

BYLAWS

of the

**NEVADA STATE
MEDICAL ASSOCIATION**



2010

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CHAPTER I

Organization

Section 1. Component Societies-This Association shall be organized into component county medical societies, the physical boundaries of which shall be determined by the House of Delegates. Such boundary lines shall be altered only upon approval of the House of Delegates. In addition, two special sections shall be included in this organization: the Resident Physician Section and the Medical Student Section.

Section 2. Charters -On approval of the House of Delegates, charters shall be provided and issued to component societies and special sections made up of five (5) or more members who so petition the House at its annual meeting and provided a majority vote of approval is received from the component society or societies whose area(s) is affected. Upon recommendation by the NSMA Council, the House may revoke the charter of any component society or special section whose actions are in conflict with the bylaws of this Association.

Section 3. Membership -Each component society or special section shall be the judge of the qualifications of its members. A physician wishing to join a component medical society in a county or area other than the one wherein he resides or practices, may apply to NSMA Council for a waiver to join the alternate society. Membership in a component medical society or special section and the Nevada State Medical Association is indivisible, except in the case of "out-of-state" members who may be members of the state association apart from membership in a component medical society or special section.

CHAPTER II

Membership

Section 1. Categories of Membership- This association shall be composed of the following membership categories:

A. **ACTIVE MEMBERS** -Members of component societies who are licensed to practice medicine, surgery or osteopathy and who practice or reside in the State of Nevada shall be considered active members of the Association. Such members shall have the right to vote and hold elected office and shall pay annual dues and special assessments as set forth in Chapter III.

B. **ACTIVE-LIMITED**-Active-Limited members shall be physicians otherwise qualified for active membership who pursue or are otherwise involved in medicine on any compensated basis for an annual average of not more than twenty (20) hours per week as supported by proper documentation. Active-Limited membership shall be granted by the county medical societies. Active-Limited members shall pay dues as set forth by respective medical societies, and the NSMA Council. Active-limited members shall not have the right to vote or hold office.

C. **PHYSICIANS IN TRAINING AND MEDICAL STUDENTS** - Physicians who are licensed or registered with the Nevada State Board of Medical Examiners or the Nevada State Board of Osteopathic Medical Examiners, and who are serving in training programs accredited by the Accreditation Council for Graduate Medical Education or the American Osteopathic Postgraduate Training (AOA/COPT) are eligible for membership in this Association. Medical students enrolled in a Nevada medical school accredited by the Liaison Committee for Medical Education or the American Osteopathic Association/Commission on Osteopathic College Accreditation (AOA/COCA) are also eligible for membership. Physicians in training and medical students shall not have the right to vote or hold elected office except as provided in Chapter IV

D. **HONORARY MEMBERS** -The House of Delegates at its annual meeting may elect such physicians as it may desire as honorary members in recognition of outstanding contributions to the art and science of medicine or meritorious service to the Association. Such members shall not have the right to vote or hold elected office, nor shall they be required to pay annual dues and special assessments.

E. ASSOCIATE MEMBERS -Associate Membership in this Association shall be limited to those physicians who are not licensed in our state, and who are primarily engaged in teaching or research, or hold a position in government service, and are not engaged in clinical practice as evidenced by not having community hospital staff privileges. Such members shall be credentialed and admitted according to the procedures used for other categories of membership. Associate membership shall also be granted by the component societies Board of Directors or Trustees to any physician who is no longer in private practice but otherwise meets criteria for membership in a component society. Associate members shall have all the responsibilities and privileges of active members, but may not vote or hold office. Dues shall be determined by the component societies and the House of Delegates.

F. AFFILIATE MEMBERS -Except as otherwise provided in this subsection. Affiliate membership in this Association shall be limited to those persons who have attained distinction in fields allied to medicine and who are not otherwise eligible for membership. Nominated by component societies and approved by the House of Delegates, such members shall not have the right to vote or hold elected office, nor shall they be required to pay annual dues and special assessments.

Physician's Assistants, who have a valid license issued by the Nevada State Board of Medical Examiners, and whose supervising physician is a member of the Nevada State Medical Association may apply for Physician's Assistant Affiliate membership. The component society must nominate the Physician's Assistant and the NSMA Council must approve the nomination. The NSMA Council may establish an annual fee for Physician's Assistant Affiliate members. Such members shall not have the right to vote or hold office, but may be appointed to Commissions, Special Committees and Task Forces by the President, with the approval of the Council

G. INACTIVE MEMBERS -Inactive membership in this Association shall consist of retired members and members who are on a leave of absence approved by their component society. Other members, by reason of physical disability, illness or financial hardship, may be placed on inactive status by the NSMA Council upon recommendation by the member's component society on an annual basis. In active members shall not have the right to vote or hold elected office, nor shall they be required to pay annual dues and special assessments.

H. EMERITUS MEMBERS -The House of Delegates, at its annual meeting, may elect such physicians as it may desire as Emeritus members in recognition of outstanding contributions and meritorious service to the Association. Emeritus members shall consist of retired members with extended NSMA membership and they shall have the right to vote, hold an appointed office and be a delegate. Emeritus members, shall not be required to pay annual dues or special assessments.

I. OUT-OF-STATE MEMBERS -Physicians who are licensed to practice medicine, surgery or osteopathy, but who do not practice full-time in Nevada or reside in the state are eligible for membership in this Association. Out-of-state members shall not have the right to vote or to hold elected office.

Section 2. Tenure

A. LIMITATIONS -A member shall retain his membership as long as he pays the annual dues and special assessments and complies with the bylaws of his component medical society and this Association. A member may hold only one type of membership at any one time.

B. TERMINATION -Membership in this Association shall be terminated for any one of the following reasons:

1. Expulsion from a component society
2. Transfer of membership to another state medical association
3. Voluntary resignation, which shall be without prejudice

- 1 Revocation of the member's license to practice medicine, surgery or osteopathy
- 2 Termination of the resident's license or medical student's registration
- 3 Failure to pay membership dues and assessments as provided in Chapter III
- 4 Specific and appropriate action by the House of Delegates

Section 3. Discrimination-Membership in the Nevada State Medical Association or in any of its component societies shall not be denied or abridged because of color, creed, race, religion, ethnic origin, national origin or sex.

Section 4. Appeals -A physician who has been refused membership in a component society or a member against whom disciplinary action or membership expulsion has been voted by a component society shall have the right to appeal to the NSMA Council, and if an AMA member, to the Judicial Council of the American Medical Association. In this event, the decision of the Judicial Council will be final. In the event the Judicial Council refuses to consider such appeal, the decision of the NSMA Council shall be final. In hearing appeals, the NSMA Council may admit such oral and written evidence as in its judgment will most fairly present the facts. The Council individually and corporately shall first make effort at conciliation and compromise between the aggrieved physician and the component society, which is a party to such appeal.

CHAPTER III

Dues and Assessments

Section 1. Dues

A. HOW PRESCRIBED -Annual dues and special assessments shall be prescribed in an amount determined by the House of Delegates and shall remain in effect until changed. Dues and special assessments for the special sections and out-of-state members shall be determined by the NSMA Council and shall be reviewed annually.

B. PAYMENT -The Association shall collect from each member all dues for component society, special section, state association, and AMA, as well as voluntary contributions and special assessments. NSMA shall transmit the appropriate monies in a timely fashion. Component societies and special sections may levy, collect and utilize dues and additional assessments.

C. EXEMPTIONS -Members exempt from payment of annual dues and special assessments shall include honorary members, affiliate members, inactive members and emeritus members, as defined in Chapter

II. The NSMA Council may establish an annual fee for Physician's Assistant Affiliate members.

1. NSMA members over 70 years of age with thirty or more years of NSMA membership shall be dues exempt.

2. NSMA members over 70 years of age with ten to twenty-nine years of NSMA membership shall only be required to pay one half of the annual membership dues.

Section 2. Delinquency -A member is delinquent if his dues and assessments are not received by the Association within 90 days of the year for which they are prescribed. The record payment of dues and assessments on file in the Association office or the verification of approval for membership shall be final as to the fact of payment by and/or membership of a physician and his right to participate in the business and proceeding of the Association.

Section 3. Funds and Assessments -Funds may be raised (a) by annual dues or by assessments on the members upon recommendation by the NSMA Council and after approval by the House of Delegates; (b) from

publications of the Association; (c) in any other manner approved by the Council. Funds may be appropriated to defray the expenses of the Association, to carry on its publications, to encourage scientific endeavors and for any other purpose approved by the Council.

Section 4. Alliance -The Association shall pay the NSMA Alliance an amount established by the House of Delegates for those members of the Alliance whose spouses are active members of the Association.

CHAPTER IV

House of Delegates

Section 1. Composition -The House shall constitute the voting body of the Association and shall be composed of the elected delegates of the component societies and special sections, and the NSMA officers.

Section 2. Apportionment

A. COMPONENT SOCIETIES -Each component society shall be entitled to representation in the House by one delegate or alternate delegate for each twenty active members or fraction thereof as recorded in the NSMA office 45 days immediately preceding the House's annual session.

B. RESIDENTS -The Resident Physician Section shall be entitled to representation in the House by two delegates, one to represent residents in Southern Nevada and the other to represent residents in Northern Nevada.

C. MEDICAL STUDENTS -The Medical Student Section shall be entitled to representation in the House by two delegates, one representing Freshmen and Sophomore students, and the other representing Junior and Senior students.

D. The Dean of the University of Nevada School of Medicine and the Dean of Touro University College of Osteopathic Medicine-Nevada shall be seated as ex-officio voting members of the House of Delegates provided he/she meets all other delegate requirements with the exception of time in Nevada.

E. Such apportionment shall become effective on January 1 and shall remain in effect for one year. Each component society shall adjust the number of delegates and alternates to conform to the number of seats authorized by apportionment, as notified by the secretary of the Association.

Section 3. Delegates

A. QUALIFICATIONS -In order to be eligible for membership in the House of Delegates, delegates and alternate delegates must have been active members of the Association for at least one year. This requirement shall be waived for resident and student delegates.

B. TERMS -Terms shall be for one year and shall begin on January 1. Delegates selected to fill unexpired terms shall assume office immediately.

C. CREDENTIALS -Eligibility for membership in the House shall be verified by each County Society to the secretary of the Association prior to the opening session of the House.

D. SEATING -A delegate whose credentials have been accepted and whose name has been placed on the roll at the opening of the House or at the opening of Reference Committee A shall remain a delegate until final adjournment of that convention. An alternate delegate may serve in the place of a delegate provided eligibility requirements have been met and credentials verified by the Association secretary prior to the opening of the House of Delegates. There is only one vote for a position; whichever one is seated.

Section 4. Procedure

A. ORDER OF BUSINESS -The order of business at all sessions of the House of Delegates shall be set by the NSMA Council and circulated to delegates prior to the first session. At any meeting the House by majority vote may change the order of business.

B. PRIVILEGE OF THE FLOOR

1. The House of Delegates by a two-thirds vote of the delegates present may extend an invitation to address the House to any person who in its judgment might assist in the deliberations.
2. Past Presidents may have the privilege of the floor but may not vote unless they are qualified to vote by virtue of some other provision of these Bylaws.

C. INTRODUCTION OF RESOLUTIONS AND OTHER BUSINESS

1. Each resolution must be introduced by a member of the House of Delegates and must be received no later than noon of the day before the opening session. Resolutions, reports and other business received later will be accepted for consideration by the House only by unanimous consent of the delegates present.
2. The NSMA Council may present resolutions, reports and other business at any time during an annual meeting.
3. Resolutions shall bear a fiscal note when appropriate.

D. ACTION ON RESOLUTIONS AND OTHER BUSINESS -No resolution, report or other business shall become effective until approval has been given by the House of Delegates.

E. QUORUM-A simple majority of the voting members of the House of Delegates shall constitute a quorum. Voting members are those defined in Chapter IV, Section 1. The president shall be considered ex-officio without a vote unless he is a duly elected delegate from a component society or in the event of a tie vote.

Section 5. Meetings

A. FREQUENCY -The House of Delegates shall meet at least annually.

B. LOCATION -The place for holding an annual session shall be fixed by the House of Delegates, but the date may be left to the NSMA Council.

C. SPECIAL MEETINGS -Special meetings of the House may be called by a two-thirds vote of the NSMA Council or upon petition of a majority of the members of the House.

D. INTERIM MEETING -An interim meeting of the House may be called in November preceding a legislative session. It shall be limited to one day, and only legislative matters may be discussed. No formal, social or ceremonial functions shall be scheduled.

E. SESSIONS

1. Open -An open meeting is one to which any person may be admitted. By a vote of the delegates present, an open meeting may be moved into either a closed or executive session.
2. Closed -A closed session shall be restricted to members and staff of the Association.
3. Executive -An executive session shall be limited to members of the House as defined in Section I of this chapter and to such staff members as the House deems necessary.

Section 6. Special Committees -The House may create special committees as may be necessary in conducting the work of the Association. The number of members, the terms of their appointment and their functions shall be in accordance with the provisions of the motions authorizing them.

CHAPTER V

Reference Committees

Section 1. Appointment -The president shall appoint such reference committees as may be desirable for the efficient transaction of the business of the House of Delegates. The chairman and number of physicians on each committee shall be determined by the president, and the committees shall serve only for the convention for which they are appointed.

Section 2. Membership -Membership on reference committees shall be limited to officers, delegates and alternate delegates. Members of the Association who are not members of the House of Delegates may participate in reference committee discussions but shall not be entitled to vote.

Section 3. Procedure

A. PRESENTATION -Resolutions and reports presented to the House of Delegates shall be referred to appropriate reference committees for consideration and report. The reports of all reference committees shall be presented to the House before final action may be taken, unless otherwise provided in these bylaws or unanimously ordered by the House of Delegates.

B. MINORITY REPORTS -Any reference committee member who wishes to make a minority report must refrain from signing the majority report. He must make his intentions known to the other members of the reference committee while in executive session and prior to the presentation of the majority report to the House of Delegates.

C. WITHDRAWAL OF RESOLUTIONS -A resolution may be withdrawn by its sponsor at any time prior to its consideration by a reference committee. After such consideration has begun, the resolution is the property of the House of Delegates. If, in the judgment of the sponsor and the reference committee, it appears that withdrawal of the resolution is preferable to presentation for action, the reference committee may recommend withdrawal in its report to the House. If the House Supports this recommendation by a majority vote, the resolution is withdrawn and recorded as withdrawn without action.

Section 4. Organization

A. Each reference committee shall convene whenever necessary. It shall consider the business referred to it and shall report to the House of Delegates. A majority of the members of each committee shall constitute the necessary quorum to conduct business.

B. The committees shall be designated as Reference Committee A, Reference Committee B and so on. Business relating to a particular subject shall, as much as possible, be referred to the same reference committee.

C. Reference committees may summon anyone who, in its opinion, is needed to help formulate conclusions and make recommendations.

CHAPTER VI

Officers

Section 1. Designations -The officers of this Association are the president, president-elect, immediate past president, secretary, treasurer, AMA delegate and AMA alternate delegate.

Section 2. Qualifications -An officer must have been an active member of the Association for at least the two years prior to his election and must have served at least two sessions as a member of the House of Delegates.

Section 3. Terms

A. The president-elect shall be elected annually. He shall serve as president-elect until the inaugural next ensuing after his election and shall become president during the final session of the House of Delegates. He shall serve as president until the installation of his successor. The inauguration of the president may be held at any time during the convention.

B. The secretary shall be elected for a one-year term.

C. The treasurer shall be elected for a one-year term.

D. The immediate past president shall serve as an officer for one year following his term as president.

E. The AMA Delegate and the AMA Alternate Delegate shall be elected in alternate years for two-year terms each unless otherwise provided in the AMA bylaws.

F. The officers of the Association shall take office at the conclusion of the annual meeting at which they are elected and shall serve until the conclusion of the next annual meeting. The AMA Delegate and Alternate Delegate shall take office at the time specified in the AMA bylaws.

Section 4. Successor to the President -The president-elect shall automatically advance to the office of president, as provided in Section 3 (A) of this chapter. If the president dies, resigns or is removed from office, the president-elect shall immediately become president and serve the unexpired term as well as his own elected term. If the president for any reason is unable to serve during a period when the office of president-elect is vacant, the NSMA Council shall appoint one of its members to fill the unexpired term.

Section 5. Interim Vacancies -The NSMA Council may fill by appointment any vacancies in offices until the next meeting of the House of Delegates, at which time elections will be held.

Section 6. Nominations- Nominations for the offices of president-elect, secretary, treasurer, AMA Delegate and AMA Alternate Delegate shall be made by the appropriate reference committee. Nominations may also be received from the floor.

Section 7. Elections- Election of officers shall take place during the closing session of the House of Delegates. Officers shall be elected separately by ballot, and a majority of the votes cast is necessary to elect. In case no nominee receives a majority of the votes cast on the first ballot, the nominee receiving the lowest number of votes shall be dropped and a new ballot taken. This procedure will be repeated until one of the nominees receives a majority of the votes cast.

Section 8. Limitations- An Association officer may hold no more than one elected and one appointed position at any time.

Duties of Officers

Section 9. The President Shall:

- A. Preside at all meetings of the NSMA Council and the House of Delegates.
- B. Deliver an annual address at the opening session of the House.
- C. Participate, ex-officio without the right to vote except in the case of a tie, in the House of Delegates. He may vote, however, if he is an elected delegate of a component society.
- D. Appoint, subject to confirmation by the NSMA Council, members to the Association Commissions and Committees.
- E. Serve as the Association's official spokesman.
- F. He shall be an ex-officio member of all Association commissions and committees.
- G. He shall perform such other duties as custom and parliamentary usage may require or as the House of Delegates or the NSMA Council may direct.

Section 10. The President-Elect shall:

- A. Work under the direction of the president in all phases of Association activity.
- B. Perform any or all of the functions in Section 9 in the absence of the president.
- C. Perform other such duties as the NSMA Council or House of Delegates may direct.

Section 11. The Immediate Past President shall:

- A. Work under the direction of the president in all phases of association activity.
- B. Perform other such duties as the NSMA Council or House of Delegates may direct.

Section 12. The Secretary shall:

- A. Keep minutes of the proceeding of all general Association meetings.
- B. Serve as custodian of all records and papers belonging to the Association.
- C. Provide verification of credentials for delegates and alternate delegates at annual meeting.
- D. Notify component societies annually of the number of delegates to which they are entitled, as provided in Chapter IV, Section 2.
- E. Keep a register of all members.
- F. Make an annual report to the House of Delegates.
- G. Perform other duties as directed by the NSMA House of Delegates.

Section 13. The Treasurer shall:

- A. Receive all monies paid or donated to the Association and direct all Association investments.
- B. Review all financial transactions of the Association and make periodic reports to the NSMA Council.

- C. Direct an annual audit of the Association's financial records.
- D. Make an annual written report to the House of Delegates.
- E. Perform other duties as directed by the NSMA Council or House of Delegates.

Section 14. The AMA Delegate shall:

- A. Represent this Association at all meetings of the American Medical Association House of Delegates.
- B. Make a written report to the House of Delegates regarding AMA activities.
- C. Perform other duties as directed by the NSMA Council, House of Delegates or the American Medical Association.

Section 15. The AMA Alternate Delegate shall:

- A. Attend those meetings of the AMA House of Delegates as directed by the NSMA Council.
- B. Assume the duties of the AMA Delegate in the event he is unable to serve.
- C. Perform other duties as directed by the NSMA Council, House of Delegates or American Medical Association.

CHAPTER VII

NSMA Council

Section 1. Composition- The NSMA Council shall consist of the officers of the Association as defined in Chapter VI, Section 1, and the President of the component societies and one representative (councilor) from each component society. The Dean of the University of Nevada School of Medicine, or his/her designee, and the Dean of Touro University College of Osteopathic Medicine-Nevada, or his/her designee, who is also a member of the Association, shall be an ex-officio non-voting member of the Council. There shall be an ex-officio representative of the Nevada State Board of Medical Examiners who is also a member of the Association.

Section 2. Terms- Terms shall be for one year unless otherwise provided in the bylaws. Officers shall assume their council duties at the close of the annual meeting at which they are elected and shall serve until the close of the following annual meeting. Councilors shall assume office following election by their respective societies.

Section 3. Meetings -The Council shall meet at the time of the annual meeting and at such other times as required, subject to the call of the president or upon petition of two Council members. A simple majority shall constitute the necessary quorum for the transaction of business for which a vote is taken. If a councilor cannot be present, a substitute representative approved by the component society may be seated. No proxies will be allowed.

Section 4. Duties -In addition to the powers and duties conferred or imposed elsewhere in the bylaws, the Council shall:

- A. Perform all acts and transact all business for or on behalf of the Association, except as otherwise provided in the bylaws.
- B. Ratify commission and committee appointments by the president.
- C. Employ an Executive Director who shall report directly to the president and through him to the Council

and who, as chief executive officer, shall manage and direct the activities of the Association.

D. Provide for such headquarters as the Association needs to conduct its business properly.

E. Secure legal counsel and opinion on those matters deemed necessary.

F. Serve as an appellate body for any aggrieved member whose case is heard and adjudicated at the component society level. The Council shall receive appeals from physicians whose membership in a component society has been denied or terminated, as provided in Chapter II, Section 4.

G. Recommend to the House of Delegates the granting or revocation of a county or regional component society charter, as provided in Chapter I, Section 2.

H. Assign duties to Association commissions, committees, officers and staff as deemed appropriate.

Section 5. Executive Committee -There shall be an Executive Committee consisting of the president, immediate past president, president-elect, secretary and treasurer. It shall have the power and authority to transact Association business of an emergency or unusual nature between Council meetings, in consonance with Council policy. All transactions of this committee shall be reported in full at the next regularly scheduled meeting of the Council and shall be subject to Council review and appropriate action.

CHAPTER VIII

Commissions and Committees

Section 1. Designations -There shall be eight standing commissions: Commission on Internal Affairs, Commission on Major Health Issues, Commission on Medical Practice, Commission on Governmental Affairs, Commission on Continuing Medical Education Accreditation, Commission on Physicians' Assistance, Commission on Organized Medical Staffs and Commission on Public Health. Special or ad hoc committees may be appointed by the president. The NSMA President, with the approval of the Council, may choose to combine the Commission on Medical Practice and Major Health Issues during his/her term of office.

Section 2. Membership -Membership on all commissions and committees shall be limited to members in good standing of the Association. Members shall be appointed by the president and ratified by the NSMA Council.

Section 3. Terms -Appointments shall be made annually with no restriction on the number of terms a member may serve.

Section 4. Vacancies -Vacancies occurring on commissions and committees shall be filled by appointment by the president, as provided in Chapter VI, Section 9.

Section 5. Duties- Commissions and committees shall handle all business referred to them by the president, NSMA Council or House of Delegates. Each commission shall make an annual report to the House of Delegates. The chairman of each standing commission shall attend the council meetings in an ex-officio position without vote.

CHAPTER IX

Referendum

The House of Delegates may at any time, by a majority vote of those present, refer any resolution or motion pending before it to all of the active members of the Association for their vote for or against such resolution or motion. In addition, the NSMA Council may, by a two-thirds vote of all its members, submit any resolution or motion pending before it to all of the active members of the Association to vote. The motion of reference shall determine the form of the question to be submitted. All references to the membership shall be by mail ballot, the procedure for which shall also be included in the referencing motion. A majority of the votes cast by the active members voting shall cause the adoption of the referendum proposal. A referendum shall not be effective or binding, however, unless a majority of the active members vote thereon.

CHAPTER X

Miscellaneous

Section 1. Rules of Order-Unless otherwise provided in the Bylaws all meetings of the Association, NSMA Council, House of Delegates, committees and commissions shall be governed by the current edition of Roberts Rules of Order.

Section 2. Amendments- These bylaws may be amended at any meeting of the House of Delegates by the affirmative vote of at least two-thirds of the members of the House, provided that any proposed amendment has been submitted in writing to the House at least twenty-four hours previous to being voted upon.

Section 3. Publications -The NSMA Council shall direct the issuance of all Association publications and shall have authority to appoint members of editorial boards and such other assistants as deemed necessary.