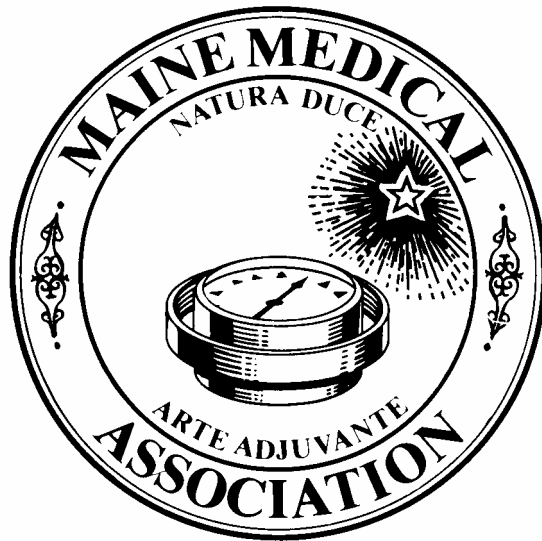


**CONSTITUTION AND BYLAWS
MAINE MEDICAL ASSOCIATION**



SEPTEMBER 2009

1 **Article V**

2
3 **ANNUAL MEETING**

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5 The members of this Association, assembled in an Annual Meeting during the Annual Session or a
6 special session convened according to Article VII, Section 2 of this Constitution, shall be the
7 legislative and policy-making body of this Association.
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9 **Article VI**

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11 **EXECUTIVE COMMITTEE**

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13 The Executive Committee shall consist of the President, President-Elect, Secretary-Treasurer, the
14 delegate(s) and alternate delegate(s) to the American Medical Association, the Moderator, the
15 Alternate Moderator, one member from each component Medical Society or from a county in any
16 case where a component society does not exist or is not active, and the immediate Past-President
17 who may, at his/her option, remain a voting member of the Executive Committee in this capacity
18 for a period not to exceed three (3) years. Nine voting members shall constitute a quorum.
19

20 Executive Committee members representing a geographical area are limited to serving three
21 consecutive three-year terms or a total of nine consecutive years, whichever occurs first. If no
22 replacement is available, the member may, upon vote of the Executive Committee, serve one
23 additional three-year term. In such circumstances, it is the expectation that a replacement will
24 continue to be recruited during the term, and if successfully recruited, would begin service
25 following the next Annual Session. Nothing in this paragraph shall be construed or interpreted as
26 precluding a member term-limited in his or her representation of a geographic area from
27 continuing service on the Committee as an officer, committee chair or other ex-officio position.
28 Having completed a term on the Committee, the member is not eligible to serve on the Committee
29 again, representing a geographic area, for three years.
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31 The Chairs of the Committee on Legislation, the Committee on Membership and Member
32 Benefits, the Payor Liaison Committee, the Committee on Public Health, the Committee on
33 Physician Quality, the Senior Section and the Committee on Investments and the Budget shall be
34 ex-officio voting members of the Executive Committee.
35

36 The Executive Committee in its sole discretion may annually appoint one student member and one
37 or more junior members as voting members of the Committee. The Committee shall determine an
38 equitable means of providing notice to students and junior members eligible for the position to
39 request volunteers for the positions.
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41 Any Association member who is a member of the Board of Trustees or officer of the American
42 Medical Association shall serve as an ex officio, voting member of the Executive Committee.
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Article VII

GENERAL MEMBERSHIP MEETINGS

Section 1. The Association shall hold an Annual Membership Meeting, which shall be open to all members and invited guests. The time and place for holding such Annual Meeting shall be fixed by the Executive Committee.

Section 2. Meetings of the Association may be called by the President, or by the Executive Committee, and shall be called by the President on petition of fifty (50) members of the Association.

Section 3. The purpose of the Annual Membership Meeting is to review items and act upon items of business, including a report from the Executive Committee Chair, and to consider and establish policy of this Association.

Section 4. Twenty members shall constitute a quorum.

Article VIII

OFFICERS

The officers of this Association shall be a President, a President-elect, a Secretary-Treasurer, the Moderator and Vice-Moderator of the Annual Meeting and the chair of the Executive Committee.

Article IX

SEAL

The Association shall have a common seal.

Article X

AMENDMENTS

The membership may amend any article of this Constitution by a three quarters vote of the members present at any Annual Meeting called for that purpose, provided that such amendment shall be placed on the Association website at least 60 days prior to the meeting and also be available, upon request to any member. Members will be notified of the availability of the amendments on the website by notice in the Association's publications.

BYLAWS

Chapter I

MEMBERSHIP

Section A. Membership in this Association shall be by membership in one of the component societies or pursuant to action of the Executive Committee according to Article IV of the Constitution.

ACTIVE

Section B. Initial active membership in the Association is open to only physicians of good character who have completed an internship or residency and who are in the active practice of medicine in Maine. For the purposes of this chapter, the phrase “active practice of medicine” shall mean medical practice consisting of employment or active patient contact of twenty or more hours per week. Any active member of this Association shall be a person of good character, who has received a license to practice medicine and surgery from a duly authorized body within the United States or its territories who does not practice medicine in a manner contrary to the principles of medical ethics of the Maine Medical Association and/or the American Medical Association.

ACTIVE/PART-TIME

Section B1. Active/Part-time members shall be chosen from physicians licensed to practice medicine and surgery who are certified by a component society, or in unusual circumstances by approval of the Executive Committee, as practicing less than twenty hours per week. They shall pay one-half the State dues of active members and shall be permitted all rights and privileges of active members.

JUNIOR

Section C. Junior members shall be chosen from physicians licensed to practice medicine and surgery, or holding temporary educational certificates who are engaged in filling residencies or intern appointments, or fellowships, in approved hospitals, and such membership shall end with termination of this status. Junior members shall have all the rights and privileges of active members. They shall be exempt from the payment of dues or assessments.

CO-MEMBERSHIP

Section G.

1. A physician whose primary residence is in another State or Province, and who belongs to the State or Provincial Medical Society in that State or Province, may join the Maine Medical Association upon joining a component medical society, or by applying for direct membership, and upon payment of one-half of the regular State dues.
2. Co-members shall not be eligible to hold office in the Association or to participate in its experience-rated programs.
3. Osteopathic physicians who belong to the Maine Osteopathic Association may qualify for membership at a reduced dues level, said dues to be determined by the Executive Committee, but not less than one-half of State MMA dues. Such members shall be eligible for all of the benefits of membership, including the right to vote and to hold office.
4. Physicians who belong to a state and national specialty society recognized by the Executive Committee, for joint promotional membership efforts, may also qualify for membership at reduced rates determined by the Executive Committee.

SERVICE

Section H. Members of the Maine Medical Association who are on extended active duty in any branch of the Armed Forces may retain their membership status as Service Members without payment of dues and without the loss of any of the rights and privileges as members. Members released from active duty after August 31 shall not be required to pay dues until the following January 1.

PUBLICLY-EMPLOYED

Section I. A physician who is primarily employed by the Federal or State government, or by an agency associated with either, may join the Association upon joining a component medical society, or by successfully applying for direct membership, and upon payment of one-half of the regular State dues.

Such members shall be eligible for all of the benefits of membership, including the right to vote, to hold office and to participate in the Association's experience-rated programs.

DIRECT

Section J. A physician, who otherwise qualifies for active membership, may become a direct member without membership in a component medical society, by approval of the Executive Committee or by virtue of practicing or residing within a geographic area where no active component society exists. The physician shall have all the rights and privileges of active members.

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2 **Section K.** No person who is under suspension from any component society of this Association,
3 or whose name has been dropped from its roll of members shall be entitled to any of the rights or
4 benefits of this Association.
5

6 **Section L** Each member in attendance at the Annual Meeting shall register when the right to
7 membership has been verified by reference to the records of this Association. No member shall
8 take any part in any of the proceedings of the Annual Meeting until that member has complied
9 with the provisions of this section of the Bylaws.
10

11 **Section M.** The membership of any member who pleads guilty to or is convicted of a Class A, B
12 or C crime under the State of Maine criminal statutes, or of any felony or analogous crime in
13 another jurisdiction, shall automatically be revoked, unless otherwise determined by the Executive
14 Committee. This action may, at the discretion of the Committee on Ethics, Discipline and
15 Professional Competence be stayed for any applicable period of appeal. Such a member shall not
16 be entitled to any return of dues or assessments.
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Chapter II

GENERAL MEETINGS

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5 **Section 1.** The meetings of this Association shall be open to all registered members and guests.
6 Non-members may be excluded by a majority vote of the members present.
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8 **Section 2.** All papers read before this Association shall be its property. Each paper, when it has
9 been read, shall be deposited with the Secretary.
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Chapter III

ANNUAL MEETING

MEETINGS

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7 **Section 1.** Any Annual Meeting or Special Meeting of the Maine Medical Association shall be
8 called by the Executive Committee and shall be held during the week of the Annual Session of the
9 Association.

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11 **Section 2.** Special meetings of the members may be called by the President, or by the Executive
12 Committee, and shall be called by the President on petition of fifty (50) members of the
13 Association.

14
15 **Section 3.** A majority of those members present and voting shall constitute a quorum so long as a
16 minimum of twenty (20) members is present.

17
18 **Section 4.** All meetings of the Maine Medical Association shall be open to members of the
19 Association, who shall have the right to speak when recognized.

20
21 **Section 5.** The Executive Committee shall propose rules of order to govern proceedings of the
22 membership. These rules shall take effect upon being adopted by majority vote of the members
23 present at any Annual or Special meeting.

DUTIES

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28 **Section 6.** The members shall elect delegates and alternate delegates from the Association to the
29 House of Delegates of the American Medical Association in accordance with the Constitution and
30 Bylaws of that body.

31
32 **Section 7.** The membership at a duly called meeting shall have authority to appoint committees
33 for special purposes. Such committees shall report to the membership, and committee members
34 may be present and participate in the debate on their reports. A committee so appointed shall
35 cease when the purpose for which it was appointed is accomplished, or in any case, within one
36 year of its appointment.

37
38 **Section 8.** The voting membership shall consider the annual budget submitted to it by the
39 Executive Committee and shall make such final determination thereof as it deems proper and
40 necessary.

41
42 **Section 9.** The Moderator, for the purpose of expediting proceedings, may appoint reference
43 committees from the membership to which reports and resolutions may be referred for
44 consideration of discussion and to prepare a report for vote by the general membership.

45

Chapter IV

ELECTION OF OFFICERS

Section 1. All officers shall be members in good standing at the time of their election and throughout their term of office. The officers shall consist of the following:

President

President-elect

Secretary-Treasurer

Moderator

Vice-Moderator

Chair of Executive Committee

All of the officers shall serve one-year terms, unless a longer term is specifically provided for in the Constitution or these Bylaws.

Section 2. A President-Elect shall be elected by written ballot at the Annual Meeting of the Association at a time to be designated by the Executive Committee and published in the agenda.

Section 3. The President-Elect shall serve in that capacity until the Annual Meeting of the Association next ensuing after election and shall become President upon installation in the course of that Meeting, serving thereafter as President until the next Annual Meeting and the installation of a successor.

Section 4. A Moderator and Alternate Moderator shall be elected at the conclusion of the Annual Meeting of the Association. The Moderator and Alternate Moderator shall take office immediately upon election. The Moderator and Vice Moderator shall be limited to three consecutive one-year terms.

Section 5. The terms of component society representatives on the Executive Committee shall be for three (3) years, subject to the limitations in Article VI of the Constitution.

Section 6. The Chair of the Executive Committee will be elected by the Executive Committee at the organizational meeting following the Annual Meeting, and shall take office immediately upon election. At the expiration of his or her term, the Secretary-Treasurer shall be elected at the organizational meeting following the annual Meeting, and shall take office immediately upon election. The term for the Secretary-Treasurer shall be for 2 years with no prohibition for re-election.

COMMITTEE ON NOMINATIONS

Section 7. Within three months of assuming office, the President of the Association, with the consent of the Executive Committee, shall appoint a Committee on Nominations. Each Component Medical Society may propose nominees and present them to the Secretary-Treasurer

1 and may propose nominees for all scheduled vacancies on the Executive Committee, except for
2 the office of Secretary-Treasurer, and for AMA Delegates and all Standing Committees at least 30
3 days prior to the Annual Meeting. Except in unusual circumstances, the Committee on
4 Nominations shall accept the proposal of the Component Society as the sole nominee for the
5 Executive Committee vacancy in its report to the membership. Should the Component Society not
6 propose a candidate, the Nominating Committee may post the nomination of one or more
7 candidates. If no component society exists, the Executive Committee may call nominees from
8 MMA members in the geographic area. If more than one nominee is presented, MMA members in
9 the area may vote for a nominee through a mail ballot issued under the direction of the Executive
10 Committee. The delegates and alternate delegates to the American Medical Association shall be
11 elected for two-year terms, to be effective upon election, and in accordance with the Bylaws of the
12 American Medical Association. If the Association is entitled to more than one delegate and
13 alternate delegate, the elections shall be scheduled such that one delegate and alternate delegate
14 will be elected each year for a two-year term. No member shall be eligible for more than three
15 consecutive terms in any office except for the offices of delegate and alternate delegate to the
16 American Medical Association, Moderator and Alternate Moderator of the Annual Meeting of the
17 membership, Secretary-Treasurer and Executive Vice President. The Committee shall also present
18 the names of candidates for membership on Standing Committees where there is to be a vacancy
19 and to fill such other vacancies as may be occurring in the Association that year. In nominating
20 candidates for membership on the Standing committees, the Nominating Committee shall
21 designate for each nominee a one, two or three year term consistent with the provisions of these
22 Bylaws.

23
24 **Section 8.** The report of the Committee on Nominations shall be presented and the election of
25 officers shall take place at the Annual Meeting.

26
27 **Section 9.** All elections of officers shall be by written ballot, and a majority of the votes cast shall
28 be necessary to elect. If more than two candidates are nominated, and no candidate receives a
29 majority, the candidate receiving the lowest number of votes will be dropped from the voting until
30 a candidate receives a majority.

31
32 **Section 10.** Any member may make further nominations for any office within the power of the
33 membership to elect.

34
35 **Section 11.** Any officer may be removed for just cause, including non-performance of duties, by
36 a two-thirds vote of the Executive Committee.

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38 **Section 12.** Unless otherwise specified, all officers shall take office upon the installation of the
39 President.

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Chapter V

EXECUTIVE COMMITTEE

MEETINGS

Section 1. The Executive Committee shall meet at least once in two months throughout the year and at such other times as it may be called by the Chair of the Executive Committee, or upon petition of three (3) members of the Executive Committee. It shall have its annual meeting for the purpose of organizing and the election of a Chair at its first meeting following adjournment of the Annual Meeting.

DUTIES

Section 2. The Executive Committee, through such procedures and policies as it may adopt, including establishment of sub-committees as it deems appropriate, shall carry out the mandates and policies of this Association as determined by the membership and shall also have the power and authority to act for the membership between its meetings. It shall make an annual report to the membership, at the Annual Meeting. The duties of the committee may be carried out by the Operations Committee between meetings of the committee. The intent of this is for the Executive Committee to perform high-level oversight but for the Operations Committee to be responsible for the general oversight of the day-to-day management of the Association.

Section 3. The Executive Committee shall by appointment fill any vacancy in office not otherwise provided for which may occur during the interval between annual meetings of the membership; the appointee shall serve until his/her successor has been elected and has qualified.

Section 4. The Executive Committee shall consider questions involving the eligibility of members and their dues classifications. Its decision in such cases shall be final.

Section 5. Each Executive Committee member shall be organizer and peacemaker for the County or the Component Medical Society. The member shall make an annual report of that member's work, and of the condition of the profession in the member's Medical Society at the Annual Meeting. The necessary traveling expenses for Executive Committee meetings may be allowed on a proper itemized statement, but this shall not be construed to include the member's expenses in attending the Annual Meeting of the Association.

Section 6. Charters shall be issued to component societies only on approval of the Executive Committee, and shall be signed by the President and Secretary of this Association. The Executive Committee may revoke the charter of any component society whose actions are in conflict with the letter or spirit of this Constitution and Bylaws.

Section 7. The Executive Committee may employ an Executive Vice President, who need not be a physician.

1 **Section 8.** The aggregate salaries or compensation of employees of the Association shall be fixed
2 by the Executive Committee, as part of the budget process and the duties of the Executive Vice
3 President shall be fixed by the Executive Committee.
4

5 **Section 9.** The Executive Committee shall prepare and present to the membership for its
6 consideration an annual budget providing for the necessary expenses of the Association. Such
7 budget shall be prepared at least thirty (30) days before the opening of the Annual Session, and
8 shall be made available upon request to any member.
9

10 **Section 10.** The Executive Committee shall elect a Committee on Investments and the Budget,
11 consisting of at least four (4) members, whose duty it shall be, under the direction of the Executive
12 Committee, to invest, reinvest, and change investments, of such moneys, securities, and funds of
13 the Association as are available to it or held in trust, to review the lists of such assets, and to
14 prepare proposed budgets and reports of the financial condition of the Association for the
15 Executive Committee as requested by that body. The responsibility for the Maine Medical
16 Association real property holdings management shall be vested with the Committee on
17 Investments and the Budget, which shall report the status of these properties annually to the
18 Association at its annual session. The terms of the members of the Committee on Investments and
19 the Budget shall be for three years, with terms staggered so that one member shall be appointed
20 each year. Members may be asked to succeed themselves. The President-Elect and Secretary-
21 Treasurer shall serve, with voting privileges, as ex-officio members of the Committee.
22

23 OPERATIONS COMMITTEE

24

25 **Section 11.** An Operations Committee shall be composed of the President of the Association, the
26 President-Elect of the Association, the Immediate Past-President of the Association, the Chair of
27 the Executive Committee, the Secretary-Treasurer of the Association, and two members elected on
28 an annual basis by the Executive Committee. The purpose of the Operations Committee shall be
29 to exercise oversight of the management of the Association and to act for the Executive
30 Committee between meetings of said Committee. The Chair of the Executive committee shall be
31 the Chair of the Operations Committee and will report to the Executive Committee at each of its
32 meetings any action taken by the Operations Committee since the preceding Executive Committee
33 meeting.
34

35 The Operations Committee shall also function as the Committee on Personnel. In that capacity,
36 the Committee shall have the following duties:
37

- 38 a. To review the personnel policy and to make recommendations thereon to the Executive
39 Committee.
- 40 b. To consult with the Executive Vice President regarding the performance evaluation of all
41 Maine Medical Association employees.
- 42 c. To review at least annually the performance of the Executive Vice President, or to perform
43 such duties as are specified in any written contract with the Executive Vice President.
44
45

1 The Operations Committee may not authorize unbudgeted expenditures of more than \$10,000 per
2 fiscal year. The Operations Committee will be responsible for all ceremonial duties of the
3 Association.

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5 The Operations Committee will have responsibility of liaison with other organizations.

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Chapter VI

DUTIES OF OFFICERS

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5 **Section 1.** The President shall preside at all meetings of the Association, appoint all committees
6 not otherwise provided for and perform such other duties as custom and parliamentary usage may
7 require. The President shall be the spokesperson for the Association during the term of office, and
8 as far as practicable shall visit, by appointment, the various sections of the State and assist the
9 members of the Executive Committee in building up the component societies, and in making their
10 work more practical and useful.

11
12 **Section 2.** The President-Elect shall be a member of the Executive Committee and shall act for
13 the President in the President's absence or disability. The President-Elect shall perform such
14 duties as may be delegated by the President. If the office of President should become vacant, the
15 President-Elect shall succeed to the presidency. In case of death, resignation, absence or removal,
16 the duties of the President-Elect shall be performed by the Chair of the Executive Committee until
17 the next Annual Session when both a President and a President-Elect shall be elected. The
18 President-Elect shall serve, with voting privileges, as an ex-officio member of the Committee on
19 Investments and the Budget.

20
21 **Section 3.** All employees with financial responsibilities shall give a bond in such sum as may be
22 fixed by the Executive Committee. The Secretary-Treasurer shall demand and receive all funds
23 due the Association, together with bequests and donations, and shall pay money out of the
24 Treasury only with the consent of the Executive Committee. The Secretary-Treasurer shall
25 annually render a financial statement to the membership and submit all pertinent books for
26 independent audit or review by a Certified Public Accountant.

27
28 **Section 4.** The Moderator or Alternate Moderator shall preside at the membership meetings.

29
30 **Section 5.** Each person serving as an officer, Executive Committee member or, as a member of
31 any Association Committee, or staff of the Association shall be indemnified for any and all costs,
32 expenses or liabilities incurred as a result of the performance of their duties to the fullest extent
33 permitted or required under law, provided such person was acting in good faith and in the best
34 interest of the Association.

Chapter VII

COMMITTEES AND SECTIONS

Section 1. The Standing Committees are as follow:

Committee on Constitution and Bylaws

Committee on Continuing Medical Education and Accreditation

Committee on Ethics, Discipline and Professional Competence

Committee on Legislation

Committee on Loan and Trust Administration

Committee on Membership and Member Benefits

Committee on Physician Quality

Committee on Public Health

Payor Liaison Committee

Section 1 – A. SECTIONS

Senior Section

Section 2. COMMITTEE ON CONSTITUTION AND BYLAWS - This committee shall consist of at least three (3) members. This committee shall annually review the Constitution and Bylaws and propose any recommended changes to the Membership.

Members shall be elected for terms so that the term of at least one member shall expire each year

Section 3. COMMITTEE ON CONTINUING MEDICAL EDUCATION AND ACCREDITATION - This committee shall consist of at least five (5) members. The primary objective of continuing medical education is to provide for constant improvement in medical care. To meet this objective, the committee shall:

- 1) assist in developing mechanisms which providers could use to determine the education needs of Maine physicians.
- 2) study and coordinate the means available to meet those needs;
- 3) develop mechanisms to evaluate continuing medical education in the State; and

1 4) develop mechanisms to accredit continuing education programs throughout the State.

2
3 They shall be elected for terms so that the terms of at least two members shall expire each year,
4 except that in the third year, the term of one member shall expire.

5
6 The Committee shall have the power to make rules and regulations of procedure for the handling
7 of matters within its jurisdiction established herein, said rules to become effective upon approval
8 by the Executive Committee.

9
10 **Section 4. COMMITTEE ON ETHICS, DISCIPLINE AND PROFESSIONAL**

11 **COMPETENCE** - This committee shall consist of at least six (6) members, geographically
12 distributed within the State of Maine as well as may be, but chosen because of their integrity, and
13 the respect and esteem in which they are held by the profession and laity. For the purposes of
14 deliberating upon a complaint against a member, a quorum shall consist of no fewer than three (3)
15 members from counties other than that to which the responding member belongs.

16
17 They shall be elected for terms so that the terms of at least two members shall expire each year.
18 Members shall be eligible for re-election to this Committee.

19
20 It shall be the primary duty of the Committee to give careful consideration and to study methods
21 and practices, which tend to eliminate justifiable complaints against the profession or individual
22 members thereof, and urge upon the members the desirability of following such methods and
23 practices.

24
25 The Committee shall receive, investigate and determine the accuracy of any report made to the
26 Association of any member's acts involving ethics, discipline or professional competence, gross or
27 repeated medical malpractice, habitual drunkenness, or addiction to the use of drugs and may
28 deliberate on such other matters as the Committee by law is permitted to consider.

29
30 It shall urge Component Societies to hear and dispose of complaints against their members,
31 through their own proper officers, at the local level.

32
33 The Committee shall act as a committee of investigation in cases coming to them:

- 34
35 1) by complaint of a doctor, or any layman or organization;
36
37 2) by referral from the board of censors of any Component Society; or
38
39 3) on their own motion.

40
41 No member of the Committee shall participate in deliberations of questions concerning the
42 conduct of a doctor residing in the jurisdiction of that Committee member's component society.

43 The Committee shall keep itself constantly informed concerning the relations between physicians
44 and hospitals and assist in the arbitration of any disputes, which arise between the two.

45
46 The Committee shall have the power to make rules and regulations of procedure for the

1 handling of matters within its jurisdiction established herein, said rules to become effective
2 upon approval by the Executive Committee.

3
4 Where action has been initiated and taken by the Committee on Ethics, Discipline and
5 Professional Competence, appeals may be taken to the Executive Committee in accordance
6 with the rules of procedure adopted by the Committee.

7
8 **Section 5. COMMITTEE ON LEGISLATION** - This committee shall consist of at least five
9 (5) members. This Committee shall be charged with the direction and coordination of all
10 Association activities related to State and Federal health programs and with the study of all
11 matters of professional interest to this Association, which are considered by the State Legislature.
12 It shall act as advisor to the Executive Vice President and the Legislative Counsel for this
13 Association.

14
15 They shall be elected for terms so that the terms of at least two members shall expire each year,
16 except that in the third year, the term of one member shall expire.

17
18 **Section 6. COMMITTEE ON LOAN AND TRUST ADMINISTRATION** - This committee
19 shall consist of at least five (5) members. It shall be the duty of this committee:

- 20
21 1) to grant loans from the funds of the Maine Medical Education Foundation, pursuant to the
22 provisions of Chapter VII-A paragraph 4, of these Bylaws, and to dispense other funds
23 collected and held in trust for the purpose of medical education;
24
25 2) to be advised on the problems of medical education, with particular attention to opportunities
26 for students in Maine so desiring to obtain a medical education.

27
28 Members shall be elected for terms so that the terms of at least two members shall expire each
29 year, except that in the third year, the term of one member shall expire.

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32 **Section 7. COMMITTEE ON PHYSICIAN QUALITY** - This committee shall consist of at
33 least five (5) members. The committee's responsibilities will include:

- 34
35 - Providing oversight for the Association's Peer Review Program;
36 - Establishing the protocols under which the Peer Review Program is conducted;
37 - Developing standards or protocols for peer review or quality improvement activities to
38 ensure their protection;
39 - Developing and promoting the Association's Office-based Quality Program
40 - Reviewing various state and federal initiatives concerning quality to:
41 - educate Maine physicians about these initiatives;
42 - provide input to other quality initiatives about physician issues
43 and perspectives;
44 - provide guidance to the Executive Committee when decisions
45 are needed by it on quality initiatives;
46 - Representing the MMA and its members in statewide discussions

1 about quality initiatives.
2
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4 **Section 8. COMMITTEE ON PUBLIC HEALTH** - This committee shall consist of at least five
5 (5) members. Its primary purpose shall be to educate both the public and physicians in the use of
6 and access to the Health Care System, to disseminate health information to physicians and the
7 public, to examine other public health issues, and make recommendations to the Executive
8 Committee thereon. Members shall be elected for terms so that the terms of at least two members
9 shall expire each year.
10

11 **Section 9.** Reports of all committees shall be in the hands of the Secretary of the Association
12 thirty (30) days before the Annual Session.
13

14 **Section 10. AD HOC COMMITTEES** - The duties and authority of all ad hoc committees will
15 cease at the end of the term of office of the appointing officer or body. These committees can be
16 renewed by appointment during the following term of office.
17

18 **Section 11. COMMITTEE ON MEMBERSHIP AND MEMBER BENEFITS** - This
19 committee shall consist of at least five (5) members and may include practice managers and
20 corporate affiliate representatives who are not Association members. The purpose of the
21 committee shall be to discuss and promote membership in the Association, to evaluate existing
22 and potential member benefits and to oversee the corporate affiliate program.
23

24 **Section 12. PAYOR LIAISON COMMITTEE** - This committee shall consist of at least five (5)
25 members and may include practice managers, corporate affiliates and other interested persons who
26 are not Association members. The purpose of the committee shall be to meet with representatives
27 of the major health plans operating in Maine, including MaineCare and Medicare and to discuss
28 issues of mutual interest. The Committee shall also meet regularly with staff of the Coding Center
29 and will consider any legislative proposals that deal with payor issues.
30

31 **Section 13. SENIOR SECTION.** This section shall consist of senior members of this
32 Association. A Chair of the Section shall be selected annually by the President. The Section shall
33 serve as a vehicle to direct voluntary efforts of senior members in any of the following areas:
34 Voluntary Medical Service, Mentoring, Advocacy and Participation in any Special Interest
35 Section.
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Chapter VII-A**MAINE MEDICAL EDUCATION FOUNDATION**

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5 The Association may receive, hold and disburse, strictly in trust however for the purpose
6 hereinafter provided, contributions to a fund to be known as the Maine Medical Education
7 Foundation, said fund with all additions and accretions thereto to be devoted to the granting of
8 loans to promising students of Medicine, for the purpose of medical education.
9

10 The Maine Medical Association, as Trustee for the Maine Medical Education Foundation, shall
11 have the authority to buy, sell, lease, and otherwise act with respect to personal and real property,
12 the income therefrom to be used solely for the purposes noted in paragraph one.
13

14 Transactions involving real property shall be undertaken only with the approval of the Executive
15 Committee. Once such transactions are approved, the President, the Executive Vice President, or
16 the Secretary-Treasurer may execute any necessary documents authorized by the Committee.
17

18 Subject to the supervision and approval of the Executive Committee, the Committee on Loan and
19 Trust Administration shall grant loans from the funds of the Foundation.
20

21 Said fund, being held in trust, cannot and shall not be used for the general purposes of the Trustee
22 Maine Medical Association, or for any purpose other than that expressed in the provision above,
23 except that administrative, collection, and fund promotion expenses may be charged to the
24 foundation for activities involved in its operation. In event of the dissolution of the Trustee
25 Association, any remaining assets held by the Maine Medical Education Foundation, subject to the
26 jurisdiction of the Court, will be distributed to organizations which have been granted exemption
27 under Section 501 (c) (3) of the 1954 Internal Revenue Code.
28

29 Said funds and all accretions thereto from interest received or otherwise are and shall be received
30 strictly in trust for the purposes herein provided, and forever held and administered by the
31 Association as Trustee entirely separate from its general and any other funds, and shall not be
32 available to satisfy the debts of the Trustee Association.
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Chapter VIII

DUES AND ASSESSMENTS

Section 1.

- A. The annual dues and assessments shall be determined by the membership, and shall be levied on the active members of the Association. They shall be payable on or before January 1 of the year for which they are levied. The Secretary of each component society, or the Secretary-Treasurer of the Maine Medical Association or his/her designee on its behalf, shall cause to be collected and shall forward to the offices of the Association the dues and assessments for its members, together with such data as shall be required for a record of its officers and membership. Any member whose name has not been reported for enrollment and whose dues for the current year have not been remitted to the Secretary of this Association on or before April 1, or such other date as determined by the Executive Committee, shall stand suspended until the member's name is properly reported and the member's dues for the current year properly remitted. Any member whose dues remain unpaid for two (2) successive years must make application and be subject to the same examination required by the constitution or Bylaws of the component society as though the member were a candidate for membership. Any member suspended for nonpayment of dues must satisfy all debts to the Association, including unpaid dues, before reinstatement or re-election to membership; this requirement is subject to waiver by the Executive Vice President, upon consultation with the President or Chair of the Executive Committee.
- B. Physicians who are admitted to initial membership after April 1 shall have their dues prorated, and members admitted after October 1 will be added to the list of members and will be exempt from payment of dues until the following January 1.

Section 2. The record of payment of dues and assessments on file in the offices of the Association shall be final as to the fact of payment by a member, and as to the member's rights to participate in the business and proceedings of the Association.

Section 3. Each calendar year, the Operations Committee, with input from the Committee on Membership and Member Benefits and with approval of the Executive Committee shall prepare a marketing plan designed to attract new members and to retain existing members. The plan may alter the dues charged to individuals or groups, based upon the needs of the Association. The plan may include the following features, which are not intended to be exclusive:

- a. Discounts for groups
- b. Discounts for members in their first year of practice
- c. Introduction rates for new members
- d. Discounts for spouses of members and public employees

Chapter IX

ETHICS

The ethics principles governing the members of the American Medical Association shall govern the members of this Association.

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Chapter X

COMPONENT SOCIETIES

Section 1. All component societies now in affiliation with the State Association, or those that may hereafter be organized in this State, which have adopted the principles of organization not in conflict with this Constitution and Bylaws, shall, upon application to the Executive Committee, receive charters from this Association, provided that their Constitution and Bylaws shall have been submitted to the Executive Committee and received its approval.

Section 2. Each component society shall judge of the qualifications of its members. A member of a component society whose license has been revoked shall be dropped from membership automatically as of the date of revocation, including any applicable periods of appeal. The Executive Committee of the State Association shall have final authority to expel a member should a component society fail to do so after being so requested by the Executive Committee.

A physician living near a county line may hold membership in that county most convenient for the member to attend, on permission of the component society in whose jurisdiction the member resides.

Section 3.

- A.** Any physician aggrieved by the action of the member's component society in disciplining, suspending or expelling a member shall have the right to appeal to the Committee on Ethics, Discipline and Professional Competence.
- B.** A component society shall at all times be permitted to refer questions involving membership, excluding questions relating to ethics, discipline or professional competency, to the Executive Committee of the State Association for final determination.

Section 4.

- A.** When a member in good standing in a component society moves to another area in this State, that member shall be given a written certificate of these facts by the Secretary of that society, without cost, for transmission to the Secretary of the society in the area to which the member moves. Pending acceptance or rejection by the society in the area to which the member moves, such member shall be considered to be in good standing in the component society from which the member was certified and in the State Association to the end of each period (respectively) for which the member's dues have been paid.
- B.** When a member in good standing in a component society moves to another State, that member shall be given a written certificate of these facts by the Secretary of the component society, without cost.

1 **Section 5.** Each component society shall have general direction of the affairs of the profession in
2 the area, and its influence shall be constantly exerted for bettering the scientific, moral and
3 material condition of every physician in the area. Systematic efforts shall be made by each
4 member, and by the Association as a whole, to increase the membership until it includes every
5 eligible physician in the area.
6

7 **Section 6.** The Secretary of each component society shall keep a roster of its members and, if
8 practicable, a list of non-affiliated physicians in which shall be shown the full name, address,
9 college and date of graduation, date of license to practice in this State, and such other information
10 as may be deemed necessary by the Executive Committee.
11

12 **Section 7.** The Secretary of each component society shall send a copy of the program of each
13 meeting to the President of the State Association, to the Executive Committee member
14 representing that component medical society, and to the State Association headquarters.
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Chapter XI

RULES AND REGULATIONS

Section 1. Rules and Regulations of the Maine Medical Association may be proposed by the Executive Committee, and adopted upon majority vote of the membership at any regular or special meeting.

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Chapter XII

RULES OF ORDER

The deliberations of this Association shall be conducted in accordance with parliamentary usage as defined in Robert’s Rules of Order, Newly Revised.

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Chapter XIII

AMENDMENTS

Section 1. These Bylaws may be amended at the Annual Meeting, or a special meeting, by a majority vote of the members present at that Meeting, if the proposed amendment has been submitted to the Executive Committee and copies have been placed on the Association’s website and sent, upon request, to any member.

Section 2. Upon the adoption of this Constitution and these Bylaws, all previous Constitutions and Bylaws inconsistent herewith are hereby repealed.

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MAINE MEDICAL ASSOCIATION

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4 **Bylaws, Chapter XI, Section 1** - Rules and Regulations of the Maine Medical Association
5 may be proposed by the Executive Committee, and adopted upon majority vote of the
6 membership at any regular or special meeting.

7
8 **Rule #1** - At any regular or special meeting of the membership or Executive Committee
9 wherein **Robert's Rules of Order, Newly Revised** is used as a procedural guideline, the
10 presiding officer will not accept any motion to table or limit debate until there have been at
11 least six individuals recognized to speak on the matter at hand, or debate has ended prior to
12 that time.

13
14 **Rule #1 approved by the Executive Committee, 4/12/95 and amended by the House, 9/2002**

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16
17 **Rule #2** - A component society organized after January 1, 1995 will be defined as an
18 organization of 15 or more active members located in a geographical area that is not
19 adequately served by an existing component society. The organization can petition the
20 Executive Committee of the Maine Medical Association for approval, recognition, and
21 representation rights, for which the Executive Committee can grant such approval,
22 recognition, and representation rights.

23
24 **Rule #2 approved by the Executive Committee, 4/12/95**

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TABLE OF CONTENTS TO CONSTITUTION AND BYLAWS

	PAGE(S)
CONSTITUTION	
Amendments.....	3
Annual Meeting.....	2
Component Societies.....	1
Composition of the Association.....	1
Executive Committee.....	2
Membership Meetings, General	3
Name of Association.....	1
Officers.....	3
Purpose.....	1
Seal	3
BYLAWS	
Ad Hoc Committees	19
Amendments.....	27
Committees	16
Constitution and Bylaws	16
Continuing Medical Education and Accreditation	16-17
Ethics, Discipline, and Professional Competence.....	17-18
Legislation.....	18

Loan and Trust Administration	18
Membership & Member Benefits.....	19
Nominations.....	10 -11
Operations Committee.....	13 -14
Payor Liaison Committee.....	19
Physician Quality.....	18
Public Health	19
Component Societies.....	23-24
Dues and Assessments.....	21
Duties of Officers.....	15
Election of Officers.....	10
Ethics.....	22
Executive Committee.....	12-13
Maine Medical Education Foundation.....	20
Meeting, Annual.....	9
Meetings, General.....	8
Membership.....	4-7
Rules and Regulations, MMA.....	25
Rules of Order.....	26