

Constitution of the Egyptian American Medical Association

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Constitution of the Egyptian American Medical Association

PREAMBLE

We the healthcare providers of Egyptian descent, out of our conviction for our profession and motherland, do hereby proclaim the establishment of the Egyptian American Medical Association, so that collectively we all can: uphold ethical and moral values, engage in social and professional activities, support educational, charitable, and intellectual pursuits, upgrade medical care and thus glorify our Association.

To this effect, we hereby set forth and enact the following laws governing the Association, which shall be binding on each and all of us in totality, until and unless properly amended by the provisions herein.

Enacted on the 24th day of December in the year two millennium, and twelve.

ARTICLES I - X

ARTICLE I: NAME & ADDRESS

Section 1.

The name of this organization is the EGYPTIAN AMERICAN MEDICAL ASSOCIATION, a Non-profit corporation.

Section 1.1.

The corporation shall not carry on any other activities not permitted to be carried on

Section 1.1.1.

By a corporation exempt from federal income tax under section 501 (c) (3) of the internal revenue code of 1954 (or the corresponding provisions of any future United States internal revenue law) or

Section 1.1.2.

By the corporation contributions to which are deductible under section (c) (2) of the internal revenue code of 1954 (or the corresponding provision of any future United States internal revenue law.)

Section 1.2.

The principal officer for the transaction of the business of the Association will be at a place designated by the Board of Directors.

Section 1.3.

The word "MEDICAL" has expanded meaning as described in the Bylaws.

Section 1.4.

The Board of Director shall fix the address of the Association.

ARTICLE II: OBJECTIVES

Section 2.1.

Professional

Section 2.1.1.

To enhance the medical knowledge of the members of the Association, to contribute to the medical profession, and to support continuing medical education.

Section 2.1.2.

To promote professional relations between members of the medical profession in the United States and Egypt.

Section 2.2.

Charitable

Section 2.2.1.

To encourage and coordinate efforts in the furnishing of medical aid to the poor and needy of Egyptian heritage and others in the North America and Egypt.

Section 2.2.2.

To provide scholarships to needy medical students of Egyptian Heritage and others if qualified and after approval of the Board of Directors.

Section 2.3.

Cultural Enhancement for Members and their Families

Section 2.3.1.

To create activities and programs for our youth which highlight their shared Egyptian heritage and to foster a spirit of community togetherness.

Section 2.3.2.

To encourage and to promote role models among our profession who can help to inspire and guide the direction of our youth.

Section 2.4.

Establishment of Chapters

Section 2.4.1.

To aid in the establishment in various states, when requested, chapters that subscribe to the highest ethical standards and principles advocated by the Association and those of the medical profession.

ARTICLE III: MEMBERS

Section 3.1.

The Egyptian American Medical Association is composed of individual members and they constitute the general body with other constituent associations as described in the Bylaws.

Section 3.2.

Each member of the Association shall maintain physical residence in North America, except for honorary membership.

ARTICLE IV: ORGANIZATIONAL STRUCTURE

Section 4.1.

General Body

Section 4.1.1.

It shall consist of duly registered members of the Association, according to the provisions provided herein.

Section 4.1.2.

This will be the supreme authority of the Association wielding absolute power on the conduct of the affairs of the Association. It, however, for the smoother running of its affairs, will delegate this authority to various components as outlined herein.

Section 4.1.3.

All actions taken by an officer or a committee of the Association may be approved, rejected, or amended by this body.

Section 4.2.

Board of Directors

Section 4.2.1

It shall act as the legislative and policy-making body of the Association. The Board of Directors transacts all business of the Association as provided in the Bylaws

Section 4.2.2.

It shall consist of active members, elected officers of the Association, chairmen of councils and districts and the component societies as described in the Bylaws.

Section 4.2.3.

The officers of this Association shall be elected biannually for a one (2) years term and shall be a President, President-Elect, first Vice President (Chairman of the Council on Membership), Second Vice President (Chairman of the Council of Strategic Planning and Program), Secretary, and Treasurer. Such officers, plus chairmen of standing councils, and six representatives one from each district (Northeast, Midwest, South, and West in USA and Northern Central and Northern Atlantic in Canada), members at large and the President of the EAMA Foundation shall constitute the Board of Directors of this Association. Their qualifications and terms of office shall be provided in the Bylaws. This is the ultimate arrangement of the association. The board of directors has the right to use part of this until full implementation takes place and national organization and chapter formation.

Section 4.2.4.

It shall have control of all fixed assets and property of the Association.

Section 4.2.5.

It shall create and authorize the standing councils, as recommended by the President.

Section 4.2.6.

It may create and authorize special and Ad Hoc committees as and when needed.

Section 4.3.

Executive Committee

Section 4.3.1.

It shall consist of the President, President-elect, past Presidents, Vice President, Secretary, Treasurer, and President of EAMA Foundation.

Section 4.3.2.

It shall be responsible for management of the affairs of the

Association.

Section 4.3.3.

It shall propose the annual budget and plans to the Board of Directors for approval.

Section 4.3.4.

It shall keep an up-to-date directory of members.

Section 4.4.

Officers

Section 4.4.1.

The officers of the Association are the President, First Vice President Chairman of Council on Membership, Second Vice President Chairman of Strategic Planning and Program Council, President-Elect, Secretary, and Treasure. Their qualifications and terms of office shall be provided in the Bylaws.

Section 4.4.2.

No person shall be eligible to hold the office of President of the Association for two (2) consecutive terms.

Section 4.4.3.

No officer may serve more than two (2) consecutive terms.

Section 4.4.4.

All officers shall reside in North America during their term of office.

Section 4.5.

Standing Councils

Section 4.5.1.

Council on Membership & Credentials

Section 4.5.2.

Council on Strategic Planning & Informatics

Section 4.5.3.

Council on Education, Research & Scientific Affairs

Section 4.5.4.

Council on Legislation, Ethical & Judicial Affairs and Bylaws & Election

Section 4.5.5.

Council on Public Relations and Communications

Section 4.5.6.

Council on Finance & Budget

Section 4.6.

Constituent Associations

Section 4.6.1.

EAMA Auxiliary working under EAMA Constitution & Bylaws

Section 4.6.2.

EAMA Foundation working under EAMA Constitution & Bylaws

Section 4.6.3.

Regional Chapters: these "Chapters" shall consist of those associations, which hold recognition from EAMA and consist of those members who have organized themselves in a regional chapter as defined in the Bylaws. Only one regional chapter will be recognized from one geographic area as defined in the bylaws.

Section 4.6.4.

The EAMA may have one or more groups of members known as sections to provide for members who have special areas of interest. Upon the petition of 50 or more members of EAMA, the Board of Directors may charter such a section of the EAMA. The Board of Directors shall determine minimum dues and procedures to be followed by a section.

Section 4.6.4.1

Physicians-in-Training Section: This "Section" shall consist of those Physicians of Egyptian-descent who are engaged in a U.S. or Canadian recognized postgraduate training program and have organized themselves as described in the Bylaws.

Section 4.6.5.

Affiliate Organizations: These organizations will have their own charter and independent legal status, however, will have EAMA representation in their governing body or executive body.

Section 4.6.6

Allied Organizations: These will be the other established organizations that work in partnership or in alliance with EAMA.

Section 4.6.7

Resignation of an Officer should be a written request to the Board of Directors through the President. The Board of Directors shall assign a committee to discuss the resigning officer's reason for resignation and bring him for a hearing if necessary.

ARTICLE V: DUES

Section 5.1.

Suitable dues of this Society and the manner of payment therefore shall be prescribed in the Bylaws of the Society.

ARTICLE VI: MEETINGS

Section 6.1.

The General Body meets annually and at such other times as provided in the Bylaws.

ARTICLE VII: SUSPENSIONS AND EXPULSIONS

Section 7.1.

Any member of the Society may be suspended or expelled for misconduct in his/her relations to this Society or in his/her profession or in conviction thereof in the manner prescribed in the Bylaws.

Section 7.2.

The name of members may be stricken from the rolls of the Society for nonpayment of dues or mandatory assessments at such times and under such procedure as may be provided in the Bylaws of this Society.

ARTICLE VIII: BYLAWS

Section 8.1.1.

The Association shall adopt Bylaws for the conduct of its affairs in harmony with this Constitution.

Section 8.1.2.

The Bylaws may not restrict or alter any proviso defined in this Constitution.

Section 8.1.3.

Robert's Rules of Order shall be adopted for the conduct of the meetings.

ARTICLE IX: AMENDMENTS

Section 9.1.

Amendments to Bylaws

The Bylaws may be adopted at any regular meeting of the General Body by majority vote of a quorum of the members present. The Bylaws may be amended at any regular meeting, provided the proposed amendment shall have been distributed to the active and life members at least thirty (30) days preceding the meeting, and due notice having been sent to every voting member

of the Association at least ten (10) days prior to the date of the meeting at which action shall be taken on such proposed amendment.

Section 9.2.

Amendments to Constitution

The Constitution may be amended at any regular or regularly called meeting of the Association by a two-thirds (2/3) vote of the voting members present, due notice having been previously given, as in the case of amendments to the Bylaws. A request for changes in the Charter can be proposed by a signed petition from any group of at least ten voting members of the Association.

ARTICLE X: DISSOLUTION

Section 10.1.

No proposal for dissolution of the Association shall be considered unless recommended by the majority of the Board of Directors and discussed at the next meeting of the General Body and after four (4) weeks' notice in writing has been given to each member in good standing. The Association shall not be dissolved if 5% or more of the members in good standing or majority of the Board of Directors dissent.

Section 10.2.

Upon dissolution of the Association, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Bylaws of the
Egyptian American Medical Association**

ARTICLES XI - XXV

ARTICLE XI: MEMBERSHIP

Section 11.1.

Definition of "Medical"

The word "MEDICAL", as used throughout these Bylaws and as applicable to this Association, shall include licensed members holding the following degrees: Doctor of Medicine (M.D.), Doctor of Osteopath (D.O.), those holding equivalent degree which allows them to be currently licensed and practicing or have practiced medicine in North America, such as MB,BS OR MB ChB (Bachelor of Medicine and Bachelor of Surgery), Dentist (D.D.S.), Podiatrist (DPM), Doctor of Physical Therapy (DPT), Pharmacist (Pharm. D.), and Doctors of Philosophy (Ph.D.) in medically related fields.

Section 11.2.

Eligibility

Except in the category of honorary members, as hereinafter defined, to qualify for membership, an individual must be of Egyptian descent or have a close affinity with individuals of Egyptian origin. There shall be the following typed of membership: Active, Associate and Honorary as herein defined.

Section 11.3.

Classes of Membership

Section 11.3.1.

Active membership, any practitioner in the medical professions as defined in Section 11.1 who holds a degree from a recognized institute in good standing. An active member shall have the right to vote on all the propositions submitted to the membership at large, the right to vote/run upon the elections of officers, and the privilege to attend all meetings of the Association, except as hereinafter provided.

Section 11.3.2.

Associate Membership. Any person who practices in a medical, Nursing, pharmacy or an allied health field who is not otherwise eligible to hold Active Membership as described under Section 11.1 shall be eligible for Associate Membership. An associate member shall have the right to attend meetings of the Association and shall have the privileges of Active Membership excluding the right to vote and the right to hold office.

Section 11.3.3.

Honorary Membership. This category of membership is restricted to those persons who have shown a special interest in the Association and internationally renowned Egyptian physicians. An Honorary member shall have the right to attend meetings of the Association and shall have all the privileges of Active membership excluding the right to vote and the right to hold office.

Section 11.3.4.

International Members. Any practitioner in the medical professions as defined in Section 11.1 who holds a degree from a recognized institute in good standing and is not a resident of the United States may on application to and approval by the Board of Directors be classified as an International member. An International member shall have the right to attend meetings of the Association and shall have all the privileges of Active membership excluding the right to vote and the right to hold office. Candidates for International membership cannot be currently eligible for other categories of EAMA membership.

Section 11.3.5.

Life Members. Any person who has: 1) held active, or international membership in the EAMA for a minimum of 15 years and who has attained the age of 60; or 2) held active, or international membership in the EAMA for a minimum of 10 years and who has attained the age of 70; or 3) held active, or international membership in the EAMA for a minimum of 20 years and who is retired from practice; or 4) become permanently disabled, may on application to and approval by the Board of Directors be classified as a life member.

Section 11.4.

Procedure for Admission to Active and Associated Membership

Section 11.4.1.

Application for admission to membership must be made on forms prescribed by the EAMA and shall be signed by the applicant and endorsed by two active members of this Association.

Section 11.4.2.

The applicant's signature on such application shall constitute his or her acceptance of an intention to be bound by the Articles of Incorporation, the Constitution and Bylaws of the Association.

Section 11.4.3.

Such application forms shall be filed with Secretary/Treasurer. Each application for membership shall be referred to Membership Committee who shall investigate the qualifications of the applicant. They shall report their recommendations to the Board of Directors.

Section 11.4.4.

Each application with the action taken by the Board of Directors shall be delivered to the Secretary/Treasurer who shall file it in the Archives of the Association.

Section 11.4.5.

If any applicant is rejected, all fees submitted by him/her with his/her application shall be refunded. Such a rejected applicant may re-apply once after the cause of his/her rejection is corrected.

Section 11.4.6.

This Association, acting through its Board of Directors, shall be the sole judge of the moral, ethical, and professional qualification requisite for admission to/or the continuation of any kind of membership in this association.

Section 11.4.7.

The acceptance of all classes of membership to the association shall be favorable vote of the Board of Directors. This acceptance also provided membership into the Egyptian American Medical Association.

Section 11.5.

Maintenance of Membership

Section 11.5.1.

A member may hold only one category of membership in the EAMA at any one time. Membership may be retained as long as the member complies with the provisions of the Constitution and Bylaws of EAMA

Section 11.6.

Discrimination

Section 11.6.1.

Membership in the National EAMA or in any chapter, shall not be denied or abridged because of sex, color, creed, race, religion, disability, ethnic origin, national origin, gender identity, age, or for any other reason unrelated to character, competence, ethics, professional status or professional activities.

Section 11.7.

Termination of Membership or Other Discipline

Section 11.7.1.

Any member in good standing may resign by filing with the Secretary/Treasurer his/her written resignation, which becomes effective when, accepted by the Board of Directors.

Section 11.7.2.

A membership shall be automatically terminated by the Board of Directors if membership dues, initiation fees or assessments or any part thereof remain unpaid without proper justification after the expirations of the time of payment thereof prescribed pursuant to or by these Bylaws.

Section 11.7.3.

The Board of Directors after due notice and hearing may censure, suspend, expel, or place on probation any member of the EAMA for an infraction of the Constitution or these Bylaws, for a violation of the Principles of Medical Ethics, or for unethical or illegal conduct

Section 11.7.4.

A member so terminated by the Board of Directors may appeal the decision or ask for a vote by the membership. If a two-thirds majority of the entire membership approves, the termination shall be revoked.

Section 11.8.

Reciprocity of Membership

Section 11.8.1.

A member in good standing of an approved Local Chapter of the National Egyptian American Medical Association may have reciprocity with any other approved Local Chapter. Active members need only pay dues to one approved Local Chapter in a fiscal year.

Section 11.9.

Liabilities of Members

Section 11.9.1.

No member of the Association shall be personally liable to the creditors of the corporation for any liability of indebtedness, and any and all creditors shall look only to the assets of the corporation.

ARTICLE XII: OFFICERS & EXECUTIVE COMMITTEE

Section 12.1.

Officers

Section 12.1.1.

Designations

The officers of the EAMA shall be those specified in Article XI, sections 11.1 and 11.2 of the Constitution and be licensed in the United States.

Section 12.1.2.

Qualifications

An officer must have been an active member of the EAMA for at least 2 years immediately prior to election.

Section 12.1.3.

Nominations

The General Body shall make nominations for President, President-Elect, and Vice Presidents, Secretary, and Treasure from the floor.

Section 12.1.4.

Terms and Tenure

President-Elect. The President-Elect shall be elected bi-annually and shall serve as President-Elect until the next inauguration and shall become President upon installation at the inaugural ceremony, serving thereafter as President until the installation of a successor. The inauguration of the President may be held at any time during the meeting. Limit on Total Tenure. An individual elected as Vice President, Secretary, and Treasure may serve for a maximum tenure of 4 years as Vice President.

Section 12.1.5.

Elections

Section 12.1.5.1.

Time of Election

The General Body at the Annual Meeting shall elect officers of the EAMA, except as in Bylaws.

Section 12.1.5.2.

Method of Election

Election will be run by emails, mail, or electronically via the webpage of the association. Election may also be during the annual meeting if called by the president and approved by the board.

Section 12.1.6.

Vacancies

Section 12.1.6.1

Appointment

The Board of Directors may, by appointment, fill any vacancy in the office, to serve until the next meeting of the General Body.

Section 12.1.6.2.

Election to fill Vacancy

Any vacancy in the office of President-Elect shall be filled by election by the General Body at the earliest convenient time.

Section 12.1.6.3.

Absences

If an officer misses 4 consecutive regular meetings of the Board, this matter shall be reported to the Board of Directors and the office shall be considered vacant. The vacancy shall be filled as provided in the Bylaw

Section 12.1.6.4.

Successor to the President

If the Office of President becomes vacant, the President- Elect shall immediately become President and serve the remainder of the unexpired term and then assume office in accordance with Bylaw. If the Office of President becomes vacant during a period when the Office of President-Elect is vacant, then the First Vice President shall immediately become President for the remainder of the unexpired term.

Section 12.1.6.5.

Installation of Officers: The officers of the EAMA shall assume their duties at the close of the meeting, at which they are elected, except as stated herein.

Section 12.1.6.6.

Installation of the President: The President-Elect shall be installed as President, and shall assume the duties of that office January 1st, at the inauguration that shall be held during the Annual Meeting and shall be presided over by the President. If the President is absent, or so requests, the First Vice President shall preside until the induction of the incoming President. The program for the inauguration shall be arranged by the Executive Committee of the EAMA, subject to approval by the Board of Directors.

Section 12.1.7.

Duties and Privileges of Officers

Section 12.1.7.1.

President

Section 12.1.7.1.1.

The President shall deliver an inaugural address.

Section 12.1.7.1.2.

The President shall address the opening meeting of the Annual and other meetings of the Association

Section 12.1.7.1.3.

It shall be the duty of the President to preside at all meetings of the Association and the Board of Directors. The President shall be a member of the Board of Directors and exofficio member of all Standing Councils and Committees

Section 12.1.7.1.4.

The President, subject to the approval of the Board of Directors, is authorized to appoint the members of all councils, standing committees and ad hoc committees or not appoint councils and committee members for councils and committees which are authorized, except as otherwise provided by these Bylaws. The President, at the first meeting of the Board of Directors following the annual meeting of the General Body, shall nominate members

of the various councils and committees and, upon approval of same by a majority of the Board of Directors, appoint said nominees to council and committee office. No nominee failed to obtain said approval shall be appointed by the President to membership on any council or committee. The President shall designate a person to chair each council and have the discretion to name co-chairs or vice-chairs to each committee, except as otherwise provided by these Bylaws.

Section 12.1.7.5.
Special Meeting

Section 12.1.7.5.1.
The President shall call special meetings of the General Body of the Association at the written request of ten percent (10%) of the active members of the Association.

Section 12.1.7.5.2.
The President shall call meetings of the Board of Directors at his or her discretion or upon the written request of three (3) other Board of Director members.

Section 12.1.7.6.
Signatory

Section 12.1.7.6.1.
The President shall sign the Association papers, as the Board of Directors shall direct.

Section 12.1.7.7.
Vacancies

Section 12.1.7.7.1.
The President shall have the authority to dismiss any appointed council/committee member for just cause and with the approval of the Board of Directors. The vacancy thereby created shall be filled by a nominee of the President whose name shall have been approved by the Board of Directors.

Section 12.1.7.7.2.
In the event of death, resignation or disqualification of the President, the President-Elect shall serve as President during the remainder of the term for which he was elected. Any other vacancy in office because of death, resignation, disqualification or otherwise may be filled in the manner determined by the Board of Directors, but only for the unexpired portion of the term in which the vacancy occurred as provided in the Bylaw Section 12.1.6.4.

Section 12.1.7.8.
The president shall serve, ex officio, as a member of the Board of the Board of Directors.

Section 12.1.7.9.

Serve as the principal spokesperson of the EAMA.

Section 12.1.7.10.

The President shall enforce the Constitution and Bylaws of the Egyptian American Medical Association and perform such other duties as shall pertain to the office of President.

Section 12.1.7.2.

President-Elect

Section 12.1.7.2.1.

The President-Elect shall succeed to the Presidency at the end of his/her term as President-Elect.

Section 12.1.7.2.2.

The President-Elect shall perform such duties as may be required and exercise such authority as may be delegated to the President-Elect by the Board of Directors.

Section 12.1.7.2.3.

The President-Elect shall have the right to attend meetings of all Councils, Standing Committees and the Nominating Committee, but shall have no vote upon any such committee except as a regularly appointed member thereof. It is the obligation of the President-Elect to become familiar with the policies of the Association and its business and affairs and the methods of formulating and transaction same during the year preceding induction as President.

Section 12.1.7.2.4.

In the absence of the President, the President-Elect shall perform the duties of the President.

Section 12.1.7.2.5.

In the event of the inability or refusal of the President to act, upon approval of the 2/3 majority of the Board of Directors, the President-Elect shall perform the duties of the President and when so acting shall have all the powers and be subjected to all the restrictions upon the President.

Section 12.1.7.2.6.

The President-Elect shall serve as a primary spokesperson of the EAMA in the absence of the president.

Section 12.1.7.3.

First Vice President

Section 12.1.7.3.1.

The duties of the First Vice President shall serve as Chair of the Membership & Credential Council and shall perform duties as may be required of him/her and shall exercise such authorities as may be delegated to him/her by the Board of Directors.

Section 12.1.7.4.

Second Vice President

Section 12.1.7.4.1.

The Second Vice President shall serve as Chair of the Strategic Planning & Program Council and shall perform duties as may be required of him/her and shall exercise such authorities as may be delegated to him/her by the Board of Directors.

Section 12.1.7.5.

Secretary

Section 12.1.7.5.1.

The Secretary shall perform the duties generally pertaining to that office and those prescribed by the Board of Directors. The Secretary shall be in charge of all papers and archives of the Association except its financial records. The Secretary shall make and keep on file minutes of the meetings of the Association and of the Board of Directors and shall make them available to the General Body at regular and annual meetings. The Secretary shall keep a roster of the membership together with such data regarding them as may be of interest to the Association. The Secretary shall notify members of their appointment on committees and of their election to office.

Section 12.1.7.5.2.

The Secretary shall forward to each newly elected member a copy of the Constitution and Bylaws of the Association and a copy of the Code of Ethics. In the absence of the President, President-Elect, and Vice-President, the Secretary shall preside at meetings of the Association or Executive Committee and when necessary assume details of office.

Section 12.1.7.5.3.

It shall be the duty of the Secretary to provide the membership with ballots for elections, both annual and special, such ballots and elections being under the supervision of the Council on Ethical & Judicial Affairs

Section 12.1.7.6.

Treasurer

Section 12.1.7.6.1.

The Treasurer shall collect and receive all funds due the Association and he/she shall on the Council on Finance & Budget. The Treasurer shall be accountable therefore to the Board of

Directors, the Council on Finance & Budget, and to the Association, and when ordered by such body, the Treasurer shall give an account.

Section 12.1.7.6.2.

The Treasurer shall keep proper books, records and accounts which shall at all times be open for examination by the Board of Directors, the Council on Finance & Budget, or their duly designated representatives.

Section 12.1.7.6.3.

The Treasurer shall deposit the funds of the Association in the Association's name at such depositories as shall be recommended by the Council on Finance & Budget, and approved by the Board of Directors. The Treasury's accounts and funds shall be subject to audit annually or more often if directed by the Board of Directors.

Section 12.1.7.6.4.

The duties of this Treasurer shall be monitored, managed, consulted, and advised by the Council on Finance & Budget, Executive Committee and Board of Directors concerning the finances of the Association. The Treasurer, in concert with the Council on Finance & Budget and the Executive Committee, prepares an annual budget for approval of the Board of Directors. The Treasurer working with the Council on Finance & Budget shall submit a quarterly financial statement to the Executive Committee and shall submit an annual audit of the Association accounts to the Board of Directors for review and approval.

Section 12.1.7.6.5.

The Treasurer shall follow the recommendation of the Council on Finance & Budget for one or more banks to act as custodian for all or any part of the investments and securities for other properties owned by the Association. Custody of such investments and securities and the treasury of the Association shall be vested in the Treasurer or his/her designee.

Section 12.1.7.6.6.

No money shall be drafted from the Treasury except for such purposes as shall have been approved and directed by the Council on Finance & Budget, Executive Committee, and Board of Directors to provide for the successful conduct of the business and furtherance of the objects and purposes of the Society.

Section 12.1.7.6.7.

The Treasurer shall mail to each member a statement for dues and assessments. The Treasurer shall notify all members of their arrearage and of the penalty for nonpayment of arrears. Upon payments of dues and assessments, the Treasurer shall give each member a proper receipt.

Section 12.1.7.6.8.

At the annual meeting of the Association each year, the Treasurer shall render his or her statement, prepared by an authorized accountant, itemizing receipts and disbursements of the Treasurer's Office presented to the Board of Directors.

Section 12.2.

Executive Committee

Section 12.2.1.

Executive Committee Composition

An Executive Committee of the Board of Directors shall be the President, President of the Foundation, President-Elect, First Vice-President, Second Vice-President, Secretary, Treasurer, and Immediate Past-President.

Section 12.2.2.

Executive Committee Duties

Section 12.2.2.1.

The Executive Committee will be responsible for developing policies and procedures for the central office.

Section 12.2.2.2.

The Executive Committee will oversee the day-to-day workings of the office

Section 12.2.2.3.

The Executive Committee shall provide monthly reports to the President and quarterly reports to the Board of Director.

Section 12.2.2.4.

The Executive Committee shall be empowered to conduct emergency business on behalf of the Board of Directors between scheduled meetings. When prompt speech or action is imperative, authority to speak or act in the name of this Association is vested in the Executive Committee. The Executive Committee shall report all actions to the Board of Directors.

Section 12.2.3.

Executive Committee Meeting

A quorum of the executive committee shall consist of a single majority of the members. The Board of Directors shall ratify all actions of the Executive Committee.

ARTICLE XIII: BOARD OF DIRECTORS

Section 13.1.

Board of Directors Composition

Section 13.1.1.

The Board of Directors shall consist of the following: President, President-Elect, Immediate Past President, President of the Foundation, First Vice-President, Second Vice-President, Secretary, Treasurer, chairpersons of Standing Councils, four district representatives (north south, central & west) and six members at large elected by the general membership for two (2) year terms.

Section 13.1.2.

Any past president of the EAMA shall become a member emeritus of the Board of Directors of EAMA and by being such shall have no vote and shall not constitute a part of the quorum.

Section 13.1.3

To keep the association in the direction that it was created the first President will continue to be a voting board member for 3 consecutive terms after their office term then become a member emeritus.

Section 13.2.

Board of Directors Duties

Section 13.2.1.

The management of EAMA shall be vested in the Board of Directors. The Board of Directors for all legal purposes shall constitute the governing body of the Association with power to transact such business as it deems advisable in the best interest of the Association and it shall have other powers and duties as hereinafter provided.

Section 13.2.2.

The Board of Directors shall make the necessary arrangements for the meetings of the Association and for the transaction of its business and shall perform such other duties as the Society may direct.

Section 13.2.3.

At the first meeting of the Board of Directors after the annual meeting of the Association, the members of the Board of Directors shall consider the names submitted to it by the President for appointments to councils with appointed members and shall by vote express its approval or disapproval of the same. No nominee whom the majority of the Board of Directors disapproves shall be appointed by the President to any council.

Section 13.2.4.

The Board of Directors shall act upon charges against members of the Association upon which the Council on Ethical & Judicial Affairs has found probable cause, as provided by these Bylaws.

Section 13.2.5.

The Board of Directors by majority vote shall fill vacancies in any elected office for the unexpired term thereof at the first meeting after the vacancy is created, except where otherwise provided by these Bylaws.

Section 13.2.6.

The Board of Directors may appoint delegates to the state, national, foreign and medical scientific societies.

Section 13.2.7.

The Board of Directors shall have the responsibility for interpretation of these Bylaws should any question arise concerning their application, interpretation or usage.

Section 13.2.8.

At the meeting preceding the annual meeting of the Association, the Board of Directors shall receive and consider the annual reports of the officers, all councils and committees. It shall prepare a report for presentation at the annual meeting based upon these reports, or in lieu thereof, may direct that the chairmen of the various committees render reports directly to the membership at the annual meeting. The Board of Directors shall make such recommendations to the membership as its judgment may dictate and shall also present a report of its own proceedings for the year.

Section 13.3.

Board of Directors Meetings

Section 13.3.1.

The Board of Directors shall hold regular scheduled meetings not less than four times during the year. The meetings shall be announced early in the year and approved by a majority of the board of directors.

Section 13.3.2.

Special meetings of the Board of Directors shall be called whenever the President deems it necessary or at the written request of three (3) Board members.

Section 13.3.3.

In order to transact business, the Board of Directors shall have a quorum. A quorum shall consist of eighty percent (80%) of board members.

Section 13.3.4.

The Board of Directors shall keep a record of the attendance of its members, and if it appears that any member of the Board of Directors is absent for three (3) regular meetings in any one-year period, without having a satisfactory reason, the Board of Directors, in such event, shall notify the Secretary of such member's ineligibility for office for the coming year. The Secretary shall furnish an attendance record to the chairman of the Nominating Committee before its annual meeting.

ARTICLE XIV: STANDING COUNCILS & COMMITTEES

Section 14.

The Standing Councils of the association are six. The Chair of each Standing Council shall have the privilege of a single vote on the Board of Directors. A council Vice-Chair shall have the privilege of voting if the council Chair is not present. In the event that a council has been assigned Co-Chairs by the President, the privilege of a single vote must be mutually agreed upon between the Co-Chairs of the said council prior to the Board of Directors meeting.

Section 14.1.

Council on Membership & Credentials

Section 14.1.1.

The Council on Membership shall consist of the First, Vice President of the Society as chairman and four (4) members appointed by the President. Duties of the Council on Membership & Credentials shall be to examine applicants for membership to review and make recommendations pertaining to member benefit programs and perform such duties in respect thereto as provided elsewhere in these Bylaws. The Council on Membership & Credentials shall report at each regular meeting of the Board of Directors.

Section 14.1.2.

The Council on Membership shall be responsible for development of programs for enrollment and retention of members.

Section 14.1.3.

The Council on Membership will develop and organize a membership benefits package to make membership in the organization attractive for the Egyptian physicians and other Healthcare professionals.

Section 14.1.4.

The Council on Membership will study the needs and the desires of the Egyptian physicians in general, and other Healthcare professionals.

Section 14.1.5.

This council shall coordinate EAMA's relationships with all other professional organizations and report the activities of these organizations to EAMA's President and Board of Directors and make recommendations regarding EAMA's involvement with these organizations.

Section 14.1.6.

The Committee shall develop networks of EAMA members involved in other professional organizations to coordinate their activities.

Section 14.2.

Council on Strategic Planning & Informatics

Section 14.2.1.

The Council on Council on Strategic Planning & Informatics consist of the Second, Vice President of the Society as chairman and four (4) members appointed by the President. Duties of the Council on Strategic Planning & Informatics shall be to develop and recommend strategies, projects and plans for the long-term activities of the Association Section 14.2.2. The Council on Strategic Planning & Informatics will develop guidelines and advise the Board of Directors for all projects that require use financial or personnel resources.

Section 14.2.3.

These guidelines will become effective when approved by the Board of Directors.

Section 14.2.4.

This council will evaluate all projects proposed to EAMA that require the use of EAMA's financial or personnel resources and make its recommendations to the Board of Directors.

Section 14.3.

Council on Education, Research & Scientific Affairs

Section 14.3.1.

The Council on Education, Research & Scientific Affairs shall consist of a Chairman appointed by the President and such other members, as he deems appropriate.

Section 14.3.2.

The duties of the Council on Education, Research & Scientific Affairs shall be supervision over all scientific programs presented to the Association and shall work at all times in close harmony with the President in preparation of scientific programs.

Section 14.3.3.

The Council on Education, Research & Scientific Affairs shall be responsible for overseeing all major research, educational and scientific affairs and activities of the organization.

Section 14.3.4.

Organization of the scientific sessions and educational programs at the time of the annual, as well as the regional fall and spring meetings. It will serve as a resource organization to the various chapters for organizing their scientific educational programs.

Section 14.3.5.

It will be responsible for overseeing and developing the scientific sessions of the Association's meeting in Egypt, North America and other places.

Section 14.3.6.

The Council will develop a network of Egyptian physicians involved in academic activities and will serve as a resource to the Physicians-in-Training in providing them guidance and counseling and organize a mentors group to support them.

Section 14.3.7.

The Council on Education, Research & Scientific Affairs will develop liaison with the health care entities in North America and Egypt for the exchange of students and teachers to take place in various health care and related fields. The Council will provide guidance and experts in the field of health education, patient education, and medical education.

Section 14.4.

Council on Legislation, Ethical & Judicial Affairs, and Bylaw & Election

Section 14.4.1.

The Council on Council on Legislation, Ethical & Judicial Affairs, and Bylaw & Election shall consist of a Chairman appointed by the President and such other members as he deems appropriate.

Section 14.4.2.

The Council shall be the legislative action committee of the Association. The Council shall obtain information on pending federal, state and local laws, rules, regulations, or ordinances affecting the medical profession or the public health and it shall promptly inform the Board of Directors of such measures.

Section 14.4.3.

This Council will be responsible for reviewing and developing recommendations for amendments to the Constitution and Bylaws to keep the organizational structure and function responsive to the current needs.

Section 14.4.4.

The Council will receive and review and give an opinion on all grievances brought forward by any of the members of the organization and will also review and make recommendations to the Executive Council and the Board regarding any questions of ethical conduct that may be raised about

Section 14.5.

Council on Public Relations and Communications

Section 14.5.1.

The Council on Public Relations & Communications shall consist of a Chairman appointed by the President and such other members, as he deems appropriate.

Section 14.5.2.

The duties of the Council on Public Relations & Communications shall be to inquire, gather facts, and make studies or surveys on the general subject of the relationship of the physician individually and collectively to the public. The Council on Public Relations & Communications shall establish and maintain cooperation with the news media. It shall develop programs and news releases to enhance adequate understanding of matters affecting the relationship between the medical profession and the public. The duties shall be to advise and coordinate editorial activities of the association's official publication.

Section 14.5.3.

The Council will be responsible for all publications of the Association including newsletter, directory, and other publications that the Board of Directors or the officers may decide to publish.

Section 14.5.4.

The council will endeavor to publish a newsletter and a journal that is published regularly including news about and of interest to members of the Association and review articles and/or medical research papers.

Section 14.5.5.

The Council will review and evaluate the sites for the various future meetings of the Association, both annually and quarterly. It will provide help and guidance in negotiating contracts with the local hotels for the different meetings.

Section 14.6.

Council on Finance & Budget

Section 14.6.1.

The Council on Finance & Budget shall consist of the President of the Foundation, Treasurer, Secretary and four (4) board members

appointed by the President. The Chair of the Council on Finance & Budget shall be the President of the Foundation.

Section 14.6.2.

The Council on Finance & Budget shall develop policies and procedures regarding the financial affairs of the Association. It will be responsible for the overall budget of the Association.

Section 14.6.3.

The Council on Finance & Budget shall oversee all the financial activities of the organization, including the office expenses, the various councils, constituent association and committee expenses, and the investment funds.

Section 14.6.4

The Council on Finance & Budget shall present a quarterly report of all the financial activities of the Association.

Section 14.7.

Ad Hoc Committees

Section 14.7.1.

The purpose of each committee is to carry out the objective mission of EAMA.

Section 14.7.2.

The Board of Directors of the Association shall have the power of simple majority vote to create or abolish an ad hoc committee.

Section 14.7.3.

The ad hoc committees will follow the rules and guidelines as approved by the Board of Directors.

ARTICLE XV: CHARTERING CHAPTERS & DISTRICTS

Section 15.1.

Chartering Chapters

Section 15.1.1.

Charters are to be issued by the Board of Directors to chapters in recognition of their pursuit of the stated professional and charitable objectives of the Association.

Section 15.1.2.

All chapters' bylaws must be structured to conform to the Association bylaws and must be approved by the Association. In case of a dispute between the chapter bylaws and the Association bylaws, the Association bylaws have precedence and will prevail.

Section 15.1.3.

An active chapter is characterized as outlined by the Board of Directors and EAMA Bylaws

Section 15.1.4.

Executive Officers according to the chapter bylaws as well as yearly general membership meetings. Active chapters must have at least 20 current dues – paying members (Active and Affiliate) of which a minimum of 15 must be in the active category.

Section 15.1.5.

The Association shall act as the administrative coordinating body for all chapters.

Section 15.1.6.

Chapters shall channel their communications through the Association's National Office that deals with the Association's administrative matters involving all of the chapters. This shall also apply to all matters wherein the Association is the program sponsoring body.

Section 15.1.7.

EAMA Chapters are responsible to report: 1) All CME activities, 2) All fund-raising activities, and 3) Governance activities and changes including annual meetings and elections results in a timely fashion.

Section 15.1.8.

Local chapters shall encompass an area of not less than 200 miles distance from the city where they are principally located. Chapters may obtain members from their geographic area only and membership is restricted to one affiliated chapter at any one time.

Section 15.1.9.

Chapters located in smaller states where chapters may be less than 200 miles apart are limited to state lines.

Section 15.1.10.

Members located within a county where a chapter exists must be members of that chapter.

Section 15.1.11.

Members located between existing chapters or in proximity to a chapter in another state may be members of either chapter regardless of state lines.

Section 15.1.12.

All chapters of this Association shall be called National EAMA-(geographic area) i.e. EAMA – (geographic area).

Section 15.1.13.

Local chapters are not authorized to sponsor any international meeting outside North America.

Section 15.1.14.

Terms of office for all officers in all chapters will commence on January 1st each year to coincide with the terms of the National officers.

Section 15.1.15.

Local chapters may apply and utilize the National Association's 501(c)(3) Federal tax exemption by adhering to the National Association and IRS guidelines.

Section 15.1.16.

All Chapters of the Association should adhere to the Association's Bylaws and guidelines.

Section 15.2.

Revocation of Chapter's Charter

Section 15.2.1.

Should a chapter fail to adhere to the Association's bylaws, the chapter shall be given notice of default.

Section 15.2.2.

Should thirty (30) days elapse after such notice and the chapter has failed to correct the default, the chapter's charter may be revoked by majority vote of the Board of EAMA Bylaws Revised 2012 Directors.

Section 15.2.3.

Chapters that fail to meet characteristics of an active chapter as described above will be on the list to become inactive.

Section 15.2.4.

Chapters on notice will be assisted by the National president and office staff to be reinstated to active status.

Section 15.2.5.

Following one (1) year, if no changes are noted, the chapter on notice will become inactive and its members will revert to the Multi State Chapter.

Section 15.2.6.

An inactive chapter may become active by complying with the characteristics described above.

Section 15.2.7.

Remaining funds of inactive chapters are to be deposited in the EAMA foundation's General Fund

ARTICLE XVI: PHYSICIAN IN TRAINING SECTION

Section 16.1.

Physician in Training Section's Purpose

Section 16.1.1.

The Physician in training Section shall be comprised of all medical resident members in North America.

Section 16.2.

Physician in Training Section's Fund

Section 16.2.1.

Section's Members

Section 16.2.2.

Donations

Section 16.2.3.

Grants

Section 16.3.

Physician in Training Section's Rules

Section 16.3.1.

The chairman shall be elected by the Section members and shall serve as a voting member of the Board of Directors.

Section 16.3.2.

They will function under the EAMA Constitution and Bylaws.

Section 16.3.3.

They will use EAMA tax ID number.

Section 16.3.4.

They may adopt rules and regulations for their governance consistent with EAMA Constitution and Bylaws and subject to approval by the EAMA Board of Director

Section 16.3.5.

These organizations will be required to report their activities and finances to Board of Directors of EAMA.

Section 16.4.

Physician in Training Section's Objectives

Section 16.4.1.

This Section will develop a database and information system regarding all Egyptian Physicians-in-Training in North America.

Section 16.4.2

The Section will provide support for the physicians-in-training to help them develop a Physicians-in-Training Section within the organization.

Section 16.4.3

The Section will assess the needs of the physicians in training and develop programs in the Egyptian American Medical Association to help meet those needs.

Section 16.4.5

The Section will develop a network of senior physicians working in conjunction with the Council on Education, Research & Scientific Affairs to provide guidance and to provide mentors to the physicians in training.

Section 16.4.6.

The Section will seek out members in this group who have organizational abilities and potential for leadership and help them develop their skills so they can help run the Egyptian American Medical Association of North America in the future.

ARTICLE XVII: EAMA FOUNDATION

Section 17.1.

EAMA Foundation's Purpose

Section 17.1.1.

The Egyptian American Medical Association Foundation is a foundation held for a charitable purpose and directed at specific and humanitarian activities. This Foundation will raise funds and material goods for charitable purposes using well organized ethical methods used by various national and international charity organizations.

Section 17.2.

EAMA Foundation's Fund Resource

Section 17.2.1.

EAMA members

Section 17.2.2.

Non-EAMA members

Section 17.2.3.

Individuals

Section 17.2.4.

Corporations and pharmaceutical companies

Section 17.2.5.

Grants

Section 17.2.6.

Bequests, memorials, life insurance and others

Section 17.3.

EAMA Foundation's Rules

Section 17.3.1.

They will function under the EAMA Constitution and Bylaws.

Section 17.3.2

They will use EAMA tax ID number.

Section 17.3.3

They may adopt rules and regulations for their governance consistent with EAMA Constitution and Bylaws and subject to approval by the EAMA Board of Director.

Section 17.3.4.

They will be required to report their activities and finances to Board of Directors of EAMA.

Section 17.3.5.

None of the EAMA Foundation's principal donation and contribution is to be spent on any other activities than what it is raised for. Only the income according to Federal guidelines of Section 501(c)(3) of the IRS Code is to be spent each year.

Section 17.4.

EAMA Foundation Objectives

Section 17.4.1.

This Foundation shall oversee and run community health projects of the Association in Egypt.

Section 17.4.2.

This Foundation shall support professional and educational activities aimed at health education and disease prevention in cooperation with community-based organizations and to support general humanitarian activities.

Section 17.4.3.

EAMA Foundation shall provide and help to coordinate routine and emergency medical care in support of those in need in Egypt.

Section 17.4.4.

EAMA Foundation shall provide assistance where possible and serve as an educational resource for medical students and health field-related post-graduate trainees of Egyptian descent.

Section 17.4.5.

The Foundation shall sponsor speakers, grants, textbooks and other learning materials to medical schools in Egypt.

ARTICLE XVIII: EAMA AUXILARY

Section 18.1.

EAMA Auxiliary Purpose

Section 18.1.1.

The membership of EAMA Auxiliary shall consist of EAMA's family members and shall maintain cultural integrity. It is imperative that the members socialize within their cultural, thus creating possibilities of further relationships in the future.

Section 18.2.

EAMA Auxiliary Fund's Source

Section 18.2.1.

Auxiliary members

Section 18.2.2.

Donations

Section 18.2.3.

Activities

Section 18.3.

EAMA Auxiliary Rules

Section 18.3.1.

The chairman shall be appointed by the board of directors and shall serve as a nonvoting member of the Board of Directors.

Section 18.3.2.

They will function under the EAMA Constitution and Bylaws.

Section 18.3.3.

They will use EAMA tax ID number.

Section 18.3.4.

They may adopt rules and regulations for their governance consistent with EAMA Constitution and Bylaws and subject to approval by the EAMA Board of Director

Section 18.3.5.

These organizations will be required to report their activities and finances to Board of Directors of EAMA.

Section 18.4.
EAMA Auxiliary Objectives

Section 18.4.1.
EAMA Auxiliary shall institute ways and means to encourage its members to play an active role in EAMA's projects in the United States as well as Egypt.

Section 18.4.2.
EAMA Auxiliary will seek out members in this group who have organizational abilities and potential from family members of EAMA members who are 18 years and older.

Section 18.4.3.
EAMA Auxiliary shall serve as a medium through which communication and understanding may be exchanged between the members and their families.

Section 18.4.4.
EAMA Auxiliary will be responsible for developing guidelines for youth programs sponsored by EAMA and its Constituent Associations and all social activities done by the association or the foundation.

ARTICLE XIX: NOMINATIONS & ELECTIONS

Section 19.1.
Nominations

Section 19.1.1.
The nomination committee formed by the last president, secretary, chairman of the Council on Legislation, Ethical and Judicial Affairs, 2 members at large and 2 members of the general body of the association appointed by the board. Shall seek nominations from the general membership at least three (3) months before the annual meeting. After considering the nominations so received, the committee will submit a slate of candidates for various offices of the Association to all members at least thirty (30) days before the annual meeting along with a short resume of each candidate. The nominee must be in good standing for two (2) consecutive years. The Members of the Council will be eligible for any post on the ballot composed by the Committee.

Section 19.2.
Election

Section 19.2.1.
Election of officers of the Association will be held by voting via webpage, email or during the annual meeting. A simple plurality

is required. No candidate shall be elected to an office of the Association for more than two consecutive terms.

Section 19.2.2.

Mail Ballot: In the case of voting by mail the deadline for the receipt of the ballot in the office of the Association shall be ten (10) days before the Annual Meeting. The Secretary, after recording the receipt of the ballot and verification of the standing of the member in the Association, will hand over the unopened ballot to the Chairman of the Nomination/Election Committee for tabulation. The ballot will be opened by the Chairman of the Nominating Committee or his nominee for tabulation on the morning of the Annual General Body meeting. The Chairman of the Council on Legislation, Ethical & Judicial Affairs, and Bylaw & Election will announce the results of the election during the business session. In case of a tie, a run-off election will be conducted amongst the candidates receiving equal votes. No new names will be either sought nor will be added to the list of candidates indicated on the original ballot for the post under consideration. The same council that conducted the original election will conduct this re-election, and new ballots will be sent only to those members who were declared as eligible voters at the time of the original election.

Section 19.2.3.

The board of governance, depending on the availability of the technology at the time, will determine the method of voting.

ARTICLE XX: ETHICS

Section 20.1.

Principles of Medical Ethics of the Egyptian American Medical Association: These principles are intended to aid individually and collectively in maintaining a high level of ethical conduct. They are not laws but standards by which a physician may determine the propriety of his conduct in his relationship with patients, with colleagues, with members of allied professions and with the public.

Section 20.2.1.

A physician shall be dedicated to providing competent medical care, with compassion and respect for human dignity and rights.

Section 20.2.2.

A physician shall uphold the standards of professionalism, be honest in all professional interactions, and strive to report physicians deficient in character or competence, or engaging in fraud or deception, to appropriate entities.

Section 20.2.3.

A physician shall respect the law and also recognize a responsibility to seek changes in those requirements, which are contrary to the best interests of the patient.

Section 20.2.4.

A physician shall respect the rights of patients, colleagues, and other health professionals, and shall safeguard patient confidences and privacy within the constraints of the law.

Section 20.2.5.

A physician shall continue to study, apply, and advance scientific knowledge, maintain a commitment to medical education, make relevant information available to patients, colleagues, and the public, obtain consultation, and use the talents of other health professionals when indicated.

Section 20.2.6.

A physician shall, in the provision of appropriate patient care, except in emergencies, be free to choose whom to serve, with whom to associate, and the environment in which to provide medical care.

Section 20.2.7.

A physician shall recognize a responsibility to participate in activities contributing to the improvement of the community and the betterment of public health.

Section 20.2.8.

A physician shall, while caring for a patient, regard responsibility to the patient as paramount.

Section 20.2.9.

A physician shall support access to medical care for all people.

ARTICLE XXI: DISCIPLINARY ACTION

Section 21.1.

Membership in the Association will be suspended for a criminal conviction by a court of law or a disciplinary action by a board of Medical Examiner resulting in revocation of medical licensure.

Section 21.2.

Suspended membership may be reinstated by the by the Board of Directors at the recommendation of the Council on Legislation, Ethical & Judicial Affairs, and Bylaw & Election

ARTICLE XXII: FUNDS AND ASSESSMENTS

Section 22.1.

Annual dues, special assessments, and voluntary contributions shall finance funds for meeting and expenses of the Association activities.

Section 22.2.

Annual membership dues and assessments shall be fixed by the Board of Directors and approved by the general body.

Section 22.3.

The Treasurer shall present the financial status of the Association to the general membership at its annual meeting.

Section 22.4.

No part of the net earnings of the Association shall inure to the benefit or be distributed to its members, officers, or private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Association shall not campaign on behalf of any candidate for public office. However, EAMA can lobby for the issues pertaining to the membership. Notwithstanding any other provision of these activities, the Association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code or (b) by an association whose contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Code.

ARTICLE XXIII: MEETINGS

Section 23.1.

Time & Places of Meetings

Section 23.1.1.

All regular and special meetings of the Association shall be held at a time and place, as the Board of Directors shall direct.

Section 23.2.

Meetings & Referendum

Section 23.2.1.

Referendum at Association Meeting: At any general or special meeting of this Association, the General Body shall, by a two-thirds (2/3) vote of the voting members present, order a general referendum upon any question pertinent to the purposes and objectives of the Association, provided, however, that a quorum at such general or special meeting shall consist of not less than one-third (1/3) of voting members of the Association who are in good standing.

ARTICLE XXIV: RECORDS & ANNUAL REPORT

Section 24.1.

EAMA's Records

Section 24.1.1.

All corporate books and records of the Association are maintained at its principal office in New York, New York, or at such other place as shall be specified by the Board of Directors.

Section 24.1.2.

All agreements, contracts, bank accounts, affiliations and legal documents signed under EAMA's name should include the National Office address: 244 5th Avenue, Suite T-264, New York, N.Y. 10001

Section 24.2.

EAMA's Annual Report

Section 24.2.1.

The Board of Directors, through the Treasurer of the Association, shall make an annual report of the financial status of the Association at the annual meeting. The Secretary to the general membership, in turn, shall distribute this.

ARTICLE XXV: APPENDICES