

BYLAWS OF THE  
NEW YORK COLLEGE OF OSTEOPATHIC MEDICINE  
OF NEW YORK INSTITUTE OF TECHNOLOGY  
ALUMNI ORGANIZATION

ARTICLE I- Name and Purpose

Section 1. The name of this organization shall be the NEW YORK COLLEGE OF OSTEOPATHIC MEDICINE ALUMNI ORGANIZATION, hereinafter referred to as the "Organization."

Section 1.

a. The Organization is an Alumni Chapter of the New York Institute of Technology, Alumni Federation, hereinafter referred to as the "Federation."

b. All graduates of the New York College of Osteopathic Medicine are automatically members of the Federation.

c. The Organization shall elect one of its members to represent it as a member of the Executive Council of the Federation.

Section 2. The purpose of the Organization shall be:

a. To foster goodwill among its members and others associated with New York College of Osteopathic Medicine of New York Institute of Technology and to promote high standards of education while enhancing the general welfare and prestige of NYCOM/NYIT.

b. To encourage information exchange among the College's alumni, students, faculty and staff.

cc. To assist and coordinate the efforts of Regional and School Alumni Chapters and among individual alumni to achieve these objectives.

d. To assist the college in the achievement of the objectives and mission as determined by the college's Administration and Board of Governors.

e. To recommend Alumni for recognition.

## ARTICLE II-Membership

Section 1. **MEMBERS.** Every graduate of NYCOM/NYIT shall automatically become a member of the organization upon the event of his graduation from NYCOM/NYIT and shall not be obligated to pay dues.

Section 2. **VOTING MEMBERS.** Every Member, as described in Section 1, having paid their dues shall be eligible for all of the benefits of voting membership.

Section 3. **HONORARY MEMBERS.** Any person who is nominated by the Executive Council for outstanding service to NYCOM/NYIT and approved by a vote of 2/3 of voting members at the Annual Meeting shall become an Honorary Member. Honorary Members may participate in all activities and events of the Organization without any cost whatsoever but shall not be eligible to vote or hold office.

## ARTICLE III - Meetings of the Organization

Section 1. **REGULAR MEETINGS.** There shall be at least three regular meetings of the Organization in each academic year, with notice thereof provided at the beginning of each year. The time & place of such meeting shall be determined by the Executive Council of the Organization.

Section 2. **ANNUAL MEETING.** A meeting of the members shall be held annually in the month of June for the purpose of electing Directors and Officers and transacting other business of the Organization. The failure to conduct a timely Annual Meeting shall not in any way affect the terms of the Directors or Officers or the validity of any action taken by the Organization. The President of the Organization shall make an annual report on the state of the Alumni Organization at this meeting. Such report shall also be filed with the Dean and Chairman of the Board of Governors no later than September 30, covering the period of the prior year.

Section 3. **SPECIAL MEETING.** Special meetings of the Organization shall be held, when fifteen (15) members entitled to vote shall present to the President a written request; 2/3 of the Executive Council vote to hold a special meeting or the Dean of the College requests a special meeting. Every Special Meeting shall be announced by a written Notice of Meeting which indicates who has made the request for the meeting and the purpose of the meeting. Only business listed on the Notice of meeting shall be discussed.

Section 4. **NOTICE OF MEETING.** A written Notice of Meeting shall announce every meeting being held by the Organization or its committees. The Notice of Meeting shall state the date, time, place and agenda of the meeting. The Secretary of the Organization shall mail a written Notice of each meeting to every member required to attend the meeting. The Notice shall be mailed

to the last address provided by each member not fewer than twenty (20) days prior to the date of the meeting. The notice shall be deemed properly made when deposited with the United States Postal Service, and the failure of any individual actually to receive notice shall not in any way affect the terms of the Directors or Officers or the validity of any action taken at a meeting.

**Section 5. NOTICE OF ANNUAL MEETING.** A written Notice of Meeting shall announce every Annual Meeting. The Notice of Annual Meeting shall state the date, time, place and location of the meeting including directions to the location. The Secretary of the Organization shall mail each written Notice of Annual Meeting to every member of the Organization and the Dean of the College. The Notice of Annual Meeting shall be mailed to the last address provided to NYCOM/NYIT. It shall be deemed properly made when deposited with the United States Postal Service. The failure of any individual to receive notice shall not in any way affect the terms of the Directors or Officers or the validity of any action taken at a meeting. The Notice of Annual Meeting shall be mailed to all of those persons indicated above not less than 30 days prior to the date of the meeting. In addition to the information referred to heretofore in this section, said notice shall also include:

a. A copy of the report of the nominating Committee which shall indicate the name, year of graduation and the background of each person nominated for office together with a statement as to the services such person has previously performed for the college and/or the Organization.

b. A form on which any member may nominate a person other than a person chosen by the Nominating Committee for any or all offices of the Organization. This form shall be in such detail so that the same information required of a candidate nominated by the Nominating Committee may be described. The form shall also contain a place for the person being nominated to accept and sign the nomination. The form shall also contain a direction that it is to be returned not less than twenty (20) days prior to the date of the Annual Meeting; and

c. A notice which describes the voting procedures to be followed at the Annual meeting. This notice may be incorporated into the body of the Notice of Meeting.

**Section 6. QUORUM AT ORGANIZATION MEETINGS.** The attendance by at least fifteen (15) voting members present shall constitute a quorum at every meeting of the Organization. The Secretary shall record the names of persons actually attending every meeting, whether entitled to vote or not and shall maintain the names with the other records at the office of the Organization for no less than seven years after each meeting.

**Section 7. VOTING AT MEETINGS.** Only voting members of the Organization may vote at meetings. Unless otherwise required by

law or these Bylaws, a member may vote in person or by a formal absentee ballot delivered to the Secretary prior to the meeting. There shall be no cumulative voting, and a majority vote shall carry except when otherwise required by law or these Bylaws.

**Section 8. PROCEDURES AT MEETINGS.** All meetings of the Organization, its Executive Council and committees shall be conducted in accordance with the latest edition of Robert's Rules of Order, as Amended unless that parliamentary authority is inconsistent with the law or these Bylaws.

#### ARTICLE IV- Executive Council of the Organization

**Section 1. MEMBERSHIP OF THE COUNCIL.** The Executive Council of the Organization comprised of five Officers elected by the membership at the Annual Meeting and at least 4 Directors. In these Bylaws, "Council" shall mean all the members of the Executive Council.

**Section 2. AUTHORITY OF THE COUNCIL.** The Alumni Organization shall be managed by the Officers and Directors of the Organization, subject to supervisory approval of the Administration and Governors of the College.

**Section 3. TERMS OF THE EXECUTIVE COUNCIL.** The officers of the Organization shall be elected to serve a period of one year by a majority vote of the members of the Organization at the Annual Meeting. The terms of all officers and directors shall commence on July 1 of the year of their election, except, however, when a vacancy is filled, the person filling the vacancy shall commence serving immediately and shall serve out the unexpired term. Officers of the Council may serve more than one term in any office, if so elected, but may not serve more than three consecutive terms in any one office. Directors shall be elected to serve 3 year staggered terms by a majority vote of the members of the Organization at the Annual Meeting.

**Section 4. ELIGIBILITY.** Every officer and Director of the Organization must be a voting member.

**Section 5. VACANCIES.** The Executive Council may declare the office of a Director or Officer vacant on the grounds of failure to attend three consecutive meetings, actions unbecoming a director or officer of the Organization or other just cause by a vote of the majority of the directors present and entitled to vote. The President, with the approval of the majority of the Executive Council, shall designate a voting member to serve as director for the unexpired term of any vacancy. The Dean of the College may replace any appointed position at his discretion.

**Section 6. COUNCIL MEETINGS.** The Council shall meet not less than four times per year at dates, times and places-fixed at the Annual Meeting of the Organization. Additional Special Meetings

of the Council may be called as described in these Bylaws under SPECIAL MEETINGS. The minutes of every meeting shall be recorded by the Secretary, approved at the next regular meeting and then filed with the other records.

**Section 7. QUORUM AT MEETINGS OF THE COUNCIL.**

Attendance by a majority of the members of the Council shall constitute a quorum at any meeting of the Council. Any action taken by the Council without a quorum shall constitute a valid action by the Council if expressly ratified in writing by all Council Members and filed with the Secretary. Such consent shall constitute a unanimous vote of the Council.

**Section 8. ADDITIONAL POWERS OF THE COUNCIL.** In addition to all other powers reserved to the Executive Council, by these Bylaws and only as limited by them, the Council:

a. Shall cause a review of all financial records and transactions of the Organization and cause an audit of the financial affairs of the Organization annually;

b. Shall adopt an annual budget proposal for the Organization to be submitted to NYCOM/NYIT, after consultation with the Finance Committee and the Office of Alumni Affairs at NYCOM/NYIT not later than December 1 of each year;

c. Shall prepare a financial report and present it to the members at each Annual Meeting;

d. Shall fix annual membership dues prior to each Annual Meeting for payment to the Treasurer,

e. Shall call Special Meetings of the Organization for consideration of business when required by a vote of a majority, of the Council; and

f. May nominate qualified persons who have served NYCOM/NYIT with distinction for Honorary Membership in the Organization. May recommend qualified persons for recognition by the College Administration.

**ARTICLE V-Officers of the Council**

**Section 1. OFFICERS.** The officers shall be President, First Vice President, Second Vice President, Treasurer and Secretary. Each shall perform the duties set forth in these Bylaws and such additional duties as are normally performed for such office, subject to the approval of a majority of the Directors. The failure to elect any officer for a vacancy in any office shall not affect the validity of any action taken by the Organization.

**Section 2. TERMS OF OFFICE.** All officers shall be elected at the Annual Meeting each year and thereafter shall serve a term of one year or until a successor is elected or until the office is

declared vacant. No officer may hold more than one elected position in the Organization concurrently. No officer may serve more than three consecutive terms in the same office.

**Section 3. VACANCIES.** A vacancy of any office may be declared by a majority vote of the Executive Council. The President shall, after consultation with the Council, appoint a member to fill the unexpired term of any officer, except that in the event of the vacancy of the President, the First Vice President shall be appointed President until the next Annual Meeting, at which time the members shall elect a President.

**Section 4. POWERS OF OFFICERS.** Officers of the Council shall have the following powers and duties:

a. President - The President shall : (a) be the Chief Executive of the Organization and shall preside at all Council meetings; (b) officially represent the Organization at all functions; (c) enforce the Bylaws and all promulgations lawfully adopted thereunder, (d) supervise, with the Council, the management and affairs of the Organization; (e) exercise the powers and perform the duties assigned by these Bylaws or by lawful direction of the Council and the administration of the College; (f) appoint all standing committees and be an ex-officio member of all such committees; (g) officially induct the graduates of NYCOM/NYIT at all graduations, and (h) perform all other duties usual and customary to the office.

b. First Vice President - The First Vice President shall: (a) assume all duties of the President in the event of the absence or disability of the President; (b) exercise the powers and perform the duties of the President whenever, in the judgement of two-thirds of the members of the Council or the President of the college, the President is prevented by reason of illness or other disability from fulfilling the function of his/her office; (c) in the event the office of President becomes vacant by reason of death, resignation or other removal, succeed to the office of President for the remainder of the term or until such time as a President may be elected; (d) act as Parliamentarian for the Organization, (e) serve as a member of the Nominating Committee; (f) serve as a member of the Membership Committee; and (g) exercise such powers and perform such other duties as may be delegated by the President and the college administration.

c. Second Vice President - The Second Vice-President shall: (a) assume the duties of the First Vice-President in the event of the absence or disability of the First Vice President; (b) serve as a member of the Program Committee and (c) shall perform such other duties as may be delegated by the President and the college administration.

d. Secretary - The Secretary shall: (a) be responsible for all mailings of the Organization; (b) have responsibility for creating all official records of the Organization, (c) keep an

official copy of these Bylaws and all amendments hereto and mail a copy thereof to each member of the Council within thirty (30) days of their election; (d) in the event the office of the Second Vice-President becomes vacant by reason of death, resignation, removal or other cause provided for by these Bylaws, succeed to the office of Second Vice-President for the remainder of the term, (e) perform all other duties usual and customary to the office, and (f) exercise such other powers and perform such other duties as may be delegated by the President and the college administration.

e. Treasurer - The Treasurer shall: (a) receive and account for all income, including all dues paid by members and turn-over such dues to the Treasurer of NYIT, to be credited to a special account; (b) shall maintain and record all expenses incurred by the Organization and indicate to the Treasurer of NYIT when to release funds for payment; (c) provide a monthly financial report to the Council; (d) serve as a member of the Finance Committee and (e) exercise such other powers and perform such other duties as may be delegated by the President and the college administration.

#### ARTICLE VI - Directors of the Council

Section 1. **DIRECTORS.** There shall be at least 4 Directors of the Organization.

a. A representative of each recognized Regional Alumni Chapter accorded recognition and representation by the Council, in accordance with such procedures regarding Regional Alumni Chapters as the Organization may from time to time adopt.

b. Other members elected by the members of the Organization at the Annual meeting.

c. The Dean of NYCOM/NYIT or his designee shall serve as ex-officio voting member of the Organization and each of its standing committees.

Section 2. **TERMS OF OFFICE.** Director chairs held by President of Regional Alumni Chapters shall be elected to serve a period of one year corresponding with their term of office in their respective Chapter. Other Directors shall be elected to serve three year terms by a majority vote of the members of the Organization at the Annual Meeting. Directors shall be elected in alternate years;

#### ARTICLE VII - Committees of the Federation

Section 1. **STANDING COMMITTEES.** There shall be seven standing committees, each consisting of at least three members. The standing committees and their purposes are as follows:

a. Public Affairs and Publications. Shall review and make recommendations regarding the College's alumni publications.

Shall prepare a newsletter to be published and mailed by the Organization to all members not less than two times per year. This committee shall also prepare such other publications as the business of the Organization may require. Shall be responsible for all of the Organizations Public Relations.

b. Activities/Programs. Shall formulate and Implement the activities and functions of the Organization, such as, but not limited to, the Alumni Reunions, seminars, meetings, network sessions, social events, continuing education programs and will consult with the Regional Alumni Organizations concerning their individual programs and activities.

c. Nominating. Shall prepare a list of candidates qualified and willing to assume the duties of every elective position to be voted upon by the membership at the next Annual Meeting. The list of nominees shall be first submitted to the Council for approval and then to the Secretary not less than 60 days before the Annual Meeting.

d. Finance. Shall prepare a proposed annual budget and submit it to the Treasurer not less than 60 days prior to the Annual Meeting at which time the budget will be distributed to the membership after approval by the Council. Shall audit the financial affairs of the Organization and all activities relating to fund raising and shall perform such other duties as may be assigned by the Treasurer.

e. Bylaws. Shall recommend changes in the Bylaws to the Council who may approve these changes by a majority vote of the Directors, and shall review all Bylaws and/or Constitutions of the Regional Alumni Chapters.

f. Alumni Membership Benefits. Shall make recommendations to the Council concerning benefits and services provided to Alumni of the college and shall prepare new programs to get members active in all committees and activities.

g. Award/Scholarships. Shall coordinate and administer all Alumni/Student Scholarship Programs as well as develop an Alumni Awards Program and make recommendations of individuals to receive such awards.

Section 2. **MEETINGS** Committees shall meet at least once per year and provide minutes of such meetings to the Secretary for presentation at Council meetings. Membership on standing committees shall be for a period of one year and all appointments shall be made no later than sixty (60) days following the Annual Meeting.

Section 3. **OTHER COMMITTEES**. The President shall designate members to serve on other committees as the business of the Organization shall reasonably require.

Section 4. **SPECIAL COMMITTEES.** Special committees may be established from time to time by the President of the Organization and/or the Dean of the college as the business of the Organization shall require. Members of these committees may include Organization as well as Non-Organization members.

**ARTICLE VIII - Amendment of Bylaws**

Section 1. A written proposal to amend these Bylaws may be submitted to the members of the Organization at the Annual Meeting. The proposal shall not appear on the agenda of the meeting unless an exact copy of the proposed amendment has been submitted to the Dean of the College more than 60 days prior to the meeting with a statement proposing adoption for specified reasons and signed by 15 members entitled to vote. An exact copy of any proposed amendment shall be mailed to members entitled to vote with a written Notice of Meeting. Said notice shall include a description of that part of the Bylaws affected by the amendment as it appears in the Bylaws at that time, in addition to the proposed amendment.

Section 2. A Special Meeting may be called for the purpose of amending these Bylaws by notification of the entire membership of the Organization along with description of the amendment as called for in Section 1.

**ARTICLE IX- Dues**

Section 1. Annual Dues for voting membership in the Organization shall be as follows:

- a. First year after graduation..... NO FEE
- b. House Staff - Residents/Fellows..... \$25.00
- c. Physicians in Practice..... \$50.00
- c. Lifetime Membership..... \$500.00

Section 2. Amendment to the dues listed in Section 1, shall follow the same procedures as listed for amendment of Bylaws, ARTICLE VIII.

**ARTICLE X - Indemnification**

Members of the Organization shall be deemed to be within the terms of the Charter of the College. Therefore, any person made a party to any action, suit, or proceeding by reason of the fact that he/she, his testator or intestate, is or was an officer, director or employee of NYCOM of New York Institute of Technology, or an officer or member of the managing board of any separate administrative unit of said college shall be indemnified by said college against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such actions, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such

person is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall no be deemed exclusive of any other rights to which such person may be entitled apart from the provisions of this paragraph.

#### ARTICLE XI - Regional Alumni Chapters

Section 1. Regional Alumni Chapters shall be organized by Alumni residing in geographic locations when attendance at School alumni Chapter meetings would be prohibitive. Chapters may also be organized by Alumni with similar interests who wish to Join together for the good of the school.

Section 2. Regional Alumni Chapters must be officially recognized by the Organization before they will be entitled to use the name or any other indication of association with the College, the Organization, or any group affiliated in any way with the college.

Section 3. Each recognized Regional Alumni Chapter shall be entitled to have one member representing that Chapter on the Executive Council, In addition to any member of that Chapter who is serving as an officer of the Organization. However, such representative shall not be a full time member of the faculty or a member of the Board of Governors, Administration, or Administrative staff of any part of the college, unless specific authorization for such appointment has been received from the Dean of the College and approved by the Executive Council.

Section 4. Each Regional Alumni Chapter shall make its appointment to the Executive Council by forwarding written notice to the President of the Organization. Likewise, should the appointment be terminated by any Regional Alumni Chapter, the termination will not take effect until written notice has been received by the President of the Organization and approved by the Executive Council of the Organization.

Section 5. No Regional Alumni Chapter may adopt a Constitution or Bylaws or any rules or regulations unless they have met with prior written approval of the Executive Council of the Organization.

Section 6. Regional Alumni Chapters shall not be entitled to collect dues, nor shall they be entitled to incorporate unless prior written approval has been granted by the Dean of the College upon the recommendation of a 2/3 vote of the Executive Council of the Organization.

Section 7. Regional Alumni Chapters must agree to be organized for the same purposes enumerated in the Bylaws of the Organization.

#### ARTICLE XII - Establishment of the Organization Council

In order to effectively organize the Alumni Organization, The Executive Council and the School, Student and Regional Alumni

Chapters, the first directors and officers of these groups shall be appointed by the Dean of the College. Notwithstanding any other provision of these Bylaws to the contrary, the persons so appointed shall serve until the Annual Meeting is conducted in 1992. They shall serve at the pleasure of the Dean of the College who shall have the power and authority to make further appointments in case of a vacancy, and to remove at will any person appointed in any capacity pursuant to this Article. Thereafter, the first actual election of officers shall take place at the 1992 Annual Meeting. Directors shall be elected in staggered years.