

CONSTITUTION OF THE AMERICAN COLLEGE OF OSTEOPATHIC FAMILY PHYSICIANS, INC.

ARTICLE I – NAME

The name of this organization shall be: The American College of Osteopathic Family Physicians, Inc. (ACOFP), also referred to hereafter as the “College.” The College is a not-for-profit corporation, chartered under the laws of the State of Illinois, and an affiliate of the American Osteopathic Association (AOA). The duration of this organization shall be perpetual.

ARTICLE II – MISSION AND OBJECTIVES

Section 1.

The mission of ACOFP is to promote excellence in osteopathic family medicine through quality education, visionary leadership and responsible advocacy.

Section 2.

The objectives of the College are:

1. To promote public health;
2. To encourage scientific research regarding osteopathic family medicine;
3. To support high standards of ongoing osteopathic education for osteopathic family physicians;
4. To identify, promote, and advance the standards of family medicine in the field of osteopathic medicine and surgery;
5. To encourage and improve the educational opportunities for the training of osteopathic family physicians in all branches of osteopathic medicine and surgery, including the osteopathic family medicine training programs;
6. To promote the departments of family medicine in all hospitals and all colleges of osteopathic medicine;
7. To promote improved understanding by the public of the services rendered by the osteopathic family physician;
8. To abide by the Code of Ethics of this College;
9. To cooperate with the American Osteopathic Board of Family Physicians (AOBFP); and
10. To conduct at least two educational programs annually-one of which may be in conjunction with the annual scientific seminar of the AOA.

ARTICLE III - AFFILIATED SOCIETIES

Affiliated societies of ACOFP may be organized in conformity with the bylaws of this College.

ARTICLE IV – MEMBERSHIP

The membership of this College shall consist of osteopathic family physicians and such other persons who have met the requirements of membership prescribed by the ACOFP Bylaws.

ARTICLE V - CONGRESS OF DELEGATES

The Congress of Delegates shall be the policy-making and legislative body of the College, and shall perform such functions as set forth in the bylaws.

50 **ARTICLE VI – OFFICERS**

51 The elected officers of this College shall be the President, President-Elect, the Past Presidents for the preceding
52 two years, Vice President, and Secretary/Treasurer.

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54 **ARTICLE VII - BOARD OF GOVERNORS**

55
56 **Section 1.**

57 The Board of Governors shall be composed of the President, President-Elect, the Past Presidents for the
58 preceding two years, Vice President, Secretary/Treasurer, six (6) Governors-at-large, one osteopathic
59 Resident Governor, one osteopathic Student Governor, and the Speaker of the Congress of Delegates,
60 all to be selected as provided in the Bylaws. The Speaker has voice but no vote.

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62 **Section 2.**

63 The Board of Governors shall be the Executive Body of the College and shall perform such duties as
64 provided in the Bylaws and by the Congress of Delegates.

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66 **ARTICLE VIII – EXECUTIVE DIRECTOR**

67 The Executive Director shall be designated and hired by the Board of Governors and serve for such term as the
68 Board shall define.

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70 **ARTICLE IX – AMENDMENTS**

71
72 **Section 1.**

73 This Constitution may be amended at any annual meeting of the Congress of Delegates by a three-
74 fourths vote of the total number of credentialed delegates in attendance for voting, provided that the
75 proposed amendment shall have been filed with the Executive Director of the College at least 60 days
76 before the first day of the meeting of the Congress of Delegates and that the Executive Director shall
77 have notified the membership of the College in writing of the proposed amendment at least 30 days
78 preceding the first day of the meeting of the Congress of Delegates.

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80 **Section 2.**

81 All amendments to the Constitution shall not be effective until they are submitted to and approved by
82 the Board of Trustees of the AOA.

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85 **BYLAWS OF THE AMERICAN COLLEGE OF OSTEOPATHIC FAMILY PHYSICIANS, INC.**

86
87 **ARTICLE I – NAME**

88 The name of this organization shall be: The American College of Osteopathic Family Physicians, Inc. (ACOFP)
89 also referred to hereafter as the “College.” The College is a not-for-profit corporation, chartered under the
90 laws of the State of Illinois, and an affiliate of the American Osteopathic Association (AOA). The duration of
91 this organization shall be perpetual.

92
93 **ARTICLE II - AFFILIATE SOCIETIES**

94 A group of osteopathic family physicians desiring a charter as an affiliate society of ACOFP in a state, a
95 designated geographic area which includes territory within more than one state in which there is no existing
96 affiliate society within any portion of the designated geographic area, the District of Columbia, or a foreign
97 territory or an organization of osteopathic family physicians serving in the uniformed services of the United
98 States shall submit its request to the Board of Governors of ACOFP for its approval. Following authorization to
99 form a society, the group may organize and then submit its Constitution and Bylaws to the Congress of
100 Delegates for approval before the society may be granted a charter. At any time thereafter, upon demand of
101 this organization, evidence that the approved society's Constitution, Bylaws, Code of Ethics and policies

102 conform to those of this organization while said charter is in force shall be furnished to the Board of Governors.
103 Affiliates may be disaffiliated upon recommendation of the Board of Governors and approval of the Congress
104 of Delegates.

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106 **ARTICLE III – MEMBERSHIP**

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108 **Section 1. Qualifications**

109 An applicant for membership, except as provided herein, shall be a graduate of a college of osteopathic
110 medicine approved by the American Osteopathic Association at the time of graduation and shall be
111 licensed to practice osteopathic medicine. Each applicant shall be of good moral character, and shall
112 conform to the ACOFP Code of Ethics.

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114 **Section 2. Membership Classifications**

115 The membership of this College shall consist of the following classes: Active, Academic, and Associate.
116

117 A. Active members shall have completed AOA-approved post-doctoral training in family medicine or
118 Accreditation Council of Graduate Medical Education (ACGME) approved post-doctoral training or
119 have been in active family medicine for greater than six years. The Committee on Membership
120 may recommend to the Board of Governors a waiver of these requirements based on individual
121 considerations. Active members are entitled to serve as delegates to the ACOFP Congress of
122 Delegates, hold office, hold committee appointments, and they may be included in one of the
123 following categories:

124
125 (1) Osteopathic honorary membership may be conferred by the Board of Governors on active
126 members in good standing for 25 consecutive years immediately preceding, and who have
127 rendered outstanding service to the College at either the state or national level. This honor
128 shall be conferred by the Board of Governors on each President upon conclusion of the term of
129 office. These members shall pay no dues or assessment and shall be deemed and have the
130 privileges of active members.

131
132 (2) Life membership may be granted by the Board of Governors to any active member who has
133 reached the age of 70 years, and who has been a member in good standing for 25 consecutive
134 years immediately preceding. The Committee on Membership may recommend waiver of
135 these requirements on individual consideration. Life members shall not pay dues or
136 assessments. Life members shall be deemed and have the privileges of active members.

137
138 (3) Retired membership may be granted by the Board of Governors to active members in good
139 standing in this organization who, because of age or through disability, have discontinued
140 practice. These members shall have the same privileges as active members.

141
142 B. Academic members shall be students in colleges of osteopathic medicine accredited by the
143 Commission on Osteopathic College Accreditation who are also members of their local
144 undergraduate chapter located within the geographic boundary served by the ACOFP affiliate
145 society or interns in post-doctoral programs accredited by AOA or ACGME or residents in family
146 medicine post-doctoral programs accredited by AOA or ACGME. Academic members shall be
147 entitled to serve as committee members, board members and delegates, and shall have voting
148 privileges as set forth in Article V-Congress of Delegates.

149
150 C. Associate members shall be those persons whose professional activities involve cooperation with
151 osteopathic family physicians through their specialty; or who contribute to some phase of the
152 special field of osteopathic family medicine, such as education and research in scientific fields; or
153 others interested in supporting this College. Associate members may not vote as delegates or hold

154 office. Associate members shall include the following categories:
155

- 156 (1) Professional Associate members whose activities involve cooperation with osteopathic family
157 physicians, or who contribute to some phase of the special field of osteopathic family
158 medicine, such as education and research in scientific fields, may serve on committees and
159 may vote on committees, but may not vote as a delegate or hold office.
160
- 161 (2) Industry associate members shall be those individual representatives who are employed by
162 companies that provide products and services to the osteopathic family physician and
163 profession. Industry associate members shall have the same privileges as active members,
164 except they shall not have a vote or hold office.
165
- 166 (3) Non-osteopathic honorary membership may be conferred by the Board of Governors on any
167 person who has rendered outstanding service to the organization at either the state or national
168 level. These members shall not have voting privileges and shall not hold office.
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170 **Section 3. Active Members in Good Standing**

171 The phrase "in good standing" shall describe only those active members whose dues and assessments
172 are current, and who document CME hours earned within a three-year period of educational programs
173 consistent with the AOBFP requirements, and who are in compliance with the ACOFP Code of Ethics.
174 National officers, affiliate officers, and residency program directors must be members in good
175 standing.
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177 **Section 4. Disciplinary Action**
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- 179 A. The membership of any member of the College who, in the opinion of the Executive Committee,
180 persistently violates the established policy of the College, is convicted of a felony or of any crime
181 relating to or arising out of the practice of medicine, or violates the ACOFP Code of Ethics, may be
182 revoked, suspended, or placed on probation by action of the Executive Committee of the College
183 upon the recommendation of the Committee on Membership, after the member has been given
184 notice and an opportunity to be heard before such action is taken. Any individual whose
185 membership has been so revoked, suspended or placed on probation shall have the right of appeal
186 to the Board of Governors of the ACOFP at its next regular meeting, requesting a review of the
187 action of the Executive Committee, and the Board of Governors, on review, may in its discretion
188 take such action in regard thereto as it deems appropriate.
189
- 190 B. Revocation of membership does not prohibit one from future application to the College.
191

192 **ARTICLE IV - DUES AND ASSESSMENTS**
193

194 **Section 1. Dues**

195 The annual dues for all dues paying members shall be determined by the Congress of Delegates and
196 administered by the Board of Governors.
197

198 **Section 2. Payment of Dues**
199

- 200 A. All dues are payable at the beginning of the calendar year except in the year a member joins when
201 dues shall accompany the application.
202
- 203 B. If dues are not paid by April 1 of the same fiscal year, the member shall be automatically
204 suspended.
205

- 206 C. Non-payment of dues for twelve months after the initial invoice will result in membership
207 revocation. Such members may reapply, pursuant to the ACOFP re-application procedures.
208

209 **Section 3. Assessments**

210 To meet emergencies, the Board of Governors may levy such assessments as may be necessary,
211 provided that the total of such assessments in any one year shall not exceed the amount of the annual
212 dues. Failure to pay such assessments shall incur the same penalty as failure to pay dues. Those
213 dropped from membership for nonpayment of dues during the fiscal year in which an assessment is
214 levied shall be required to pay the assessment prior to reapplying for membership.
215

216 **Section 4. Waiver of Dues and Assessments**

217 A member may apply for waiver of dues and assessments for cause to the Committee on Membership
218 who shall send its recommendations to the Board of Governors which, upon majority vote, may waive
219 part or all of the annual dues and assessments of a member.
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221 **ARTICLE V - CONGRESS OF DELEGATES**
222

223 **Section 1. Composition**
224

- 225 A. The ACOFP Executive Director shall provide to the Secretary of each ACOFP affiliate society in
226 writing the number of delegates to which that Society is entitled at least 60 days before the first
227 day of the annual meeting of the Congress of Delegates.
228
- 229 (1) Each affiliate society shall be entitled to at least one voting delegate, who shall be a member in
230 good standing, and shall be entitled to an additional voting delegate for every 25 members
231 thereafter, or the majority fraction thereof, active members, plus one voting delegate from
232 each approved undergraduate chapter located within the geographic boundaries served by the
233 ACOFP affiliate society.
234
 - 235 (2) Each affiliate society shall select the delegates and respective alternate delegates to the
236 Congress of Delegates under the above provisions.
237
 - 238 (3) The Secretary of each affiliate society shall certify its delegates and alternate delegates to the
239 ACOFP Executive Director in writing at least 30 days prior to the first day of the annual meeting
240 of the Congress of Delegates.
241
 - 242 (4) Each affiliate society shall be entitled to one voting osteopathic family medicine resident
243 delegate who meets the following criteria.
244
 - 245 (a) Be currently enrolled and in good standing in an AOA or ACGME residency program in
246 the state which the delegate represents.
247
 - 248 (b) Be a member in good standing of the ACOFP affiliate society in the state (if such an
249 affiliate society exists).
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 - 251 (c) Be a member in good standing with ACOFP and AOA.
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 - 253 (5) Each affiliate society shall determine the method of choosing the delegate. This delegate shall
254 be a voting member of the affiliate society delegation.
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- 256 B. One-fourth of the credentialed delegates shall constitute a quorum of the Congress of the
257 Delegates.

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Section 2. Qualifications

- A. Delegates and alternate delegates to the Congress of Delegates shall be active members or academic members in good standing of this College and their ACOFP affiliate societies.
- B. The members of the Board of Governors shall attend the meetings of the Congress of Delegates and shall have voice but no vote or privilege of motion unless they are duly elected delegates.
- C. All delegates and alternate delegates to the Congress of Delegates shall abide by the rules and regulations of the Congress of Delegates and of their respective state delegations.

Section 3. Responsibilities

The Congress of Delegates shall be the legislative and policy making body of this College. No appropriation shall be made by the Congress of Delegates except upon recommendation of the Executive Committee, and approval by the Board of Governors. All resolutions, motions or otherwise, having for their purpose the appropriation of funds, shall first be referred without discussion to the Executive Committee of the Board of Governors. An adverse ruling on such motions may be overruled by a three-fourths vote of the Congress of Delegates.

Section 4. Speaker

- A. A Speaker shall be elected by the Congress of Delegates at its annual meeting, shall preside over the Congress of Delegates, and shall vote only in the event of a tie vote.
- B. The Speaker shall be conversant with the Constitution & Bylaws, the Policy Manual, the Rules and Parliamentary Authority adopted by the College, and shall preside at all meetings of the Congress of Delegates and shall appoint the chair and members of the committees of the Congress.
- C. The Speaker shall be responsible, with the advice of the Board of Governors, for formulating the agenda.

Section 5. Vice Speaker

A Vice Speaker shall be elected by the Congress of Delegates at its annual meeting, shall possess the above qualifications of the Speaker, and shall be present at all meetings of the Congress of Delegates to preside in the absence of, or at the request of, the Speaker.

Section 6. Vacancies in Offices of Speaker or Vice Speaker

In the event of a vacancy in both the offices of Speaker or Vice Speaker, the positions shall be filled by Presidential appointment to serve until the next annual meeting.

Section 7. Meetings

- A. The annual meeting of the Congress of Delegates shall be held in conjunction with the annual convention of the College.
- B. Notice of special meetings of the Congress of Delegates shall be published at least thirty (30) days prior to the first day of each meeting.
- C. A special meeting of the Congress of Delegates may be called by the President, forty percent (40%) of the credentialed delegates by signed petition to the Speaker, or simple majority of the Affiliate Societies.

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Section 8. Secretary

The Executive Director of the College shall be the Secretary of the Congress and shall keep or cause to be kept minutes of the actions of the Congress proceedings.

ARTICLE VI - BOARD OF GOVERNORS

Section 1. Qualifications

The Governors shall be active or academic members in good standing of the College and must be AOA members.

Section 2. Composition

A. The Board of Governors shall consist of the President, President-Elect, the Past Presidents for the preceding two years, Vice President, Secretary/Treasurer, six (6) Governors-at-large, one Osteopathic Resident Governor and one Osteopathic Student Governor as provided for in the Bylaws.

B. The Speaker of the Congress of Delegates shall be an *ex-officio* member of the Board of Governors with voice but no vote.

Section 3. Quorum

A quorum of the Board of Governors shall be the majority of the officers and six Governors-at-large.

Section 4. Election

The Board of Governors of this College shall be elected as hereinafter provided by the Bylaws under Article IX- Elections.

Section 5. General Functions

A. The Board of Governors shall be the governing body of this College and shall manage the affairs of the College in accordance with the Constitution & Bylaws, and carry out the policies and directives of the Congress of Delegates.

B. The Board of Governors shall meet at least three times annually.

(1) One meeting shall be held in conjunction with the annual convention of the College.

(2) Other meetings shall be held at the call of the President with at least a 10 day notice.

C. Special meetings of the Board of Governors may be called:

(1) By the President, at any time;

(2) Upon written request of any three members of the Board of Governors to the President, and the President shall call such special meeting within 30 days of the request.

D. Waiver of Notice

The transaction of any meeting of the Board of Governors, however called and noticed and wherever held, shall be as valid as a meeting duly held after regular call and notice if a quorum is present and if either before or after the meeting, each member of the Board of Governors not present signs a written waiver of notice or consent to the holding of such a meeting or an approval

362 of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate
363 records, or made a part of the minutes of the meeting.

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365 **Section 6. Duties**

366 The duties of the Board of Governors shall be:

- 367
368 A. To manage the affairs of the College in accordance with the Constitution & Bylaws and the
369 Congress of Delegates.
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371 B. To administer, fulfill, and carry out the policies and resolutions adopted by the Congress of
372 Delegates.
373
374 C. To appoint an Executive Director who shall be the administrative officer of the College and work
375 under the direction of the President and the Board of Governors.
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377 D. To pass emergency interim rules and regulations between meetings of the Congress of Delegates,
378 which are subject to approval or repeal by the Congress at its next meeting.
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380 E. To define ACOFP committees and approve appointments to the committees.
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382 F. To develop the ACOFP strategic plan, whose goals will be submitted to the Congress of Delegates
383 for approval.
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385 G. To ensure the presentation to the Congress of an annual budget, and to review on a regular basis
386 the expenditures of the College, and to approve emergency appropriations consistent with the
387 fiscal goals of the College.
388
389 H. To develop investment policy and monitor the financial status of the College.
390
391 I. To approve the granting of the designation "Fellow of the American College of Osteopathic Family
392 Physicians (FACOFP)."
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394 J. To perform their fiduciary responsibilities to the members of the College.
395

396 **Section 7. Termination**

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398 A. In the event any Governor fails to perform the duties of the office as determined by a two-thirds
399 vote of the credentialed voting members of the Congress of Delegates at any regular or special
400 meeting, the Congress shall declare the office vacant and elect a successor to complete that term
401 of office.
402
403 B. A vacancy occurring on the Board of Governors shall be filled by Presidential appointment with the
404 approval of the majority of remaining Governors. The successor shall serve until the next annual
405 meeting of the Congress of Delegates. The Congress of Delegates shall fill the remainder of the
406 unexpired term by a majority election.
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408 C. When a member fails to attend three consecutive meetings without proper cause, then the seat
409 may be declared vacant by the voting quorum of the Board.
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413 **ARTICLE VII – OFFICERS**

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Section 1. Composition

The elected officers of the College shall be the President, President-Elect, the Past Presidents from the preceding two years, Vice President, and Secretary/Treasurer.

Section 2. Qualification

All officers shall be active members of this College in good standing and members of the AOA.

Section 3. Term and Tenure

All officers shall hold office for a term of one year or until their successors are elected.

Section 4. Duties

The officers of this organization shall conduct their activities in accord with the Constitution and Bylaws and shall perform such other duties as the College may require of them.

Section 5. Duties of Officers

A. The President:

- (1) Shall perform those duties which usually pertain to that office as well as those duties specified in the Constitution and Bylaws of this College and by the Board of Governors.
- (2) Shall be chair of the Board of Governors and preside at all its meetings.
- (3) Shall be *ex-officio* member of all committees.
- (4) Shall appoint all chair of departments and committees and committee members; these appointments shall be subject to the approval of the Board of Governors unless otherwise specified in the bylaws.
- (5) Shall appoint all special committees.
- (6) Shall exercise general supervision of the Executive Director and the affairs, business matters and property of the College subject to the advice and authority of the Board of Governors and the Congress of Delegates as provided by the Constitution & Bylaws.
- (7) Shall present a general report on the affairs of the College at each regular meeting of the Congress of Delegates.
- (8) Shall keep, or cause to be kept, a permanent record of the official acts made in the performance of the duties of the office of President in the books of the College.
- (9) Shall have authority to execute contracts for and on behalf of the College subject to the approval of the Board of Governors in accordance with the policies and procedures of the College.
- (10) Shall discharge such duties as may be required by the Family Medicine Resident Training Program and the American Osteopathic Board of Family Physicians.
- (11) Shall discharge such other duties as may be required of the President by the Articles of Incorporation, Constitution & Bylaws of this College and by the Board of Governors thereof.

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B. President-Elect:

- (1) Shall become well acquainted with the duties of the President and the functions of the College.
- (2) Shall perform those duties as provided by the Constitution & Bylaws.
- (3) The President-Elect shall become the President:
 - (a) At the expiration of the President's term of office;
 - (b) According to the other relevant provisions of the Bylaws.
- (4) Shall perform the duties of the President in the absence or at the request of the President.

C. Vice President:

The Vice President shall perform the duties requested by the President.

D. Secretary/Treasurer:

- (1) The Secretary/Treasurer shall perform all the functions of that office which are specified in the Parliamentary Authority and Bylaws of the College.
- (2) Shall, together with the President, make conveyances of real estate, releases and assignments subject to the approval of the Board of Governors.
 - (a) Shall maintain or cause to be maintained an up-to-date inventory;
 - (b) Shall be prepared at all times to give an accounting for all income and disbursements;
 - (c) Shall prepare or cause to be prepared an annual budget, and;
 - (d) Shall deliver a complete annual financial report to the Congress of Delegates at its annual meeting.
- (3) Shall be authorized to delegate such details to the Executive Director or to hire such assistance as may be necessary to conduct the duties of the office of Secretary/Treasurer properly, subject to the approval of the Board of Governors.

E. Immediate Past President and Past President:

The Immediate Past President and Past President shall perform duties and provide advice and counsel as requested by the President.

F. Vacancies:

- (1) In the event the office of President becomes vacant, the President-Elect assumes the duties of the office of the President. The office of President-Elect shall then be declared vacant, and said vacancy shall be filled as provided in the Bylaws.
- (2) In the event the President becomes disabled and unable to perform the duties of his office, but does not request the President-Elect to assume the duties of the President, it shall be the

517 prerogative of the Board of Governors to declare the President disabled and request the
518 President-Elect to assume the duties of the President. Such action can only be taken by a two-
519 thirds vote of quorum of Board members present and voting.
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521 **ARTICLE VIII - EXECUTIVE DIRECTOR**

522 The Executive Director shall be employed by the College pursuant to a contract by the Board of Governors, and
523 shall be the administrative officer of the College and work under the direction of the President. The duties of
524 the Executive Director shall include, but shall not be limited to:

- 525
- 526 1. Administration of the ACOFP staff.
 - 527
 - 528 2. Annual review of Policies and Procedures of ACOFP.
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 - 530 3. The fulfillment of the requirements of the Executive Director Position description, the Policies
531 and Procedures of the College, and the terms of the employment contract with the College.
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533 **ARTICLE IX – ELECTIONS**

534 **Section 1. General**

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- 536 A. The elected Officers, Governors-at-large, two Governors representing the Academic Members of
537 the College, Speaker and Vice Speaker shall be elected by the Congress of Delegates at the annual
538 meeting.
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 - 540 B. The Nominating Committee shall submit a panel of nominees for the various positions to the
541 President at least 30 days prior to the annual meeting.
542
 - 543 C. Nominations for any of these positions may be made from the floor during the annual meeting of
544 the Congress of Delegates, provided such nominations receive not less than five seconds, with no
545 more than one second from any one affiliate society.
546
 - 547 D. Each of these positions shall be filled by majority vote of all credentialed delegates present at the
548 time of the vote, assuming a quorum is present. Proxy votes are not permitted.
549
 - 550 E. The elected officials shall assume their duties immediately following the adjournment of the annual
551 meeting of the Congress of Delegates.
552

553 **Section 2. Terms**

- 554
- 555 A. The President-Elect, Vice President, and Secretary/Treasurer shall each be elected for a one-year
556 term or until their successors are elected.
557
 - 558 B. The Speaker and Vice Speaker shall be elected to serve for a one-year term or until their successors
559 are elected.
560
 - 561 C. Two of the six Governors-at-large shall be elected annually to a three-year term.
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 - 563 D. The Resident and Student Governors shall be elected annually for a one-year term.
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565 **Section 3. Term Limits**

- 566
- 567 A. The President-Elect shall be elected to serve a maximum four-year term, sequentially, as President-
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- 569 Elect, President, Immediate Past President, and Past President with no opportunity for re-election
570 to any of these positions.
571
572 B. The Vice President shall serve a maximum of three (3) one-year terms.
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574 C. The Secretary/Treasurer shall serve a maximum of up to nine (9) consecutive one-year terms.
575
576 D. The Speaker and Vice Speaker of the Congress of Delegates shall each serve a maximum of up to
577 nine (9) consecutive one-year terms.
578
579 E. Governors, other than those whose terms are defined above, shall be limited to three (3)
580 consecutive three-year (3) terms as Governor, with the exception that the Governor may complete
581 the term in which nine (9) years or more of service is completed.
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583 **ARTICLE X - DEPARTMENTS AND COMMITTEES**

584 **Section 1.** Executive Committee

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587 A. The composition of the Executive Committee will include the elected officers of the College: the
588 President, President-Elect, the Past Presidents from the preceding two years, the Vice President,
589 and the Secretary/Treasurer.
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591 B. The Executive Committee may be convened by the President to:
592
593 (1) Act on behalf of the Board of Governors between meetings of the Board.
594
595 (2) Review the performance of the Executive Director.
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597 (3) Review in detail the fiscal matters of the College to make recommendations to the Board.
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599 (4) Recommend actions to the Board of Governors on appropriations requested by the Congress of
600 Delegates.
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602 **Section 2.** Qualifications of Standing Committee Members

603 Standing committee chairs and committee members shall be active members of this College in good
604 standing, or academic or associate members of this College.
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606 **Section 3.** Organization

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608 A. The committee activities of this College shall be organized under five departments. Other
609 committees may be formed by the President with the approval of the Board of Governors; these
610 committees may also be disbanded at the recommendation of the President and with the approval
611 of the Board of Governors. Newly formed committees will be placed under one of the existing five
612 departments by the Board, as appropriate.
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614 B. The departments with their respective standing committees shall be:
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616 (1) Department of Education
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618 (2) Department of Professional Affairs
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620 (3) Department of Public Affairs

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- (4) Department of Business Affairs
- (5) Department of Governance & Operations

Section 4. General Duties

The duties of the departments and committees shall be outlined in the Operating Policy Manual and shall be reviewed annually for revisions by the Executive Director, who will make recommendations for modification to the Board of Governors.

Section 5. Term Limits

Standing committee members and chairs shall serve a maximum of up to three (3) consecutive three-year terms, with the exception that the member may complete the term in which nine (9) years or more of service is completed.

ARTICLE XI – FINANCES

Section 1. Budget

The annual budget shall be prepared at the direction of the Secretary/Treasurer, approved by the Board of Governors, and presented to the Congress of Delegates for adoption at its annual meeting.

Section 2. Emergency Appropriations

The Board of Governors, by a two-thirds vote of a quorum of the Board, may make emergency appropriations without approval of Congress for items not included in the approved budget, in an amount not to exceed ten percent per year of annual operating expense.

Section 3. Dissolution

In the event this College should be dissolved or merged with another body and cease to be an affiliated specialty college of the American Osteopathic Association, the total assets of this College, including title to real estate and all other property, shall be transferred to the American Osteopathic Association or another organization which then qualifies under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE XII - OFFICIAL PUBLICATION

The College shall have an official publication, with an editor whose annual appointment by the President shall be approved by the Board of Governors. The Editorial Committee will recommend editorial policy to the Board of Governors.

ARTICLE XIII – FELLOWS OF THE AMERICAN COLLEGE OF OSTEOPATHIC FAMILY PHYSICIANS

Section 1. Fellows

Any active member of the College in good standing may, upon application to the American College of Osteopathic Family Physicians be elected to receive the designation of Fellow of the American College of Osteopathic Family Physicians (FACOF) upon fulfilling the requirements recommended by the Committee on Awards and approved by the Board of Governors.

Section 2. Distinguished Fellows

The designation, Fellow of the American College of Osteopathic Family Physicians (FACOF) recognizes the member's experience, dedication, and contribution of the highest order to the advancement of family medicine by his/her peers. The Distinguished Fellow Award (FACOF *dist.*) honors exceptional members of the Conclave of Fellows. This award will be presented to those fellows who have distinguished themselves through service to ACOFP by attendance as well as support of the governance

673 and committee structures, locally and nationally. Final determination for the Distinguished Fellow
674 Award lies with the Executive Council of the Conclave of Fellows.

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676 **ARTICLE XIV - FISCAL YEAR**

677 The fiscal year of this College shall be January 1 to December 31 of each year.

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679 **ARTICLE XV - PARLIAMENTARY PROCEDURES**

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681 **Section 1. Parliamentary Authority**

682 *Robert's Rules of Order*, newly revised, shall govern the proceedings of the College in all matters to
683 which they are applicable and not provided for and in which they are not inconsistent with the
684 Constitution & Bylaws or the special rules of order of this College.

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686 **Section 2. Order of Business**

687 The Order of Business of the Congress of Delegates shall be prepared by the Speaker of the Congress
688 with the assistance of the Board of Governors and may be changed by a two-thirds majority vote of the
689 delegates present.

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691 **ARTICLE XVI – AMENDMENTS**

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693 **Section 1. Notification**

694 These Bylaws may be amended at any annual meeting of the Congress of Delegates by a two-thirds
695 vote of the total number of delegates credentialed for voting, provided that the proposed amendment
696 shall have been filed with the Executive Director of the College at least 60 days before the first day of
697 the meeting of the Congress of Delegates and that the Executive Director shall have notified the
698 membership of the College in writing of the proposed amendment at least 30 days preceding the first
699 day of the meeting of the Congress of Delegates.

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701 **Section 2. Approval**

702 An amendment to these Bylaws shall not be effective until they are submitted to and approved by the
703 Board of Trustees of the AOA.

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705 **ARTICLE XVII - CODE OF ETHICS**

706 The Code of Ethics of this College shall be approved by the Congress of Delegates and administered in
707 accordance with policies adopted by the Board of Governors.

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709 **ARTICLE XVIII – GENDER DISCLAIMER**

710 The American College of Osteopathic Family Physicians is open to persons of all genders and does not
711 discriminate against any persons because of gender identity, sexual orientation or choice; therefore, the
712 wording herein importing the masculine or feminine gender includes the other genders and imports no such
713 discrimination.

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715 **ARTICLE XIX – INDEMNIFICATION**

716 Each governor, officer, and employee of this College now or hereafter in office and his heirs, executors, and
717 administrators, and each governor, officer and employee of the College and his heirs, executors and
718 administrators who now acts, or shall hereafter act at the request of this College as an employee, governor or
719 officer of this College, shall be indemnified by this College against claims made against the College, governors,
720 officers or staff in connection with or resulting from any action, suit or proceeding to which such person may
721 be made a party by reason of such person's being or having been in such position or capacity for this College,
722 except in relation to such matters as to which such person shall finally be adjudicated in such action, suit or
723 proceeding to have acted in bad faith and to have been liable by reason of willful misconduct or gross
724 negligence in the performance of such person's duty in such indemnified capacity.