

SUBJECT: PROPOSED CHANGES TO THE BYLAWS OF THE PENNSYLVANIA OSTEOPATHIC MEDICAL ASSOCIATION (POMA)

SUBMITTED BY: BYLAWS COMMITTEE

REFERRED TO: POMA HOUSE OF DELEGATES

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- 1 WHEREAS, the Committee on Bylaws has discussed changes to modernize the POMA Bylaws, and
- 2 WHEREAS, the process for changes to the Bylaws are outlined and require a first and second read
- 3 on consecutive years at the POMA House of Delegates, now, therefore be it
- 4 RESOLVED, that the Pennsylvania Osteopathic Medical Association (POMA) House of Delegates
- 5 accept the following revisions to the POMA Bylaws as a first read for finalize consideration
- 6 at the POMA House of Delegates in 2025.

Background Information

The requested changes to the Bylaws have been discussed, reviewed and approved by the Bylaws Committee and POMA Legal Counsel as an attachment to this Resolution

FISCAL IMPACT: \$0

ACTION TAKEN \_\_\_\_\_

DATE \_\_\_\_\_

March 19, 2024

Draft Amendments To The  
Bylaws Of The  
Pennsylvania Osteopathic Medical Association

[Proposed additions to the Bylaws are **in bold with underline**;  
proposed deletions are ~~**in bold with strikethrough**~~]

1. Amendments to Section 2.5.

Section 2.5 of the Bylaws is amended by amending the title and adding new sections Section 2.5.2 and Section 2.5.3 to read:

2.5 Discipline, **suspension**, ~~**removal of members**~~ **termination or expulsion from membership**; process.<sup>1</sup>

\* \* \*

**2.5.2 If the license to practice osteopathic medicine and surgery in the Commonwealth of Pennsylvania of a member is suspended, that member's membership in the Association shall be suspended until that member again is licensed to practice medicine and surgery in Pennsylvania; provided that, in order for such member to be reinstated, that member must have paid the dues, if any, for the year in which the membership is reinstated.**

**2.5.3 If the license to practice osteopathic medicine and surgery in the Commonwealth of Pennsylvania of a member is revoked, that member's membership in the Association shall be terminated and that individual must reapply for reinstatement in the Association in accordance with Section 2.4.1.**

2. Amendments to Section 3.1.

Section 3.1.5 of the Bylaws is amended to read:

3.1 Payment of dues.

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<sup>1</sup> Note: Section numbers are shown in **bold** and section headings are shown in **bold** and underlined in the current version of the Bylaws. The bold and underlining has been temporarily deleted from the current language of the title in order to show the proposed deleted language and the new language.

3.1.5 ~~Failure to comply with the provisions of this Article III may result in the loss of membership.~~ Termination of membership for failure to pay dues.

3.1.5.1 ~~Any member whose dues are unpaid two (2) months after the beginning of a fiscal year shall receive written notice from the chair of the Membership Committee. If a member's dues have not been paid within 90 days after they become due in any year, the Association shall give the member notice that the dues are delinquent. If the member shall fail to pay the delinquency within a period of time as determined by the Board, the Association shall give the member notice that the member's membership and all rights and privileges thereof have been terminated for nonpayment of dues.~~

3.1.5.2 ~~If the member's dues and/or assessment(s) are not paid within three (3) months from the beginning of the fiscal year, the Board of Trustees, by a majority vote, may remove the member from the rolls of the Association. Any person whose membership has been terminated pursuant to Section 3.1.5.1 for non-payment of dues shall have the right to immediate reinstatement as a member at any time during the calendar year in which the termination took place upon the payment of the delinquency.~~

3.1.5.3 A member who is removed from the rolls for nonpayment of dues and/or assessment(s) and not reinstated by payment of the delinquency during the calendar year in which the termination of membership took place, must reapply for reinstatement in the Association in accordance with Section 2.4.1.

3. Amendment to Section 5.3.9.

Section 5.3.9 is amended to read:

5.3.9 Reports of officers, departments, committees, ~~bureaus~~ commissions, taskforces, and councils and other bodies shall be made in writing and shall be submitted to the CEO at least thirty (30) days before the opening of each House of Delegates meeting.

4. Amendment to Bylaws Section 6.2.1.

Section 6.2.1 of the Bylaws is amended to read:

6.2.1 The Board of Trustees shall be comprised of the following (each a "Trustee"):

6.2.1.1 The President, President-Elect, Immediate Past President, Vice President and the Secretary-Treasurer.

6.2.1.2 One (1) representative from each district in the Association, excluding District 16; said representative to be elected by the district of which he or she is a member for a two (2)-year term. In addition, at the same time that the district

representative is elected, each district, excluding District 16, shall elect one (1) member of that district to be an alternate Trustee (“Alternate Trustee”) to serve for a two (2)-year term. The Alternate Trustee shall be an “alternate director” as provided for in 15 Pa.C.S. § 5725(d). If the Trustee elected from a district will be absent from a meeting of the Board of Trustees, that Trustee or the Alternate Trustee from that district shall notify the President and the CEO as soon as practicable that the Trustee will not be attending the meeting and that the Alternate Trustee will be attending the meeting instead. After receipt of such notice, the Alternate Trustee from that district may attend that meeting and serve as a voting member of the Board of Trustees for that meeting.

6.2.1.3 Seven (7) trustees-at-large who shall be elected by the House of Delegates by cumulative voting. The representatives elected by each district under Section 6.2.1.2 above shall not be eligible for election under this paragraph during their term of service for a two (2)-year term.

6.2.1.4 ~~The deans of LECOM, PCOM and of any other colleges~~ **Each dean of a college** of osteopathic medicine located in Pennsylvania **shall be an ex officio non-voting Trustee**. The deans may not be an officer of the Association as long as they are deans.

6.2.1.5 One (1) student ~~trustee~~ **trustee (the “Student Trustee”)**, who shall be nominated and elected by the House of Delegates for a one (1)-year term from **one of the student associations of an osteopathic college of medicine located in Pennsylvania, as provided in this Section 6.2.1.5. Each year the student Trustee shall be elected from the student association of a different osteopathic college of medicine located in Pennsylvania, with the rotation among the student associations being set by the Board of Trustees. the following student associations of osteopathic colleges of medicine in Pennsylvania: The LECOM Student Osteopathic Medical Association (SOMA), PCOM SOMA, LECOM Student Government Association (SGA), PCOM SGA, and the SOMA and SGA of any other colleges of osteopathic medicine located in Pennsylvania. The House of Delegates shall give preference to the president of each of these student organizations when considering whom to elect as a student trustee. Election of the student trustee shall begin with a member of LECOM SOMA and proceed in the following order of rotation: LECOM SOMA, PCOM SOMA, LECOM SGA and PCOM SGA.**

6.2.1.6 One (1) resident trustee (“**Resident Trustee**”) shall be nominated ~~to~~ and elected by the House of Delegates for a one (1)-year term, in rotating years, starting with the elected resident representatives to District 16 from the East, then Central, then Western regions.

6.2.1.7 One (1) young physician member trustee (“**Young Physician Member Trustee**”) shall be nominated from the floor and elected by the House of Delegates for a one (1)-year term. This nominee must have completed all residency and/or fellowship training and have been in practice for five (5) years or less.

5. Amendments to Section 6.2.2.

Section 6.2.2 is amended to read:

6.2.2 The officers who sit on the Board by virtue of the provisions of ~~Subsection Section~~ 6.2.1.1 ~~hereof shall sit in an advisory capacity and shall have no voting rights at any meeting of the Board of Trustees~~ shall serve as ex officio voting trustees (except that the President shall serve as an ex officio non-voting Trustee; provided that the President may cast the deciding vote in the event of a tie vote in any matter).

6. Amendments to Bylaws Sections 6.2.6, 6.2.7, 6.2.8.

Sections 6.2.6, 6.2.7, and 6.2.8, are amended to read:

6.2.6 The ~~student trustee~~ Student Trustee elected pursuant to Section 6.2.1.5 shall assume office at the first Board of Trustees meeting following the adjournment of the annual House of the Delegates meeting. This one (1)-year term shall not count toward the total cumulative years on the ~~board~~ Board.

6.2.7 The ~~resident trustee~~ Resident Trustee elected from the House of Delegates under Section 6.2.1.6 shall assume their office at the first Board of Trustees meeting following the adjournment of the annual House of Delegates meeting. This one (1)-year term shall not count toward the total cumulative years on the ~~board~~ Board.

6.2.8 The ~~young physician member trustee~~ Young Physician Member Trustee elected by the House of Delegates under Section 6.2.1.7 shall assume their office at the first Board of Trustees meeting following the adjournment of the annual House of Delegates meeting. This one (1)-year term will not count toward the total cumulative years on the ~~board~~ Board.

7. Amendment to Bylaws Section 6.2.9.1.

Section 6.2.9.1 of the Bylaws is amended to read:

6.2.9.1 This will apply only to the limitation set forth in Section 6.2.9 only applies to representatives from a district or Alternate Trustees elected pursuant to Section 6.2.1.3 and to trustees-at-large elected as provided for in Section 6.2.1.3; provided that it does not apply to elected members from the individual districts or House of Delegates and is not to include officers automatically seated on the Board of Trustees with no voting privileges or to trustees appointed pursuant to Sections 6.2.6, 6.2.7 and 6.2.8.

8. Amendment to Section 6.3.3.

Section 6.3.3 of the Bylaws is amended to read:

6.3.3 This section applies to the following elected and appointed positions within the Association: the President; President-Elect; Vice President; Secretary-Treasurer; Immediate Past President; Speaker and Vice Speaker of the House of Delegates; members of the Board of Trustees; delegates and alternates, elected pursuant to Section 5.1.4, to the House of Delegates of the American Osteopathic Association; district officers; chairs of all departments, ~~bureaus~~, committees, commissions, taskforces, ~~and council~~ **councils, and other bodies** of the Association; and any person in any other elected or appointed position within the Association.

9. Amendment to Bylaws Section 7.2.

Section 7.2 of the Bylaws is amended to read:

7.2.1 The President shall be the chief ~~executive~~ elected officer of the Association. The President shall **be Chair of the Board of Trustees and may preside at all other meetings of the Association, except those of the House of Delegates. The President shall be the chief spokesperson for the Association, shall** carry out such duties as are required by resolution of the House of Delegates or the Board of Trustees, ~~shall be the chief spokesperson for the Association~~ and shall perform such other functions as **are may be set forth in the Manual of Procedures or as** are **otherwise** appropriate to such office. ~~The President shall preside at meetings of the Association, except those of the House of Delegates.~~ The President shall call meetings of the Board of Trustees and shall have the authority to hold a meeting through the use of any means of communication by which all Trustees participating may simultaneously hear each other during the meeting. The President shall have the authority to speak for the Association in furtherance of any action or position taken by the House of Delegates or the Board of Trustees, and on any other matters when not in conflict with a previously adopted policy of the Association, whether adopted by the House of Delegates or the Board of Trustees. The President shall appoint department, ~~bureau~~, committee, commission, **taskforce, and** council, **and other body** chairs unless herein provided for, subject to the approval of the Board of Trustees. The President shall be a non-voting, ex-officio member of all committees, commissions, taskforces, councils and other bodies, unless the President is a member of ~~a committee~~ **that body**, in which case the President may vote.

7.2.2 The President-Elect shall ~~be the chair of the Department of Association Affairs and shall~~ perform such ~~other~~ functions as may be delegated by the President or as required by resolution of the House of Delegates, the Board of Trustees or by these Bylaws. In the absence of the President, or at the President's request, the President-Elect shall preside and assume the duties of the President.

7.2.3 The Immediate Past President shall ~~be the chair of the Department of Public Affairs and shall~~ perform such ~~other~~ functions as may be delegated by the

President or as required by resolution of the House of Delegates, the Board of Trustees or by these Bylaws.

7.2.4 The Vice President shall ~~be the chair of the Department of Professional Affairs and shall~~ perform such ~~other~~ functions as may be delegated by the President or as required by resolution of the House of Delegates, the Board of Trustees or by these Bylaws. In the absence of the President and the President-Elect, or at the President's and President-Elect's request, the Vice President shall preside and assume the duties of the President and/or the President-Elect.

7.2.5 The Secretary-Treasurer shall ~~be the chair of the Bureau of Organizational Affairs; shall~~ perform such ~~other~~ functions as may be delegated by the President or as required by resolution of the House of Delegates, the Board of Trustees or by these Bylaws; and shall perform the duties of the CEO when such office shall be temporarily vacant, unless the Board of Trustees provides for another individual to assume the duties of the CEO.

10. Amendment to the title of Article VIII.

The title of Article VIII is amended to read:

**ARTICLE VIII. DEPARTMENTS, ~~BUREAUS AND COMMITTEES,~~  
COMMISSIONS, TASKFORCES, COUNCILS, AND OTHER BODIES**

11. Amendments to Sections 8.1 and 8.2.

Sections 8.1 and 8.2 are amended to read:

Section 8.1 Appointments.

8.1.1 The President-Elect shall annually appoint the ~~chairmen~~ chairs of all ~~bureaus and~~ departments, committees, **commissions, taskforces, councils, and other bodies established as provided in Section 8.2,** subject to the approval of the Board of Trustees meeting after the election of new officers during the annual meeting of the House of Delegates. ~~Chairmen~~ Chairs so appointed shall take office upon notification and acceptance of their appointment and, upon acceptance, shall serve until their successors accept such appointments.

8.1.2 In the event the President-Elect fails to make the appointments as required by Section 8.1.1 hereof, or in the event of a vacancy in the office of

President-Elect, then the Board of Trustees shall appoint the ~~chairmen chairs~~ of all ~~bureaus and~~ committees, commissions, taskforces, councils, and other bodies established as provided in Section 8.2.

8.1.3 In the event of a vacancy occurring in the office of chair of any ~~bureau or~~ committee, commission, taskforce, council, or other bodies established as provided in Section 8.2 the President may fill said vacancy for the unexpired portion of the term in which the vacancy occurred, subject to the approval of said appointment by the Board of Trustees.

8.2 Designation of ~~Departments, Bureaus and~~ Committees. Except as provided in Section 8.4, the ~~The departments, bureaus and~~ committees of the Association, listed and described in the Manual of Procedures of the Association, shall be those as may be designated from time to time by the House of Delegates, including, but not limited to, the following committees:

8.2.1 ~~Department of Professional Affairs~~ An Executive Committee, as provided for in Section 8.3.

~~8.2.1.1 Bureau of Professional Development~~

~~8.2.1.2 Bureau of Osteopathic Medicine and Surgery~~

~~8.2.1.3 Bureau of Scientific Development~~

8.2.2 ~~Department of Public Affairs~~ A Finance Committee which shall have such membership and duties as is described in the Manual of Procedures, or as otherwise provided for by the Board of Trustees from time to time.

~~8.2.2.1 Bureau of Public Affairs and Health Education~~

~~8.2.2.2 Bureau of Public and Industrial Health~~

8.2.3 ~~Department of Association Affairs~~ An Audit Committee which shall have such membership and duties as is described in the Manual of Procedures, or as otherwise provided for by the Board of Trustees from time to time.

~~8.2.3.1 Bureau of Convention and Professional Meetings~~

~~8.2.3.2 Bureau of Organizational Affairs~~

12. Amendment to Section 8.3.2.

Section 8.3.2 is amended to read:

8.3.2 Members of the Executive Committee shall participate in person for all meetings which shall include participation via electronic means as provided for in Section 6.4.3, except as provided in this Section 6.4.3, and proxy voting is prohibited.



13. Amendment to Section 8.4.

Section 8.4 of the Bylaws is amended to read:

8.4 ~~Additional departments and~~ **Departments**, committees, **commissions, taskforces, councils, and other bodies.**<sup>5</sup>

8.4.1 ~~The~~ **In addition to the Committees listed in or established pursuant to Section 8.2, the** Board of Trustees may establish such additional departments, ~~and~~ committees, **commissions, taskforces, councils, and other bodies** as it deems necessary, and in such event shall define their **membership and** duties.

8.4.2 Such departments, ~~and~~ committees, **commissions, taskforces, councils, and other bodies established pursuant to Section 8.4.1** shall function until the next meeting of the House of Delegates when their permanent establishment will be decided by the House of Delegates.

14. Amendment to Section 13.1.3.

Section 13.1.3 is amended to read:

13.1.3 The structure of the Association is constituted by the ~~standing bureaus, departments and~~ committees provided for in Section 8.2, as stated in the Manual of Procedures, **and the departments, committees, commissions, taskforces, councils, and other bodies established pursuant to Section 8.4.1, which departments, committees, commissions, taskforces, councils, and other bodies shall be listed in the Manual of Procedures after such bodies are permanently established by the House of Delegates, as provided for in Section 8.4.2.**