

**BYLAWS  
OF  
NUECES COUNTY MEDICAL SOCIETY ALLIANCE**  
~~Revised 2008, last Amended 2024~~

**ARTICLE I – NAME**

Nueces County Medical Society Alliance

**ARTICLE II – PURPOSES**

The purposes of this alliance shall be exclusively educational and charitable, and shall be:

- To encourage friendly relations and to promote ~~mutual~~ understanding among, and provide support for, physicians' families;
- To assist with those programs of the Nueces County Medical Society that improve health and quality of life for all people;
- To uphold the programs of the Nueces County Medical Society Alliance, the Texas Medical Association Alliance, and the American Medical Association Alliance;
- To promote health education;
- To support health related charitable endeavors;
- To encourage participation of volunteers in activities that meet health needs;
- To provide opportunities for member growth and development.

**ARTICLE III – MEMBERSHIP** ~~<remove dash>~~

Membership in this organization shall consist of Active members, Supporting members, Retired members, Widowed members, Honorary members, Emeritus members, and Members-at-Large.

A. Active member - A member of local and state alliances and optionally the national alliance. Active members shall be:

1. The spouse, significant other, or partner of a physician who is a member, or is eligible for membership, in the Nueces County Medical Society (NCMS).
2. ~~The surviving spouse of an NCMS member or who was eligible for membership may select active membership.~~
3. ~~The spouse of a retired member of the NCMS may select active membership.~~
4. An NCMS Alliance member who is divorced from a physician ~~The divorced spouse of an NCMS member or one who is eligible for NCMS membership may remain a member of the alliance if they have~~ and who has not married outside the profession.

B. Supporting member - A member of local and state alliances and optionally the national alliance, with all privileges of an active member except voting and holding office.

Supporting members shall be:

1. ~~The surviving spouse of a member of the NCMS or who was eligible for membership, may select associate membership.~~  
A physician who wants to support the alliance but not be an active member, i.e., vote or hold office.
2. ~~The spouse of an intern, resident or fellow in a training program approved by the AMA.~~  
An alliance member who has moved out of Nueces and surrounding counties and wants to continue to support the alliance.
3. ~~Physicians, residents, interns or fellows who are members of the NCMS, or who are eligible.~~

- C. Retired member - ~~The spouse of a retired physician~~ A member of local and state alliances and optionally the national alliance, with all the privileges of an active member. ~~except voting and holding office.~~ Retired members shall be:
1. The spouse of a retired physician who is a member, or is eligible for membership, in the NCMS.
- D. **Widowed member** - ~~The spouse of a deceased member or eligible member of the NCMS or any other county Medical Society who has not remarried outside the profession.~~ A member of local and state alliances and optionally the national alliance, ~~with all the privileges of an active member.~~ ~~may choose active membership.~~ Alternatively, they may choose associate membership with all the privileges of an active member except voting and holding office. Widowed members shall be:
1. The spouse of a deceased physician who was a member, or was eligible for membership, in the NCMS and who has not married outside the profession.
- E. Honorary member - A member of the local and state alliances and optionally the national alliance, with all the privileges of an active member. Honorary members shall be:
1. The spouse of a ~~One whose physician spouse~~ who has attained honorary status in the NCMS before January 1, 1999.
  2. Any NCMS alliance member who has served, or is serving, as President of the Alliance of TMA or AMA.
- F. Emeritus member - A member of the local and state alliances and optionally the national alliance, with all the privileges of an active member. Emeritus members shall be:
1. The spouse of a physician who is a member, or is eligible for membership, in the NCMS and who has attained the age of 80 years or older.
- G. Member-at-Large - A member of the local and state alliances and optionally the national alliance, with all the privileges of an active member except voting and holding office. Members-at-Large shall be:
1. The spouse of a physician who lives outside of Nueces County and has no active local alliance.

#### ARTICLE IV – DUES (**MOVE TO STANDING RULES**)

Annual dues must be paid to maintain current NCMSA membership and to be listed in the annual NCMSA directory. ~~Dues may be increased up to 10% per year, or be waived by category, at the discretion of the board. Any further increase requires a two-thirds majority vote at a Membership meeting.~~ Annual dues shall be:

- A. Active members – ~~\$50.00~~ annual local dues plus required state and optional national dues.
- B. ~~Supporting~~ members – ~~\$25.00~~ annual local dues plus required state and optional national dues.
- C. Retired members – ~~\$25.00~~ annual local dues plus required state and optional national dues.
- D. ~~Widowed members~~ – ~~\$10.00~~ annual local dues plus required ~~widow status~~ state dues and optional national dues.
- E. Honorary members (conferred prior to January 1, 1999) – ~~annual~~ local dues exempt; required state and optional national dues.
- F. Emeritus members – ~~annual~~ local dues exempt; required state and optional national dues.
- G. Members at Large – ~~\$10.00~~ annual local dues plus required state and optional national dues.

## **ARTICLE V – OFFICERS- EXECUTIVE COMMITTEE**

- A. To be as follows: president, president-elect, three vice-presidents, recording secretary, treasurer, treasurer-elect, corresponding secretary and parliamentarian (appointee).
- B. Annual election of officers to be held at minimum of 90 days prior to installation at a general membership meeting.
- C. Installation of officers to be held annually.
- D. Term of officers to be one year.
- E. Vacancies in elected office will be filled by the executive committee.

## **ARTICLE VI - DUTIES OF OFFICERS**

### **A. President**

- 1. To preside at all meetings of the Nueces County Medical Society Alliance and of the executive committee and executive board.
- 2. To create all necessary committees and appoint the chairmen, unless by-laws provide to the contrary.
- 3. To appoint the parliamentarian.
- 4. To appoint delegates from the active membership to the annual convention of the Texas Medical Association Alliance.
- 5. To approve all orders of the treasury.
- 6. To act as ex-officio member of all committees, with the exception of the nominating committee. To attend NCMS Board meetings and attend (or designate representative to attend) other NCMS committee meetings as requested.
- 7. To compile the annual report from written reports of all officers and committee chairmen, and to keep a log of alliance activities through the year to be given to the incoming president.
- 8. To serve as a delegate to the annual convention of the Texas Medical Association Alliance and to the Fall Conference. Alternate is to be elected by the executive board.
- 9. Attend TMA First Tuesdays in a Legislative year or delegate the president-elect to attend.

### **B. President-Elect**

- 1. To perform the duties of the president in the absence of that officer.
- 2. To participate with the president in all joint planning with the Nueces County Medical Society.
- 3. To attend all executive board meetings.
- 4. To have the privilege of attending any committee meetings.
- 5. To serve as a delegate to the annual convention of the Texas Medical Association Alliance and to the Fall Conference.
- 6. To assist the president in overseeing the function of all projects such as Hard Hats and Immunization/ Bee Wise events.
- 7. To serve as co-chairman of the future planning committee.
- 8. Attend First Tuesdays in a Legislative year if requested by the president.

### **C. First Vice-President of Programs**

- 1. To perform all the duties of the president in the absence of the president and the president-elect.
- 2. To serve as chairman of the program committee and to be responsible for presenting all programs, including the installation of officers.
- 3. To extend courtesies to guest speakers.
- 4. To serve on the yearbook committee.

**D. Second Vice-President of Social**

1. To serve as chairman of the social committee.
2. To serve on the yearbook committee.
3. To arrange for place, appoint the chairman and name the committee for each meeting.
4. Together with the chairman of each event committee and the treasurer, to be responsible for allocating the funds designated in the budget for all meeting expenses.

**E. Third Vice-President of Membership**

1. To ensure an annual membership drive for recruiting renewals and new members.
2. To serve as chairman of the membership committee.
3. To serve on the yearbook committee.
4. To maintain an updated database of all members of the alliance, including names, addresses, phone numbers, email addresses, birth dates and membership classification.
5. To maintain the security of the database and distribute it as directed by the executive board.

**F. Recording Secretary**

1. To keep in permanent form the minutes of each general, executive committee and executive board meeting and send a copy to the president and president-elect.
2. To provide a copy of minutes at each meeting.

**G. Treasurer**

1. To serve as custodian of all funds of the alliance; to collect all dues and receive all monies.
2. To keep full and accurate accounts and be prepared to present financial statements at board meetings and upon request of the president.
3. To disburse funds in accordance with the budget, as directed by the executive board and the membership, upon approval of the president.
4. To serve as chairman of the finance committee and present the annual budget proposed by the finance committee for adoption at the first general meeting of the alliance year.
5. To be responsible for recording at the bank the signature of the treasurer and that of the president as an alternate signature on the accounts of the alliance.
6. To prepare accounts of the alliance for examination by the auditor.
7. To obtain charm/pin for outgoing president.
8. To file annual IRS returns as required for both entities: the alliance and the NCMSA separate fund.

**H. Treasurer-Elect**

1. To assist the treasurer in carrying out the duties listed under G above.
2. To move up to treasurer the succeeding year.

**I. Corresponding Secretary**

1. To conduct the alliance correspondence and present communications.
2. To deliver mailings to the post office.
3. To handle invitations sent through social media.

**J. Parliamentarian**

1. To be appointed by the president.
2. To advise on all points of parliamentary procedure when requested by the chair or by the body.

## **ARTICLE VII - EXECUTIVE COMMITTEE**

- A. **Composition** - elected officers and appointed parliamentarian.
- B. **Duties** - The executive committee shall transact emergency business that arises between meetings of the executive board.
- C. **Quorum**- A majority of the executive committee shall be necessary to constitute a quorum for the transaction of any business.

## **ARTICLE VIII - EXECUTIVE BOARD**

- A. This board is to be composed of the executive committee, chairmen of standing committees and the advisory committee.
- B. A quorum will consist of five officers and four board members. In the absence of a quorum, votes on motions can be completed by email.

## **ARTICLE IX - STANDING COMMITTEES**

- A. **Advisory Committee** to be three past presidents appointed by the current president.
- B. **Program Committee**- plans programs for general meetings
  - 1. Chairman to be the first vice-president.
  - 2. Possible addition of two other members to be named by the chairman.
- C. **Social Committee**- plans location and hostesses for general meetings
  - 1. Chairman to be the second vice-president.
  - 2. The chairman of each meeting.
  - 3. The treasurer.
- D. **Membership Committee**- recruit members and maintains the membership database
  - 1. Chairman to be the third vice-president
  - 2. Courtesy committee chairman
  - 3. Current president
  - 4. Public relations secretary
  - 5. Vice-chairman to be named by membership vice-president
  - 6. Corresponding secretary.
- E. **Yearbook Committee**
  - 1. Chairman to be appointed by the president
  - 2. The three vice-presidents
  - 3. Revisions committee chair
- F. **Finance Committee**
  - 1. Chairman to be the treasurer
  - 2. Immediate past president
  - 3. Immediate past treasurer
  - 4. Program vice-president
  - 5. Social vice-president
  - 6. Membership vice-president
  - 7. Corresponding secretary
- G. **Courtesy Committee** – Sends communications regarding member life events and thank you notes.
  - 1. Chairman to be appointed by the president.
  - 2. Chairman to serve on the membership committee.
  - 3. Possible addition of two other members to be named by the chairman.

#### **H. Nominating Committee**

1. Chairman to be the immediate past president.
2. The subsequent past president.
3. Three members elected at a general business meeting.
4. The current membership committee chairman.
5. The current social committee chairman.

#### **I. Revisions Committee-** review by-laws annually

1. Chairman to be appointed by the president.
2. Chairman to serve on the yearbook committee.
3. Three other members may be named by the chairman.

#### **J. New Member Liaison –** Personally engages potential new members

1. Chairman to be appointed by the president.
2. Additional members may be appointed by the chairman.
3. Membership vice president.

#### **K. Public Communications Committee-** inform members and the public about the Alliance

1. Chairman to be public relations secretary.
2. Membership vice-president.
3. Programs vice-president.
4. President-elect.
5. Health fair chairman.
6. Coastal Bend Medicine representative.
7. Additional members may be appointed by chairman.

#### **L. Health Fair Committee-** coordinate alliance involvement in the annual Health Fair

1. Chairman to be appointed by the president to represent the alliance on the Society Health Fair committee.
2. Additional members may be appointed by the chair.

### **ARTICLE X - SPECIAL COMMITTEES**

- A. To be named annually by the president.
- B. Any project undertaken by these committees to be approved by the executive board and by the Nueces County Medical Society.

### **ARTICLE XI - MEETINGS**

General membership meetings shall be held regularly throughout the year. The annual meeting and election of officers shall be held at minimum of 90 days prior to the installation meeting.

- A. Special meetings to be called by the president or by written request of three members, stating the business to be presented.
- B. A quorum to consist of sixteen members at a general membership meeting.

### **ARTICLE XII – AMENDMENTS**

These by-laws to be amended by two-thirds of the votes cast, a quorum being present, at any regular meeting or called meeting, provided written notice of the proposed amendment has been submitted to the membership one week in advance.

### **ARTICLE XIII - PARLIAMENTARY AUTHORITY**

“Roberts Rules of Order Revised” to be used as the general guide.

### **ARTICLE XIV - FISCAL YEAR**

The fiscal year shall be from January 1 to December 31.

### **ARTICLE XV - DISPOSITION OF ASSETS**

Upon dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to charitable organizations/foundations whose purposes are compatible with those of this organization.

### **STANDING RULES**

- I. Memorial gifts: In the event of the death of one of its members, a member of the NCMS, or one of their children, the alliance will make an annual donation of \$100.00 at the end of each fiscal year in memory of all that have passed away during that fiscal year. This gift is to some worthy cause currently supported by the NCMS and is determined by the alliance president.
  - II. All officers and chairmen of standing and special committees make an itemized report of their expenses. They send all bills and receipts to the treasurer before the last meeting of the year.
  - III. Without previous notice and by a majority vote, these standing rules may be amended or suspended at any regular meeting.
  - IV. Any member making a reservation for a meeting will be responsible for the charge unless the member cancels the reservations by the RSVP date.
  - V. The annual directory will include members whose dues are received before publication of the directory.
  - VI. A calendar of events with a list of current Officers and Committee Chairpersons will be distributed to members at the first Membership meeting after the first Executive Board meeting ~~summer~~ each year.
- (ADD DUES HERE...)
- VII. Dues may be increased up to 10% per year, or be waived by category, at the discretion of the board. Any further increase requires a two-thirds majority vote at a Membership meeting. Annual dues shall be:
    - A. Active members - \$50.00 annual local dues plus required state and optional national dues.
    - B. Supporting members - \$25.00 annual local dues plus required state and optional national dues.
    - C. Retired members - \$25.00 annual local dues plus required state and optional national dues.
    - D. Widowed members - \$10.00 annual local dues plus required ~~widow status~~ state dues and optional national dues.
    - E. Honorary members (conferred prior to January 1, 1999) – annual local dues exempt; required state and optional national dues.
    - F. Emeritus members – annual local dues exempt; required state and optional national dues.
    - G. Members-at-Large - \$10.00 annual local dues plus required state and optional national dues.