

IAMA BYLAWS



BOARD OF DIRECTORS

ARTICLE I NAME

The name of the Organization shall be “Iranian American Medical Association, an Allied Healthcare Professionals,” hereafter called “IAMA”, or referred to as “Association”. IAMA is a not for profit, apolitical, secular, non-racial and gender neutral organization.

ARTICLE II LOGO

The logo of The IAMA shall be identified with a caduceus in the middle with the date of the IAMA’s establishment in Persian 1371 which makes the goblet on the top and in Common Era (1993) below it. Maps of Iran and the USA shall adorn the logo on the right and left, respectively. There shall be two meridian lines on each side. The Caduceus and the dates shall be surrounded by two circles. The distance between the outer and inner circle shall be 1cm. The name “Iranian American Medical Association” shall be inscribed between these two circles. The abbreviation IAMA shall appear just above the caduceus. Each state chapter may write the abbreviated letters of their state just below the Christian year of the establishment of IAMA.

ARTICLE III PURPOSE AND POWERS

IAMA is established for charitable and educational purposes, for assisting students financially, and for providing healthcare assistance to needy Iranians, all within its means and power and in accordance with section 501 © (3) of Internal Revenue Code. IAMA will be governed by two boards, (a) Board of Directors as executive power of IAMA; and, (b) the Board of Trustees as its legislative power.

Board of Directors shall carry out the following functions:

1. Disseminate medical knowledge to members through its entire available means.
2. Promoting and maintaining professional bonds amongst its’members in the United States and abroad.
3. Cooperating with other medical organizations (in accordance with the terms of its Bylaws) in the US and abroad
4. Establishing local chapters and sections throughout the USA and Persian speaking medical associations throughout the world.
5. Establishing bonds with Iranian students and students of Iranian descent studying in the field of medicine and allied medical sciences in the USA and Iran, guiding and

helping them in their educational endeavors and extending financial help to them within the means available to the Association.

6. Disseminating healthcare knowledge among the Iranians living in the USA, Iran or other countries by all available means

7. Providing medical assistance to needy Iranians by establishing medical clinics in different states and in Iran (within the financial means of the Association).

8. To actively encourage professionals of Iranian decent in the fields of medicine, and all health related professions to become members of IAMA.

ARTICLE IV

BOARD OF DIRECTORS: OFFICERS

The daily business of the Association shall be managed by the Board of Directors of IAMA, unless otherwise mentioned in the By-Laws. The members of the Board of Directors are the President; Vice President; Treasurer; Corresponding Secretary; Recording Secretary; and two (2) Members at Large, and the President Elect. Officers will be elected nationwide among the active members of the Association. They shall serve a two-year term. This term may be extended for another two (2) years by the unanimous votes of the Executive Members of the Board of Trustees.

The Board of Directors shall, in general, exercise the executive power of the Association. All the decisions of the Board of Directors shall be carried out with a simple majority vote of the members of the Board. All major expenses of IAMA (more than \$3000/year/item) must also be approved with a majority vote of the executive officers of the Board of Trustees.

DUTIES OF THE OFFICERS

1. President:

- a. Shall be responsible for the daily business of the Association.
- b. Shall present the affairs of IAMA to the Board of Trustees.
- c. Shall preside over and conduct the meetings of the Board of Directors and General Membership Meetings of IAMA.
- d. d- Shall have the privileges of signing checks in the absence of the Treasurer,
- e. e- Shall have the privilege of signing certificates of membership and official correspondence, etc. of IAMA.
- f. f- Shall participate and encourage all members of the Board in recruiting new members, and promoting fundraising events

2. Vice President:

- a. Shall carry the duties of President upon his/her absence.
- b. Shall be actively involved in the promotion of the Association's goals and its membership.
- c. Shall be directly in charge and responsible for fundraising.

3. Recording Secretary:

- a. Shall formalize the agenda of the meetings of the Board of Directors, and shall be responsible for keeping records.
- b. Shall be responsible for reporting the minutes of the Board of Directors meetings each time to the members of the Executive Board of Trustees of IAMA and shall manage the Board of Directors section of the IAMA website.
- c. Shall manage the daily correspondences and any necessary communications between the members of IAMA and the Boards, shall file any certificates required by any federal

or state statutes.

d. Shall be responsible for keeping records of the daily activities of IAMA.

4. Correspondent Secretary:

a. Shall be in charge of establishing and promoting communication between the State Chapters and Sections of IAMA.

b. Shall sign the Certificates of Membership.

c. Shall be actively involved in increasing IAMA membership with close cooperation with President, Vice President of IAMA, Chapters and Sections of IAMA.

d. Shall promote the National and International affairs of IAMA.

e. Shall act as a liaison between Chapters, Sections and IAMA Boards.

f. Be assured Chapters of IAMA file and receive State and/or City tax exemption.

5. Treasurer:

a. Shall be responsible for the bookkeeping of IAMA.

b. Shall sign all checks.

c. Shall prepare semi-annual financial reports to be published in IAMA's publications and website.

d. Shall file with the IRS the completed Form 990 and any other forms that may be required by law.

e. Shall report the financial status of IAMA to the Executive members of the Board of Trustees of IAMA biannually and annually to all members during the annual Meetings.

f. Actively participate in fund raising activities

ELECTION OF THE OFFICERS

1. Nominating Committee:

The President and/or his/her designee will nominate a Chairperson for the Nominating Committee of the board of Directors who is not running for office in IAMA. He/she should be approved by the vote of the majority members of the Board. He/she should be an active member of IAMA for at least two years and in good standing. The Chairperson will select four (4) active members in good standing at his/her discretion preferably from different state chapters or sections of IAMA.

The President-Elect will be elected a year before the end of the term of the Board of Directors and the remaining officers will be elected in the following year. All officers should be residents of the United States.

2. President Elect:

The Nominating Committee will nominate two (2) eligible candidates from the list of all nominees. They must have been active members of IAMA for at least two (2) years and in good standing. They should be residing in the continent of the United States. The nomination should take place at least 90 days prior to the date of election. Other candidates may be nominated by petition signed by at least ten (10) active members of IAMA and submitted to the Nominating Committee 120 days prior to the election with her or his CV.

Voting: It should be accomplished by proxy votes only; the proxy votes should be received by the Nominating Committee no later than 90 days prior to the election. The election should be accomplished 30 days prior to the Annual Meeting of IAMA. President Elect is a non voting member of the Board of Directors of IAMA.

ELECTION OF OTHER BOARD MEMBERS:

The Nominating Committee will seek eight (8) eligible active members in good standing throughout the nation, two (2) for each position. This should be done exactly as was

described for the President Elect and should be at least 90 days before the election. Members of IAMA, who qualify for the position, can nominate themselves if they are endorsed by ten (10) good standing active members of the Association. This nomination shall reach the Nominating Committee 120 days before the election. The Nominating Committee will submit the candidates to general membership by proxy votes. All other rules shall be the same as for the President Elect.

ARTICLE V

VACANCY IN THE BOARD RESIGNATION AND OR DISMISSAL OF A BOARD MEMBER

A member of the Board can resign at his/hers discretion. He/she should notify both Boards, Directors and Trustees of his/hers decision at least one (1) month before the effective date of resignation.

A board member can be dismissed for any of the following reasons:

1. He or She loses his/her license to practice in their respected fields;
2. Convicted of any crimes;
3. Fails to attend three consecutive meetings of the Board without legitimate excuses;
4. Gets engaged in actions inappropriate to the functions, integrity, Bylaws and social standing of the Association;
5. Uses their positions at the Board to promote his/her self-interests;
6. If a complaint regarding a member of the Board of Directors is received by the Board of Directors, such complaint should be forwarded to the Executive Board of Trustees. The Executive Board of Trustees may decide to look into matter itself or designate an independent body to evaluate the situation. If the said Board or the panel finds the member guilty of wrong doing, the Secretary of the Executive Board of Trustees will notify the individual via certified mail of their decision.

In all the cases the member shall be notified by certified mail and shall have the right to appeal. In such situation he/she should notify the Executive Board of Trustees no later than two (2) weeks after receiving the notice. The final decision of the Executive Board of Trustees shall be enforced by the Executive Board of Trustees and Board of Directors of IAMA.

ARTICLE VI

REPLACING THE RESIGNED, DISMISSED OR DECEASED BOARD MEMBER

If the involved individual is the President, the Vice President shall take over. In regard to vacancy created in the Vice Presidency's position, the Board, with the approval of the Executive Board of Trustees, can appoint one of the Secretaries to fulfill the position for the rest of the term. If the vacancy created is due to any other members of the Board, again the Board of Directors, with the approval of the Executive Board of Trustees, can appoint any of the other members, including the members at large, to fill the position for the remaining time of the Board.

ARTICLE VII

MEMBERSHIP

Membership: membership shall be comprised of four categories:

1. **Active Members:** Consist of all Allied Healthcare Professionals who are licensed to practice in their respected fields in the United States. All active members must be Iranian

or of Iranian descent and are entitled to vote. All active members of IAMA who have retired may remain as an active member of IAMA as long as they fulfill their obligation to the association.

2. **Associate members:** a- All those who are in training in medical, Dental and any other allied healthcare field; b- Those who are licensed to practice in other countries, but not in the U.S.A. These individuals can participate in all educational activities, volunteerism and meetings but shall not be eligible to vote

3. **Honorary Members:** any individual, irrespective of nationality, who is distinguished by having done recognizable service to IAMA, Iran or the Iranian community anywhere in the world or having contributed to the welfare of people. Honorary members shall not be able to vote, or hold office except for public affairs, i.e. fund raising or cultural committees. Any active IAMA members can nominate an individual for this position, provided that the nominee has the endorsement of ten (10) active members of the Association. The Board of Directors will evaluate the nomination and upon their approval, it will be forwarded to the Executive Board of Trustees for its comment and approval, following which the candidate will be notified by the President of the Board of Directors.

4. **Auxiliary Members:** The Auxiliary Members shall consist of individuals whose goals and purposes are to assist IAMA in pursuing its objectives. They could be nominated by any IAMA members. The nomination should be addressed to the Board of Directors detailing the qualifications and field of service of the nominees. He/she shall be notified after approval of the nomination by both Boards. The President of the Board of Directors shall be the officer who notifies the candidate.

ARTICLE VIII MEMBERSHIP DUES

There shall be annual dues for all active members of the Association. The amount of the dues shall be determined by the Board of Directors and approved by the Executive Board of Trustees. This could be determined at periodic intervals as deemed necessary by the Board of Directors. The dues should be submitted to the Treasurer of the Board of Directors each year before the 31st of January. The Secretary has to notify the individual member whose dues are not received by the end of April. If still no response, a second and last letter should be sent by the end of March. Any member will lose his/her membership if their dues are not paid in full by the end of May of each year.

The retired active members shall pay one half the dues of an active member.

There shall be no dues for honorary and auxiliary members.

The dues of the associate members shall be determined by the Boards of Chapters and Sections.

ARTICLE IX MEETINGS

1. The Board of Directors shall have at least one meeting a month with quorum of 40%. All the matters of interest shall be discussed and appropriate notes should be taken by the Secretary, which shall be presented at the following Board Meeting for approval. The minutes of the Board of Directors shall be sent by any means to the members of the Executive Board of Trustees.

2. IAMA should have an annual General Meeting. The President of the Board of Directors or his/her designate would manage the program in conjunction with the President and member designate of the chapter at the city/state where the meeting would take place, and the Chairperson of the Board of Trustee. All members shall be informed

at least six (6) to twelve (12) months before the scheduled meeting of the site of the gathering and the program by the Secretary of the Board of Directors through the Association's website or other available means. The program of the meeting shall include reports of the activities of IAMA by the President, financial report by the Treasurer, annual activities of IAMA by secretaries of the Board. Chapters and Sections reports shall be given by their Presidents or their designees and activities of the Committees by their Chairs or his/her designees. Report of the activities of the Board of Trustees and its Committees shall be given by the Chairperson of the Board of Trustees or his/her designee and the Committee Chair or his/her designee.

3. The quorum in General Meetings for any action governed by these By-Laws shall be the physical and/or proxy presence of 51% of the active members of the Association. Any decision approved by 51% of the active members or proxies shall be adopted.

4. Chapters and Sections can have their annual meetings combined with IAMA central, if possible, or can decide on a different time and place according to their needs.

5. The Association shall have at least one Continuous Medical Education (CME) and Continuous Dental Education (CDE) conference per year, preferably at the time of the Annual Membership Meeting.

ARTICLE X CONFLICT OF INTEREST

If a member of any of the Boards in IAMA (Executive, Directors, Chapters or Sections) sustains an appointment with a board of any other institutions, which potentially, could affect the said member or members' responsibilities and performances at IAMA, the following shall apply

a. The said member or members, shall under no circumstances use his/her positions in IAMA to gain personal advantage or to safeguard other institutions' welfare. If such condition occurs the advocating member or members shall refrain from discussing and voting on any proposals which may be on the table dealing with those organizations that they hold position with. Failure to observe sections (a) and (b) of Article X shall be construed a breach of responsibilities and the individual or individuals involved should resign or be removed.

b. After evaluation of the Board of Directors and referral to the Executive Board of Trustees for action. No member of any Boards of IAMA shall obtain or participate in an executive position at institutions whose aims and bylaws are contrary to those of IAMA. In such cases the person or persons involved shall be deemed disqualified to hold the position of a Board member at IAMA and shall resign or be removed.

ARTICLE XI

COMMITTEES

In general, committees shall be set in a specific manner, except in unusual circumstances where changes could be made at the discretion of the Board of Directors and approval of the Executive Board of Trustees. The Chairperson of all the Committees shall be approved by the President of the Board of Directors and the Secretary of the Board shall notify the individual of the appointment. The term of the Chairperson and the committee members for each committee will be two (2) years, unless otherwise mentioned in the By-Laws. All committees should be in close contact and cooperation with the similar committees in the state chapters and sections of IAMA. Committees will be formed on this basis as the occasion arises. The following committees have to begin their works immediately after each election.

General Consideration: Formation of Committees:

Unless otherwise indicated in the Bylaws the Committees shall be formed on the following format:

- a. The President of the Board of Directors will appoint an eligible member as the Chairman of the Committee. The Secretary of the Board shall notify the individual of his/her nomination to chair of a specific committee. Such person shall have full knowledge of the work of the committee that he/she has been appointed to.
- b. The Chairperson shall appoint three (3) to five (5) or more individuals, preferably from different Chapters or Sections to help him/her to achieve the goals of the Committee.
- c. The Chairperson shall give reports of the activities of the Committee to the Board of Directors with a copy to the Executive Board of Trustees.
- d. The Committee shall meet at least once every three (3) months or earlier as needed.

The following committees shall begin their works as soon as possible:

1. Membership Committee: These activities shall be conducted in the Membership. This committee shall recruit members and encourage all Allied Healthcare Professionals to join the Association. The Chairman of this Committee is the Vice president of the Board of Directors of IAMA with cooperation of the Vice Presidents of the Chapters and Sections.

2. Committee on Public Education. The Chairperson will form a committee of no less than five (5) individuals to aid her or him. The Chairperson shall elect at least 2/3 of the members from the different State Chapters and Sections. This Committee, through its Chairperson, shall work closely with the CME and CDE Committees. This Committee shall be concerned with educating of the public, utilizing all available means of communication, All these should be geared toward Iranian individuals living in the USA and Iran. These activities should be in Persian language when possible, so that the majority of the Iranian people can understand. Admittance to these meetings shall be open to all.

3. Committee of Affairs of the Chapters and Sections: This Committee shall be led by the Corresponding Secretary of IAMA. It shall have at least seven (7) members, consisting of the President or Vice President of the State Chapters and Sections. This Committee shall engage in the affairs of all the State Chapters and Sections and shall act as a liaison between them and the Board of Directors and Executive Board of Trustees. It shall also handle the grievances of members and improve relations among State Chapters, Sections and IAMA Central.

4. The Award and Recognition Committee: This committee shall consist of five (5) individuals: the past President of IAMA as the Chairperson and four (4) other individuals preferably from State Chapters and Sections President or their designees. Any active members can nominate her or his nominee for Awards or Recognition with supporting documents and the endorsement of 10 active members. The nominee should be approved by the Board of Directors and confirmed by the Executive Board of Trustees. The Chairperson of the Committee will notify the individual in writing. The Scientific, Cultural, and Supporters Medals or Plaques of recognition are discussed in Article XV.

5. By-Laws Committee of the Board of Directors: The Chairperson will be elected by the Board of Director. He/she shall select no more than four (4) members, preferably from different Chapters and Sections of IAMA. All changes in the By-Laws approved by the Committee should be forwarded to both Boards of Director and Executive Committee of the Board of Trustee of IAMA for their approval. Following their approvals it shall be presented to all active members through IAMA website and inform the members by e-

mail at least ninety (90) days prior to general annual membership meeting for their approval. Lack of response by the members following the indicated period allowed in the IAMA website shall be considered an approval of the individual members or members. If approved by 51% of the active members by proxy, the changes will become a part of the bylaws. If disapproved it should go back again to the Bylaws Committee for further evaluation and the procedure will be repeated again on the same way.

6. Fundraising Committee: The Chairperson of this Committee will be the Vice President or distinguished honorary member of the Association or his or her designee. The Committee will have a minimum of eight (8) members, five (5) of whom preferably from different State Chapters and Sections of IAMA. Treasurer of IAMA also will be member of this Committee. Honorary members could be the Chairperson or member of this Committee and actively participate and promote objectives of this Committee.

ARTICLE XII ANNUAL REPORTS

1. A complete and comprehensive report on the Association's activities for the year shall be given to the members by the President of the Board of Directors, or her/his designees. This report shall include but not be limited to, the status of membership, achievements, scholarships and etc.

2. The Treasurer or her/his designee shall give a comprehensive report on the financial status of the Association. He/she shall be also responsible in submitting his/hers report to the Executive Committee of the Board of Trustee.