

IDAHO ACADEMY OF FAMILY PHYSICIANS, INC.

BYLAWS

CHAPTER I NAME, AFFILIATION, OBJECTS AND PURPOSES

Section 1. Name

The name of this organization is the **IDAHO ACADEMY OF FAMILY PHYSICIANS, INC.**

Section 2. Affiliation

This organization, existing under the laws of Idaho, is a constituent chapter of the American Academy of Family Physicians (AAFP), and is possessed only of those rights and powers confirmed by said corporation of this organization. No rules, regulations, or policies adopted by this organization shall be in conflict with the rules, regulations or policies of the American Academy of Family Physicians or the charter issued by said Academy to this organization.

Section 3. Mission and Objectives:

Mission: The Idaho Academy of Family Physicians empowers family physicians to improve the health of patients and communities.

Goals:

- *Promote access to high quality primary care for Idahoans*
- *Promote our specialty as the foundation of high-quality primary care*
- *Support initiatives that improve the health of Idahoans*
- *Support and cultivate continuing medical education and life-long learning with our members*
- *Provide timely political and professional information to members on issues affecting Idaho Family Physicians*
- *Advocate for Idaho Family Physicians with payers and policy makers*
- *Support Family Medicine Graduate Medical Education in Idaho*
- *Enhance the image and stature of Family Medicine in Idaho*
- *Represent the specialty to professional organizations at state and national levels*
- *Advocate on behalf of the IAFP and members with governmental organizations*
- *Support philanthropic and service causes which improve the health of Idahoans*

- *Provide legislative advocacy on issues of concern to Idaho Family Physicians*
- *Support members' efforts to attain and maintain appropriate privileging and reimbursement for professional services*
- *Educate members and other constituencies on health and policy issues*
- *Facilitate student interest in Family Medicine*
- *Facilitate recruitment of Family Physicians to Idaho*

CHAPTER II COMPONENT SOCIETIES

Section 1.

Component chapters of this organization may be formed in counties or regions of this state or contiguous thereto. The bylaws, rules and regulations of such component chapters shall be subject to the approval of the Board of Directors of this organization and shall be consistent with the Bylaws of this organization and of the American Academy of Family Physicians.

CHAPTER III MEMBERSHIP AND ELECTION

Section 1. Membership

The qualifications and conditions of membership and the classes of membership to the IAFP shall be the same as those now or hereafter provided in the Bylaws of the American Academy of Family Physicians. The method of election shall be as provided in the AAFP Bylaws. Any active and life member in good standing shall be eligible to vote and to hold office. Acceptance of membership in this organization shall constitute an agreement by such member to comply with the Bylaws of this organization and those of the American Academy of Family Physicians. Subject to the right of appeal of the American Academy of Family Physicians, in a manner provided in the Bylaws of said corporation, a member accepting membership in this organization shall recognize the Board of Directors of this organization as the sole and only judge of their right to be or remain a member.

All right, title and interest, both legal and equitable, of a member in and to the property of this organization shall cease and desist in the event of any or either of the following: (a) the expulsion of such member; (b) the striking of their name from the roll of members; (c) their death or resignation.

Application for membership shall be made on a form prescribed by the American Academy of Family Physicians.

CHAPTER IV DUES, ASSESSMENTS AND ADMISSION FEES

Section 1. Active Members

Dues for active members shall be fixed annually by the Board of Directors and payable as specified by the American Academy of Family Physicians.

Section 3. Special Assessments

Special assessments may be applied equally to all members by affirmative action of two-thirds of the members of the Board of Directors, provided however, that no assessment shall be in excess of fifty (\$50) dollars annually, to be reassessed and potentially changed by the Board of Directors on a periodic basis.

CHAPTER V NOTICE OF MEETINGS

Section 1. Meeting Notice

Notice of general or special meetings shall be given by the Executive Director to all members not less than ten (10) days nor more than sixty (60) days prior to the date of such meeting, either by letter mailed to the member's address as it appears on the executive director's records, by an official email to all members, or by publication in the official publication of the organization.

Section 2. Special Meetings

Special meetings may be called by the President upon written request of any ten (10) or more IAFP members or by a majority of the Board of Directors, at a place and time determined by the Board of Directors.

Section 3. Quorum

The active members eligible to vote shall constitute a quorum at any regular or special meeting of the membership.

CHAPTER VI ELECTION AND DUTIES OF OFFICERS AND DIRECTORS

Section 1. Officers, Directors and Terms of Office

- The Board of Directors shall consist of the following Officers and Directors:
- President (1-year term)
- President-elect (1-year term)
- Past President (1-year term)
- Treasurer (1-year term)
- Delegate to AAFP Congress of Delegates (2-year term)
- Alternate Delegate to AAFP Congress of Delegates (2-year term)
- Directors (2-year term)
- Resident Director (1-year term)
- Student Director (1-year term)

- New Physician Director (2-year term)

The Treasurer may serve three 2-year terms.

There will be two Delegates to the AAFP Congress of Delegates. Delegates may serve two 2-year terms. Under special circumstances the Board of Directors may approve additional terms. Delegates will have served at least two years on the IAFP Board of Directors.

There will be two Alternate Delegates to the AAFP Congress of Delegates. Alternate Delegates may serve two 2-year terms. Alternate Delegates will have served at least two years on the IAFP Board of Directors.

Directors will represent different regions of the state of Idaho as well as different demographics including but not limited to: practice type including academic physicians, independent practice and employed physicians; gender, and underrepresented in medicine status. Underrepresented in medicine which may include: Black Indigenous People of Color (BIPOC); Lesbian, Gay, Bisexual, Transgender, Queer (LGBTQ); International Medical Graduates; people with disabilities, and other groups. The IAFP is committed to diverse representation on our board and within the organization that advances equity and access to leadership in medicine.

There will be two Resident Directors who will represent two different ACGME accredited Family Medicine residency programs in the State of Idaho.

There will be two Student Directors one who will represent the Idaho College of Osteopathic Medicine and one who will represent Idaho WWAMI.

New Physician Director is defined as within the first 7 years of medical practice.

Section 2. Nomination Procedure

Before the annual meeting each year, the President shall appoint a nominating committee of at least three Board of Director members whose duties shall be to present nominations for the offices of President, President-elect, Treasurer, one delegate and one alternate delegate to the Congress of Delegates of the American Academy of Family Physicians, three directors, two resident directors, two student directors and one new physician director. Nothing in these bylaws shall prevent nomination for any of these positions from the floor at the annual meeting.

It shall be the intent of the nominating committee to consider representation from all areas of the State as well as demographics of the directors. Election shall be by majority vote of the members present, virtually or in-person, and voting at the annual meeting.

The nominating committee shall nominate as President, the individual holding the office of President-elect at the time nominations are made. In the event the office of President-Elect has been vacated at the time the nominations are made, the nominating committee shall nominate another Director as the President. The nominating committee shall nominate a past or current board member as the alternate delegate to the AAFP. The person holding the Alternate Delegate after

serving the office for two 2-year terms will move to be nominated as AAFP delegate from Idaho. In the event the office of alternate delegate is vacant at the time nominations are made, the nominating committee shall nominate an IAFP past or current qualified board member for the delegate position.

Section 3. Duties

The President shall preside at all general meetings of the organization and shall be an ex-officio voting member of all appointed committees.

The President-Elect shall preside at general meetings of the organization in the absence of the President.

The Treasurer shall be the custodian of all the funds of the organization and shall furnish bond, the premium for which shall be paid by the organization, in such an amount as the Board may require.

The Board of Directors may appoint standing or special committees to assist in the discharge of its duties. The Board of Directors shall appoint an Executive Director for a salary to be determined by the Board. The Executive director shall perform the duties which the title of the office ordinarily connotes, give notice of and keep a record of all meetings, enroll and maintain the records of members and be the custodian of all the official documents of the organization.

A majority of the Board of Directors shall constitute a quorum.

CHAPTER VII ETHICS

Section 1. The IAFP may adopt policies or positions relating to ethical issues, even though such policies or positions are in addition or contrary to the Principles of Medical Ethics of the American Academy of Family Physicians. This requires action by the AAFP Congress of Delegates, by a 2/3 vote, to approve this organization's policies or positions relating to ethical issues, which may be in addition or contrary to the Principles of Medical Ethics of the American Academy of Family Physicians. However, absent such specific action by the Congress of Delegates, the Principles of Medical Ethics of the American Academy of Family Physicians, as they now or hereafter may provide, shall be the principles of ethics of the IAFP and shall be and hereby are made a part of these Bylaws.

Section 2. If any IAFP member is believed in good faith to have violated the Principles of Medical Ethics or the Bylaws of this organization or of the American Academy of Family Physicians, or to be otherwise guilty of conduct justifying censure, suspension, or expulsion from this organization, any member may file charges against them. The form of such charges and the rights, responsibilities and obligations of all parties involved in the filing and consideration of such charges shall be as hereinafter set forth in this chapter; provided, however, that to the extent the provisions in this chapter are in conflict with applicable law, the provisions of applicable law shall supersede these Bylaws. All those against whom charges have been filed pursuant to this chapter shall have

the right to be represented by counsel at the initial hearing and upon appeal to the Board of Directors of the American Academy of Family Physicians.

Such charges must be in writing and signed by the accuser or accusers and must state the acts or conduct complained of with reasonable particularity.

Such charges must be filed with the Executive Director and at the first meeting of the IAFP Board held after the filing of said charges, the Executive Director must present said charges to the Board. The IAFP Board shall then or at any adjournment of said meeting but not more than thirty (30) days thereafter, consider the charges and shall either dismiss them or shall proceed as hereinafter set forth. If the IAFP Board fails to dismiss said charges it shall within fifteen (15) days thereafter cause a copy of the charges to be served upon the accused by depositing in the United States mail a copy thereof, registered and addressed to the last known address of the accused. The Board shall also at the same meeting fix a time and place for hearing said charges and the accused shall be notified of the time and place at the same time and in the same manner as provided for the serving of the charges. The time set for said hearing shall be not less than fifteen (15) days or more than six (6) months after serving of charges.

The accused may answer in writing but need not do so and failure to answer shall not be an admission of truth of the charges or a waiver of the accused's rights to a hearing.

The IAFP Board shall, after having given to the accuser and the accused every opportunity to be heard, including oral arguments and the filing and consideration of any written briefs, conclude the hearing and within thirty (30) days thereafter shall render a decision. The affirmative vote of a majority of the members of the IAFP Board present and voting shall constitute the verdict of the said Board, which by such vote may exonerate, censure, suspend or expel the accused member. The decision of the IAFP Board shall be expressed in a resolution, which shall contain no opinion and shall be signed only by the President of the IAFP Board and the IAFP Executive Director. Any member of the Board not present for the entire time of the hearing shall not be entitled to vote.

Censure shall mean a reprimand by the IAFP President of the Board of Directors administered to the accused in the presence of the IAFP Board. No member shall be suspended for more than one year and at the expiration of the period of the suspension shall be reinstated to membership upon their application and the payment of dues accrued during the period of suspension. The decision of the Board of Directors shall be final, except as provided hereafter.

Any member, who has been censured, suspended or expelled, may appeal such action within six (6) months after notice thereof to the Board of Directors of the American Academy of Family Physicians pursuant to the Bylaws of said corporation.

CHAPTER VIII RULES OF ORDER

In the absence of any provision in these Bylaws, all meetings of this organization and of the Board of Directors shall be governed by the parliamentary rules and usages contained in the current edition

of Robert's "Rules of Order".

CHAPTER IX AMENDMENTS

Any three or more members may propose amendments to these Bylaws by submitting the same to the executive director at least sixty (60) days prior to any regular or special meeting. Notice of such proposed amendments shall be given by the director to all members at least thirty (30) days prior to the meeting for which the amendment is offered. An affirmative vote of at least two-thirds of the members present and voting shall constitute adoption.

Amendments to the Bylaws of this Chapter shall be submitted in writing to the American Academy of Family Physicians not later than 30 days following adoption. Those amendments relating solely to the internal structure and organization of this organization, and which do not address issues specifically addressed in the Bylaws of the AAFP, may be implemented immediately upon adoption by this organization but shall be subject to review by the Board of directors of the AAFP. Amendments other than those addressed in the preceding sentence shall not be of any force or effect until they have been approved by the Board of Directors of the AAFP; provided, however, that if the AAFP fails to provide written objection to any amendment within 90 days of receiving such amendment, it may be considered to be approved.

Revised 11/20/95
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Revised 9/2005
Approved by Membership 5/2006
Revised 5/2016
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