo Terry (TN) 2013-2014

Sarah Sanders (OH) 2014-2015

Rosemary Xavier (FL) 2016-2017

Kim Moser (KY) 2017-2018

Cami Pond (IN) 2018-2019

Mary Beth Ellison (OH) 2019-2020

Sue Ann Greco (MO) 2020-2021

State presidents in attendance were thanked and recognized by Dr. Rifkin.

Ann Sanford (MN), AMA Alliance Elections chair, reported that the annual meeting registration tally totaled 103, with 88 members in attendance as of the morning and 72 present at the opening of the business meeting.

Dr. Rifkin requested adoption of the annual meeting standing rules and meeting agenda. Rosemary Xavier (FL) inquired about a reference committee on Finance; Dr. Rifkin noted that the treasurer will take questions after presentation of the budget. Without objection, the standing rules and meeting agenda were adopted.

MINUTES OF THE 100TH ANNUAL MEETING

Racheal Kunesh, AMA Alliance secretary, reported that the minutes of the 2021 Virtual Business Meeting were approved by the Reading Committee, as specified in the Annual Meeting Procedure. The Annual Meeting Procedure indicates that the Reading Committee consists of the president, the president-elect, the immediate past president, and one additional member appointed by the president. The Reading Committee for this meeting consisted of Heather Rifkin, Jacqueline Nguyen Lee, Sue Ann Greco, and Jana Wolfe. The minutes are in e-binder 2 on the AMA Alliance website and a copy is on file with the secretary.

Dr. Rifkin gave a report of her year, with highlights including 122 new members in the last 11 months, continued connection via monthly Zoom calls, social media TEAM Tuesday features, new and improved You Can Stop Bullies, and a fresh new website.

The treasurer's report was presented by Dave Street, AMA Alliance treasurer. Mr. Street addressed questions brought forth from the membership on the financials and budget. A surplus budget was presented. The report is on file.

Dr. Rifkin recognized and thanked the election committee.

The report of the 2021-22 Nominating Committee was presented by Sue Ann Greco, chair.

The slate of officers was announced:

Racheal Kunesh (NC), president-elect

Karen Begrow (MI), secretary

Dave Street (GA), treasurer

Dr. Rifkin asked for nominations from the floor for the officers. Hearing none, the president declared nominations closed for the officers. The officers were elected by acclamation.

Sue Ann reported nominations for the board of directors:

Beth Irish (OR), director

Ron Jagers (SC), director

Jayne Shelton (OK), director; name was withdrawn as Jayme was not in attendance at the annual meeting.

Dr. Rifkin asked for nominations from the floor for the board of directors. Hearing none, the president declared nominations closed for the board of directors. The directors were elected by acclamation.

MINUTES OF THE 100TH ANNUAL MEETING

Sue Ann introduced the members nominated for the Bylaws Committee of the Governance Council:

Holly Mackley (PA)

Lucia Missall (NV)

Meeti Nigam (NC)

Holly Mackley and Meeti Nigam were withdrawn as they were not in attendance at the annual meeting.

Dr. Rifkin asked for nominations from the floor for the Bylaws Committee of the Governance Council. Nancy Fody was nominated by Clara Sumeghy and verified her willingness to serve had been submitted. The president then declared nominations closed for the Bylaws Committee of the Governance council. Voting by ballot will be conducted Monday, June 13. Nominees were instructed to meet with Ann Sanford to determine their position on the ballot.

Sue Ann introduced the four regional representatives to the Nominating Committee:

North Central regional representative: Grace Wellman (SD)

North East regional representative: Caryl Schmitz (PA)

Southern regional representative: Elizabeth Orr (SC)

Western regional representative: Sibyl Noble (UT)

The nominees for the two at-large members of the Nominating Committee in alphabetical order are:

Danita Horne (MS)

Jana Wolfe (MO)

Dr. Rifkin asked for nominations from the floor for the two at-large members of the Nominating Committee. Hearing none, the present declared nominations closed for the Nominating Committee. Voting by ballot will be conducted Monday, June 13.

Dr. Rifkin introduced Nancy Schneider to deliver a report on behalf of Julie Newman, chair of the Alliance Health Education Initiative. Mrs. Schneider acknowledged the board of trustees and thanked members for their support of AHEI's three virtual fundraisers. Mrs. Schneider shared that the GROW the Grants fundraiser will wrap up Monday at 5 p.m., with the winner being awarded an additional \$500.

After announcements, the session was adjourned at 2:39 p.m. CT to reconvene at 1:30 p.m. CT on Monday, June 13th, 2022.

MINUTES OF THE 100TH ANNUAL MEETING

Monday, June 13th, 2022

BUSINESS MEETING TWO:

Heather Rifkin, AMA Alliance president, presiding.

The meeting was called to order at 1:43 p.m. CT by Heather Rifkin, AMA Alliance president.

Dr. Rifkin introduced Racheal Kunesh, chair of the Reference Committee on Bylaws. Mrs. Kunesh presented the report of the Reference Committee and the proposed amendments to the membership.

The following main amendments to the bylaws were adopted without further amendment:

- **Vote1:**Provision of an alternate for a nat-large member of the nominating committee with insertion before line 100. Provision to fill a vacancy in the position of a regional representative of the nominating committee with insertion in line 283.
- **Vote2:**Flexibility of the Alliance Health Education Initiative in filling the ex-officio board seat should the chair be unable to do so by insertion in line 221.
- **Vote3:**Insertion before line 108 to address removal from office.

Ann Sanford (MN), AMA Alliance Elections chair, reported that the annual meeting registration tally totaled 103, with 75 present at the business meeting. A total of 77 votes were cast for the Bylaws Committee and 77 votes were cast for the at-large members of the Nominating Committee.

Dr. Rifkin introduced the 2022-2023 officers and directors elected by acclamation:

Racheal Kunesh (NC), president-elect

Karen Begrow (MI), secretary

Dave Street (GA), treasurer

Beth Irish (OR), director

Ron Jagers (SC), director

Dr. Rifkin introduced members elected to the Bylaws Committee:

Nancy Fody (MI)

Lucia Missall (NV)

Nominating Committee members for 2022-2023 are as follows:

Danita Horne (MS), at-large elected representative

Sibyl Noble (UT), Western regional representative

MINUTES OF THE 100TH ANNUAL MEETING

Elizabeth Orr (SC), Southern regional representative

Caryl Schmitz (PA), North East regional representative

Grace Wellman (SD), North Central regional representative

Jana Wolfe (MO), at-large elected representative

As immediate past president, Dr. Rifkin will serve as chair.

Jacqueline Nguyen Lee introduced members appointed to serve on 2022-2023 committees and task forces.

After announcements, the session was adjourned at 2:08 p.m. CT to reconvene at 8:00 a.m. CT on Tuesday, June 14th, 2022.

Tuesday, June 14th, 2022

BUSINESS MEETING THREE:

Heather Rifkin, AMA Alliance president, presiding.

The meeting was called to order at 8:00 a.m. CT by Heather Rifkin, AMA Alliance president.

Dr. Rifkin introduced Barkley Payne, AMA Foundation Executive Director, who gave an AMA Foundation update.

Dr. Rifkin then introduced Gerald E. Harmon, MD, president of the American Medical Association, who gave an AMA update highlighting a recovery plan for America's physicians with five key initiatives.

Dr. Harmon administered the oath of office to Jacqueline Nguyen Lee as the 2022-2023 AMA Alliance president. Dr. Rifkin presented the president's pin to Jacqueline.

Sue Ann Greco, immediate past president, installed additional officers for 2022-2023 and presented the past president's pin and gavel to Heather.

Jacqueline Nguyen Lee then shared a video and delivered her inaugural address highlighting three principles: failing fast, agility and ability to pivot, and collaboration to leverage and amplify.

Keynote speaker, Doug Dvorak, presented "Change is Inevitable – Growth is Possible".

Dr. Rifkin delivered closing remarks.

The meeting was adjourned at 10:44 a.m. CT sine die.

Racheal Kunesh, secretary, 2021-2022

AMA ALLIANCE ANNUAL BUDGET



AMA ALLIANCE 2023-2024 ANNUAL BUDGET

Approved by the AMA Alliance Board of Directors on April 19, 2023

AMA ALLIANCE ANNUAL BUDGET

		INCOME	FY24 Budget		
	4000	Membership Dues	\$ 40,000.00		
	4025	Prior Fiscal Year Dues	\$ 25,000.00		
		TOTAL DUES INCOME	\$ 65,000.00		
	4100.01	AM Registrations	\$ 30,000.00		
	4100.02	Sponsorships	\$ 15,000.00		
	4100.03	Incoming Pres Rec	\$ 2,000.00		
	4100.04	Program Ads	\$ 5,000.00		
	4100.1C	Centennial Speaker Fund	\$ 1,000.00		
	4100.14	State Leaders Lunch	\$ 500.00		
	4100	TOTAL ANNUAL MEETING REVENUE	\$ 53,500.00		
	4300	TOTAL GRANT INCOME	\$ 100.00		
	4430	TOTAL ROYALTIES	\$ 100.00		
	4460.01	BOD Retreat Reimbursement Income	\$ 400.00		
	4460	TOTAL BOARD REIMBURSEMENT	\$ 400.00		
	4510	Publications (SAVE)	\$ 500.00		
	4570	PF/AiM Copies	\$ 1,500.00		
NEW	4590	Leadership Development Registration Fees	\$ 100.00		
	4500	TOTAL SALES REVENUE	\$ 2,100.00		
	4600.01	PF Mag Ad Sales	\$ 12,000.00		
	4600	TOTAL AD SALES REVENUE	\$ 12,000.00		
NEW	4750	Virtual Events	\$ 2,000.00		

AMA ALLIANCE ANNUAL BUDGET (CONT.)

		INCOME	FY24 Budget		
	4760	Non-AM Supporters	\$ 2,000.00		
Rename	4700	TOTAL REG'L CONF'S REVENUE (non-AM events)	\$ 4,000.00		
	4850.04	AMAF Supporter Donate	\$ 200.00		
	4850.05	AHEI Supporter Donate	\$ 200.00		
	4850	TOTAL RESTRICTED DONATIONS	\$ 400.00		
		7-2-20 Baird Account Balance 1,093,954			
		6-30-21 Baird Account Balance 1,336,587			
		6-30-22 Baird Account Balance 1,206,125			
		6-30-23 Baird Account Balance 1,400,000			
		3-year average 1,314,237			
		3% of 1,314,237 39,427			
	4950	TOTAL SPENDING POLICY TRANSFER	\$ 39,427.00		
	9200	INTEREST/DIVIDENDS (BAIRD)	\$ 30,000.00		
		TOTAL INCOME	\$ 207,027.00		
		Restricted Accounts (not adjusted for FY2023)			
	3210.04	Centennial Club (donor restricted)	\$ 11,160.00		
	3210.05	AM PITN Fund (donor restricted)	\$ 2,940.00		
	3850.01	BDNA AM Profit Fund	\$ 20,546.00		
	3850.03	BDNA HPP and Health Promotions Fund	\$ 10,026.00		
	3850.04	BDNA Membership Fund	\$ 20,000.00		

AMA ALLIANCE ANNUAL BUDGET (CONT.)

		PROGRAM EXPENSES	FY24 Budget		
NEW	6005	Online Academy Content	\$ 500.00		
NEW	6008	Confluence 2.0	\$ 1,000.00		
NEW		Board Boot Camp	\$ 1,000.00		
NEW		Health Initiatives	\$ 1,000.00		
NEW		Physician Wellness	\$ 1,000.00		
NEW		AMAA/Sotile Project	\$ 3,000.00		
	6000	TOTAL PROGRAMS EXPENSE	\$ 7,500.00		
	6100.01	Brochures	\$ 1,000.00		
	6100.03	Database Fees	\$ 5,000.00		
	6100.04	Direct Recruiting and Retention	\$ 2,000.00		
	6100.05	Membership Recruiting	\$ 1,000.00		
	6100	TOTAL MEMBERSHIP EXPENSE	\$ 9,000.00		
	6215	Awards	\$ 500.00		
NEW		Supplies	\$ 800.00		
	6220	Parliamentarian	\$ 1,500.00		
	6225	Equipment Rental (AV)	\$ 5,000.00		
NEW		Equipment Rental Other	\$ 1,000.00		
	6230	Food & Beverage	\$ 18,000.00		
	6235	Meeting Services (Rooms)	\$ 1,000.00		
	6246	Program Book	\$ 2,000.00		
	6251	Incoming Pres State Reception F&B	\$ 2,000.00		
NEW		Incoming Pres State Reception AV	\$ 500.00		
NEW		State Leaders Lunch	\$ 1,200.00		
NEW		Virtual Expense	\$ 1,000.00		
NEW		AHEI Expense	\$ 1,000.00		
NEW		AM Chair Expense	\$ 2,000.00		
NEW		AM Miscellaneous Expense	\$ 2,000.00		
	6255	Speaker Fees	\$ 10,000.00		
	6260	Speaker Travel	\$ 4,000.00		

AMA ALLIANCE ANNUAL BUDGET (CONT.)

		PROGRAM EXPENSES	FY24 Budget		
	6200	TOTAL ANNUAL MEETING EXPENSE	\$ 53,500.00		
NEW		Other Regional Expenses	\$ 500.00		
	6300	TOTAL REGIONAL CONFERENCE EXPENSE	\$ 500.00		
	6401.01	Class I P/PE AMA Interim Meeting	\$ 6,000.00		
	6400	TOTAL AMA MEETINGS TRAVEL EXPENSE	\$ 6,000.00		
	6500	TOTAL SPEAKERS BUREAU TRAVEL EXPENSE	\$ 13,000.00		
	6600	TOTAL REGIONAL MEETINGS STIPEND	\$ 3,000.00		
NEW	6700.01	Graphic Design	\$ 1,000.00		
NEW		Non-AM Speakers	\$ 500.00		
NEW		Online Events	\$ 1,000.00		
NEW	6700	COMMUNICATIONS ONLINE EXPENSES	\$ 2,500.00		
	6820	Mailing	\$ 2,400.00		
	6830	Printing	\$ 10,575.00		
	6835	Digital Production	\$ 1,000.00		
	6870	Website	\$ 750.00		
	6880	UBIT	\$ 150.00		
	6895	AiM/Layout	\$ 3,900.00		
	6800	TOTAL MAGAZINE EXPENSE	\$ 18,775.00		
	6801.01	Health Promotion Grants	\$ 1,000.00		
	6801	TOTAL GRANT EXPENSE	\$ 1,000.00		
		PROGRAM EXPENSES	FY24 Budget		
	6900	TOTAL AMC PROGRAM MGMT FEES	\$ 45,120.00		
		TOTAL PROGRAM EXPENSE	\$ 159,895.00		

AMA ALLIANCE ANNUAL BUDGET (CONT.)

		ADM EXPENSES	FY24 Budget		
	7201.02	President Pin & Gavel	\$ 1,500.00		
NEW		President Miscellaneous Expense	\$ 1,000.00		
NEW		Volunteer Recognition Expense	\$ 500.00		
	7211	Board Retreat Meals	\$ 500.00		
	7212	Board Retreat AV Services	\$ 1,000.00		
		7213.01 - Bd Ret Travel Class I	\$ 2,400.00		
		7213.02 - Bd Ret Travel Class II	\$ 300.00		
		7213.04 - Bd Ret Travel AMC (was NWG)	\$ 500.00		
	7213	Board Retreat Travel Expenses Total	\$ 3,200.00		
	7214	Board Retreat Meeting Room Charges	\$ 1,000.00		
NEW		Board Retreat Miscellaneous Expense	\$ 100.00		
	7200	TOTAL BOARD RETREAT EXPENSE & PRES PIN	\$ 8,800.00		
	7320	Directors & Officers Liability Insurance	\$ 1,500.00		
	7330	General Liability Insurance	\$ 1,500.00		
	7300	TOTAL INSURANCE EXPENSE	\$ 3,000.00		
	7400	TOTAL AMC ADMINISTRATIVE MGMT FEES	\$ 30,480.00		
	7510	Banking Charges	\$ 400.00		
	7520	Credit Card Fees	\$ 1,800.00		
	7530	Interest, Fines, Penalties	\$ 100.00		
	7534	Licenses, Taxes, Fees	\$ 200.00		
	7535	Quickbooks	\$ 1,200.00		
	7540	Office Supplies	\$ 300.00		
	7550	Postage	\$ 200.00		
	7560	Printing	\$ 200.00		
	7566	Audit/Review	\$ 7,500.00		

AMA ALLIANCE ANNUAL BUDGET (CONT.)

		ADM EXPENSES	FY24 Budget		
	7580	Telephone	\$ 100.00		
NEW		Technology Expenses	\$ 1,000.00		
NEW		Website Expenses	\$ 1,200.00		
	7500	TOTAL OFFICE EXPENSE	\$ 14,200.00		
	7600	TOTAL MARKETING/PR EXPENSE	\$ 3,000.00		
		TOTAL ADMINISTRATIVE EXPENSES	\$ 59,480.00		

	TOTALS	FY24 Budget		
	TOTAL INCOME	\$ 207,027.00		
	TOTAL PROGRAM EXPENSE	\$ 159,895.00		
	TOTAL ADMINISTRATIVE EXPENSES	\$ 59,480.00		
	TOTAL EXPENSES	\$ 219,375.00		
	9400 TOTAL INVESTMENT ACCOUNT FEES	\$ 18,000.00		
	TOTAL INCOME LESS TOTAL EXPENSE	\$ (30,348.00)		
	From BDNA Membership Fund	\$ 9,000.00		
	From BDNA HPP & Health Prom Fund	\$ 8,500.00		
	NET INCOME LESS EXPENSES	\$ (12,848.00)		

ELECTIONS

ELECTIONS COMMITTEE

Sherrri Morrow, Chair
Bud Ranasinghe
Sana Saleh

NOMINATING COMMITTEE 2022-2023

The Nominating Committee met by video conference earlier this year and nominated a slate of candidates for the 2023-2024 AMA Alliance year.

Chair: Heather Rifkin (MS)
North East Region Representative: Caryl Schmitz (PA)
Southern Region Representative: Lib Orr (SC)
North Central Region Representative: Grace Wellman (SD)
Western Region Representation: Sibyl Noble (UT)
Elected Members-at-Large: Danita Horne (MS) and Jana Wolfe (MO).

We offer a sincere thank you to members who served on the 2022-2023 Nominating Committee.

NOMINATIONS/ELECTIONS OF AMA ALLIANCE OFFICERS

The slate of candidates for 2023-2024 officers nominated by the 2022-2023 Nominating Committee at its meeting is listed on page 17.

According to the Bylaws, the President-elect: • shall be elected annually by the registered meeting participants; • shall assume office at the close of the Annual Session at which elected; and • shall assume the Presidency at the close of the following Annual Session.

The Secretary, Treasurer, and up to four Directors shall be elected annually during the Annual Session and shall assume office at the close of the Annual Session at which elected.

The AMAA Bylaws stipulate that nominations from the floor for the incoming officers up for election (President-elect, Secretary, Treasurer, and Directors) shall be in order, provided that a willingness to serve form has been submitted to the current Chair of the Nominating Committee by the time of nomination.

ELECTIONS

NOMINATIONS/ELECTIONS OF GOVERNANCE COUNCILS

The AMA Alliance Bylaws stipulate that the registered members during the Annual Meeting will elect two (2) at-large members of the Nominating Committee and up to four (4) elected members of the Bylaws Committee.

The AMA Alliance immediate past president will serve as chair of the Nominating Committee. The AMAA Bylaws stipulate that nominations from the floor for the two (2) at-large members of the Nominating Committee and members of the Bylaws Committee shall be in order, provided that a willingness to serve form has been submitted to the current chair of the Nominating Committee by the time of nomination.

No member of the Nominating Committee may serve consecutive terms. There is no limit on the number of nonconsecutive terms that a member may serve on the Nominating Committee.

The two (2) at-large, elected members of the Nominating Committee, elected by the membership, shall not be from the same region. Members must be present to be nominated from the floor.

Voting will be conducted during the 2023 Annual Meeting. Only registered current members may vote, and proxy voting is not permitted.

ELECTIONS

2023-2024 AMA Alliance Elected & Nominated Board of Directors

The AMA Alliance Nominating Committee is proud to announce the following slate of candidates for the upcoming Board of Directors, 2023-2024:

For President-elect:



Patricia A. Klettke (UT)

For Treasurer:



Nancy Fody (MI)

For Secretary:

*Nominations from the floor will be in order at the Annual Meeting

For Director:



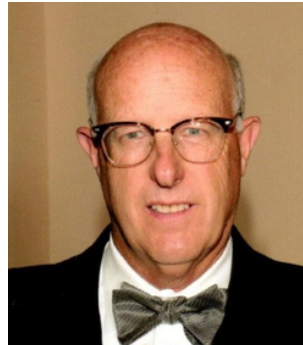
Beth Irish (OR)

For Director:



Kirby Sheridan (NC)

For Director:



Rick Knapp (OK)

For Director:



Ron Jagers (SC)

*Additional Nominations from the floor will be accepted at the Annual Meeting

These candidates will be up for election at the Annual Meeting and, if elected, will serve alongside the already elected board members:

President:



Racheal Kunesh (NC)

Immediate Past President:



Jacqueline Nguyen (NV)

ELECTIONS

**Governance Council
2023-2024 AMA ALLIANCE
AT LARGE NOMINEES FOR NOMINATING COMMITTEE:**



Dave Street (GA)



Sue Muallem (MI)

*Additional Nominations from the floor will be accepted at the Annual Meeting

2023-2024 AMA ALLIANCE NOMINEES FOR BYLAWS COMMITTEE:



Elizabeth "Libby" White (TX)

*Additional Nominations from the floor will be accepted at the Annual Meeting

AMA ALLIANCE BYLAWS



AMA ALLIANCE BYLAWS

Mailing Address:

2598 E. Sunrise Boulevard, Ste 2104,
Fort Lauderdale, FL 33304

Phone:

1-800-549-4619

Email: info@amaalliance.org

Website: amaalliance.org

AMA ALLIANCE BYLAWS

ARTICLE I. NAME

The name of this organization shall be the American Medical Association Alliance.*

*Hereinafter in these bylaws referred to as the AMA Alliance.

ARTICLE II. PURPOSE

The core purpose of the AMA Alliance shall be to build healthier communities by connecting physician families and collaborating to educate and advocate.

ARTICLE III. COMPOSITION

Section 1. State, ~~and County,~~ ~~and Component~~ Alliances and Members-at-Large

State and county Alliances, ~~components (resident and medical student)~~ and members-at-large shall be considered part of the AMA Alliance. Only one state Alliance to each state medical society or association shall be recognized by the AMA Alliance.

Section 2. Bylaws

Alliances ~~and components (resident and medical student)~~ of the AMA Alliance shall adopt their own bylaws.

Section 3. Regions

The AMA Alliance shall be divided into ~~four~~ regions, the composition of which will be determined by the Board of Directors.

ARTICLE IV. MEMBERSHIP

Section 1. Categories, Rights, and Privileges

The categories of membership shall be:

A. Regular

A regular member shall be any member of a physician or medical student couple, or a physician or medical student, at the time of membership. The physician or medical student must have been eligible to be a member of the AMA at the time of initial membership.

Regular members shall have all rights and privileges of an AMA Alliance voting members.

B. Life

A life member shall be a national past president upon whom life membership was conferred upon completion of term of office.*

Life members shall retain all rights and privileges held at the time life membership was conferred.

*Conferred only on national past presidents after June 1976; prior to June 1976, conferred on members who met the previous qualifications.

AMA ALLIANCE BYLAWS (CONT.)

32 C. Honorary Member

33 An honorary member shall be an individual who has performed extraordinary service to the
34 AMA Alliance, upon whom honorary membership was conferred by membership. Honorary
35 members shall retain all rights and privileges held at the time honorary membership was
36 conferred.

37 Section 2. Dues

38 A. Payment

39 Annual dues shall be paid by each member of the AMA Alliance, except life and honorary
40 members, who shall be exempt from payment of dues.

41 B. Amount

42 1. Dues for members shall be determined by the Board of Directors in consultation with
43 the Finance Council.

44 2. The Board of Directors shall increase dues no more than once in a three-year period
45 unless otherwise authorized by the membership.

46 C. Receipt

47 Dues shall be receivable throughout the year.

48 ~~D. Delinquency~~ Member in Good Standing

49 Dues must be paid through the current fiscal year for the member to be in good standing.

50 ARTICLE V. FISCAL YEAR

51 The fiscal year shall be from July 1 through June 30.

53 ARTICLE VI. ANNUAL MEETING

54 Section 1. Definition

55 The AMA Alliance shall hold an annual meeting of the membership to conduct the business of
56 the AMA Alliance.

57 Section 2. Composition, Duties, and Responsibilities

58 Voting members shall elect the officers, directors, and members of the Bylaws Committee and
59 two at-large members of the Nominating Committee of the Governance Council, and shall
60 determine policies for the AMA Alliance, including but not limited to receiving and acting upon
61 reports of the Board of Directors, giving guidance to the Board of Directors, and amending the
62 Articles of Incorporation and bylaws.

63 Section 3. Annual and Special Meetings

64 Members of the AMA Alliance shall meet annually at the time and place designated by the
65 Board of Directors.

AMA ALLIANCE BYLAWS (CONT.)

66 Notice of time, place, and purpose of the annual meeting, together with the slate of nominees
67 for all offices and positions to be filled at such annual meeting, shall be mailed or electronically
68 transmitted to the members, and posted to the official website of the Alliance not less than
69 thirty (30) days, nor more than sixty (60) days, before the annual meeting.

70 Special meetings of the AMA Alliance may be called by the president or the Board of Directors
71 and shall be called upon written request of at least twenty-five (25) percent of the voting
72 members of the AMA Alliance.

73 The purpose of such special meetings shall be stated with the written request. No business shall
74 be transacted except that for which the meeting has been called. Notice of the time, place, and
75 purpose of the meeting shall be mailed or electronically transmitted and posted to the official
76 website of the AMA Alliance not more than thirty (30) days and not less than ten(10) days
77 before the special meeting.

78 Meetings of the AMA Alliance may be held by use of a conference telephone or other
79 communications equipment by means of which all persons participating in the meeting can
80 communicate with each other. Participation in a meeting held by remote communication shall
81 constitute presence ~~in person~~ at the meeting for all purposes, including quorum and voting.

82 **Section 4. Quorum for Annual and Special Meeting**

83 One third (1/3) of the members registered shall constitute a quorum.

84 **Section 5. Election Procedures**

85 **A. Entitlement to Vote**

86 Each member in good standing shall be entitled to one vote.

87 **B. Election of Officers**

88 1. Officers shall be elected by a majority vote.

89 2. Nominations from the floor for the incoming officers up for election (president-elect,
90 secretary, treasurer, and directors) shall be in order, provided that a willingness to serve
91 form has been submitted to the current chair of the Nominating Committee by the time
92 of nomination.

93 **C. Election of Bylaws Committee and Nominating Committee of the Governance Council**

94 1. ~~Election of members~~ **Members** of the Bylaws Committee and two (2) at-large members
95 of the

Nominating Committee shall be ~~elected by ballot~~ by a plurality vote.

96 2. Nominations from the floor for the Bylaws Committee and two (2) at-large members
97 of the Nominating Committee shall be in order, provided that written consent of any
98 individuals nominated has been secured and submitted to the current chair of the
99 Nominating Committee by the time of nomination.

100 3. The two candidates receiving the highest number of votes shall serve on the
101 Nominating Committee. The candidate receiving the next highest number of votes shall
102 serve in the event of a vacancy in one of the at-large, elected positions.

AMA ALLIANCE BYLAWS (CONT.)

103 4. No member of the Nominating Committee may serve consecutive terms. There is no
104 limit on the number of nonconsecutive terms that a member may serve on the
105 Nominating Committee.

106 **Section 1. Designations** **ARTICLE VII. OFFICERS**

107
108 The officers of the AMA Alliance shall be the president, the president-elect, the immediate past
109 president, the secretary, the treasurer, ~~and up to four~~ two (2) to five (5) directors.

110 **Section 2. Eligibility for Office, Election, and Term**

111 Officers shall hold office for a term of one year or until their successors are elected.

112 The officers shall be elected together in the same year by the voting members for a term of one
113 (1) year, beginning at the close of the annual meeting at which such officers are elected and
114 expiring at the close of the annual meeting at which such officers' successors are elected and
115 assume office, or, if earlier, upon such individual's resignation, death, or removal from office.

~~116 No officer shall serve more than two (2) consecutive years in any one office, except directors,
117 who may serve for three (3) consecutive years in that office. Officers, with the exception of the
president and the president-elect, may serve up to three (3) consecutive years in the same office.~~

118 **A. General Eligibility**

119 1. To be eligible for nomination as president-elect, a member shall have served on the
120 Board of Directors for two (2) years.

121 2. To be eligible for nomination as secretary, a member shall have served on the Board
122 of Directors for one (1) year.

123 3. To be eligible for nomination as treasurer, a member shall have served on the Board
124 of Directors or Finance Council for one (1) year.

125 4. To be eligible to serve as a director, a member shall have served at least one year as a
126 council, committee, or task force member, or in an equivalent role.

127 **Section 3. Partial Terms**

128 A person who has served more than nine (9) months in any office or position shall be
129 considered to have served the full term for the purpose of determining eligibility to serve
130 additional terms in that office or position.

131 **Section 4. Elections Due to Emergency Conditions**

132 The Board of Directors shall be authorized to elect officers if the Annual Meeting is cancelled
133 due to emergency conditions.

134 **Section 5. Duties of Elected Officers**

135 The president, who shall have the title of chair of the Board of Directors, shall be the chief
136 corporate officer of the AMA Alliance and shall preside at all meetings of the Alliance and the
137 Board of Directors. The president shall be responsible for seeing that the policies and directives

AMA ALLIANCE BYLAWS (CONT.)

139 reporting to the members and to the Board of Directors on the conduct and management of the
140 operations and governance of the AMA Alliance.

141 The president shall be a voting ex-officio member of all councils and committees, with the
142 exception of the Nominating Committee, but shall not be counted in determining number
143 required for a quorum. The president shall perform such other duties as are assigned by the
144 Board of Directors or prescribed elsewhere in these bylaws. The president may appoint advisors
145 with the approval of the Board of Directors.

146 The president-elect shall assist the president in seeing that the policies and directives of the
147 membership and the Board of Directors are carried into effect. The president-elect shall be a
148 voting ex-officio member of all councils and committees, with the exception of the Nominating
149 Committee, but the president-elect shall not be counted in determining the number required
150 for a quorum. The president-elect shall perform such other duties as assigned by the Board of
151 Directors or prescribed elsewhere in these bylaws.

152 The secretary shall be responsible for seeing that notices are issued of all meetings of the
153 membership and Board of Directors and shall see that minutes of such meetings are kept. The
154 secretary shall be responsible for the custody of corporate books, records, and files; shall
155 exercise the powers and perform such other duties usually incidental to the office of secretary;
156 and shall exercise such other powers and perform such other duties as may be assigned by the
157 president or Board of Directors. The secretary shall chair the Bylaws Committee of the
158 Governance Council.

159 The treasurer shall be responsible for receipt and custody of all monies of the AMA Alliance and
160 for the disbursement thereof as authorized; keeping of accurate accounts of monies received
161 and paid out; and preparation and issuance of financial statements and reports. The treasurer
162 shall exercise the powers and perform such other duties usually incidental to the office of
163 treasurer and shall exercise such other powers and perform such other duties as may be
164 assigned by the president or Board of Directors. The treasurer shall be chair of the Finance
165 Council.

166 All officers shall conform to the bylaws, procedure for national personnel, the parliamentary
167 authority of the AMA Alliance, such other rules as the membership or Board of Directors shall
168 adopt, the federal laws of the United States, and state laws of Illinois.

169 **Section 6. Vacancies**

170 In the event of a permanent vacancy occurring by death, resignation, or otherwise in the office
171 of president, the president-elect shall immediately become president and serve until the close
172 of the next annual meeting. If the president-elect succeeds to the presidency nine (9) months or
173 more prior to the following annual meeting, the registered voting members, at the following
174 annual meeting, shall elect another eligible person as president prior to the election of the
175 president-elect.

176 In the event of a vacancy in the office of president-elect, the Board of Directors, at a regularly
177 scheduled meeting or a special meeting called by the president for that purpose, shall elect a

AMA ALLIANCE BYLAWS (CONT.)

178 president-elect from among the elected officers ~~upon the recommendation of~~ in consultation
179 with the Nominating

Committee, for a term expiring at the close of the next annual meeting of the AMA Alliance.

180 In the event of a permanent vacancy occurring by death, resignation, or otherwise in the
181 positions of secretary, treasurer, or director, the Board of Directors shall by a majority vote fill
182 the positions ~~upon the recommendation of~~ in consultation with the Nominating Committee for a
term expiring at

183 the close of the next annual meeting of the AMA Alliance. Nine (9) months shall be considered a
184 full year of service.

185 In the event of a vacancy in the office of immediate past president, the remaining members of
186 the Board of Directors, at a regular meeting or a special meeting called by the president for that
187 purpose, shall elect an immediate past president, electing the most recent past president who is
188 willing to serve. The immediate past president shall fulfill the duties prescribed for that office in
189 these bylaws and in the AMA Alliance Procedure for National Personnel.

190 In the event of a temporary absence or disability of the president, the president-elect shall
191 preside at meetings of the AMA Alliance and Board of Directors. The president-elect shall have
192 such other powers and perform such other duties as may be assigned by the president or Board
193 of Directors. In the event of the absence of the president and the president-elect, the secretary
194 or, in the secretary's absence, another board member shall call to order the meeting of the
195 AMA Alliance or the Board of Directors, at which time a chair pro-tem shall be elected to
196 preside.

197 ARTICLE VIII. NOMINATIONS, ELECTIONS, APPOINTMENTS, VACANCIES

198 Section 1. Nominations

199 The Nominating Committee shall be responsible for ~~vetting~~ evaluating nominees and slating the
officers.

200 The Nominating Committee shall present to the voting members at the annual meeting of the
201 AMA Alliance a single slate of nominees for the officers and nominees to serve on the Bylaws
202 Committee and Nominating Committee of the Governance Council.

203 Section 2: Responsibilities

204 The duties of the Governance Council shall be provided in the AMA Alliance Procedure for
205 National Personnel. The Governance Council shall conform to the bylaws, policies, and
206 procedure for national personnel, parliamentary authority of the AMA Alliance, such other rules
207 as the registered voting members at the Annual Meeting or Board of Directors shall adopt,
208 federal laws of the United States, and state laws of Illinois.

209 Section 3: Confidentiality

210 All activities involving ~~vetting~~ evaluating nominees and slating officers shall be confidential to the
211 extent
allowable by law.

212 Section 4. Appointments

213 All appointments shall be made in accordance with the AMA Alliance Procedure for National

AMA ALLIANCE BYLAWS (CONT.)

214 Personnel.

215 **Section 5: Vacancies**

216 Any vacancies on the councils may be filled by the president ~~upon the recommendation of the~~
217 ~~Nominating Committee and~~ with the approval of the Board of Directors.

218 **ARTICLE IX. BOARD OF DIRECTORS**

219 **Section 1. Powers, Responsibilities, and Accountabilities**

220 The corporate business and affairs of the AMA Alliance shall be governed by the Board of
221 Directors except as may be otherwise provided for in these bylaws or the AMA Alliance Articles
222 of Incorporation.

223 **Section 2. Composition**

224 The Board of Directors shall be the president, president-elect, immediate past president,
225 secretary, treasurer, and ~~up to four (4)~~ two (2) to five (5) directors. The chair of the Alliance
Health Education

226 Initiative shall serve, or may appoint to serve, an officer from the Alliance Health Education
227 Initiative's Board of Trustees, as a nonvoting ex-officio member.

228 **Section 3. Term of Office and Vacancies**

229 Members of the Board of Directors shall serve for a term of one (1) year, beginning at the close
230 of the annual meeting at which they are elected or appointed and expiring at the close of the
231 next annual meeting. No member shall serve more than a total of eight (8) years on the Board
232 of Directors. This term of office shall not apply to the offices of president or immediate past
233 president.

234 **Section 4. Duties**

235 The Board of Directors shall conform to the bylaws, ~~policy~~ policies, and procedure for national
236 personnel, parliamentary authority of the AMA Alliance, such other rules as the voting members
237 at the annual meeting shall adopt, the federal laws of the United States, and the state laws of
238 Illinois. A resolution regarding dissolution of the AMA Alliance may be considered by the Board
239 of Directors at a special meeting requiring at least thirty (30) days' notice. Adoption of such a
240 resolution requires a unanimous affirmative vote of the board members then in office, with the
241 exception of ex-officio members. Voting may be in person, by teleconference, or by electronic
242 means. If the Board of Directors adopts a resolution for dissolution, said resolution shall be
243 submitted to the membership for action.

244 **Section 5. Regular Meetings**

245 The Board of Directors shall meet no less than once a year. Notice of time, place, and purpose
246 of the meeting shall be mailed or electronically transmitted to each board member not less
247 than ten (10) days before the meeting.

248 **Section 6. Special Meetings**

249 Special meetings may be called by the president. Special meetings shall be called by the
250 president within fourteen (14) days upon written request of at least two-thirds (2/3) of the
251 members of the Board of Directors. The purpose and time of such meeting shall be started with
252 the request, and no business shall be transacted except that for which the meeting has been

AMA ALLIANCE BYLAWS (CONT.)

253 called. The location of the meeting shall be determined by the president. Notice of the time,
254 place, and purpose of the meeting shall be electronically transmitted to each member of the
255 Board of Directors not less than three (3) business days before the meeting.

256 **Section 7. Meetings by Remote Communication**

257 Meetings of the AMA Alliance Board of Directors may be held by use of a conference telephone
258 or other communications equipment by means of which all persons participating in the meeting
259 can communicate with each other. Participation in a meeting held by remote communication
260 shall constitute presence ~~in-person~~ at the meeting for all purposes, including quorum and
261 voting.

262 **Section 8. Quorum**

~~263~~ A majority of the members of the Board of Directors must be present (~~in-person or linked by~~
~~264~~ ~~telecommunication such that all members participating in the meeting are able to hear one~~
265 ~~another~~) to constitute a quorum.

266 **ARTICLE X. COUNCILS, COMMITTEES, and TASK FORCES**

267 **Section 1. Designations**

268 **A. Councils**

269 The standing councils shall be the Governance Council, Finance Council, Membership
270 Council, Communications Council, Programs Council, ~~and~~ Events Council and Advocacy &
Legislation Council.

271 **B. Operating Committee**

272 Operating committees may be created by the Board of Directors to carry out the strategic
273 goals of the Alliance.

274 **C. Task Forces**

275 Task forces shall be appointed by the president and approved by the Board of Directors
276 specific projects and time periods.

277 **Section 2: Appointments**

278 Chairs, unless otherwise designated, of standing councils, task forces, and operating
279 committees shall be appointed yearly by the president and approved by the Board of Directors.
280 Chairs may serve unlimited consecutive terms.

281 **Section 3. Composition**

282 **A. The Governance Council** shall be composed of the Nominating Committee, chaired by
283 the immediate past president; the Bylaws Committee, chaired by the secretary; and the
284 Strategic Planning Committee, chaired by the president.

285 **1. Nominating Committee**

286 The Nominating Committee of the Governance Council shall include ~~four (4) regionally~~
287 ~~selected members~~ a regionally selected member from each region plus two (2) at-large
288 elected members and will be chaired by the immediate past president. Each region shall submit the names of a representative and

AMA ALLIANCE BYLAWS (CONT.)

289 alternate to the president no less than sixty (60) days prior to the annual meeting. If
290 none is selected, or in the event of a vacancy after the selection, the president shall
291 appoint a representative from that region. In addition to the ~~four~~ regionally selected
292 Nominating Committee members, additional nominations shall be accepted from the
293 floor at the annual meeting, from which two (2) will be elected by the membership.
294 Members must be present to be nominated from the floor. The additional two members
295 elected by the membership shall not be from the same region. The Nominating
296 Committee shall slate the board of directors for the upcoming year, as well as offer
297 candidates for election to the Bylaws Committee and Nominating Committee of the
298 Governance Council.

299 2. Bylaws Committee

300 The Bylaws Committee of the Governance Council shall include the secretary and up to
301 four (4) elected
302 members ~~and the secretary~~. The Governance Council shall be responsible for
303 organizational affairs. The secretary shall chair the Bylaws Committee and shall be
responsible for oversight of the governance documents.

~~304 B. The Finance Council shall be chaired by the treasurer and shall include ~~the chair of the~~
305 ~~Annual Meeting Committee and~~ additional members appointed by the president.~~

306 C. Additional Councils shall be Membership, Communications, Programs, ~~and~~ Events and
307 Advocacy & Legislation. Chairs
and members shall be appointed by the president.

308 D. Operating Committees and Task Forces shall be composed of a chair and at least two (2)
309 additional members appointed by the president.

310 ARTICLE XI. PARLIAMENTARY AUTHORITY

311 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern
312 proceedings of the AMA Alliance, subject to any special rules that have been or may be
313 adopted.

314 Section 1. Method ARTICLE XII. AMENDMENTS

315

AMA ALLIANCE BYLAWS (CONT.)

316 Proposed amendments may be submitted to the Bylaws Committee by state alliances, county
317 alliances, individual members, the AMA Alliance Board of Directors, and AMA Alliance councils,
318 committees, and task forces. Such proposed amendments shall be received by the secretary no
319 less than ninety (90) days prior to the annual meeting. The bylaws of the AMA Alliance shall be
320 amended by two-thirds (2/3) of the votes cast, provided the membership has been given notice
321 of proposed amendment pursuant to these bylaws. Notice shall be electronically transmitted
322 and posted to the official website of the AMA Alliance not less than thirty (30) days before the
323 date of said meeting.

324 **Section 2. Presentation**

325 Only the Bylaws Committee may present proposed amendments to the members at the annual
326 meeting.

327 **ARTICLE XIII. DIRECTOR CONFLICTS OF INTEREST**

328 No contract or other transaction between the AMA Alliance and one or more of its board
329 members or any other corporation, firm, association, or entity in which one or more board
330 members are directors or officers or are financially interested shall be either void or voidable
331 because of such relationship or interest or because such director or directors are present at the
332 meeting of the Board of Directors or a committee thereof which authorizes, approves, or
333 ratifies such contract or transaction or because their votes are counted to such purpose, if:

334 **A.** the fact of such relationship or interest is disclosed or known to the Board of Directors or
335 council which authorizes, approves, or ratifies the contract or transaction by a vote of
336 consent sufficient for the purpose without counting the votes or consent of such interested
337 board members, or

338 **B.** the contract or transaction is fair and reasonable as to the AMA Alliance at the time it is
339 authorized by the Board of Directors or a council.

340 Board members may be counted in determining the presence of a quorum at a meeting of the
341 Board of Directors or a committee thereof that authorizes, approves, or ratifies such a contract
342 or transaction.

343 **ARTICLE XIV. EMERGENCY CLAUSE**

344 In case of war or other great disaster or extraordinary emergency, the functions and duties of
345 the AMA Alliance shall be as prescribed under applicable law.

346 **ARTICLE XV. DISSOLUTION**

347 A resolution submitted by the Board of Directors to the membership for action regarding
348 dissolution of the AMA Alliance shall be voted on by the membership at an in-person meeting,
349 by electronic means, by mail, or by any combination thereof. The Board of Directors shall
350 determine all logistics of such a vote, which shall include requirements of written notification to
351 all members at least thirty (30) days prior to the vote being taken and at least two-thirds of the
352 votes cast for adoption of the resolution.

353 **ARTICLE XVI. DISPOSITION OF ASSETS**

AMA ALLIANCE BYLAWS (CONT.)

354 No person shall possess any property right in or to the property or assets of the AMA Alliance.
355 Upon dissolution of the AMA Alliance and after all obligations are satisfied, all assets shall be
356 distributed exclusively to one or more charitable organizations/foundations currently supported
357 by the AMA Alliance.

AMA ALLIANCE ANNUAL MEETING PROCEDURE

*Approved by the Board of Directors
04.19.23*



ANNUAL MEETING PROCEDURE

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AMA ALLIANCE ANNUAL MEETING PROCEDURE

American Medical Association Alliance, Inc.
Annual Meeting Procedure

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AMA ALLIANCE ANNUAL MEETING PROCEDURE

ANNUAL MEETING PROCEDURE

Section 1. General Practice

A. Voting members in attendance at the Annual Meeting shall follow the protocol regarding rights, duties, and such other protocol as is contained in the AMA Alliance Annual Meeting Procedure. Forms shall be available for written and signed motions.

B. Provisions for a Virtual Annual Meeting shall take precedence where denoted by superscript number. 1,2 (Superscript direct the reader to Rules of Order for Virtual Meeting Provision, Section 9)

C. The Annual Meeting may be held in-person, virtually, or by a combination of the two forms as determined by the board of directors in consultation with the Annual Meeting Committee.

Section 2. Rules of Order During the Annual Meeting

1. Voting members shall be entitled to the floor only when they rise, address the chair, and give their name and state.³

2. Only voting members shall make motions, which shall be written, signed by the mover and the person who seconded the motion, and presented to the secretary.

3. No voting member shall speak more than twice or longer than three minutes each time on any one question on the same day.⁴

4. No voting member shall speak a second time to the same question if one who has not spoken requests the floor.

5. Reference Committee Hearings for Finance and Bylaws shall be held to facilitate the handling of business in the general business meeting.

6. Voting members, by a two-thirds vote, may limit equally the time and the number of speakers for each side of a question and the total time for debate on a particular question.

7. Timekeepers, appointed by the Annual Meeting chair(s), shall signal when allotted time has expired.

8. Presidential aides shall assist all voting members at the Annual Meeting, assist the president in restoring order, deliver communications related to the business of the membership, ensure that no material is distributed to the members without the approval of the president, and perform such other duties as required by the president and the Annual Meeting chair(s).^{5, 6}

AMA ALLIANCE ANNUAL MEETING PROCEDURE

45 9. The president, in consultation with the Annual Meeting Committee chair(s), may adjust
46 the approved agenda for the Annual Meeting to best accommodate scheduled meeting
47 timing issues.
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50 Section 3. Committees A.

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52 Designations

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54 The committees of the Annual Meeting consist of: the Annual Meeting
55 Committee, Nominating Committee, Election Committee, Reading Committee,
56 Reference Committees, and additional committees appointed by the president.
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59 B. Annual Meeting Committee Composition and Duties

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61 1. Composition

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The president shall appoint a chair(s) and as many additional members as needed.

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C. Nominating Committee Composition and Duties

The Nominating Committee shall be governed by AMA Alliance Bylaws, Procedure for National Personnel, parliamentary authority for the AMA Alliance, adopted rules by voting members at the Annual Meeting or by the board of directors, federal laws of the United States, and the state laws in which the AMA Alliance is incorporated.

The nominating procedure for the Annual Meeting shall be prescribed as set forth in the bylaws.

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D. Election Committee Composition and Duties

The Election Committee shall be composed of a chair and at least one (1) and up to six (6) additional members, who shall be voting members in attendance at the Annual Meeting and appointed by the AMA Alliance president.⁸

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Members who are nominees for any elective office shall not serve as members of the Election Committee.⁹

The Election Committee shall be in charge of checking credentials of voting members and distribution, collection, and tabulation of ballots.¹⁰

AMA ALLIANCE ANNUAL MEETING PROCEDURE

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The Election Committee chair shall read the report of the ballot voting and give the report to the presiding officer, who shall declare the results to the voting body.

E. Reading Committee Composition and Duties

The Reading Committee shall be composed of the AMA Alliance president, the president-elect, the immediate past-president and one additional member appointed by the president, and shall approve the minutes of the Annual Meeting. A copy shall be available on the AMA Alliance website in the Annual Meeting electronic binders.

F. Reference Committees Composition and Duties

Reference Committees shall be the Finance Council, the Bylaws Committee, and any additional reference committees appointed by the president.

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Reference Committees shall conduct hearings open to all members on resolutions, proposed amendments to the Articles of Incorporation and the Bylaws, and such other matters as the AMA Alliance Board of Directors specifically authorizes. The chair of the Reference Committee on Bylaws shall report reference committee recommendations to the voting body at the Annual Meeting.

The treasurer, chair of the Finance Council, shall review the ensuing year's budget adopted by the board of directors prior to the Annual Meeting. The budget shall be posted on the AMA Alliance website prior to the Annual Meeting and presented by the treasurer at the Annual Meeting to the full body of the membership.

Section 4. Resolutions

Proposed resolutions may be submitted to the Bylaws Committee chair no less than 90 days prior to the Annual Meeting.

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Section 5. Elections

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A. All candidates for the Bylaws Committee and Nominating Committee of the Governance Council shall draw a numbered chip for placement on the election ballot after Business Meeting 1.

B. Upon checking the voting credentials of each member, the Election Committee shall distribute ballots to voting members in attendance at the Annual Meeting. ^{11,12}

AMA ALLIANCE ANNUAL MEETING PROCEDURE

137 C. If a member wishes to change a ballot, the incorrect ballot is returned to an
138 Election Committee member, who will destroy the ballot and issue another one.
Does not apply to virtual Annual Meetings.

139 Members of the Election Committee shall determine the legality of all ballots
140 following procedures identified in the current edition of Robert’s Rules of Order
141 Newly Revised.13
142

143 Nominations for election to the Bylaws Committee and Nominating Committee
144 of the Governance Council shall be considered legal if the nominees are in
145 attendance.
146

147 Proxy voting shall not be permitted.
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150

151 Section 6. Campaign Materials

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153 A. Materials

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155 In campaigns for AMA Alliance elective positions held in conjunction with the
156 Annual Meeting, candidate materials shall be limited to a Willingness to Serve
form submitted to the AMA Alliance chair of the Nominating Committee

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158

159 Names and photos of candidates for the slate of officers and Bylaws Committee or
160 Nominating Committee of the Governance Council shall be listed on the AMA
161 Alliance website and included in the electronic binders. Names and photos of
162 regional representatives to the Nominating Committee shall be listed on the AMA
163 Alliance website and included in the electronic binders.

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165 B. A candidate meet-and-greet event will be held at the Annual Meeting.
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169 Section 7. Meetings of Geographical Regions

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173 An opportunity for members of geographical regions to meet will be provided during
174 the Annual Meeting to allow members to discuss such things as the planning of their
175 regional meeting and selecting their regional member to the Nominating Committee.
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179 Section 8. Amendments

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182 This Annual Meeting Procedure shall be reviewed at least annually by the Annual
Meeting chair(s) and the Bylaws Committee of the Governance Council,
and any proposed amendments may be adopted by a majority vote by the board of
directors.

AMA ALLIANCE ANNUAL MEETING PROCEDURE

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184 Section 9. Virtual Annual Meeting Provisions (Superscript referenced above)

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186 1. The Annual Meeting may be held in-person, virtually, or by a combination of the
187 two forms as determined by the board of directors in consultation with the Annual
188 Meeting Committee.

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190 2. Technical support may be obtained to assist with the virtual Annual Meeting if
needed.

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193 3. Voting members shall be titled to the floor only when they seek recognition from
194 the presiding officer as provided in a virtual meeting. Members will address the
195 chair and give their name and state.

196

197 4. No voting member shall speak more than twice or longer than one minute on any
198 one question on the same day.

199

200 5. The Annual Meeting Committee shall assist all voting members at the virtual
201 Annual Meeting, deliver communications related to the business of the membership,
202 ensure that no material is distributed to the members without the approval of the
203 president, and perform such other duties as required by the president and the Annual
204 Meeting chair(s).

205

206 6. Electronic voting shall be allowed for a virtual Annual Meeting.

207

208 7. Technical support may be obtained to assist with electronic voting.

209

210 8. The Election Committee chair shall be a voting member in attendance at the virtual
Annual Meeting and appointed by the AMA Alliance president.

211

212 9. Members who are nominees for any elective office shall not serve on the
213 Election Committee.

214

215 10. The Election Committee chair shall be in charge of coordinating the voting
216 ballots and assisting the technical support with the
217 electronic voting.

218

219 11. The names of all candidates will be scrambled and then placed on the electronic
220 ballot prior to voting.

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12. Upon certifying the voting credentials of each member, the Election Committee
chair shall submit the electronic ballots to the virtual meeting
technical support for distribution to voting members in
attendance at the virtual Annual Meeting.

AMA ALLIANCE ANNUAL MEETING PROCEDURE

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13. The Election Committee chair shall

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determine the legality of all ballots following

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procedures identified in the current edition of Robert's Rules of Order Newly

233

Revised.

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14. All candidates will be introduced at the virtual Annual Meeting