

MCMS Bylaws – 2025 Amendments

The Macomb County Medical Society (MCMS) Bylaws need to be amended to reflect current technological practices and to align with current Michigan State Medical Society (MSMS) Bylaws. The follow amendments will be voted on at the October 14, 2025 MCMS Annual Meeting. New text is in yellow highlighted font, text to be deleted is in red strikethrough font.

CHAPTER 4 Classification of Members

Section 5. ~~Temporary Licensees~~ Physicians In-Training and Student Members. The Society may admit to membership medical students and physicians in training who do not have a permanent license. ~~as Student Members.~~ They ~~shall pay no dues, and~~ may not vote or hold office. The Board shall determine the dues for such members.

Section 6. Retired Emeritus Members. A member, who has maintained active membership in one or more component society of the Michigan State Medical Society for a period of five or more years and who has retired from practice, may request transfer to the ~~retired~~ emeritus member category, provided the member's dues have been paid to the end of the previous calendar year.

~~Retired~~ Emeritus members shall pay no dues or assessments, but shall have the right to vote and hold office, other than the position of delegate or alternate delegate, and shall be entitled to receive publications at such rates as the Board of directors may determine.

Section 7. Active Emeritus Members. A member, who has maintained active membership in one or more component society of the Michigan State Medical Society for a period of five or more years and who has retired from practice, may request transfer to the active emeritus member category, provided the member's dues have been paid to the end of the previous calendar year.

The Board shall determine the dues for such members. Active emeritus members shall have the right to vote and hold office, including the position of delegate or alternate delegate.

Section 8. Life Members. A doctor of medicine who has maintained an active membership in good standing with dues paid for the previous calendar year and who, during the current calendar year, will attain the age of 70 years may be voted into life membership. A life member shall pay no dues but shall have the right to vote and hold office.

Section 9. Service Members. Service members shall pay no dues but shall have the right to vote and hold office.

Section 10. Honorary Member. The Society may elect as an honorary member any person distinguished for his services or attainments in medicine or the allied sciences or who has rendered other services of unusual value to organized medicine or the medical profession.

Section 11. Associate Members. The Society may elect as an associate member any physician residing and practicing outside of the county who is a member in good standing of another Michigan component society. An associate member shall not have the right to vote or hold office and shall pay county dues.

Section 12. Affiliate Members. The Society may elect to affiliate membership non-physicians whose areas of endeavor are related to medicine and medical practice. Affiliate members shall pay county dues, however, they shall not have the right to vote or hold office. The Board shall, in its sole discretion, determine who shall be eligible for such membership and how many affiliate memberships shall be available during any given calendar year.

CHAPTER 5 Application and Election

Section 1. Application. A candidate for active membership in this Society shall make written application ~~thereof~~ by completing the ~~regularly prescribed form for such purpose~~ **membership application form**. ~~All applications shall be endorsed by two active members of any County Society.~~ The filing of an application shall constitute admission by the applicant that he/she is familiar with the terms of the Bylaws of this Society and shall also constitute an agreement that, if accepted for membership, the applicant will abide by the Bylaws of this Society and any amendments required of members and will submit to such disciplinary measures as may be imposed for infractions pursuant to these Bylaws and amendments thereof.

~~**Section 2. Election.** The Secretary shall publish any application for membership in the society bulletin. The application shall thereupon be referred to the Membership and Credentials Committee for investigation and recommendations. The Committee shall make its recommendations to the Board. The Board shall make its recommendation to the Society. Upon favorable recommendation, the applicant may be elected to membership by a majority vote of the members present at any meeting of this Society. Should the recommendation of the Board be that the applicant be disapproved, election of such applicant shall require the affirmative vote of three-quarters of those members present at any regular meeting. Reapplication for membership from a rejected candidate will not be accepted for one year after this Society has rejected an applicant.~~

Section 2. Election. Society staff shall submit to the Board of Directors each complete application for membership. If the Board approves the application for membership, the Board shall direct Society staff to publish the name and appropriate information for each applicant in the next issue of the Society's publication. Should the Board disapprove the applicant, reapplication will not be accepted for one year.

CHAPTER 6 Transfer of Membership

Section 1. In State to Macomb County Medical Society. Whenever a member of another County Society seeks to transfer to this Society, he/she shall meet the following requirements:

- A. The physician shall meet the qualifications with respect to residence or maintenance of a practice as provided in ~~Section 2 of~~ Chapter 3, **Section 2** of these Bylaws.
- B. The physician shall make ~~formal application for membership in this Society.~~ **a formal request to have their membership transferred to this Society through the membership department of the State Society.**
- ~~C. The physician shall cause a certificate of good standing from his/her County Society to be forwarded to the Secretary of this Society.~~
- ~~D. C.~~ At the **next** meeting of ~~this Society~~ **the Board** ~~next~~ following receipt of such **application request**, and ~~certificate~~, the applicant for transfer shall then be subjected to election ~~by a majority vote of the members present.~~ **as provided in Chapter 5, Section 2 of these Bylaws.**

CHAPTER 8 Dues, Arrears and Assessments

Section 2. Arrears. Any member who shall have failed to pay his/her annual dues on the date in any year which coincides with the suspension date of the American Medical Association (currently March 1), shall be notified in writing of this delinquency. If such dues are not paid within ten days following such written notice, ~~the name of such delinquent member shall be placed on the list of non-affiliated physicians and such a physician shall be regarded as a member not in good standing.~~ **membership shall stand as suspended until dues have been paid.**

Section 3. Delinquent Dues. Any member whose dues are in arrears for one year or less may regain membership privilege by full payment. If his/her dues are in arrears for more than one year, the physician may regain membership only in like manner as an original applicant. ~~and his/her application shall be accompanied by an amount equaling his/her delinquent dues together with those of the then current year.~~

CHAPTER 9

Conduct and Discipline of Members

Section 3. Discipline. Definition and Purpose. Discipline as used in this chapter shall include reprimand, suspension and expulsion. Any such discipline is not punishment for wrong doing but is intended solely as a measure necessary to maintain the dignity, integrity, purposes and high principles of this Society and of the State Society. ~~There is an obligation to report discipline to the Board of Examiners.~~

CHAPTER 10

Meetings

~~**Section 4. Quorum.** Fifteen active members shall constitute a quorum at any general meeting of this Society.~~

CHAPTER 11

Election of Officers

Section 1. Nominations. Nominations for President-Elect, Secretary, Treasurer, Delegates and Alternate Delegates shall be made by the nominating committee and presented to the membership in a written communication. ~~to all voting members on September 1.~~ Nominations, with prior approval of the nominee, ~~shall~~ **can** be received from the membership ~~during the September meeting of the Society.~~ ~~Candidates for each office, except the office of President, shall be presented.~~ The office of President shall not be voted upon, rather, the President-Elect shall automatically succeed the President.

Section 2. Election. Election shall be by ballot ~~mailed~~ **sent via mail or electronically** to all voting members by ~~October 15~~ **December 15.** The **election** results will be presented to the membership **in the Society's publication.** ~~at the November meeting.~~

CHAPTER 12

Duties of Officers

Section 3. Secretary. The Secretary shall be a member of the Board. He/she shall attend all meetings of the ~~Society and of the~~ Board and **in the absence of Society Staff,** take and preserve true minutes of the proceedings of all such meetings. **He/she shall review and approve the minutes of each Board meeting prior to the next meeting.** ~~He/she shall receive and care for all other records and papers of this Society.~~ He/she shall keep himself/herself advised of any changes or amendments to the Bylaws of the State Society and invite to the attention of the Board of this Society any such changes or amendments in order to cause the Bylaws of this Society to be made consonant therewith. He/she shall certify to the Secretary of the State Society, the names of the Delegates and Alternate Delegates who shall represent the Society at any annual or special session of the House of Delegates of the State Society.

Section 4. Treasurer. The Treasurer shall be a member of the Board. ~~He/she shall have custody of all funds and securities of this Society and keep in books full and accurate accounts of all receipts and disbursements.~~ **He/she shall periodically monitor statements of cash flows, income statements and balance sheets.** He/she shall **arrange for** deposit all monies, securities and other valuable effects in the name of this Society in such depositories and places as may be designated for that purpose by the Society or Board. He/she shall **arrange for the disbursement of** ~~disburse~~ the funds of this Society as may be regularly ordered and shall render whenever required by the President or the Board an account of all his/her transactions as Treasurer and of the financial condition of this Society. If required by the Board, he/she shall deliver to the President and keep in force a bond

in form, amount and with a surety satisfactory to the Board conditioned for faithful performance of his/her duties of office. The Treasurer or such other officer as may be designated by the Board, or the Executive Director shall sign all checks evidence of indebtedness and other official documents of the Society. He/she shall also perform such other duties as are required of his/her office by these Bylaws or appropriate action of the Board of the Society.

Section 5. Delegates and Alternate Delegates. The Delegates and Alternate Delegates shall be members of the Board. The Delegates, and in their absence or disability the Alternate Delegates, shall attend and faithfully represent the members of this Society in the House of Delegates of the State Society. They shall present a report on the proceedings of the House of Delegates at the next regular meeting or in the publication of this Society.

CHAPTER 13 Board of Directors

Section 1. Composition. The Board shall consist of the President, President-Elect, Secretary, Treasurer, Delegates, Alternate Delegates and Immediate Past President. ~~They shall be elected from among the active members by paper ballot before the annual meeting.~~ The Secretary of the Society shall act as Secretary for the Board and the President of the Society shall act as chairperson of the Board.

Section 2. Meeting. Regular meetings of the Board shall be held ~~within the week prior to the regular meeting of the Society~~ at such times and places as may be determined by the Board or the President. A quorum for such meetings shall be ~~six~~ five members of the Board. The President may appoint any active member in good standing to the Board to ensure a quorum at any given meeting. Meetings of the Board may be called by the Secretary at the request of the President or two or more members of the Board.

Section 3. Duties. The Board shall consider all questions involving the rights and standing of the members and shall approve ~~pass upon~~ all applications for membership. It shall coordinate and supervise the functions and activities of this Society. It shall make further inquiry into the condition of the profession of the county and shall have authority to adopt such methods as may be deemed most efficient for building up and increasing interest in the Society. It shall be the further duty of the Board when such bond is required, to hold the official bond of the Treasurer for the faithful execution of such office, to audit and authenticate the accounts annually and to provide suitable meeting places for itself and the Society.

Section 4. Authority. The Board shall have the power to act for the Society in the interval between meetings when prompt action is reasonably required. It is further authorized to perform such routine duties as may come before it. ~~Its actions shall be reported by the Secretary at the next regular meeting of the Society.~~ The actions of the Board shall be final ~~after such actions.~~

CHAPTER 14 Committees

Section 1. Standing Committees. The Standing committees of this Society shall be appointed by the President annually and shall be as following:

- A. Bylaws
- B. Ethics and Mediation
- C. Legislative and Social Economics
- ~~D. Membership and Credentials~~
- D. Nominating
- ~~E. Program~~
- E. Public Health
- F. Public Relations

Section 4. Functions. The functions of the committees shall be designated by the Board.

- ~~D. The Membership and Credentials Committee shall use its best efforts to encourage every physician in Macomb County in good standing and eligible to become a member of the Society, and shall review and make recommendations to the Board regarding qualifications for membership.~~
- D. The Nominating Committee shall be composed of the President, President-Elect, and the Immediate Past President, with the Immediate Past President serving as chairperson, and shall nominate and obtain confirmation of all candidates for all offices, as provided in Chapter 11.
- ~~E. The Program Committee shall be chaired by the President-Elect and shall plan and implement the regular, special, and annual meetings of the Society.~~
- E. The Public Health Committee shall be the liaison committee between the Society and the Michigan Department of Public Health and any other governmental organization or group interested in public health.
- F. The Public Relations Committee shall disseminate information affecting the health and general welfare of the public, and shall be the liaison committee between the Society and civic and business organizations.

CHAPTER 16

Amendments

These Bylaws may be amended by the affirmative vote of ~~two-thirds~~ a simple majority of the members entitled to vote and present at any regular meeting, provided that any proposed amendment shall have been presented in writing 15 days prior to the meeting ~~and read at the next regular meeting~~. Alternatively, a ballot may be sent via mail or electronically to the general membership and would also require that the amendment be presented in writing.