

SPOKANE SOCIETY OF INTERNAL MEDICINE  
A non-profit, tax-exempt organization under section 501(c)(6) of the IRS Code

CONSTITUTION AND BYLAWS  
(Revised March 7, 2013)

ARTICLE I

Name

The name of this Society shall be “The Spokane Society of Internal Medicine.”

ARTICLE II

Objectives

The objectives of the Society are:

- to promote internal medicine as a specialty in the Spokane area,
- to provide closer association and good fellowship among those practicing internal medicine,
- to give the members a better knowledge of the methods and work of other internists,
- to provide an educational forum annually to the medical community.
- to evaluate the economic, social, and political aspects of medicine in order to secure and maintain the highest standards of practice in internal medicine.

ARTICLE III

Membership

Section 1a. The Society welcomes all internal medicine specialists and sub-specialists residing in the Inland Northwest

Section 1b. The Society also welcomes non-physician providers, i.e. Physician Assistants (PAs) or Advanced Registered Nurse Practitioners (ARNPs) who:

- Have been involved in the practice of internal medicine (primary care or subspecialty) in the Inland Northwest for at least one year
- Are working under the direction of, and are sponsored by, a current SSIM member in good standing.

Section -2. To join, applications for membership shall be submitted to the Executive Committee with the application fee and first year of membership annual dues. The application fee is determined by the Executive Committee annually (see Article V).

Applications for membership by non-physician providers will include:

- Letter from a sponsoring / nominating SSIM member.

Section 3. Membership is renewed annually for all members by paying annual dues within 90 days of dues notification. Benefits of membership may be terminated for failure to pay dues within 90 days.

Section 4. Membership may be terminated for cause by a two-thirds majority vote of those active members present at a regular or special meeting.

The Executive Committee must notify the member about consideration of termination and must offer an in-person meeting to the member being considered for termination, to allow an opportunity to address issues of concern. If the member fails to schedule this meeting within 90 days of this notification, the Executive Committee may recommend termination without meeting with the member. The Executive Committee recommendation for termination is required before this is put to the vote of the membership.

## ARTICLE IV

### Officers

Section 1. The officers of the Spokane Society of Internal Medicine shall be the President, President-elect, and Secretary-Treasurer. Terms of office shall commence at the conclusion of the Annual Scientific Meeting and shall be for one year. The Nominating Committee shall consist of three immediate Past Presidents of the Society. A unanimous vote of the Executive Committee will elect the President-elect and Secretary-Treasurer. Any SSIM member in good standing may request consideration for membership on the Executive Committee, as an officer or at-large member, by contacting the Executive Director or any member of the current Executive Committee.

Section 2. The chair of the Annual Education Event will be the President-elect and shall assume the duties of the President when the President is absent and shall automatically succeed to the Presidency in the spring of that year. The President shall appoint regular and special committees as their need is required. The President shall complete an evaluation of the Executive Director annually.

Section 3. The chair of the forthcoming Annual Educational Event will be the President-elect and shall assume the duties of the President when the President is absent, and shall automatically succeed to the Presidency the following year.

Section 4. The Secretary-Treasurer shall keep a record of the meetings of the Society, conduct correspondence, collect dues and assessments, make the necessary expenditures of the Society, and submit an annual financial report to the Society. The Secretary-Treasurer shall notify members of the date and places of meetings. The Secretary-Treasurer shall keep membership records, minutes, and financial records for the Society. The Secretary-Treasurer may delegate duties to the Executive Director or other staff who may complete these tasks under the guidance of the Executive Committee.

Section 5. The Executive Committee shall consist of the President, President-elect, Secretary-Treasurer, and the two immediate past Presidents. Up to five additional “at-large” Executive Committee members with full voting privileges may be added at the discretion of the Executive Committee. These “at-large” members should be representative of the practicing community of internists and internal medicine subspecialists in the Inland Northwest. These “at-large” Executive Committee members will serve 2 year terms and may be reappointed to serve up to three consecutive terms. The Executive Committee may also include one non-physician provider. A simple majority of the Executive Committee, one of whom shall be the President, shall constitute a quorum of the Executive Committee. For the purpose of accomplishing necessary business, the President may authorize an electronic vote on items brought before the Executive Committee. An electronic quorum shall consist of a simple majority of the Executive Committee including the President.. The Executive Committee shall supervise the affairs of the Society and approve the necessary expenditures. It shall also fix the yearly assessments and confirm the annual financial report of the Secretary-Treasurer, subject to the approval of the Society at large. It shall approve candidates applying for membership in the Society. It shall issue appropriate certificates to members.

## ARTICLE V

### Dues

Section 1. Annual dues shall be payable by April 15th.

Section 2. New members shall pay an initiation fee in addition to the regular dues. This initiation fee and annual dues are set by the Executive Committee and reviewed annually.

## ARTICLE VI

### Meetings

Section 1. There shall be a minimum of one regular meeting of the Society each year, generally a fall Annual Membership Meeting in addition to the Annual Educational Event.

Section 2. An annual educational event, independent or in partnership, shall be held each year.

Section 3. A quorum shall consist of 25% of the full membership.

Section 4. Special meetings of the Society may be called at any time by the President and shall be called by the President on written request by 10% of the members.

Section 5. For the purpose of accomplishing necessary business, the President may authorize an electronic vote or mail vote by the membership as an alternative to calling a special meeting. Electronic quorum shall be achieved when 50% of the membership has been documented to have received and opened the electronic communication. This communication will specify a time frame for electronic discussion and voting. A valid vote occurs if and when 50% of those opening the communication [ie 25% of the general membership] have voted within the predetermined time frame.

## ARTICLE VII

### Amendments

This Constitution and Bylaws may be amended by a two-thirds majority vote of active members present at any regular or special meeting when a quorum is present. This may be a mail or electronic vote. Written notice of any proposed amendment must be mailed or sent electronically to members at least ten days prior to the meeting.

## ARTICLE VIII

### Policy

This Society is organized as a tax-exempt, non-profit organization under the Internal Revenue Service Code 501 (c) (6).

## ARTICLE IX

The books shall be reviewed by an auditor chosen by the Executive Committee whenever they deem this appropriate.

Adopted June 27, 1949

Revised 1966

Revised 1972

Revised May 1982

Revised April 15, 1985

Revised December 12, 1989

Revised December 13, 1990

Revised November 12, 2008

Revised February 25, 2011

Revised October 19, 2012

Revised May 7, 2013

Revised February 25, 2016