

AMWA NORTHERN CALIFORNIA CHAPTER BYLAWS
CONSTITUTION AND BYLAWS

REVISED: April 29, 2010

CONSTITUTION

The Northern California Chapter subscribes to the constitution of the parent organization, the American Medical Writers Association, insofar as the principles, objectives, and provisions of the American Medical Writers Association apply to its chapters.

BYLAWS

Article I. Name and Territory

SECTION 1. The name of the organization shall be the American Medical Writers Association (AMWA), Northern California Chapter, hereinafter referred to as the Chapter.

SECTION 2. The territory of the Chapter shall include the California counties of Monterey, Kings, Tulare, Inyo and all counties to the North, and in Nevada the counties North of Route 15, and all of Hawai'i.

Article II. Objectives

SECTION 1. The objectives of the Chapter shall be the following:

- A.** To bring together those persons within the Chapter area who are engaged in or interested in any aspect of communication in the medical and allied health professions. Such persons include (but are not limited to) writers, editors, illustrators, publishers, and those active in research, documentation, audiovisual techniques, public relations, and advertising.
- B.** To promote standards of excellence in the communication of medical and other health-related information.
- C.** To offer educational opportunities to persons interested in improving the quality and effectiveness of communication in medical and allied health fields.
- D.** To further the professional development of members.
- E.** To promote highly effective communication by making the Chapter's educational programs available to non-members, and to encourage non-members to join AMWA and participate in Chapter activities.

Article III. Membership

SECTION 1. Any member in good standing with AMWA and whose primary contact address on file with AMWA national headquarters is in the territory of the Chapter shall be automatically a member of the Chapter.

SECTION 2. The standing of an individual member in AMWA shall be determined by the Secretary of the parent organization.

SECTION 3. The categories of membership shall be those defined by AMWA.

Article IV. Officers, Terms of Office and Duties

SECTION 1. The elected officers of the Chapter shall be a President, a Vice President (President-elect), a Secretary, and a Treasurer (or a Secretary-Treasurer), and may also include any or all of the following: Membership Liaison, Newsletter Editor, Programs Chair, and Pacific Coast Conference Director. These officers comprise the Board of Directors.

SECTION 2. All officers must be members in good standing of the Chapter.

SECTION 3. With the exception of President and Pacific Coast Conference Director, all officers shall be elected annually and each shall have a one year term of office; the elected Vice President (President-elect) of the previous term assumes the office of President. Should no elected Vice President exist (for example, if someone other than the Vice President was appointed for the remainder of the sitting President's term), the office of President will be open for election as well. The term of the Pacific Coast Conference Director shall be up to two years, starting up to 18 months before the Conference and ending six months after the completion of the Conference.

SECTION 4. All elected officers shall take office approximately at the time of the national AMWA annual meeting.

SECTION 5. The duties of the President shall be:

- A.** To serve as chairperson of the Board of Directors and as ex-officio member of all other committees.
- B.** To appoint the chairpersons of all committees authorized by the Board of Directors.
- C.** To preside at all business meetings of the Chapter (meetings convened for the purpose of presenting business to the members for discussion or vote) and at all meetings of the Board of Directors as coordinator of all projects.
- D.** To delegate duties not specifically assigned to other Board members.
- E.** To monitor the progress of all Chapter activities.
- F.** To schedule at least 2 Board of Directors meetings annually.
- G.** To serve as National Delegate or to appoint a Board member as National Delegate. If no Board members are available to serve, to appoint a Chapter member as National Delegate, as authorized by the Board of Directors. The National Delegate represents the Chapter in describing its programs and activities and participates in the business of the National Board of Directors.

SECTION 6. The duties of the Vice President (President-elect) shall be:

- A.** To assist the President in all of his/her duties and responsibilities.
- B.** To serve as chair of the nominating committee.
- C.** To be responsible for programs if the Board of Directors has no current Programs Chair.
- D.** To attend all Chapter business meetings and meetings of the Board of Directors.

- E. To preside, in the absence of the President, at Chapter business meetings and at meetings of the Board of Directors.
- F. To assist with Chapter affairs as requested by the President.
- G. To assume the role of President in the year after serving as Vice President (President-elect).

SECTION 7. The duties of the Secretary shall be:

- A. To attend all Chapter business meetings and meetings of the Board of Directors.
- B. To take minutes at all Chapter business meetings and Board of Director meetings, and to keep the Chapter files.
- C. In the absence of a Membership Liaison, to keep the Chapter membership list (and email distribution list) current and to make regularly updated copies available to Board members.

SECTION 8. The duties of the Treasurer shall be:

- A. To establish and maintain separate bank accounts and signature cards for the Chapter and the Pacific Coast Conference. The Treasurer shall deposit all monies paid to the Chapter in the Chapter's bank account and shall pay all approved bills, and shall oversee all monetary transactions related to the running of the Pacific Coast Conference.
- B. To attend all Chapter business meetings and meetings of the Board of Directors.
- C. To prepare a brief financial report to be read at each meeting of the Board of Directors.
- D. To prepare a detailed financial report at the end of the AMWA fiscal year, including the income and expenses of the past year, the account balances for all accounts, and the budget for the next year and submit it to the Treasurer of the national organization by August 1.. The AMWA fiscal year runs from July 1 through June 30.

SECTION 9. The duties of the Membership Liaison shall be:

- A. To attend all Chapter business meetings and meetings of the Board of Directors.
- B. To work with the National Office to maintain a supply of new member materials and to send these to new and prospective members.
- C. To maintain a list (and email distribution list) of Chapter members and to serve as contact for potential members.
- D. To communicate member news to the Chapter Newsletter Editor.

SECTION 10. The duties of the Newsletter Editor shall be:

- A. To prepare a newsletter for distribution to the Chapter membership at appropriate intervals with the assistance of the other Chapter officers as necessary. The newsletter may include such matters of interest as the calendar of events, membership information, and announcements and reviews of Chapter meetings.
- B. The Newsletter Editor shall attend all Chapter business meetings and meetings of the Board of Directors.

SECTION 11. The duties of the Programs Chair shall be:

- A. To solicit from the membership ideas for programs, speakers, and venues; to schedule general meetings (meetings convened for educational, networking, or social purposes) in coordination with the Board of Directors; and to work with Chapter members to organize programs of interest to the membership.

- B. To inform the Newsletter Editor of information regarding upcoming meetings.
- C. To attend all Chapter business meetings and meetings of the Board of Directors.

SECTION 12. The duties of the Pacific Coast Conference Director shall be:

- A. To coordinate and organize the Pacific Coast Conference in the spring of even years. This entails serving in the position for up to two years, starting up to 18 months before the Conference and finishing 6 months after the completion of the Conference.
- B. To manage the monetary transactions related to the Pacific Coast Conference and work with the Conference Registrar to ensure that all Conference-related deposits are made to the Conference bank account and that all Conference-related bills are paid from Conference funds.
- C. To keep the Chapter Treasurer apprised of monetary transactions related to the running of the Conference.
- D. To communicate Conference-related information to the Chapter Board of Directors.
- E. To communicate Conference-related news to the Chapter Newsletter Editor.
- F. To act as a liaison with the Pacific Southwest Chapter, which runs the Pacific Coast Conference in odd years, regarding Conference-related issues.
- G. To attend all Chapter business meetings and meetings of the Board of Directors.

SECTION 13. Vacancies

- A. If a vacancy occurs in the office of President, the Vice President (President-elect) shall assume the duties of this office for the remainder of the term and continue to hold the office of President the following year, as scheduled. If a Vice President (President-elect) is not available, the office of President will be filled for the remainder of the term using the following strategies (in order):
 1. Board members will appoint a sitting Board member to fill the position.
 2. The Board will attempt to fill the position with a retired Board member.
 3. Board members may distribute and assume the President's duties.
 4. The Board may appoint a Chapter member to the office.
- B. If a vacancy occurs in any Chapter office other than President, a successor for the remainder of the term shall be appointed by the Board of Directors.

SECTION 14. Removal from office

- A. Any officer who fails to perform the duties of the office or whose conduct is deemed prejudicial to the organization shall first be served with a written notice of concerns from the Board.
- B. Should the prejudicial conduct or failure to perform duties of office continue after the officer has received written notice, the officer may be removed from office by an affirmative vote of two-thirds (2/3) of the Board of Directors, not including the officer in question.
- C. Any officer thus removed from office shall have the right of appeal to the National Board of Directors.

Article V. Elections

SECTION 1. Elections shall be conducted by means of a ballot or an electronic link to a balloting system distributed to Chapter members. Chapter officers shall be elected by a simple majority of the responses. Elections shall have been completed prior to the AMWA Annual Conference.

SECTION 2. Chapter officers shall be nominated and elected in the following manner:

- A.** The President-elect shall appoint a Nominating Committee, as approved by the Board of Directors. Members who are running for office are not eligible to serve on the Nominating Committee.
- B.** No less than 30 days before elections are scheduled to begin, an announcement calling for officer nominations will be distributed to Chapter members along with the Nominating Committee contact information. Persons interested in volunteering their services as officers should notify members of the Nominating Committee.
- C.** The Nominating Committee shall be responsible for advising nominees of the duties of each office and ascertaining that the nominee would serve, if elected. Nominees who indicate that they would serve are then considered officer candidates.
- D.** The Nominating Committee shall present to the Board of Directors the names of all candidates for each office. The entire slate of candidates, confirmed by the Board of Directors to be current members in good standing, shall be presented to the Chapter membership for election, and the election process must be completed at least 45 days before the AMWA Annual Conference.
- E.** Nominees may submit information about themselves and their position statements, which will be distributed to the membership.

Article VI. Board of Directors

SECTION 1. Functions:

- A.** The Board of Directors shall consist of all elected officers. The President shall serve as chairperson. A simple majority is required for a quorum and must include the President or Vice President.
- B.** The Board of Directors shall be responsible for the direction of the affairs of the Chapter and shall be the trustee of all Chapter property.

Article VII. Meetings

SECTION 1. General Chapter meetings shall be scheduled by the Programs Chair or other member appointed by the Board of Directors for purposes of presentations, seminars, workshops, and networking. There shall be at least two general Chapter meetings each AMWA year. The Chapter will comply with the national AMWA policy regarding the scheduling of major meetings in the specified time period before or after the Annual Conference. Specifically, Chapter Conferences where workshops are offered or seminars lasting more than one-half day will not be held within 30 days of the Annual Conference.

Article VIII. Hosting of the Pacific Coast Conference

SECTION 1. To ensure that the Northern California Chapter takes responsibility for holding the Pacific Coast Conference every other year (even years), and to ensure a line of communication between the Chapter and the Conference, a Pacific Coast Conference Director will be elected as a member of the Chapter Board of Directors. This position will be held for two years, starting up to 18 months before the Conference.

SECTION 2. To ensure that both the Chapter and the Conference can best plan for future events, the funds for Chapter operations and the Pacific Coast Conference shall be kept separate and shall be reserved for their intended purpose.

Article IX. Amendments

SECTION 1. Amendments to these Bylaws may be proposed in writing to the Board of Directors by any Chapter member in good standing. The Board of Directors shall consider all proposed amendments within 90 days. If the Board accepts the proposed amendment, the amendment will be presented to the Chapter membership by ballot. A simple majority of the returned ballots rules.

SECTION 2. If proposed amendments are approved by majority of Chapter members who cast votes, the proposed amendments shall be forwarded to the National Board of Directors. Any amendments to Chapter Bylaws require the approval of the National Board of Directors as indicated in the National Bylaws.

SECTION 3. Proposed amendments to these Bylaws shall take effect immediately on approval by the Chapter membership and the AMWA National Board of Directors.

Article X. Dissolution of the Chapter

If the Chapter is dissolved, the Board of Directors shall donate the Chapter's net assets to AMWA or to any organization approved by AMWA.

Article XI. Date of Effect

These Bylaws shall become effective as specified in Article IX.