



FOCUS

March 2011

www.ims-alliance.org

Volume 5, Number 1

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Register Today!

82nd Annual Meeting
of the IMS Alliance

April 16, 2011

Marriott Coralville Hotel &
Conference Center



A block of rooms
at \$106 + tax per night
is being held until March 24;
make reservations by calling:
319.688.4000 or 800.228.9290

**Friday Night Dinner at
Edgewater Grille in the Marriott
Coralville**

April 15 at 6:30 PM

Plan to arrive Friday evening in
time to attend the Dutch-treat
dinner at the Edgewater Grille;
our out-of-state guests are joining
us for the meal.

Click here to check out the menu
for the **Edgewater Grille**.

Contact **Deb Whitver**,
IMSA Coordinator,
to reserve a seat for dinner.

82nd Annual Meeting of the IMS Alliance

April 16, 2011

Marriott Coralville Hotel & Conference Center

Print form & send to IMS Alliance, 1001 Grand Ave., W. Des Moines, IA 50265, or register with
the **IMSA Coordinator** via email and send payment by **Monday, April 4**.

REGISTRATION FEE (mandatory) includes: \$75.00

- Meeting
- Continental breakfast
- Luncheon with Iowa Medical Society
- Luncheon speaker

--- Friday Night Dinner at the Edgewater Grille (Dutch treat) - 6:30 PM Yes ___ No ___

--- Past Presidents' Reception (Saturday, April 16)
(Open to Past IMS Alliance Presidents/out-of-state guests) Yes ___ No ___

TOTAL DUE BY MONDAY, APRIL 4 (Payable to IMS Alliance) \$75.00

NAME _____ EMAIL _____

POSITION _____ TOWN _____

2011-2012 IMS Alliance Leadership Council

In response to the discernment process
during the 2010 Annual Meeting,
the Nominating Committee
of the IMS Alliance is pleased
to present the slate of four directors
and secretary for
the 2011-2012 Leadership Council:

Director of Operations
Maureen Lyons - Marshall County

Director of Programs
Becky Kresowik - Johnson County

Director of Governance
Kathy Lariviere - Member-at-Large

Director of Marketing
George Riesen - Cerro Gordo County

Secretary
Joan Pennington - Cerro Gordo County

Silent Auction

IMSA's fundraising tradition of providing baskets
for silent auction will continue this year at the
IMS-IMSA annual meetings on Saturday, April 16,
at the Marriott Hotel in Coralville. For the first
time, all donations will benefit the **Iowa
Medical Society Foundation** (formerly the IMS
Educational Foundation). Alliance members can
support this effort by

- contributing a basket (or item) for the
silent auction,
- bidding on items, and/or
- writing a check to the foundation.

For more information, please contact either
James Entwistle or **Barbara Hanas** to see how
you can be a part of this effort to support the
Family of Medicine and the IMS for the future of
medicine in our state.

Bring a basket!
Bring your checkbook!



National Guest:
AMA Alliance Director
Mary Shuman

Do you know of an active member who has made an outstanding cumulative contribution to the Alliance? Would you like to show your appreciation?

Nominations are now being accepted for **Alliance Member of the Year**

The nomination form for the **Alliance Member of the Year** is on the website.

Despite the information on the form, the deadline for nominations has been extended to **March 15**.

Mary Shuman, the AMAA Director attending the IMSA meeting as our national guest, sent the following letter detailing the vital contributions Alliance membership has made in her life.

On August 16, 2007 the American Medical Association focused the attention of Iowa State Fairgoers toward the health care system. Kathy Lariviere, Barb Hanas, Barb Savage, and I worked side by side with members of the AMA and IMS with the AMA-sponsored "Voice for the Uninsured Day." I invited one passer-by to sign the petition. She was very friendly. I knew her from somewhere. Aha! She was Elizabeth Edwards. Our lives paralleled in that she was a mother grieving the 1996 death of her son Wade at age 16 from a car accident. And I too...

We were stationed in Alaska. Our daughter Lili and I had returned home after a grueling three months of surgery, chemotherapy, and radiation at Seattle Children's Hospital. I was invited to a neighborhood wives' meeting. The evening was to conclude with a holiday cookie exchange. There was no way I could bake cookies. Our kitchen cupboards were stocked with medical supplies and the refrigerator was filled with bags of hyper-alimentation feedings. Ross optimistically remarked, "After what you've been through they'll want to give you all of the cookies."

Reluctantly I went. I arrived empty-handed and I returned home empty-handed. On the way out someone said, "Too bad you didn't bring any cookies." The cookie incident left me with a bitter taste. I had better ways to occupy my time.

Fast forward 13 years. In 1997 the Buchanan County Medical Society Alliance invited me to a *Welcome Coffee*. Reluctantly I went. I arrived empty-handed and I returned home with a basket filled with goodies. I was hooked. In 2005 I was elected president of Missouri State Medical Association Alliance. Lili's illness and death inspired my theme, "Each of us is but one personal tragedy away from becoming politically active." Alliance membership has never been more important to medical families in this country. The Alliance is a network of physician couples representing all stages of the medical family, from the training years to retirement.

Member-at-Large membership is a good way to stay connected and network if one no longer has a county Alliance affiliation. I am delighted to serve as AMA Alliance Director to my friends and neighbors to the north! I am looking forward to visiting with IMSA annual meeting-goers.

82nd IMSA Annual Meeting Agenda

- 8:00 AM Check In/Continental Breakfast
- 8:30 AM Call to Order
 - Pledge of Allegiance
 - Invocation
 - Introductions
 - Agenda Approval
 - Treasurer's Report for the 3rd Quarter
 - Presentation of the 2010-2011 Budget
 - 2010 Reading Committee Report
 - IMSF Basket Auction Announcement
 - Officer Reports
 - Membership Report/Awards
 - Introduction of Tellers
 - Bylaws Proposed Amendments
(see below for complete text)
- 10:00 AM BREAK
 - Nominating Committee Report
 - Election of 2011-2012 Officers
 - Nominations for 2011
 - AMAA Annual Meeting Delegation
 - Nominations & Election of the 2011-2012 IMSA Nominating Committee
 - Memorial Service
- 12:00 PM Lunch with IMS
- 1:30 PM IMSA House of Delegates Reconvenes
 - Address by AMAA Director Mary Shuman
 - IMSA Co-Presidents'
 - State of the State Address
 - Committee Updates to Blue Book Reports
 - County President Updates to Blue Book Reports
 - District Councilor Updates to Blue Book Reports
 - AMA Foundation Awards
- 2:00 PM Installation of 2011-2012 Officers
 - Address by 2011-2012 Director
 - Announcements
- 2:15 PM New Business
- 2:30 PM Adjourn
- 3:00 PM Ronald McDonald House visit *(see below)*
- 4:00 PM Past Presidents' Reception

Ronald McDonald House visit

Members of the IMS Alliance will have an opportunity to visit the Ronald McDonald House in Iowa City following our meeting on April 16th. We will have a short tour beginning at 3:00 and we encourage members to donate items from the wish list on the **Ronald McDonald website**, please click on "donate". The person I spoke with said they are in need of anything on the list but would especially welcome laundry detergent and fresh items such as milk, eggs and produce. Meeting attendees should plan to go directly from the Marriott to the Ronald McDonald house so should plan accordingly if planning to donate something perishable. Questions? Contact **Debbie McCalla**.



Luncheon speaker: Ethan Canin, MD

Saturday, April 16, 12:00 (noon) to 1:30 p.m.

Author Ethan Canin gave up a career in medicine to write and teach at his alma mater, the Iowa Writers' Workshop. His latest novel is *America, America*, the multi-generational story about life in the land of opportunity. Canin's stories have been the basis for four Hollywood movies, and his pieces have appeared in a wide range of magazines, including *The New Yorker*, *The Atlantic Monthly*, *Esquire*, *The Paris Review* and *Granta*. He was also honored as one of the *The New Yorker's* "Twenty Writers for the New Millennium."

Yet **ANOTHER** reason to attend Annual Meeting . . .

become a delegate to the AMA Alliance Annual Meeting in June

All AMA Alliance members are invited to attend the 2011 AMA Alliance 88th Annual Meeting in Chicago, June 19-21 (meeting begins at 8:00 AM, Monday, June 20).

The AMA Alliance meeting provides members with an opportunity to take part in the "inner workings" of the national alliance while getting to know peers from around the country. The fact that the meeting is held just steps away from some of the best shopping and restaurants in the world offers the potential for a fantastic experience for all attendees.

Delegates to the AMA Alliance Annual Meeting will be nominated at the IMSA Annual Meeting on April 16, 2011. If you have interest in representing Iowa in Chicago in June, please notify your county president or **Alliance Coordinator, Deb Whitver**. While the IMS Alliance typically helps attendees cover some expenses associated with attending the AMA Alliance meeting, members generally share hotel and transportation costs as much as possible.

Maureen Lyons, IMS Alliance Co-President

Links

[IMS Alliance](#)

[IMS Alliance Coordinator](#)

[AMA Alliance](#)

Bylaws Committee

Debbie McCalla, Dakota Dunes, SD, Chair

Proposed Amendments to the Bylaws of the Iowa Medical Society Alliance

To be presented at the 82st Annual Meeting

The Bylaws Committee of the Iowa Medical Society Alliance recommends the following changes:

IOWA MEDICAL SOCIETY ALLIANCE

BYLAWS

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Delete "Constituent"

Add "County"

Rationale This better describes alliances associated with county medical societies. **Please note:** In each instance that the word "constituent" appears in these bylaws it will be changed to "county."

Delete "Delegates to National Convention"

Add "Attendance at AMAA Annual Meeting"

Editorial change The title to this article is among the proposed changes. This change reflects that. Page numbers will be reassigned as appropriate.

Editorial change Changes to punctuation and capitalization have been made to these bylaws that do not result in substantive changes.

**BYLAWS
of the
IOWA MEDICAL SOCIETY ALLIANCE**

ARTICLE I-TITLE AND DEFINITION

The name of this organization is the Iowa Medical Society Alliance. (Hereinafter referred to as the IMS Alliance). It is a federacy of its ~~constituent county~~ **Alliances and other members as designated in Article V** and a component of the American Medical Association Alliance, Inc. (Hereinafter referred to as the AMA Alliance.) Identification number: 51-0185578

Add “and other members as designated in Article V”

Rationale To ensure that all members are recognized.

ARTICLE II - PURPOSE and MISSION STATEMENT

Section 1. Purpose

The purposes of the IMS Alliance shall be exclusively educational and charitable. ~~It~~ **They** shall be:

to assist the Iowa Medical Society (hereinafter referred to as the IMS) with programs that improve the health and quality of life for all people;

to support the activities of county alliances;

to raise funds for medical education and research **and**;

to support the medical family.

~~to encourage health education and implement health promotion projects and;~~

~~to support health related legislative initiatives.~~

Delete “It”

Add “They”

Rationale Grammatical correction

Delete “to encourage health education and implement health promotion projects and; to support health related legislative initiatives.”

Add “and” in bold above.

Rationale: At the 2010 IMSA Annual Meeting the House of Delegates determined that given present resources both in terms of membership and leadership procurement, significant changes should be made to those activities the IMSA can realistically pursue. Additionally, the House of Delegates determined that our limited resources would be best utilized by focusing on activities that support medical families and the IMS.

Section 2. Mission Statement

The mission of the IMS Alliance is to partner with physicians to improve the health of Iowans and to support the medical family.

ARTICLE III - ~~CONSTITUENT~~ COUNTY ALLIANCES

Section 1. The ~~constituent county~~ **alliances** are those ~~county~~ **alliances to associated with** the county medical societies which are, or hereafter may be, federated to form the IMS Alliance, in accordance with the bylaws.

Delete “county”

Rationale: Sentence wording is redundant.

Delete “to”

Add “associated with”

Rationale: Sentence is unclear.

Section 2. The IMS Alliance will recognize as a ~~constituent county~~ **alliance, according representation and vote to, and accord representation and vote to,** any alliance to a county medical society ~~concerned,~~ whose objectives and policies are consistent with the objectives of the IMS Alliance **and whose annual dues are current.** ~~, provided the annual dues payable by the constituent alliance are not in arrears.~~

Delete “and accord representation and vote to,” “concerned,” and “, provided the annual dues payable by the constituent alliance are not in arrears.”

Add “according representation and vote to” and “and whose annual dues are current.”

Rationale: Simplification of language.

**Click on our name
to contact us**

**Maureen Lyons
& Debbie McCalla**

Co-Presidents

Kathy Lariviere
Vice President for Membership

Stacie Fry

Bonnie Green
Treasurer

George Riesen
FOCUS Editor

Jolene Jebson
Health Promotion

Section 3. All ~~constituent county~~ alliances may adopt their own bylaws, provided only that those bylaws do not conflict with the bylaws and the objectives of the IMS Alliance ~~and AMA Alliances~~.

Delete “and AMA Alliances”

Add “Alliance”

Rationale: The AMA Alliance Bylaws (Article III, Section 1) provide for each county alliance to adopt its own bylaws without restriction.

Section 4. Each ~~constituent county~~ alliance shall transmit dues as determined by the House of Delegates to the Treasurer of the IMS Alliance starting on the first day of each fiscal year. The number of delegates shall be based on paid memberships as of March 31.

~~Section 5. Constituent alliance programs/projects shall be approved by the county medical association or society with which the county alliance is affiliated.~~

Delete Article III, Section 5 in its entirety.

Rationale: This requirement is not under the purview of the IMS Alliance.

ARTICLE IV -- DISTRICTS

Section 1. The state shall be divided into districts, the boundaries of which are determined by the Board of Directors.

Section 2. Each district shall encompass the organized county alliances and members-at-large within its boundaries.

ARTICLE V -- MEMBERSHIP

Section 1. CATEGORIES

A. A regular member shall be:

1. The spouse of a physician member or spouse of a medical student member of the IMS and who is a member in good standing of a ~~constituent county~~ alliance;
2. Any other member who is a spouse of a physician member or spouse of a medical student member of the IMS shall be called a member-at-large;
3. A widow or widower of a physician or medical student who was a member of the IMS or any state medical society.

B. An associate member shall be:

1. The spouse, widow, or widower of a physician or medical student who is, or was at death, eligible for IMS membership.
2. The divorced spouse (who was an IMS Alliance member at the time of the divorce and provided that person has not remarried outside the profession) of a physician or medical student who was eligible or was a member of the IMS.
3. Associate members may be members of a ~~constituent county~~ alliance or members-at-large.

C. A resident physician spouse member shall be:

The spouse of a resident, or fellow in a training program approved by appropriate accrediting agency. The resident physician spouse may be a regular member as defined in Section A.

D. A medical student spouse member shall be:

The spouse of a student enrolled in a medical school accredited by Liaison Committee on Medical Education or an osteopathic medical school accredited by the American Osteopathic Association.

E. A physician member shall be:

A physician who is a member or eligible to be a member of the IMS.

F. A medical student member shall be:

A medical student who is eligible to be an active member of the IMS and enrolled in a program accredited by the Liaison Committee on Medical Education or the American Osteopathic Association.

G. Honorary membership in the IMS Alliance may be conferred by the House of Delegates, upon recommendation of the Board of Directors, on an individual who has rendered long and signal service to the IMS Alliance. A three-fourths ballot shall be required to confer such honor.

H. A life member shall be an IMS Alliance president upon whom life membership was conferred upon completion of term of office.

Add “A” under Section 1E.

Rationale To provide format consistent with the other sections.

Section 2. Rights and Privileges

- A. All members shall be represented in the House of Delegates as provided in ARTICLE VI, Section 2, D of these bylaws; shall receive the official publication; and shall be eligible to attend the IMS Alliance meetings unless otherwise restricted.
- B. Only regular members and associate members shall be eligible to hold state office.
- C. Honorary and life members shall retain all rights and privileges held at the time honorary or life membership was conferred.

Section 3. DUES

- A. Dues of regular members, associate members, physician members and life members shall be paid as provided in Article III, Section 4 of these bylaws; or if applicable to the ~~appropriate district councilor,~~ IMS Alliance Membership Chair, or IMS Alliance Treasurer.
- B. Resident physician spouse members and medical student spouse members and medical student members shall pay dues at a rate set annually by the Board of Directors upon recommendation of the Finance Committee.
- C. Honorary members shall be exempt from payment of dues.
- ~~D. A member of the IMS Alliance who has been dropped from the membership roll, for nonpayment of dues, may be reinstated upon the payment of dues for the current fiscal year.~~
- E. D. The fiscal year shall be from July 1 to June 30 inclusive.

Delete “to the appropriate district councilor,”

Rationale: There will no longer be district councilors with the new leadership structure.

Delete the entirety of Section D.

Rationale: This section states the obvious and is unnecessary.

Editorial Change: Remove comma following “IMS Alliance Membership Chair.” Re-letter section to correct sequence.

ARTICLE VI - HOUSE OF DELEGATES

Section 1. DUTIES - The legislative body of the IMS Alliance is the House of Delegates. The House of Delegates shall transact all business of the IMS Alliance not otherwise specifically provided for in these bylaws. It shall elect the officers as provided for in Article VIII, Section 2.

Section 2. MEMBERSHIP - The House of Delegates is composed of:

- A. Past presidents ~~and past directors~~ of the IMS Alliance and
- B. elected ~~and appointed~~ officers and chairmen of the standing committees and
- C. the president of each ~~constituent county~~ alliance or, in the absence of the president, the president-elect, or in the absence of both these officers, an official representative appointed by the ~~constituent county~~ alliance and
- D. in addition, one representative from each ~~constituent county~~ alliance for each 25, or major fraction thereof, paid members in good standing in the IMS Alliance as defined in Article III, Section 4.
- E. One member-at-large representative from each district ~~for each 25, or major fraction thereof,~~ may be recommended to the secretary by the ~~councilor membership chair.~~
- F. The president or official representative and one other member from each resident physician and medical student spouse group shall be delegates.

Delete under 2B “and appointed officers”

Rationale there are no longer appointed officers.

Add “and past directors”

Rational: Proposed language accommodates new leadership structure.

Add “for each 25, or major fraction thereof,”

Rationale: Several formerly organized counties have folded leaving members-at-large underrepresented.

Delete “councilor”

Add “membership chair”

Rationale: The District Councilor position will no longer exist with the new leadership structure.

Section 3. DETERMINATION OF NUMBER OF DELEGATES

- A. On March 31 of each year the treasurer shall submit to the secretary a statement showing the number of paid members of each ~~constituent county~~ alliance ~~and district~~. On the basis of this statement, the secretary determines the number of voting delegates to which each ~~constituent county~~ alliance ~~and district~~ is entitled and shall notify them three weeks prior to the Annual Meeting.
- B. An alternate delegate may be seated in the absence of a delegate.

Add “and district” in two places.

Rationale MAL representation at the IMSA House of Delegates not previously fully delineated.

Section 4. The House of Delegates shall meet annually, at the time of the Annual Meeting of the IMS. One-third of the registered voting delegates shall constitute a quorum.

ARTICLE VII - ANNUAL MEETING

Section 1. SESSIONS - The Annual Meeting shall be held at the time and place fixed by the Board of Directors, bearing in mind the site and time of the Annual Session of the IMS.

Section 2. MEMBERSHIP - The Annual Meeting shall be composed of the members of the House of Delegates as defined in Article V, Section 2, and all members of the IMS Alliance and guests.

Section 3. CALL - The call to the Annual Meeting shall be distributed at least one month prior to the meeting in the official Alliance publication. ~~A detailed~~ An agenda containing general information and specific instructions shall be sent at least 15 days prior to the Annual Meeting to all participants.

Section 4. Arrangements for the Annual Meeting will be the responsibility of the Annual Meeting Planning Committee with the approval of the Board of Directors. Committee composition and policies are determined by Annual Meeting Guidelines.

Delete “a detailed”

Add “An”

Rationale: Unnecessary description.

ARTICLE VIII - OFFICERS

Section 1. DESIGNATIONS:

- A. The elected officers of the IMS Alliance shall consist of ~~a president or co-presidents, a president elect or co-presidents elect, a vice president or co-vice presidents, a secretary, a treasurer and district councilors~~ a Director of Governance, a Director of Operations, a Director of Marketing, a Director of Programs, a treasurer and a secretary.
- B. ~~The appointed officers shall be a historian and a parliamentarian.~~ The Director of Operations may serve as treasurer.

Delete under A “a president or co-presidents, a president elect or co-presidents elect, a vice president or co-vice presidents, a secretary, a treasurer and district councilors” and under B “The appointed officers shall be a historian and a parliamentarian.”

Add “a Director of Governance, a Director of Operations, a Director of Marketing, a Director of Programs, a treasurer and a secretary.”

Add “The Director of Operations may serve as Treasurer.”

Rationale: The proposed language complies with the new leadership structure which allows the Director of Operations to serve as Treasurer and eliminates the district councilors. The historian is no longer considered to be an officer and the Director of Governance may be the IMS Alliance Parliamentarian under the new leadership structure.

Section 2. ELECTION OF OFFICERS:

- ~~A.~~ A. The ~~president elect or co-presidents elect, the vice president or co-vice presidents,~~ The directors, the treasurer and the secretary shall be elected for one year by the House of Delegates and shall assume office at the close of the session of the House of Delegates at which they were elected. ~~The treasurer shall be elected for one year by the House of Delegates and shall assume duties at the completion of the annual audit. The duties of the treasurer will be in accordance with the fiscal year.~~ All officers may serve more than one term or until their successors are elected.
- ~~B.~~ ~~The House of Delegates shall elect district councilors as necessary for a two year term. District councilors may serve more than one term or until their successors are elected. If possible, the councilor shall reside within the district he/she serves.~~
- ~~C.~~ B. Election shall be by ballot, except when the number of nominees does not exceed the number to be elected, in which case the election may be by oral vote. A plurality vote shall elect.
- ~~D.~~ C. The ~~president or co-presidents~~ The directors shall be authorized to appoint tellers to take charge of all business pertaining to preparation of the ballots and the general conduct of the election.

Delete “president-elect or co-presidents-elect, the vice president or co-vice presidents,”

Add “The directors, the Treasurer”

Rationale: Complies with new leadership structure.

Delete “The treasurer shall be elected for one year by the House of Delegates and shall assume duties at the completion of the annual audit.”

Add “The duties as treasurer will be in accordance with the fiscal year.”

Rationale: The Director of Operations, whose term begins and ends with the IMS Alliance Annual Meeting in April, may serve as treasurer under the new leadership structure. The fiscal year begins on July 1 and ends on June 30.

Delete the entirety of B

Rationale: The District Councilor position is eliminated under the new leadership structure.

C & D need to be re-lettered as consequence. The strikethrough for A is an inadvertent result from the strikethroughs on the other lettering.

Delete “president or co-presidents”

Add “The directors”

Rationale: Complies with new leadership structure

Section 3. NOMINATIONS FOR ELECTIVE OFFICES:

A. Nominating Committee

1. The Nominating Committee shall conform to the Bylaws, Policy, Leaders Guidebook, and parliamentary authority of the IMS Alliance and such other rules as the House of

Delegates or Board of Directors shall adopt.

2. The Nominating Committee shall consist of up to five members. ~~one of whom shall be the immediate past president or co-presidents who~~ The immediate past Director of Governance shall serve as chair. During the Annual Meeting of the House of Delegates, up to four shall be elected taking into consideration geographic distribution.
3. ~~The House of Delegates shall nominate no less than four members. Nominations shall be made by the House of Delegates.~~
4. The election shall be by written ballot, if the number of nominations exceeds the number to be elected.
5. The secretary shall record ~~and preserve~~ the number of votes cast for each nominee.
6. No member of this committee shall serve two years consecutively.
7. The first meeting shall be held prior to November 1.

Add "up to" in two places

Delete ", one of whom shall be the immediate past president or co-presidents who"

Rationale: Provides flexibility in the committee

Add "The immediate past Director of Governance"

Rationale: Complies with the new leadership structure.

Delete "The House of Delegates shall nominate no less than four members."

Add "Nominations shall be made by the House of Delegates."

Rationale: Committee size will be flexible with proposed language in #2.

Delete "and preserve"

Rationale Only the recording of votes is necessary.

- B. The nominating committee shall present a slate of nominees for elective office at the annual session of the House of Delegates.
 1. Nominations may also be made from the floor.
 2. No name may be placed in nomination except with the consent of the nominee.

Section 4. ELIGIBILITY FOR ELECTIVE OFFICES - ~~To be eligible to serve in an elective office a member must have served as an IMS Alliance board member for at least one year. For election or succession as president or co-president, president-elect or co-president-elect, or vice president or co-vice president, a member must have served as an IMS Alliance officer, county president or as a chairman of an IMS Alliance committee for at least two years.~~

Delete "for election or succession as president or co-president, president-elect or co-president-elect, or vice president or co-vice president, a member must have served as an IMS Alliance officer, county president or as a chairman of an IMS Alliance committee for at least two years."

Add "to serve in an elective office a member must have served as an IMS Alliance Board member for at least one year."

Rationale: Smaller pool of potential leaders necessitates this change.

Section 5. VACANCIES IN ELECTIVE OFFICES: ~~The IMS Alliance Board of Directors will fill vacancies at its discretion.~~

- A. ~~Successor to the President - If the president dies, resigns or is removed from office, the president-elect shall immediately become president and shall serve for the remainder of the term of the immediate predecessor. The term shall continue until the second Annual Meeting following election as president-elect. If the president-elect succeeds to the presidency nine months or more before the following Annual Meeting, the House of Delegates at that following Annual Meeting shall elect another eligible person to serve as president until the next Annual Meeting. If there is a vacancy in the offices of both president and president-elect, the vice president shall act as president until the next Annual Meeting, at which time the House of Delegates shall elect an eligible person to serve as president until the following Annual Meeting. If the president-elect dies, resigns, is removed from office or succeeds to the presidency, the office of president-elect shall be filled by the vice president.~~
- B. ~~If by reason of death, or refusal or failure to serve or qualify, any elective office, other than president and president-elect, becomes vacant, the president or co-presidents, with the approval of the Executive Committee, shall designate some active member of the IMS Alliance to serve the unexpired term.~~

Delete the entirety of A and B.

Add "The IMS Alliance Board of Directors will fill vacancies at its discretion."

Rationale: Provides for flexibility according to need."

Section 6. DUTIES OF ELECTED OFFICES - All elected officers shall conform to the Bylaws, Policy, Leaders Guidebook, and parliamentary authority of the IMS Alliance and such other rules as the House of Delegates or Board of Directors shall adopt.

Section 7. APPOINTIVE OFFICERS - ~~All appointed officers shall conform to the Bylaws, Policy, Leaders~~

~~Guidebook, and parliamentary authority of the IMS Alliance and such other rules as the House of Delegates or Board of Directors shall adopt.~~

Delete the entirety of Section 7.

Rationale: There are no longer any appointed officers.

ARTICLE IX - BOARD OF DIRECTORS

~~Section 1. MEMBERSHIP - The voting members of the Board of Directors shall consist of the elected and appointed officers, members of the Alliance Advisory Committee, the chairmen of all standing and program extension committees and the presidents of constituent alliances. The parliamentarian shall be a member and attend all meetings.~~

The voting members of the Board of Directors shall consist of the elected officers, members of the Alliance Advisory Committee, the chairmen of all committees, the parliamentarian, the president of each county alliance, and the president or official representative from each Resident Physician Spouse/Medical Student Spouse group.

Delete as stricken above in Section 1. MEMBERSHIP

Add in bold above

Rationale: To be consistent with the changes in leadership structure, to allow for increased flexibility in leadership and to ensure representation on the board for all members.

Section 2. DUTIES - The Board of Directors shall conform to the Bylaws, Policy, Leaders Guidebook, and parliamentary authority of the IMS Alliance and such other rules as the House of Delegates shall adopt.

The Board of Directors shall:

- A. carry out the mandates and policies of the IMS Alliance as determined by the House of Delegates;
- B. have full and complete power and authority to perform all acts and to transact all business for or on behalf of the IMS Alliance, subject only to (1) the provisions of these bylaws (2) resolutions and enactments of the House of Delegates and (3) instructions from the IMS Alliance Advisory Board.

Section 3. MEETINGS

- A. The Board of Directors shall meet at least two ~~three~~ times yearly.
- B. A special meeting of the Board of Directors may be called by an officer. ~~the president and A special meeting~~ must be called on the written request of ~~five~~ **four** of its members.
- C. QUORUM - ~~Seven Ten~~ members of the Board of Directors shall constitute a quorum.

Delete "three"

Add "two"

Delete "the president and"

Add "an officer."

Add "A special meeting" and "four"

Delete "five"

Delete "Ten"

Add "Seven"

Rationale: To provide flexibility for the Board of Directors and accommodate for a smaller IMS Alliance Board.

ARTICLE X - EXECUTIVE COMMITTEE

~~Section 1. MEMBERSHIP - The Executive Committee shall consist of the directors (see Article VIII, Section 1), the immediate past president or an immediate past director, president or co-presidents, president-elect or co-presidents-elect, the vice president or co-vice-presidents, the immediate past president, the secretary and the treasurer.~~

Delete "president or co-president, president-elect or co-presidents-elect, the vice president or co-vice-presidents, the immediate past president,"

Add "directors (see Article VIII, Section 1), the immediate past president or an immediate past director,"

Rationale: Consistent with the new leadership structure.

Section 2. DUTIES - The Executive Committee shall conform to the Bylaws, Policy, Leaders Guidebook, and parliamentary authority of the IMS Alliance and such other rules as the House of Delegates or Board of Directors shall adopt.

The Executive Committee shall:

- A. meet immediately following the Annual Meeting to confirm the appointment of the ~~appointive officers and~~ chairmen of committees;
- B. transact all business requiring action between meetings of the Board of Directors and report committee actions to the Board of Directors for ratification.

Section 3. QUORUM - Three members of the Executive Committee shall constitute a quorum.

Delete "appointive officers and"

Rationale: No longer any appointed officers.

ARTICLE XI -- COMMITTEES

Section 1. DUTIES - All committees shall conform to the Bylaws, Policy, Leaders Guidebook, and parliamentary authority of the IMS Alliance and such other rules as the House of Delegates or Board of Directors shall adopt.

Section 2: STANDING COMMITTEES - These committees SHALL BE DIRECTLY RESPONSIBLE TO THE BOARD OF DIRECTORS

- A. Those whose chairman and/or members are appointed by the directors president or co-presidents shall be:
- ~~1. AMA Foundation: This committee shall support and promote the programs of the American Medical Association Foundation.~~
 - ~~2. Bylaws: This committee shall consider all proposed amendments to the bylaws and present same to the Board of Directors for approval and to the House of Delegates for adoption.~~
 - ~~3. Communications: This committee shall be responsible for publications, educational materials and other communications media that may be authorized by the Board of Directors. The committee shall also edit the Guidebook which shall be in the hands of the members after available to members at the start of the fiscal year. In addition it is responsible for Doctors' Day and Medical Alliance Month~~
 - ~~4. Finance: This committee shall prepare the budget which shall be approved by the Board of Directors and then presented to the House of Delegates for adoption.~~
 - ~~5. Health Promotion: This committee shall promote AMA Alliance health related programs and assist in the development of programs to address community health needs and may consist of several sub-committees including Spouses Offering Support (SOS), which provides resource information and support for medical spouses undergoing stress or crisis.~~
 - ~~6. Hospitality: This committee assists the president or co-presidents whenever needed.~~
 - ~~7. Legislative Affairs: This committee shall educate alliance members on legislative matters and support legislative activities pertaining to health and health care, in cooperation with the IMS.~~
 - ~~8. Membership Development: This committee shall promote membership at all levels of the Alliance federation. by every eligible physician spouse. (This includes Resident and Medical School Student spouses.) See ARTICLE VIII, Section 6, D, 3).~~
 - ~~9. Planning and Development: This committee shall evaluate Alliance programs and procedures, and recommend future objectives and directions to stimulate growth of the Alliance.~~

Add Under Section 2 "These committees"

Rationale: Improve wording.

Delete Under Section 2A "president or co-presidents"

Add Under Sections 2A "directors"

Delete #1, 5, 6, 7, 9 in their entirety.

Add under #3 "available to members at the start of"

Delete under #3 "in the hands of members after" and "In addition it is responsible for Doctor's Day and Medical Alliance Month."

Delete under #8 "Development" and "by every eligible physician spouse. (This includes Resident and Medical School Student spouses.) See ARTICLE VIII, Section 6, D, 3)"

Rationale: To provide flexibility for IMSA leaders to determine the best use of alliance resources without requiring bylaws changes and/or outdated references.

- B. Those whose chairman and/or members are determined according to Policy and Procedure rules, and/or elected by the membership shall be:
- ~~1. Annual Meeting Planning Committee composition and policies are determined by Annual Meeting Guidelines (see ARTICLE VII, Section 4).~~
 - ~~2. Alliance Advisory: This committee is comprised of the two three immediate past presidents or of two immediate past directors who are all members of the board.~~
 - ~~3. Nominating Committee: The This committee and its chairman shall be elected and defined in accordance with ARTICLE VIII.~~
 - ~~4. Local Arrangements: The president of the host county Alliance whose duties are outlined in the Annual Meeting Planning Committee Guidelines.~~
 - ~~5. Alliance Member of the Year and Alliance Outstanding Achievement Award: The committee secures nominees of active Alliance members who have made an outstanding service contribution, over a period of years, to the Alliance for the annual Alliance Member of the Year Award. Committee also receives nominations for the Alliance Outstanding Achievement Award (which need not be given annually) that is given for an outstanding contribution to the Alliance and/or the community in the year between Annual Meetings. The committee is also responsible for the selection of the recipient. The president or co-presidents select the chairman and the remaining members are the Alliance Advisory Committee.~~

Add Under section B "shall be"

Delete #1, 4, 5 in their entirety.

Delete under #2 "three" and "who are all members of the board"

Add under #2 "two" and "or of two immediate past directors"

Add under #3 "This"

Delete under #3 "The"

Rationale: To provide flexibility for IMSA leaders to determine the best use of alliance resources, redundant or inconsistent language.

Section 3. Program Extension Committees: **These committees shall be those authorized by the Board of Directors and as necessary to implement current programs of the Alliance.** ~~shall be those authorized by the Board of Directors to implement the current programs of the Alliance and shall be (Liaisons to IMS committees).~~

A. ~~IMPAC~~

B. ~~IMS Education Fund~~

C. ~~Legislation~~

D. ~~Public Health~~

Add "": These committees shall be those authorized by the Board of Directors and as necessary to implement current programs of the Alliance."

Delete as stricken above.

~~Section 4. Special Committees shall be all ad hoc committees appointed by the president or co-presidents with the approval of the Board of Directors.~~

Delete section in its entirety.

Rationale: The formation of new committees by the Directors may go beyond ad hoc needs and is addressed in proposed Section 4 below.

Section 4. The directors may appoint other committees to carry on the functions of the IMS Alliance.

Add the entire section above.

Rationale: The directors must be able to name committees that are not mentioned in these Bylaws but are necessary for essential alliance business.

ARTICLE XII - DELEGATES TO THE AMA ALLIANCE HOUSE OF DELEGATES

~~Delegates and alternates to the AMA Alliance House of Delegates, the number determined by the AMA Alliance, shall be elected by ballot at the Annual Meeting. In addition, two (2) resident physician/medical student spouse delegates, and two (2) county delegates shall be elected by ballot at the Annual Meeting. Alternate delegates may be appointed by the president at the AMA Alliance House of Delegates to fill any vacancy due to the absence of regular delegates and elected alternates. Delegates shall attend all scheduled sessions and submit a written report to the Board of Directors. The immediate past president, the president and the president-elect shall be delegates. Only AMA Alliance members are eligible to be delegates/alternate delegates, resident physician/medical student spouse delegates or county delegates to the AMA Alliance House of Delegates.~~

ARTICLE XII - ATTENDANCE AT THE AMA ALLIANCE ANNUAL MEETING

~~The immediate past president/director shall chair the Iowa attendees. Three other attendees will be elected at the IMSA Annual Meeting. Only AMAA members are eligible to attend. Reimbursement for those attending is specified in the Standing Rules of the Finance Committee. The AMAA does not limit the number of members who may attend and vote at the AMAA Annual Meeting.~~

Delete Article XII in its entirety.

Add the paragraph in bold font above.

Rationale: As of June 2010, the AMA Alliance now considers their Annual Meeting to be a meeting of the general AMA Alliance membership and not a House of Delegates. It is in the best interests of the IMS Alliance to continue to have strong attendance at this national meeting.

ARTICLE XIII - PARLIAMENTARY AUTHORITY

The rules of parliamentary practice comprised in Roberts Rules of Order Newly Revised shall govern all proceedings of this Alliance, subject to the special rules, which have been or may be adopted.

ARTICLE XIV -- AMENDMENTS

These bylaws may be amended at any Annual Meeting by a two-thirds vote of those present and voting, provided the amendment has been submitted by the Bylaws Committee to the Board of Directors for approval and a copy of the same has been appended to the Call for the Annual Meeting. Amendments must be submitted to the Bylaws Committee by December 1.

ARTICLE XV -- DISSOLUTION

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 a non-profit fund or foundation.