MSMA Bylaws *(Revised April 2025)*

Chapter I. Membership

Section 1. Members of this Association shall be those individuals who are legally qualified physicians practicing in Missouri, except as otherwise provided.

Section 2. There shall be six classes of members as follows:

- Active members shall be limited to those members who (1) hold the degree of Doctor of Medicine or Bachelor of Medicine, and (2) members who hold the degree of Doctor of Osteopathy.
- Resident members shall be limited to those members of the Resident and Fellow Section who are serving a full-time postgraduate training program approved by the American Council of Graduate Medical Education and shall enjoy all of the privileges of active membership.
- Student members shall be limited to those members of the Medical Student Section who are pursuing a course of study leading to the degree of Doctor of Medicine or Doctor of Osteopathy in a medical school approved by the Association of American Medical Colleges or the Commission on Osteopathic College Accreditation and shall have all the privileges of active membership.
- Retired members shall be limited to physicians who have retired from the practice of medicine and other healthcare-related employment. Association members must request retired status. Retired members may not serve as officers, councilors, vice-councilors, AMA delegates, or AMA alternate delegates. They shall enjoy all other privileges of active membership.
- Special Dues-Exempt members shall be limited to those members who have been elected to the U.S. Congress, the Missouri State Legislature, or to an office in the executive branch of the state or federal government. They shall be exempt from the payment of dues until the term of their political office expires unless otherwise prohibited by state law, and shall enjoy all the privileges of active membership.
- Affiliate Members shall be those individuals who contribute to the health care of the public through employment service to MSMA members and who are not otherwise eligible for active membership. The criteria for affiliate membership and the policies governing the participation of affiliate members shall be established and maintained by the Council. Affiliate members shall have no voting rights nor will this class of membership apply toward House of Delegates or Council representation.

Chapter II. General Meetings
Section 1. The General Meetings shall be open to all registered members and guests.

Chapter III. House of Delegates
Section 1. The House of Delegates shall meet annually at the time and place of the Annual Convention. All resolutions must be received at the Association office no later than 21 days prior to the opening session of the Annual Convention to be accepted as business of the House of Delegates and be included in the Delegate's Handbook. At the discretion of the Speaker, these conditions would not apply for resolutions of good wishes, condolences, congratulations and others of a personal nature.

Section 2. Delegates to the House of Delegates shall be allotted according to the following formula:

(a). Each district shall be represented by one Delegate for each 10 full paid members or fraction thereof in the Association that reside or practice in that district as of August 31 of the previous year.

(b). All Past Presidents of the Association, the Speaker and Vice Speaker, and the deans of each medical school located in Missouri who are members of the Missouri State Medical Association shall serve as Delegates-at-Large.

(c). Only Delegates have the privilege of the floor at meetings of the House of Delegates. However, any Delegate may request the privilege of the floor for any other individual, which privilege may be granted or denied by the Speaker, subject to approval or disapproval by a majority vote of the House of Delegates.

Section 3. Each medical school component society shall be entitled to send each year two Delegates, elected by the component society, to represent the Medical Student Section in the House of Delegates at the Annual Convention. Each Delegate shall be a member in good standing with this Association and the component society. Such student Delegates shall enjoy all the rights and privileges of all other Delegates.

Section 4. The Resident and Fellow Section shall be entitled to send each year six Delegates elected by the Section to the House of Delegates at the Annual Convention. Each Delegate shall be a member in good standing with this Association. Such resident Delegates shall enjoy all rights and privileges of all other Delegates.

Section 5. The Organized Medical Staff Section shall be entitled to send each year two Delegates elected by the Section to the House of Delegates at the Annual Convention. Each Delegate shall be a member in good standing with this Association and the Section. Such Delegates shall enjoy all rights and privileges of all other Delegates.

Section 6. The International Medical Graduate Section shall be entitled to send each year two Delegates elected by the Section to the House of Delegates at the Annual Convention. Each Delegate shall be a member in good standing with this Association and the Section. Such Delegates shall enjoy all the rights and privileges of all other Delegates.

Section 7. The Young Physician Section shall be entitled to send each year two Delegates elected by the Section to the House of Delegates at the Annual Convention. Each Delegate shall be a member in good standing with this Association and the Section. Such Delegates shall enjoy all the rights and privileges of all other Delegates.

Section 8. The Women Physicians Section shall be entitled to send each year two Delegates elected by the Section to the House of Delegates at the Annual Convention. Each Delegate shall be a member in good standing with this Association and the Section. Such Delegates shall enjoy all the rights and privileges of all other Delegates.

Section 9. Twenty percent of the total delegate slots available in any given year shall constitute a quorum of the House of Delegates. All meetings of the House of Delegates shall be open to members of the Association. All delegates shall be members of the Association.

Section 10. From among members of the House of Delegates, the Speaker shall appoint reference committees to which reports and resolutions, on a majority vote of the House of Delegates, shall be referred.

The President shall appoint a Committee on Credentials.

Section 11. The House of Delegates shall elect Delegates and Alternate Delegates to the House of Delegates of the American Medical Association in accordance with the Constitution and Bylaws of that body. MSMA members may serve a maximum of eight years as an AMA Delegate; however, time served on an AMA House of Delegates Council, the AMA Board of Trustees, or the AMPAC Board of Directors will not count toward a Delegate's term limit. If the AMA Bylaws require the number of MSMA delegates and/or alternate delegates to be reduced, and if there is no delegate or alternate delegate who agrees to voluntarily withdraw, then the most recently elected delegate and/or alternate delegate who is not a medical student shall withdraw from the delegation.

Section 12. The House of Delegates shall divide the state into Councilor Districts, specifying which counties each district shall include and, when the best interest of the Association and the profession will be promoted thereby, organize in each a district medical society of which all members of the district shall be members.

Section 13. The House of Delegates shall have authority to appoint committees for special purposes from among members of the Association who are not members of the House of Delegates. Such committees shall report to the House of Delegates and may be present and participate in the debate on their reports.

Section 14. The House of Delegates shall receive and act upon a complete detailed annual audit of receipts and expenses of the preceding year and a proposed budget for the current calendar year which shall have been prepared by the Council. These shall be published in the Journal.

Section 15. The general order of business of the House of Delegates shall be set by the Speaker with the approval of the House. At any session of the House of Delegates, the order of business may be changed by a two-thirds affirmative vote of the members present and voting.

Section 16. Beginning in April 2025 and ending in May 2028, the Association may initiate and operate a pilot project to streamline and modernize Association governance. This may include, but is not limited to, the formulation of a new policy adoption process, evaluation of Association officers, sections, committees, and commissions, and other governance issues. During this three-year period, relevant bylaws addressing the House of Delegates, committees, sections, and other Association governance

structures may be suspended. The Association's leadership will periodically report changes to the leadership. This Section shall sunset on May 1, 2028.

Chapter IV. Election of Officers

Section 1. The President, on the first day of the Annual Convention, shall select a Committee on Nominations consisting of sixteen Delegates, one from each Councilor District, one from the Medical Student Section, one from the Organized Medical Staff Section, one from the Resident and Fellow Section, one from the International Medical Graduate Section, one from the Women Physicians Section, and one from the Young Physician Section.

The Committee on Nominations shall determine that proposed candidates for office are qualified and willing to serve and shall report at the Second Session to the House of Delegates in the form of a ticket containing the names of one or more members for each of the Officers listed in Article VIII of the Constitution, which are to be filled at the Annual Convention, excepting the Secretary and Treasurer, who are elected by the Council from the general membership.

Section 2. All contested elections shall be by written ballot. A majority of the votes cast shall be necessary to elect. Delegates and Alternate Delegates for the American Medical Association shall be elected as follows:

- The Nominating Committee shall propose one or more candidates for each Delegate position for a full two-year term, one or more candidates for each Alternate Delegate position for a full two-year term, and one or more names for each unexpired position.
- When a nomination for AMA Delegate term is contested, the AMA Delegates shall be elected by ballot. Each MSMA Delegate may have one vote for each Delegate to be elected and each vote shall be cast for a different nominee. A nominee is elected if he/she receives votes on the majority of the ballots cast, and has the highest number of votes cast for that position. If all vacancies for AMA Delegates are not filled on the first ballot, then subsequent ballots will be taken with the nominee receiving the fewest number of votes cast in each subsequent ballot dropping out of consideration on the next ballot and each MSMA Delegate casting one vote for each position in each subsequent ballot until one nominee for each position is elected.
- The election for AMA Alternate Delegates and an election to fill an unexpired term will be conducted in the same manner.
- In case no nominee for general Officers of the Association (see Article VIII, Constitution) receives a majority of the votes on the first ballot, the nominee receiving the lowest number of votes shall be dropped and a new ballot taken. This procedure shall be continued until one of the nominees receives a majority of all the votes cast, when that nominee shall be declared elected.

Section 3. Nothing in this chapter shall be construed to prevent additional nominations being made from the floor by members of the House of Delegates.

Section 4. Delegates present at the Annual Convention from Councilor Districts whose Councilor's and Vice Councilor's terms expire shall hold meetings on or before the morning of the last day of the Annual Convention and elect Councilor(s) and a Vice Councilor for their district for a term of two years. The names of the elected Councilor(s) and Vice Councilor shall be given on prescribed forms to the Secretary for presentation to the House of Delegates. Each candidate for Councilor or Vice Councilor must reside or practice in the district for which that candidate is elected.

Section 5. Each Councilor District shall be entitled to one Councilor for each 250 active, retired and resident members, or a fraction thereof, in that Councilor District as of August 31 of the preceding year. Each District shall be entitled to one Vice Councilor.

Section 6. Delegates from the Medical Student Section shall combine and elect one Councilor and one Vice Councilor. The duly elected Councilor and Vice Councilor from the medical student section shall serve on an annual renewable basis.

Section 7. Delegates from the Resident and Fellow Section shall combine and elect one Councilor and one Vice Councilor. The duly elected Councilor and Vice Councilor from the Resident and Fellow Section shall serve on an annual renewable basis.

Section 8. The Organized Medical Staff Section shall combine and elect one Councilor and one Vice Councilor. The duly elected Councilor and Vice Councilor from the Organized Medical Staff Section shall serve on an annual renewable basis.

Section 9. The International Medical Graduate Section shall combine and elect one Councilor and one Vice Councilor. The duly elected Councilor and Vice Councilor from the International Medical Graduate Section shall serve on a two-year renewable basis.

Section 10. The Young Physician Section shall combine and elect one Councilor and one Vice Councilor. The duly elected Councilor and Vice Councilor from the Young Physician Section shall serve on a two-year renewable basis.

Section 11. The Women Physicians Section shall combine and elect one Councilor and one Vice Councilor. The duly elected Councilor and Vice Councilor from the Women Physicians Section shall serve on a two-year renewable basis.

Section 12. The Speaker and Vice Speaker shall not serve more than three consecutive one-year terms.

Section 13. The Speaker shall appoint a parliamentarian to serve as such during the sessions of the House of Delegates at each Annual Convention and upon whom the Speaker may call before deciding points of order or procedure.

Chapter V. Duties of Officers

Section 1. The President, or a designated representative, shall preside at scientific sessions of the Association. The President shall preside at the House of Delegates in the absence of the Speaker or Vice Speaker and until their successors are elected. The President shall appoint all committees not otherwise provided for. The President shall deliver an annual address at such times as may be arranged and shall perform such other duties as custom or parliamentary usage requires. The President shall be the real head of the profession of the state and assist the Councilors in increasing local membership in the Association and in making their work more practical and useful.

Section 2. The President and the President-Elect shall be members of the Council and shall attend all meetings of the Council. The President-Elect shall assume the office of the President at the Annual Convention following the election to the position of President-Elect. Should the Office of President-Elect become vacant through death or otherwise, the Council may fill the vacancy by appointment until the next Annual Convention.

Section 3. The Vice Presidents shall assist the President in the discharge of presidential duties. Prior to the meeting of the Nominating Committee, the President-Elect shall recommend to the Nominating Committee the name of a member to serve as First Vice President. In the event of the death, resignation, or removal of the President, the First Vice President shall serve as President for the unexpired term.

Section 4. The Treasurer shall demand and receive all funds due the Association, together with bequests and donations. Money shall be paid out of the treasury only on the written order of the President and Executive Vice President, the President and Treasurer, or the Treasurer and Executive Vice President. The Treasurer shall subject the accounts to such examination as the House of Delegates may order, and shall annually render an account of treasury actions and of the state of the funds in his/her hands.

Section 5. The Secretary shall attend the General Meeting of the Association and the sessions of the House of Delegates, and shall keep minutes of their respective proceedings in separate record books. He/She shall be Secretary of the Council and shall keep a record of its proceedings. The Secretary shall be the custodian of all record books and papers belonging to the Association, except such as properly belong to the Treasurer, and shall keep account of and promptly turn over to the Treasurer all funds of the Association that come into his/her hands. The Secretary shall provide for the registration of the members and Delegates at the Annual Convention. The Secretary shall conduct the official correspondence, notifying members of meetings, Officers of their election and committees of their appointment and duties. The Secretary shall employ such assistants as may be ordered by the Council and shall make an annual report to the House of Delegates.

Chapter VI. Council

Section 1. The Council shall meet during the Annual Convention and at such times as necessity may require, subject to the call of the Chair or on petition of three Councilors. It shall meet on the last day of the Annual Convention to organize. The Council shall elect a Chair and a Vice Chair for a term of one year. The Council shall, through its Chair, make an annual report to the House of Delegates.

Section 2. Each Councilor shall be organizer and liaison for his/her district. The Councilor shall inquire into the condition of the profession in the district. The Councilor shall make reports of the work and the condition of the profession in that district to the Council. No Councilor shall be eligible for the position of Delegate to the House of Delegates during his/her term of office as Councilor, nor shall a Councilor vote in the House of Delegates.

Section 3. The Council shall be the executive body of the Association and between the Annual Conventions shall exercise the power conferred on it by the House of Delegates under the Constitution and Bylaws.

Section 4. The Council shall provide for and supervise the issuance of all publications of the Association including proceedings, the transactions and memoirs, and shall have authority to appoint an Editor and such assistants as it deems necessary. It shall prescribe the methods of accounting and through a committee of its members to be known as a Committee on Budget and Finance shall audit all accounts of this Association. The Council shall adopt an annual budget providing for the necessary expenses of the Association for the following calendar year. This budget shall be prepared and presented for consideration in the last quarter of each year by the Committee on Budget and Finance. The Council shall submit an annual report to the House of Delegates in accordance with Chapter III, Section 14.

Section 5. The Council shall by appointment fill any vacancy in office not otherwise provided for which may occur during the interval between Annual Conventions of the House of Delegates; the appointee shall serve until the successor has been elected and has qualified.

Section 6. The salaries of all employees of the Association shall be approved by the Council. The Council shall be empowered to elect an Executive Vice President and such other personnel as may be necessary, who need not be members of the Missouri State Medical Association, each of whom shall perform such duties as the Council may designate and receive such salary and serve for such periods and under such conditions as the Council may determine.

Section 7. The Council shall provide such headquarters for the Association as may be required to conduct its business properly.

Chapter VII. Committees and Commissions

Section 1. Standing Committees of the Missouri State Medical Association, the Chairs of which shall be appointed by the Association President unless otherwise provided in these Bylaws, will be as follows:

- Executive Committee
- Committee on Constitution and Bylaws
- Committee on Publication
- Committee on Legislative Affairs
- Policy Review Committee
- Membership Committee
- Conflict of Interest Committee
- Past Presidents Committee

The Executive Committee shall consist of the Association President, the Immediate Past President, President-Elect, First Vice President, Secretary, Treasurer, Council Chair and Council Vice Chair. The President of the Association shall be Chair of the Executive Committee. The Executive Committee shall plan and execute such work as may be necessary for the welfare of the Association and the conduct of the Executive Vice President's office between meetings of the Council, but shall be responsible at all times to the Council.

The Committee on Constitution and Bylaws shall consist of five members named by the President and shall propose such amendments to the Constitution and Bylaws as are deemed wise and expedient and bring before the House of Delegates such amendments as it or other members of the Association may present for consideration. The President shall appoint one member for one year, two members for two years and two members for three years. As the term of each expires, a successor shall be appointed for a term of three years.

The Committee on Publication shall consist of five members and be appointed annually by the Council and shall be responsible for general publication and distribution policies of the Journal. The Editor of the Journal shall be designated by the Council and also shall serve as Chair of the Committee on Publication. The Editor shall be empowered to nominate an Editorial Board, subject to approval by the Council. The members of the Editorial Board will assist the Editor in soliciting, preparing and reviewing material for publication in the Journal.

The Committee on Legislative Affairs shall consist of fifteen members of the Association, appointed annually by the President, and five ex officio members. The ex officio members shall be the Association President, First Vice-President, President-Elect, Council Chair, and Council Vice-Chair. The Committee shall consider legislative proposals affecting health problems of the people of the state and the practice of medicine and shall make recommendations to the Council and the House of Delegates as well as directing staff activities in such matters.

The Policy Review Committee shall consist of five members of the Association, appointed by the President for a term of three years. For the initial appointments, the President shall appoint one member for one year, two members for two years, and two members for three years. The Policy Review Committee shall meet at least annually to review Association policies that have been in place for ten years or longer to ensure MSMA's policies remain relevant. The Committee must review each association policy at least once every ten years. The Committee shall present its policy review recommendations to the membership for approval. The Committee shall also review proposed policy resolutions to ensure resolutions fall within the Association's mission, are relevant to MSMA's areas of influence, and avoid redundancy with current policies.

The Membership Committee shall consist of nine members of the Association. Seven active members shall serve a term of three years. One medical student member shall serve a one-year term. One resident physician member shall serve a one-year term. For the initial appointments, the President shall appoint three members for one year, three members for two years, and three members for three years. As the terms of each expire, a successor shall be appointed. The Membership Committee shall meet at least semi-annually to review membership data and trends, review and initiate membership programs, and review membership marketing. The Membership Committee shall report to the MSMA Council. The Council Chair shall be an ex-officio member of the Membership Committee.

The Conflict-of-Interest Committee shall consist of five members of the Association, appointed by the President for a term of two years. The Committee shall monitor any reported conflicts of interest and determine appropriate outcomes. The Committee shall make recommendations to Council for the amendment of the Conflict-of-Interest Policy when appropriate to adhere to statutory and regulatory law.

The Committee of Past Presidents shall consist of the MSMA Past Presidents who are members of the Association and who volunteer to serve on the Committee. The Committee shall provide the MSMA Council and House of Delegates with advice on such matters as may be necessary to advance the Association's mission and causes.

Section 2. Standing Commissions of the Missouri State Medical Association, who shall be responsible to the Council and whose Chairs shall be appointed by the Association President, will be as follows:

- Commission on Public Health
- Commission on Medical Economics, Third Party Medicine and Governmental Relations
- Commission on Continuing Education

(a). The standing commissions, unless otherwise provided in these Bylaws, shall consist of seven members serving three-year terms.

(b) The Chair of each Commission may appoint Ad Hoc Committees to carry out the Commission's programs. These Ad Hoc committees may include any Missouri State Medical Association member.

(c) The Chair of the Council shall appoint each year an appropriate Councilor to serve as advisor to each respective Commission and the Physicians Health Committee.

The Commission on Public Health shall plan and execute programs designed to enhance the relationship between the public and the medical profession regarding the fields of industrial health, environmental health, public health, disaster medical care and national defense, and other public matters.

The Commission on Medical Economics, Third Party Medicine and Governmental Relations shall keep close liaison and work with peer and utilization review mechanisms, insurance intermediaries and governmental agencies.

The Commission on Continuing Education shall determine the character and scope of the scientific proceedings of the Association for each Annual Convention as well as to make all arrangements for such Annual Convention, subject to the instructions of the House of Delegates. The Commission shall also be responsible for the entire continuing education program of the Association.

Section 3. Fifty percent of a Committee or a Commission should be present at an official meeting to constitute a quorum.

Section 4. Special committees may be appointed by the President or the Council as circumstances may demand.

Chapter VIII. Medical Student Section

Section 1. Membership. Membership in the Section shall be limited to Missouri State Medical Association members who are also students at an accredited medical school or osteopathic medical school in the state of Missouri. The Section shall be the unifying body for the independent Medical and Osteopathic School Component Societies in the state.

Section 2. Governing Council. There shall be a Governing Council of the Medical Student Section to direct the programs and activities of the Section, subject to the approval of the MSMA Council.

Section 3. Members of the Governing Council. There shall be five voting members of the Governing Council, consisting of the Officers, the Student Councilor and the Student Vice Councilor.

(a). Officers. The Officer of the Section shall have the following duties and responsibilities:
(b). Chair. The Chair shall preside at the business meetings of the Section and at meetings of the Governing Council.
(c). Vice Chair. The Vice Chair shall assist the Chair and preside in the absence of the Chair or at his/her request.
(d). Secretary/Treasurer. The Secretary/Treasurer shall maintain such records and accounts as may be necessary or advisable for the conduct of the activities of the Section.
(e). Councilor and Vice Councilor. The Councilor and Vice Councilor shall be elected by the members of the respective Medical School Component Society. The Medical School Component Society from which the Councilor and Vice Councilor shall be elected will be on an annual rotating basis.
(f). Delegates. Each Medical School Component Society shall elect two Delegates to represent the Medical Student Section in the MSMA House of Delegates.

Section 4. Term. Governing Council members, including the Councilor and Vice Councilor, shall serve one-year terms, beginning at the conclusion of the Annual Convention at which they were elected.

Section 5. Vacancies. Any vacancy occurring on the Governing Council shall be filled at the next business meeting of the Section.

Section 6. Section Meeting. There shall be a meeting of members of the Section held prior to each Annual Convention of the MSMA House of Delegates.

Section 7. Representatives to the Section Meeting. The annual meeting of the Section shall be open to any member of the Medical Student Section.

Section 8. Purpose of the Business Meeting. The purpose of the business meeting shall be:
(a). To hear such reports as may be appropriate.
(b). To consider and vote upon such matters as may properly come before the meeting.
(c). To adopt resolutions for submission by the Section to the House of Delegates of the MSMA.
(d). To elect a Chair, Vice Chair, and Secretary/Treasurer.
(e). To conduct such other business as may properly come before the meeting.

Chapter IX. Organized Medical Staff Section
Section 1. Membership. Membership in the Section shall be limited to Missouri State Medical Association members who are also members of a hospital medical staff in a Missouri hospital, and who are selected by the physician members of their respective medical staffs.

Section 2. Governing Council. There shall be a Governing Council of the Organized Medical Staff Section to direct the programs and activities of the Section, subject to the approval of the MSMA Council.

Section 3. Members. There shall be seven voting members of the Governing Council, consisting of the Officers, Delegate and Alternate Delegate, elected at the business meeting of the Section.
(a). Officers. The Officers of the Section shall have the following duties and responsibilities:
(b). Chair. The Chair shall preside at the business meetings of the Section and at meetings of the Governing Council.
(c). Vice Chair. The Vice Chair shall assist the Chair and preside in the absence of the Chair or at his/her request.
(d). Secretary/Treasurer. The Secretary/Treasurer shall maintain such records and accounts as may be necessary or advisable for the conduct of the activities of the Section.
(e). Councilor and Vice Councilor. The Councilor and Vice Councilor shall represent the Section on the Council.
(f). Delegate and Alternate Delegate. The Delegate and Alternate Delegate shall represent the members of the Section in the MSMA House of Delegates.

Section 4. Term. Governing Council members, including the Delegate and Alternate Delegate, shall serve two-year terms, beginning at the conclusion of the Annual Convention at which they were elected.

Section 5. Vacancies. Any vacancy occurring on the Governing Council shall be filled at the next business meeting of the Section.

Section 6. Business Meeting. There shall be a business meeting of members of the Section held prior to each Annual Convention of the House of Delegates.

Section 7. Representatives to the Business Meeting. The physician members of the medical staff of each hospital may select a representative to the business meeting of the Organized Medical Staff Section. The representative must be an MSMA member who is an active voting member of the medical staff with clinical privileges at the hospital.

Representatives to the business meeting shall be elected by and from the active voting members of the medical staff of each hospital.
Representatives to the business meeting shall be properly certified by the President or Secretary of the medical staff.

Only duly selected representatives to the Organized Medical Staff Section shall have the right to vote at the business meeting of the Section, but the meeting shall be open to any member of the MSMA. The meeting shall be conducted pursuant to rules of procedure adopted by the Governing Council of the Section and approved by the MSMA Council.

Section 8. Purposes of the Business Meeting. The purpose of the business meeting shall be:
(a). To hear such reports as may be appropriate.
(b). To consider and vote upon such matters as may properly come before the meeting.
(c). To adopt resolutions for submission by the Section to the House of Delegates of the MSMA.
(d). To elect at the business meeting prior to the Annual Convention of the MSMA House of Delegates a Chair, Vice Chair, Secretary/Treasurer, Delegate, Alternate Delegate, Councilor and Vice Councilor.
(e). To conduct such other business as may properly come before the meeting.

Chapter X. Resident and Fellow Section
Section 1. Membership. The Resident and Fellow Section shall be composed of Resident Members of the Missouri State Medical Association who are serving in approved training programs.
(a). Governing Council. There shall be a Governing Council for the Resident and Fellow Section. The Governing Council shall consist of the Officers of the Resident and Fellow Section and two members-at-large of the Section. All members of the Governing Council must be Resident Physician members of the Missouri State Medical Association elected by the members attending the Business Meeting of the Resident and Fellow Section.
1. Duties. The Governing Council shall direct the programs and the activities of the Resident and Fellow Section.
2. Vacancies. Any vacancy occurring on the Governing Council shall be filled at the next Business Meeting of the Resident and Fellow Section.
Section 2. Officers. The Members attending the Business Meeting of the Resident and Fellow Section shall elect the following Officers, who shall have these duties and responsibilities:
(a). Chair. The Chair shall preside at all meetings of the Governing Council and the Business Meetings of the Resident and Fellow Section.
(b). Vice Chair. The Vice Chair shall preside at meetings of the Governing Council or the Business Meetings of the Resident and Fellow Section, in the absence of the Chair or at the request of the Chair.
(c). Secretary. The Secretary shall maintain such records as are required or advisable for the conduct of the activities of the Resident and Fellow Section.
(d). Councilor and Vice Councilor. The Councilor and Vice Councilor shall represent the Section on the MSMA Council.
(e). Delegates and Alternate Delegates. The Delegates and Alternate Delegates shall represent the Section in the MSMA House of Delegates.

Section 3. Business Meeting. There shall be a Business Meeting of members of the Resident and Fellow Section. The Business Meeting shall be held on a day prior to each Annual Convention of the House of Delegates.

Section 4. Rules of Order. Only members of the Resident and Fellow Section shall have the right to vote, but the meetings shall be open to any members of the Missouri State Medical Association. The meeting shall be conducted pursuant to established rules of procedure adopted by the Governing Council.

Section 5. Purposes of the Meeting. The Purpose of the meeting shall be:
(a). To hear such reports as may be appropriate.
(b). To elect a Chair, who shall serve until the conclusion of the next Annual Convention.
(c). To elect other Officers of the Resident and Fellow Section and two members-at-large of the Governing Council. Those elected shall assume officer at the conclusion of the Annual Convention at which they are elected and shall serve until the conclusion of the next Annual Convention.
(d). To consider and vote upon such matters as may properly come before the meeting.

Chapter XI. International Medical Graduate Section
Section 1. Membership. Membership in the Section shall be limited to Missouri State Medical Association members who are also graduates of an international medical school.

Section 2. Governing Council. There shall be a Governing Council of the International Medical Graduate Section to direct the programs and activities of the Section, subject to approval by the MSMA Council.

Section 3. Members. There shall be seven voting members of the Governing Council, consisting of the Officers, Delegate, and Alternate Delegate, elected at the business meeting of the Section.

Section 4. Officers. The Officers of the Section shall have the following duties and responsibilities:
(a). Chair. The Chair shall preside at the business meetings of the Section and at meetings of the Governing Council.
(b). Vice Chair. The Vice Chair shall assist the Chair and preside in the absence of the Chair of at his/her request.
(c). Secretary/Treasurer. The Secretary/Treasurer shall maintain such records and accounts as may be necessary or advisable for the conduct of the activities of the Section.
(d). Councilor and Vice Councilor. The Councilor and Vice Councilor shall represent the Section on the MSMA Council.
(e). Delegate and Alternate Delegate. The Delegate and Alternate Delegate shall represent the members in the MSMA House of Delegates.

Section 5. Term. Governing Council members, including the Delegate and Alternate Delegate, shall serve two-year terms, beginning at the conclusion of the Annual Convention at which they were elected.

Section 6. Vacancies. Any vacancy occurring on the Governing Council shall be filled at the next Annual Convention of the Section.

Section 7. Section Meeting. There shall be a business meeting of members of the Section held prior to each Annual Convention of the House of Delegates.

Section 8. Representatives to the Section Meeting. The annual meeting of the Section shall be open to any member of the International Medical Graduate Section.

Section 9. Purpose of Section Meeting. The purpose of the Section Meeting shall be:
(a). To hear such reports as may be appropriate.
(b). To consider and vote upon such matters as may properly come before the meeting.
(c). To adopt resolutions for submission by the Section to the House of Delegates of the MSMA.
(d). To elect at the Section meeting prior to the Annual Convention of the MSMA House of Delegates a Chair, Vice Chair, Secretary/Treasurer, Delegate, Alternate Delegate, Councilor and Vice Councilor.
(e). To conduct such other business as may properly come before the meeting.

Chapter XII. Young Physician Section
Section 1. Membership. Membership in the Section shall be limited to Missouri State Medical Association members who are under the age of 41 or are in their first five years of practice.

Section 2. Governing Council. There shall be a Governing Council of the Young Physician Section to direct programs and activities of the Section, subject to approval of the MSMA Council.

Section 3. Members of the Governing Council. There shall be eight voting members of the Governing Council, consisting of the Officers, Delegate, Alternate Delegate, Councilor and Vice Councilor elected at the business meeting of the Section.
(a.) Officers. The Officers of the Section shall be elected annually and have the following duties and responsibilities.
(b.) Chair. The Chair shall preside at the business meetings of the Section and at the meetings of the Governing Council.
(c.) Vice Chair. The Vice Chair shall assist the Chair and preside in the absence of the Chair or at his/her request.
(d.) Secretary/Treasurer. The Secretary/Treasurer shall maintain such records and accounts as be necessary or advisable for the conduct of the activities of the Section.
(e.) Immediate Past Chair. To serve as an Officer of the Young Physician Section.
(f.) Delegate and Alternate Delegate. The Delegate and Alternate Delegate shall represent the Section in the MSMA House of Delegates. The Delegate and Alternate Delegate shall be elected in alternate years.
(g.) Councilor and Vice-Councilor. The Councilor and Vice Councilor shall represent the Section on the MSMA Council.
(h.) The Section shall elect Delegates and Alternate Delegates to the AMA Young Physician Section. The number of Delegates and Alternate Delegates will be determined by the AMA based on young physician membership in Missouri.

Section 4. Term. Governing Council members, including Councilor and Vice Councilor, shall serve two year terms, beginning at the conclusion of the Annual Convention at which they were elected.

Section 5. Vacancies. Any vacancy occurring on the governing council will be filled at the next business meeting of the Section.

Section 6. There shall be a meeting of members of the Section held prior to each Annual Convention of the MSMA House of Delegates.

Section 7. Representative to the Section Meeting. The annual meeting of the Section shall be open to any member of the Young Physician Section.

Section 8. Purpose of the business meeting. The purpose of the business meeting shall be:
(a.) To hear such reports as may be appropriate.

(b.) To consider and vote upon such matters as may properly come before the meeting.
(c.) To adopt resolutions for submission by the Section to the MSMA House of Delegates.
(d.) To elect a Chair, Vice Chair, Secretary/Treasurer, Delegate, Alternate Delegate, Councilor and Vice Councilor.
(e.) To conduct such business as may properly come before the meeting.

Chapter XIII. Women Physicians Section
Section 1. Membership. Membership in the Section shall be limited to Missouri State Medical Association members who are female.

Section 2. Governing Council. There shall be a Governing Council of the Women Physicians Section to direct programs and activities of the Section, subject to approval of the MSMA Council.

Section 3. Members of the Governing Council. There shall be eight voting members of the Governing Council, consisting of the Officers, Delegate, Alternate Delegate, Councilor, and Vice Councilor elected at the business meeting of the Section.
(a.) Officers. The Officers of the Section shall be elected annually and have the following duties and responsibilities.
(b.) Chair. The Chair shall preside at the business meetings of the Section and at the meetings of the Governing Council.
(c.) Vice Chair. The Vice Chair shall assist the Chair and preside in the absence of the Chair or at her request.
(d.) Secretary/Treasurer. The Secretary/Treasurer shall maintain such records and accounts as be necessary or advisable for the conduct of the activities of the Section.
(e.) Immediate Past Chair. To serve as an Officer of the Women Physicians Section.
(f.) Delegate and Alternate Delegate. The Delegate and Alternate Delegate shall represent the Section in the MSMA House of Delegates. The Delegate and Alternate Delegate shall be elected in alternate years.
(g.) Councilor and Vice Councilor. The Councilor and Vice Councilor shall represent the Section on the MSMA Council.

Section 4. Term. Governing Council members, including Councilor and Vice Councilor, shall serve two year terms, beginning at the conclusion of the Annual Convention at which they were elected.

Section 5. Vacancies. Any vacancy occurring on the Governing Council will be filled at the next business meeting of the Section.

Section 6. Business Meeting. There shall be a meeting of members of the Section held prior to each Annual Convention of the MSMA House of Delegates.

Section 7. Representative to the Section Meeting. The annual meeting of the Section shall be open to any member of the Women Physicians Section.

Section 8. Purpose of the business meeting. The purpose of the business meeting shall be:
(a.) To hear such reports as may be appropriate.
(b.) To consider and vote upon such matters as may properly come before the meeting.
(c.) To adopt resolutions for submission by the Section to the MSMA House of Delegates.
(d.) To elect a Chair, Vice Chair, Secretary/Treasurer, Delegate, Alternate Delegate, Councilor, and Vice Councilor.
(e.) To conduct such business as may properly come before the meeting.

Chapter XIV. Dues and Assessments
Section 1. (a). The annual dues of this Association shall be set by the Council and payable by January 1 of the year for which they are levied.

Section 2. The House of Delegates may, when in its judgment the best interest of the Association demands, recommend an assessment on each active, resident and student member. Such assessment shall be levied only by consent of two-thirds of the members of the House of Delegates present and voting. Funds obtained from such special assessment shall be allocated only for the purposes for which such assessment is levied and in accordance with substantiating budgets. Unexpended balances from such assessments must be reported to the House of Delegates for reallocation.

Section 3. The Secretary of each component society shall cause to be collected and remitted to the Treasurer of this Association the per capita levies. Upon authorization of any component society, the Treasurer of this Association may collect the per capita levies directly from the members of that component society. Any member whose name has not been reported for enrollment and whose dues have not been remitted to the Treasurer of this Association on or before March 1 shall stand suspended until his/her name is properly reported and his/her dues for the current year are paid. On December 31 of each year, members delinquent in payment of dues, and assessment if such has been made, or any part thereof shall, ipso facto, forfeit their memberships. No suspended member shall be eligible to register at an Annual Convention.

Chapter XV. Rules of Conduct
Section 1. The ethical principle governing the members of the American Medical Association shall govern members of this Association.

Section 2. Any member of this Association who testifies as a medical expert witness outside of the specialty of the physician represents unethical conduct. In the future, any physician who testifies as a medical expert witness outside of his/her specialty or logical extension of his/her field of expertise or who interferes with the proper administration of justice by misrepresenting his/her qualifications or giving false or misleading testimony will be subject to expulsion, censorship, or reprimand after due process from the Missouri State Medical Association.

Any member of this Association who testifies as a medical expert witness without meeting the qualifications set forth in this Section, shall be subject to expulsion, censorship, or reprimand after a due process hearing as set forth. An expert witness must have basic educational and professional knowledge as a general foundation for his/her testimony and, in addition, have current personal experience and practical familiarity with the problems being considered and be actively engaged in the practice of the medical subject under discussion.

Nothing in the above is to be construed as preventing the treating physician from testifying on the merits of the case.

Chapter XVI. Rules of Order
The deliberations of this Association shall be conducted in accordance with usages as defined in *The Sturgis Code of Parliamentary Procedure.*

Chapter XVII. Component Societies
Section 1. All component societies now in affiliation with the State Association or those that may hereafter be organized in this state, which have adopted principles of organization not in conflict with

this Constitution and Bylaws shall, upon application to the Council, receive charters from this Association provided that their Constitutions and Bylaws shall have been submitted to the Council and received its approval.

Section 2. Each component society shall be judge of the qualifications of its members, subject to review and final decision by the Council on Ethical and Judicial Affairs of the State Association. Every reputable and legally qualified physician or medical student who does not practice, nor profess to practice sectarian medicine, and who resides or practices in the same county, who shall apply for membership on the prescribed form and subscribe for the Journal and pay the annual dues and assessments for the current year, shall be eligible for election to membership.

A member of a component society whose license has been revoked shall be dropped from membership automatically as of the date of revocation. The Council on Ethical and Judicial Affairs of the State Association shall have final authority to expel a member should a component society fail to do so after being so requested by the Council on Ethical and Judicial Affairs.

The Council, may upon request of a component society, remit the state dues and assessment of a member who has become totally and permanently incapacitated through mental or physical disability and has been a member in good standing during the three consecutive years immediately preceding the disability; provided that the component society shall remit the component society dues of such member.

The Council may, upon request of a component society, remit the state dues and assessments of a deserving member found to fall within what is classified as a hardship case, during the period of said hardship until such time as the dues again become payable; provided that the component society shall remit the component society dues of such member.

A physician living near a component society boundary line may hold membership in that component society most convenient for the physician to attend, on permission of the component society in whose jurisdiction the physician resides.

Section 3. Any member who may feel aggrieved by the action of the component society in suspending or expelling him/her shall have the right to appeal to the Council on Ethical and Judicial Affairs, whose decision shall be final. A component society shall at all times be permitted to appeal or refer questions involving membership to the Council on Ethical and Judicial Affairs of the State Association for final determination.

Section 4. In hearing appeals, the Council on Ethical and Judicial Affairs may admit oral or written evidence or both as in its judgment will most fairly present the facts.

Section 5. When a member in good standing in a component society moves to another jurisdiction in this state, the member shall be given a written certificate of these facts by the secretary of the society, without cost, for transmission to the secretary of the society in the jurisdiction to which he/she moves. Pending the acceptance or rejection by the component society to which the physician moves, such member shall be considered to be in good standing in the component society from which he/she was certified and in the State Association to the end of the period for which dues have been paid.

A member of a component society who moves to and engages in the practice of medicine at a location in another area in which there is a component society shall forfeit membership in this Association and the Secretary shall remove the member's name from the roster of members of the Missouri State Medical Association unless within one year after such change of residence he/she becomes a member of the component society of the area to which he/she has moved.

Section 6. Each component society shall have general direction of the affairs of the profession in its area and its influence shall be constantly exerted for bettering the scientific, moral and material condition of every physician and medical student in the area. Systematic efforts shall be made by each member, and by the society as a whole, to increase the membership until it includes every eligible physician and medical student in the area.

Section 7. At some meeting in advance of the Annual Convention of this Association, each component society, the Organized Medical Staff Section, the Medical Student Section, the Resident and Fellow Section, the International Medical Graduate Section, and the Young Physician Section and the Women Physician Section shall elect one or more Delegates and an equal number of Alternate Delegates to represent it in the House of Delegates of this Association, in accordance with Chapter III, Section 2, 3, 4, 5, 6 or 7 of these Bylaws. The Secretary of each component society, the Organized Medical Staff Section, the Medical Student Section, the Resident and Fellow Section, the International Medical Graduate Section, and the Young Physician Section and the Women Physician Section shall send a list of such Delegates and Alternate Delegates to the Secretary of this Association at least sixty days before the Annual Convention. Representation in the House of Delegates shall be contingent on compliance with the foregoing provisions.

Section 8. The secretary of each component society shall keep a roster of its members and, if practicable, a list of nonaffiliated physicians, in which shall be shown the full name, address, college and date of graduation, date of license to practice in this state, and such other information as may be deemed necessary by the Council.

Section 9. Any component society, in a manner approved by the State Association, or the State Association with the consent of the component society affected, may undertake, organize and put into effect plans for the medical care of indigent persons or indigent groups, and low-income groups, by agreements with physicians, public officials or others and by the use of contributions, cooperative funds or other means; provided, however, that a free choice of the available and participating physicians in that territory shall be allowed to the patient and that all relationships shall be and remain as though it were strictly an individual employment.

Chapter XVIII. Council on Ethical and Judicial Affairs

Section 1. The Council on Ethical and Judicial Affairs shall have original jurisdiction in all questions involving Missouri State Medical Association membership, all controversies arising under the Constitution and Bylaws and under the rules of conduct as outlined in the Bylaws, and controversies between two or more component societies or their members. The Council on Ethical and Judicial Affairs shall be the judicial authority of the Missouri State Medical Association and its decisions shall be final. The Council on Ethical and Judicial Affairs shall also investigate general ethical conditions and matters pertaining to the relations of physicians to one another or to the public and make recommendations to the House of Delegates or the component societies.

Section 2. The Council on Ethical and Judicial Affairs shall be composed of five members elected to five-year terms. Nominees shall be submitted by the President for election by the House of Delegates. Any vacancy occurring on the Council on Ethical and Judicial Affairs shall be filled by nomination of the

President and election by the House at its next Convention for the remainder of the unexpired term. The first five members of the Council on Ethical and Judicial Affairs shall be elected on a staggered basis; one for one year, one for two years, one for three years, one for four years, and one for five years.

Section 3. The Council on Ethical and Judicial Affairs shall select a Chair and Vice Chair and it may adopt such rules and regulations as it deems necessary and appropriate for the conduct of its affairs, subject to approval by the Missouri State Medical Association Council.

Chapter XIX. Amendments

Section 1. These Bylaws may be amended at any Annual Convention by a two-thirds vote of the Delegates present and voting at that session, if the proposed amendment has been properly submitted to the House of Delegates and has lain on the table for one day.

Section 2. Upon the adoption of this Constitution and these Bylaws, all previous constitutions and bylaws are thereby repealed.

Chapter XX. Mission

The Mission of the Missouri State Medical Association is to serve its members through promotion of the science and art of medicine, protection of the health of the public, and betterment of the medical profession in Missouri.