



Indian American Medical Association of Illinois

Constitution and By-Laws

Amended with Additions November 17, 2018

We are pleased to present the updated version of the Constitution and Bylaws of the Indian American Medical Association (Illinois), USA. In 2018, there was one addition to the Constitution and Bylaws, which was presented to and approved by the General Body at the Annual Meeting on November 17, 2018. The addition is incorporated into this document.

We want to thank all the members of the Bylaws Committee, 2018 Executive Committee, and Ms. Heidi Garton for their valuable input and hard work in preparing the drafts of this addition.

Sharad Khandelwal, MD
Chair, Bylaws Committee

Geeta Wadhwani, MD
Secretary

Sreenivas Reddy, MD
President

Mission Statement

Indian American Medical Association, Illinois (IAMA) is a non-profit professional organization comprised of Illinois physicians of Indian origin committed to professional excellence and delivering quality patient care.

Vision

IAMA (IL) develops programs for its members to further their knowledge through high-quality Continuing Medical Education (CME) programs and workshops.

IAMA (IL), a key member of American Association of Physicians of Indian Origin (AAPI), represents the interests of international medical graduates of Indian origin within the mainstream of organized American medicine.

IAMA (IL), through its Charitable Foundation, is dedicated to serving the underprivileged members of the community.

IAMA (IL) organizes community seminars related to public health issues and encourages cultural and social activities of Indian heritage.

IAMA (IL) has a chapter for Residents and Medical Students of Indian origin providing educational activities, scholarships, and mentor programs to help them realize their future goals.

The activities of IAMA (IL) are on-going and designed to serve the needs of the physicians of Indian origin in Illinois.

Indian American Medical Association (Illinois) Incorporated

Constitution and Bylaws

Preamble

Whereas, a large number of Physicians of Indian origin are practicing in the United States of America. Be it resolved, that a non-profit organization be formed to maintain the identity of Physicians of Indian origin practicing in Illinois. That a forum be provided for the meeting, sharing and fostering professional and cultural advancement that a bond of purposeful unity be established to enrich the Indian community at large and the whole society of North America.

Article I: Name

The name of the organization shall be the Indian American Medical Association (Illinois) Incorporated. The organization shall be a non-profit corporation and incorporated in the State of Illinois.

Article II: Objectives

The objectives of the Indian American Medical Association (Illinois) Incorporated shall be as follows:

Section 1.

To promote a close relationship and communication among its members.

Section 2.

To act as a central forum for Physicians of Indian origin in North America, whereby information of common interest among members can be shared.

Section 3.

To promote the standard of practice in the art and science of medicine for the common interest of its members and the public through educational, social and scientific activities.

Section 4.

To help members integrate with American medicine and American culture and maintain a close liaison with local, national and international medical societies and organizations.

Section 5.

To promote the respectable image of the organization to the public through its non-profit activities.

Section 6.

To maintain a liaison and communication with other Indian associations, medical societies cultural organization in North America.

Section 7.

To communicate and establish a relationship with medical associations in India.

Article III: Membership

Section I. Classification of Members

A. LIFE Members

Any licensed physician of Indian origin practicing in the State of Illinois may apply for lifetime membership by paying lifetime membership dues.

B. ANNUAL Members

Any licensed physician of Indian origin practicing in the State of Illinois eligible for annual membership by paying the annual membership dues.

C. YOUNG Physician Members

Residents and Fellows who have completed their training and practicing in the State of Illinois shall be eligible for membership as Young Physician Members for a period of 5 years upon completion of their training. The dues shall be determined by the Executive Committee.

D. RESIDENT Members

House staff of Indian origin, in training in the State of Illinois, can become resident members without paying membership dues.

E. STUDENT Members

Medical students of Indian origin attending schools in the State of Illinois can become IAMA members without paying membership dues.

F. ORGANIZATION Members

Members of Indian origin of allied medical specialty organizations (e.g., dental, chiropractic, podiatry) can become organization members of IAMA. The membership dues will be paid by the parent organization for their total membership. Membership dues will be determined by the Executive committee. Dentists who became life members of the IAMA before December of 1995 shall retain their full membership privileges. The Executive Committee will determine eligibility for such membership after 1995. After 1995 the membership dues for the organizational members will be similar to the annual members.

G. Auxiliary Members

Non-member spouses of IAMA members shall be called auxiliary members. The auxiliary member's representative will serve on the Executive Committee without having voting rights.

H. CORPORATE Members

Pharmaceutical companies and financial institutions (e.g., banks, insurance, and real estate companies) shall be eligible for corporate membership in JAMA by paying annual dues as determined by the Executive Committee. They shall not have voting rights

I. EMERITUS Members

Regular members who retire from active practice may choose to become emeritus members by informing the secretary in writing. Emeritus members do not pay membership dues and shall not have voting rights.

J. HONORARY Members

Any eminent physician or distinguished member of the community may be invited as an honorary member as recommended by the Executive Committee and approved by the members at the General Body meeting by a majority.

K. ASSOCIATE Members

Any physician of Indian origin who does not qualify for the above classification shall be recognized as an associate member. The associate members do not pay membership dues and shall not have voting rights. Physicians of this category, who became life members of JAMA before April of 1998, shall retain their full membership privileges.

Section 2. APPLICATION FOR MEMBERSHIP

Application for membership shall be made in writing on a form provided by the organization. The application shall be forwarded to the Membership chair, accompanied by the prescribed dues. The membership committee shall review the applications and recommended for approval by the Executive Committee at its next regular meeting.

Section 3. VOTING RIGHTS

Life members and dues paid active members to have full individual voting rights at general body meetings.

Section 4. REVOCATION

- A. Membership may be revoked of any member for deliberate violation of Constitution and Bylaws of the JAMA (IL), or due to revocation of their license to practice medicine in Illinois. The member in question will be notified by the Secretary in writing and shall have 14 working days to file a response.
- B. In the event of an appeal, the Board of Directors will assume the role of a Hearing Committee for investigation and recommendations to the Executive Committee regarding the revocation of the membership in question.

ARTICLE IV. OFFICERS

Section 1. ELECTED OFFICERS OF THE EXECUTIVE COMMITTEE

The officers elected by the General Body shall be President, President-Elect, Secretary, Secretary-Elect, Treasurer and the Members of the Executive Committee. The Nominating Committee prepares the slate of the nominees that shall be presented to the Executive Committee for information and for announcing to the membership of the General Body. In case of a contest for any position, elections shall be conducted at the annual general Body meeting. The incoming President shall appoint the elected Executive Members as chairpersons of the various Standing Committees. The Standing Committee chairs with voting rights in the Executive Committee shall be from the following committees: Membership, Educational Program, Entertainment, Communications, and Public Relations, Constitution and Bylaws, Academic Affairs, Health Awareness, and Young Physicians.

Section 2. QUALIFICATIONS OF THE ELECTED OFFICERS

- A. Any member who is nominated to the Executive Committee with voting rights must be an active life member, annual member or a Young Physician member of IAMA (IL).
- B. He or she must be a licensed practitioner of Medicine in the State of Illinois.
- C. The President must have held an elected office of the organization for at least two years.
- D. The chairperson of the IAMA (IL) Charitable Foundation will be an officer of the Executive Committee, with full voting rights.
- E. The immediate Past President shall become Chairperson of the Board of Directors and shall be a voting member of the Executive Committee.

Section 3. DUTIES OF THE OFFICERS

A. Duties of the President.

The President shall:

- 1. Preside over meetings, regular or special.
- 2. Allot all chairpersons to the various committee's subject to approval by the Executive Committee.
- 3. Submit to the Executive Committee at its first meeting of the year his/her plan or project of the organization for the term.
- 4. Act as chairperson of the Nominating committee for his/her term
- 5. Perform such duties as may be imposed on him/her by the organization in general and as pertaining to his/her office.
- 6. Designate a member of the Executive Committee to assume duties in his/her absence if there is no President-Elect.
- 7. Appoint ad hoc committees at his/her discretion.

B. Duties of the President-Elect.

The President-Elect shall:

1. Perform the duties assigned to him/her by the President or by the Executive Committee.
2. Serve on the Executive Committee.
3. Assume the duties of the President in his/her absence or if the President is declared by the Executive Committee to be incapable of continuing in the performance of his/her duties.
4. Become the President if the President resigns (as determined by the Executive Committee).

C. Duties of the Secretary

The secretary shall:

1. Keep accurate minutes of all meetings.
2. Maintain an official and updated list of all members of the organization in coordination with the membership committee.
3. Be responsible for issuing an agenda of all regular and special meetings.
4. Keep a copy of all official correspondence of and to the organization including:
 - a. Meeting Minutes
 - b. Program Brochures
 - c. CME Events
 - d. Community Service Seminars
5. Be custodian of reports submitted by committee chairpersons.
6. Be custodian of the Constitution and Bylaws of the organization.
7. Notify committee members of their appointments and the duties they are to perform.
8. Advise persons concerned with actions taken by the organization that affect them.
9. Advise each applicant for membership in writing of the action taken by the organization
10. Perform such duties as may be assigned by the Executive Committee or the President.
11. Serve as a member of the Executive Committee.
12. Be responsible for transferring all records including the meeting minutes of the organization to the incoming Secretary by the first Executive Committee meeting of the year.
13. Responsible for ensuring filing of all organization documents to the Secretary of State, Illinois.

D. Duties of the Secretary-Elect.

The Secretary-Elect shall:

1. Perform any duties assigned to him/her by the Secretary of the Executive Committee.
2. Serve as a member of the Executive Committee.
3. Assume the duties of the Secretary on his/her absence.
4. Become the Secretary if the Secretary resigns.

E. Duties of the Treasurer

The Treasurer shall:

1. Be responsible for issuing notice and collection of all annual dues.
2. Keep an accurate account of all business transactions of the organization by keeping:
 - a. All receipts
 - b. Disbursements
 - c. Records of assets
 - d. Records of liabilities
3. Be responsible for paying bills of the organization on time.
4. Be custodian of all money and checks received.
5. Prepare a budget proposal for the beginning of the Fiscal Year.
6. Be responsible for getting approval from the Executive Committee for expenses exceeding \$500.00.
7. Prepare a financial statement at the close of the Fiscal Year to be presented at the annual General Body meeting of the year and published in the annual meeting brochure.
8. Be responsible for providing all financial documents to the Certified Public Accountant for preparation and filing of the tax returns (Form 990 etc.) for his/her term.
9. Transfer official books, accounts and checks to the incoming treasurer at the end of his/her term.
10. Be custodian of the financial properties of the organization and be responsible for the transfer of the properties and all transfers logged in an official record book at the end of his/her term.
11. Perform such other duties as assigned to him/her by the Executive Committee.

F. Duties of the Standing Committee Chairperson

The Standing Committee Chairperson shall:

1. Be responsible for communicating with the Executive Committee.
2. Serve as a member of the Executive Committee.
3. Serve as a liaison with the other Indian American Associations and Indian
4. Be responsible for assessing ways and means of carrying out duties of the committee
5. Perform such duties assigned to them by the President and the Executive Committee.

ARTICLE V. MEETINGS

Section 1. GENERAL BODY MEETINGS

- a. The organization shall hold two general body meetings, one semiannual and one annual meeting. The date and place shall be decided by the Executive Committee.
- b. Quorum: One-fourth of the current membership of the organization with half of the elected officers constitutes a quorum for the General Body meeting. In the event there is no quorum for any duly called for general body meeting, the number of attendees at the meeting shall be the quorum, for subsequent meetings called for that purpose, no earlier than two weeks

Section 2. SPECIAL GENERAL BODY MEETINGS

The President shall schedule additional meetings at his/her discretion with the approval of the Executive Committee. Special General Body meetings may also be called at the request of the two-thirds of the Executive Committee. Twenty or more active IAMA Members can also sign a petition to call for a special General Body meeting. Such request shall be submitted in writing to the President and the Secretary. The purpose of the meeting must be stated, and all the active members should be informed regarding the time and place. No additional business should be introduced or discussed at any special meeting except the stated Agenda in the request for the meeting. If the person or persons requesting a special meeting also intends to request an executive session, the announcement of this intent shall also accompany the notice for the meeting.

Section 3. NOTICE OF MEETING AND AGENDA

Notice and the agenda of the meeting will be circulated at least two weeks in advance by the secretary in which shall be specified the place and date.

Section 4. CONDUCT AND PROCEDURE OF MEETINGS

The meetings shall be conducted according to the parliamentary procedures of Robert Rules of Order unless governed by provisions of the organization's Constitution and Bylaws. Any action taken or attempts by the Organization in conflict with the provisions of the organization, Constitution and Bylaws shall be invalidated or considered a non-official action. Minutes of the special meeting shall be prepared and shall include a record of the attendance of members and the vote taken on the matter. The minutes shall be signed by the presiding officer and the copies thereof shall be promptly submitted to the attendees for approval.

ARTICLE VI EXECUTIVE COMMITTEE

Section 1. Meetings

A. Regular Meetings

The executive committee shall meet at least six times a year. The first meeting shall take place prior to the semi-annual General Body meeting. The other meetings shall be decided by the President (time and place). A notice of the meeting, which includes the time, place and the agenda shall be sent by the Secretary or his/her agent at least two weeks before the scheduled meeting.

B. Special Meetings

A special meeting of the JAMA Executive Committee may be called by the President or at least three members of the Executive Committee. Such request shall be submitted to the President and the Secretary. The purpose of the meeting must be stated at the time of notification. No additional business shall be introduced or discussed at any special meeting except that stated in the request of the meeting. If the person or persons requesting a special meeting also intends to request an Executive Session, the announcement of this intent shall also accompany the meeting announcement and Agenda. A written notice stating the place, date and time of this meeting shall be delivered either electronically or by mail to each member of the Executive Committee not less than 10 days before the date of such meeting by the Secretary. If any urgent matter needs to be discussed, an emergency meeting can be called by the President or in his absence by the President-Elect and information shall be given to the members by the Secretary by phone or by email at least 24 hours prior to the meeting. The Secretary shall keep the record of attendance and minutes of the meeting.

Section 2. Voting Rights

The voting members of the Executive Committee are the President, President-Elect, Secretary, Secretary-Elect, Treasurer, Chairperson of IAMACF, Chairperson of the Board of Directors and the Standing Committees Chairs I.e. Membership, Educational Program, Entertainment, Public Relations and Communications, Constitution and Bylaws, Academic Affairs, Health Awareness and Young Physicians.

There shall be no absentee votes.

Section 3. Conduct of the Meetings

The meetings shall be conducted according to the parliamentary procedures of Robert Rules of Order unless governed by provisions of the organization's Constitution and Bylaws. Any action taken or attempts by the Organization in conflict with the provisions of the organization, Constitution and Bylaws shall be invalidated or considered a non-official action.

Section 4. Duties

The Executive Committee shall:

- A. Conduct Parliamentary business of the organization, discuss, advice, and approves committee reports.
- B. Act as an overseer on the conduct of duties of all officers and committees and its members.
- C. Initiate annual plans in carrying out the objectives, interests, and policies of the organization.
- D. Order payment of all legal debts of the organization and authorize routing disbursements.
- E. Receive a financial report of the expenses and income after each activity from the treasurer.
- F. Review the annual report of the Treasurer.
- G. Supervise the transfer of properties.
- H. Actively participate in planning, fostering new membership and maintaining current membership.
- I. Advise and assist in the execution of the presented project of the President for the term.

ARTICLE VII. ELECTION AND TERM OF OFFICE

Section 1. Call for Nominations

- A. The Nominating Committee shall invite nominations from the entire voting membership of the General Body by a notice on the IAMA website and by email at least two weeks before closure of the Nomination date, i.e. September 15th
- B. Any current dues-paying member of the IAMA can nominate on behalf of a candidate.
- C. The Nominating Committee shall consist of the President, President-Elect, Immediate Past President and two members-at-large elected at the General Body meeting held during the Semiannual meeting. The President acts as the Chair of the Nominating Committee.

Section 2. Announcement of the Slate of the Candidates.

The Nominating Committee shall meet after the closure of the nomination date, i.e., 15th of September and prepare a slate of nominees for the coming year for the positions of President-Elect, Secretary-Elect, Treasurer and eight (8) members of the Executive Committee. The official slate shall be announced to the general membership by email and by posting on the website by 30th of September and invite any additional nominations for various positions. If there are no additional nominations by 15th of October, the official slate of candidates is announced unopposed. In the event of a contest, the Nominating Committee will hold an election at the annual General Body meeting. There shall be no floor nominations at the General Body meeting.

Section 3. Election Process.

- A. The Chair of the Nominating Committee will serve as the Election Officer to conduct the election. The other members of the Nominating Committee will help conduct the election.
- B. All dues-paying members will have the right to vote. No proxy vote is permitted. Each member shall have one vote for each vacant office.
- C. The President will call the candidates personally about the results. The President will post the results of the election on the IAMA website. The Election officer will only cast his/her vote in the event of a tie.
- D. The Secretary will announce the elected officers at the business meeting during the annual event.

Section 4. Term of Office.

The term of office shall be one year. The officers cannot be elected more than twice consecutively in the same office.

Section 5.

The President-Elect shall automatically become President for the incoming term of one year. The Secretary-Elect shall automatically become Secretary for the incoming term of one year.

Section 6.

In the event of a vacancy in the term of a chairperson of a standing committee, the President may appoint a qualified member of the committee or from the general membership for the remainder of the term of office, with the approval of the Executive Committee.

Section 7.

Conflict of Interest Policy (see page 14)

Indian American Medical Association of Illinois (IAMA-IL)

Conflict of Interest Policy (Version 2016-1)

Principles and Purpose: This policy will protect the integrity and business interests of the IAMA-IL, as and when it is: entering, contemplating to enter into, renew or extend an existing transaction, contract or agreement with another entity or individual, which might conflict with private, personal, financial, professional or family interests of an IAMA officer, director, board member, committee member, consultant, employed staff or contracted staff of the IAMA-IL. In case of a conflict, all applicable federal, state and local laws governing not-for-profit organizations, the Medical Practice Act of the State of Illinois and IAMA-IL Bylaws will take precedence over the provisions described in this policy.

Procedure:

1. Any IAMA-IL officer, director, board member, committee member, consultant, or staff who recognizes an obvious or potential conflict of interest in a matter under consideration will declare that verbally or in writing at the beginning of a meeting, conference call, video or email discussion where such an item is about to be considered; disclose all related material facts to the presiding officer and members present; and, recuse himself/herself by leaving the room, call or discussion taking extra care not to involve in any conversation or voting on that item. All such declarations and recusals with names will be recorded in the minutes. The recusing member will be invited back to join once the discussion and/or voting on that matter has been completed.
2. In situations where other members or members of the board or a committee recognize the potential of a conflict, which has not been voluntarily declared, a motion to have the body consider recusal of that member will be in order. That motion will need a second and a majority vote to force recusal in such instances.
3. Ownership or investment interest of an individual representing the IAMA-IL (or his/her family member), direct or indirect compensation, other current or future agreement of a beneficial arrangement, a substantial gift, promise of referrals, loans or other favors, concurrent leadership position or membership on the board of the entity under consideration will all constitute a potential conflict of interest.
4. Each IAMA-IL officer, director, board member, executive committee member and each committee chair, consultant and staff member will be required to acknowledge this policy by signing it in January of each year. Those who decline or fail to sign by February 1st will be considered to have automatically resigned their position/s.

Acknowledgement & Agreement to Abide by this Policy and Duty to Disclose Changes During the Year:

Signature

Printed Name

Month/Date/Year

ARTICLE VIII. AMENDMENTS TO THE CONSTITUTION & BYLAWS

Section 1. Procedure

A proposition to amend or repeal a section of the constitution and by-laws of the organization shall be made in writing and signed by at least ten active members. Each proposed amendment should, thereupon, be referred to the Executive Committee, which shall initially determine its validity or rationality and refer it to the Constitution and Bylaws committee. A copy of the proposed amendment to the constitution or the by-laws shall be sent to all active members by the secretary as part of an agenda in the next general meeting or special meeting called for this purpose.

Section 2. Vote of Approval

A vote of two-thirds of the active members present where there is a quorum is required to approve a proposed amendment to the Constitution and Bylaws of the organization. There shall be no absentee voting.

ARTICLE IX. IMPEACHMENT OF AN OFFICER OR A MEMBER OF THE EXECUTIVE COMMITTEE

Section 1. Procedure

If in the opinion of the Executive Committee or the active members as evidenced by a majority vote of the active members presents in a general or special meeting, an officer of the origination or a member of the Executive Committee shall be deemed guilty of misconduct or a gross breach of his obligation to the organization, a charge will be presented to the Executive Committee. The Executive Committee shall request the Board of Directors to investigate carefully the allegations including the defense of the accused. The Board of Directors shall present their findings and recommendations to the Executive Committee. In order to impeach an officer or a member of the Executive Committee, the final findings shall be sent to all members as an agenda in the scheduled or special General Body meeting.

Section 2. Vote of Approval

The vote of approval for impeachment shall be two-thirds (2/3) of the active membership where there is a quorum present.

ARTICLE X. BY-LAWS

Section 1. Fiscal Year

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

Section 2. General Body Meeting

The organization shall have at least two General Body meetings per year, which will be at a date and place determined by the Executive Committee.

Section 3. The Order of Business Meeting

The following shall be the order of business at a general meeting:

1. Call to order
2. Introduction of the new members
3. Introduction of guests
4. Reading of minutes of the previous meeting or inclusion of the minutes in the General Body meeting brochure
5. President's Report
6. Election of officers

Section 4. Dues

Dues shall be decided by the Executive Committee.

All Life member dues, less an amount equal to the current annual dues, will be deposited in a long-term secure account. Any withdrawals from the long-term secure account shall be done by two-thirds (2/3) of the all the voting members of the Executive Committee.

Section 5. Standing Committees

There shall be established the following standing committees with a chairperson allotted by the President and elected by the Executive Committee. These committees shall be:

A. Nominating Committee

This is a constitutionally formed committee and shall consist of the Past-President, President, President-Elect, and two members at large, elected at the Semi-annual General Body meeting. The Nominating Committee will be formed during the meeting of the current year. The current President shall act as a chairperson of the Nominating Committee.

B. Membership Committee

This committee shall consist of a chairperson who is a member of the Executive Committee appointed by the President and two other active members selected by the chairperson and approved by the Executive Committee. This committee shall recruit members. The committee shall review the applications and submit them to the Secretary for approval by the Executive Committee.

C. Educational Program Committee

This committee shall consist of a chairperson, who is a member of the Executive Committee selected by the president and two other active members selected by the chairperson and approved by the Executive Committee. The committee shall prepare and arrange scientific programs at the annual meeting or other C.M.E. meetings.

D. Entertainment Committee

This committee shall consist of a chairperson, who is a member of the Executive Committee appointed by the president and two other active members selected by the chairperson and approved by the Executive Committee. This committee shall prepare and arrange social functions of the organization for the year.

E. Communications and Public Relations Committee

This committee shall consist of a chairperson, who is a member of the Executive Committee appointed by the President and two other active members selected by the chairperson and approved by the Executive Committee. The committee shall be responsible for preparing and circulating news regarding the plans, projects, and activities of the organization and maintain the IAMA website as needed. The committee shall also be responsible for maintaining and improving relations with other organizations.

F. Constitution and Bylaws Committee

This committee shall consist of a chairperson, who is a member of the Executive Committee appointed by the president and two other active members selected by the chairperson and approved by the Executive Committee. This committee shall be responsible for all legal, constitutional matters and dealings. By-laws should be reviewed annually. General Body approved amendments shall be incorporated into the Constitution and Bylaws manual before the end of each fiscal year.

G. Academic Affairs Committee

This committee shall consist of a chairperson, who is a member of the Executive Committee appointed by the President and two other active members selected by the chairperson and approved by the Executive Committee. The Committee shall be responsible for working with the medical students and residents in organizing educational seminars and academic presentations. This committee will help provide career guidance.

H. Health Awareness Committee

This committee shall consist of a chairperson, who is a member of the Executive Committee appointed by the President and two other active members selected by the chairperson and approved by the Executive Committee. The committee shall be responsible for organizing health fairs and seminars for the community.

I. Young Physicians Committee

This committee shall consist of a chairperson who is a member of the Executive Committee nominated from the Young Physician Membership and appointed by the president and two other active members selected by the chairperson and approved by the Executive Committee. The committee shall be responsible for recruiting young physician members.

Section 8. Working Committees

These committee chairs are non-elected and do not have voting rights.

A. Auxiliary Committee

This committee shall consist of a chairperson, who is a spouse of an active member appointed by the president and two other spouses of active members. The chairperson will be a non-voting member of the Executive Committee. The duties of this committee shall be social and cultural in nature. The Executive Committee should authorize any expenses pertaining to these social and cultural events.

B. Resident Physician Committee

This committee shall consist of a chairperson appointed by the president and two other resident physician members selected by the chairperson and approved by the Executive Committee. The committee shall be responsible for recruiting Residents and Fellows. The Resident Physician Committee shall submit their report to the Executive Committee.

C. Medical Student Committee

This committee shall consist of a chairperson appointed by the president and two other medical student members selected by the chairperson and approved by the Executive Committee. The committee shall be responsible for recruiting Medical Students. This committee shall submit their report to the Executive Committee.

ARTICLE XI. BOARD OF DIRECTORS

- A. Qualification for Members of the Board of Directors. The candidate should be an active member of the IAMA for at least two (2) years and served for at least one year on the executive committee.
- B. The Board of Directors shall advise the IAMA regarding its fiscal welfare and operation of the IAMA. At the request of the Executive Committee, the Board of Directors may serve as a mediator to resolve disputes among the various office bearers and committees.
- C. The Board of Directors shall consist of 9 (nine) members as follows:
 - 1) 6 (six) members of the Board of Directors shall be from among the active membership who qualify in Item A, as above.
 - 2) 3 (three) members of the Board of Directors shall be from the past Presidents. The immediate Past President shall become the Chair of the Board of Directors for a term of one year unless he/she declines to accept the office.
- D. The Board shall be responsible for the long-range planning of the IAMA.
- E. The Chairman of the Board of Directors shall be a voting member of the Executive committee.
- F. The current President shall be an ex-official member of the Board of Directors.

Article XII. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The corporation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request or by its request or by its election as a director or officer of another corporation against expenses actually and necessarily incurred by them in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a part, by reason of being or having been a director or officer of the corporation or of such other corporation, except in relation to matter as to which any such director, or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for willful misconduct in the performance of duty.

ARTICLE XIII. RECORD RETENTION & RESTRUCTION POLICY

RECORD RETENTION AND DESTRUCTION POLICY

1) Purpose

The purpose of this Policy is to ensure that necessary records and documents of are adequately protected and maintained and to ensure that records that are no longer needed by Indian American Medical Association of Illinois or are of no value are discarded at the proper time. This Policy is also for the purpose of aiding employees of Indian American Medical Association of Illinois in understanding their obligations in retaining electronic documents - including e-mail, Web files, text files, sound and movie files, PDF documents, and all Microsoft Office or other formatted files.

2) Policy

This Policy represents the Indian American Medical Association of Illinois's policy regarding the retention and disposal of records and the retention and disposal of electronic documents.

3) Administration

Attached as Appendix A is a Record Retention Schedule that is approved as the initial maintenance, retention, and disposal schedule for physical records of Indian American Medical Association of Illinois and the retention and disposal of electronic documents. The Acting Indian American Medical Association of Illinois President (the "Administrator") is the officer in charge of the administration of this Policy and the implementation of processes and procedures to ensure that the Record Retention Schedule is followed. The Administrator is also authorized to make modifications to the Record Retention Schedule from time to time to ensure that it is in compliance with local, state and federal laws and includes the appropriate document and record categories for Indian American Medical Association of Illinois; monitor local, state and federal laws affecting record retention; annually review the record retention and disposal program; and monitor compliance with this Policy.

4) Suspension of Record Disposal In Event of Litigation or Claims

In the event Indian American Medical Association of Illinois is served with any subpoena or request for documents or any employee becomes aware of a governmental investigation or audit concerning Indian American Medical Association of Illinois or the commencement of any litigation against or concerning Indian American Medical Association of Illinois, such employee shall inform the Administrator and any further disposal of documents shall be suspended until shall time as the Administrator, with the advice of counsel, determines otherwise. The Administrator shall take such steps as is necessary to promptly inform all staff of any suspension in the further disposal of documents.

5) Applicability

This Policy applies to all physical records generated in the course of Indian American Medical Association of Illinois's operation, including both original documents and reproductions. It also applies to the electronic documents described above.

This Policy was approved by the Board of Directors of Indian American Medical Association of Illinois on October 15, 2016.

APPENDIX A - RECORD RETENTION SCHEDULE

The Record Retention Schedule is organized as follows:

SECTION TOPIC

- A. Accounting and Finance
- B. Contracts
- C. Corporate Records
- D. Correspondence and Internal Memoranda
- E. Electronic Documents
- F. Grant Records
- G. Insurance Records
- H. Legal Files and Papers
- I. Miscellaneous
- J. Payroll Documents
- K. Pension Documents
- L. Personnel Records
- M. Property Records
- N. Tax Records
- O. Contribution Records
- P. Programs & Services Records
- Q. Fiscal Sponsor Project Records

A. ACCOUNTING AND FINANCE

<u>Record Type</u>	<u>Retention Period</u>
Accounts Payable ledgers and schedules	7 years
Accounts Receivable ledgers and schedules	7 years
Annual Audit Reports and Financial Statements	Permanent
Annual Audit Records, including work papers and other documents that relate to the audit	7 years after completion of audit
Annual Plans and Budgets	2 years
Bank Statements and Canceled Checks	7 years
Employee Expense Reports	7 years
General Ledgers	Permanent
Interim Financial Statements	7 years
Notes Receivable ledgers and schedules	7 years
Investment Records	7 years after sale of investment
Credit card records (documents showing customer credit card number)	2 years

I. Credit card record retention and destruction

A credit card may be used to pay for the following Indian American Medical Association of Illinois products and services: Membership Dues, Event Registrations.

All records showing customer credit card number must be locked in a desk drawer or a file cabinet when not in immediate use by staff.

If it is determined that information on a document, which contains credit card information, is necessary for retention beyond 2 years, then the credit card number will be cut out of the document.

A. CONTRACTS

<u>Record Type</u>	<u>Retention Period</u>
Contracts and Related Correspondence termination (including any proposal that resulted in the contract and all other supportive documentation)	7 years after expiration or

B. CORPORATE RECORDS

<u>Record Type</u>	<u>Retention Period</u>
Corporate Records (minute books, signed minutes of the Board and all committees, corporate seals, articles of incorporation, bylaws, annual corporate reports)	Permanent
Licenses and Permits	Permanent

CORRESPONDENCE AND INTERNAL MEMORANDA

General Principle: Most correspondence and internal memoranda should be retained for the same period as the document they pertain to or support. For instance, a letter pertaining to a particular contract would be retained as long as the contract (7 years after expiration). It is recommended that records that support a particular project be kept with the project and take on the retention time of that particular project file.

Correspondence or memoranda that do not pertain to documents having a prescribed retention period should generally be discarded sooner. These may be divided into two general categories:

1. Those pertaining to routine matters and having no significant, lasting consequences should be discarded within two years. Some examples include:
 - Routine letters and notes that require no acknowledgment or follow-up, such as notes of appreciation, congratulations, letters of transmittal, and plans for meetings.
 - Form letters that require no follow-up.
 - Letters of general inquiry and replies that complete a cycle of correspondence.
 - Letters or complaints requesting specific action that have no further value after changes are made or action is taken (such as name or address change).
 - Other letters of inconsequential subject matter or that definitely close correspondence to which no further reference will be necessary.
 - Chronological correspondence files.

Please note that copies of interoffice correspondence and documents where a copy will be in the originating department file should be read and destroyed unless that information provides a reference to or direction to other documents and must be kept for project traceability.

2. Those pertaining to non-routine matters or having significant lasting consequences should generally be retained permanently.

D. ELECTRONIC DOCUMENTS

1. Electronic Mail: Not all email needs to be retained, depending on the subject matter.
 - All e-mail—from internal or external sources—is to be deleted after 12 months.
 - Staff will strive to keep all but an insignificant minority of their e-mail related to business issues.
 - Indian American Medical Association of Illinois will archive e-mail for six months after the staff has deleted it, after which time the e-mail will be permanently deleted.
 - All Indian American Medical Association of Illinois business-related email should be downloaded to a service center or user directory on the server.
 - Staff will not store or transfer Indian American Medical Association of Illinois -related email on non-work-related computers except as necessary or appropriate for Indian American Medical Association of Illinois purposes.
 - Staff will take care not to send confidential/proprietary Indian American Medical Association of Illinois information to outside sources.
 - Any e-mail staff deems vital to the performance of their job should be copied to the staff's Google Drive folder, and printed and stored in the employee's workspace.
2. Electronic Documents: including Microsoft Office Suite and PDF files. Retention also depends on the subject matter.
 - PDF documents – The length of time that a PDF file should be retained should be based upon the content of the file and the category under the various sections of this policy. The maximum period that a PDF file should be retained is 6 years. PDF files the employee deems vital to the performance of his or her job should be printed and stored in the employee's workspace.
 - Text/formatted files - Staff will conduct annual reviews of all text/formatted files (e.g., Microsoft Word documents) and will delete all those they consider unnecessary or outdated. After five years, all text files will be deleted from the network and the staff's desktop/laptop. Text/formatted files the staff deems vital to the performance of their job should be printed and stored in the staff's workspace.
3. Web Page Files: Internet Cookies
 - All workstations: Google Chrome should be scheduled to delete Internet cookies once per month.

Indian American Medical Association of Illinois does not automatically delete electronic files beyond the dates specified in this Policy. It is the responsibility of all staff to adhere to the guidelines specified in this policy.

In certain cases, a document will be maintained in both paper and electronic form. In such cases, the official document will be the electronic document.

E. GRANT RECORDS

Record Type	Retention Period
Original grant proposal	7 years after completion of grant period
Grant agreement and subsequent modifications, if applicable	7 years after completion of the grant period
All requested IRS/grantee correspondence including determination letters	
moreover, “no change” in exempt status letters period	7 years after completion of the grant period
Final grantee reports, both financial and narrative	7 years after completion of the grant period
All evidence of returned grant funds	7 years after completion of the grant period
All pertinent formal correspondence including opinion letters of counsel	7 years after completion of the grant period
Report assessment forms	7 years after completion of the grant period
Documentation relating to grantee evidence of invoices and matching or challenge grants that would support grantee compliance with the grant agreement	7 years after completion of the grant period
Pre-grant inquiry forms and other documentation for expenditure, responsibility grants	7 years after completion of the grant period
Grantee work product produced with the grant funds	7 years after completion of the grant period

F. INSURANCE RECORDS

<u>Record Type</u>	<u>Retention Period</u>
Annual Loss Summaries	10 years
Audits and Adjustments	3 years after final adjustment
Certificates Issued to IAMA-IL	Permanent
Claims Files (including correspondence, medical records, injury documentation, etc.)	Permanent
Group Insurance Plans - Active Employees	Until Plan is amended or terminated
Group Insurance Plans – Retirees	Permanent or until 6 years after death of last eligible participant
Inspections	3 years
Insurance Policies (including expired policies)	Permanent
Journal Entry Support Data	7 years
Loss Runs	10 years
Releases and Settlements	25 years

G. LEGAL FILES AND PAPERS

<u>Record Type</u>	<u>Retention Period</u>
Legal Memoranda and Opinions (including all subject matter files)	7 years after close of matter
Litigation Files	1 year after expiration of appeals or time for filing appeals
Court Orders	Permanent
Requests for Departure from Records Retention Plan	10 years

H. MISCELLANEOUS

<u>Record Type</u>	<u>Retention Period</u>
Consultant's Reports	2 years
Material of Historical Value (including pictures, publications)	Permanent
Policy and Procedures Manuals – Original	Current version with revision history
Policy and Procedures Manuals - Copies	Retain current version only
Annual Reports	Permanent

I. PAYROLL DOCUMENTS

<u>Record Type</u>	<u>Retention Period</u>
Employee Deduction Authorizations	4 years after termination
Payroll Deductions	Termination + 7 years
W-2 and W-4 Forms	Termination + 7 years
Garnishments, Assignments, Attachments	Termination + 7 years
Labor Distribution Cost Records	7 years
Payroll Registers (gross and net)	7 years
Time Cards/Sheets	2 years
Unclaimed Wage Records	6 years

J. PENSION DOCUMENTS AND SUPPORTING EMPLOYEE DATA

General Principle: Pension documents and supporting employee data shall be kept in such a manner that Donors Forum can establish at all times whether or not any pension is payable to any person and if so the amount of such pension.

<u>Record Type</u>	<u>Retention Period</u>
Retirement and Pension Records	Permanent

K. PERSONNEL RECORDS

<u>Record Type</u>	<u>Retention Period</u>
Commissions/Bonuses/Incentives/Awards	7 years
EEO- 1 /EEO-2 - Employer Information Reports	2 years after superseded or filing (whichever is longer)
Employee Earnings Records	Separation + 7 years
Employee Handbooks	1 copy kept permanently
Employee Medical Records	Separation + 6 years
Employee Personnel Records (including individual attendance records, application forms, job or status change records, performance evaluations, termination papers, withholding information, garnishments, test results, training and qualification records)	6 years after separation
Employment Contracts – Individual	7 years after separation
Employment Records – Correspondence with Employment Agencies and Advertisements for Job Openings	3 years from date of hiring decision
Employment Records – All Non-Hired Applicants (including all applications and resumes – whether solicited or unsolicited, results of post-offer, pre-employment physicals, results of background investigations, if any, related correspondence)	2-4 years (4 years if file contains any correspondence which might be construed as an offer)
Job Descriptions	3 years after superseded
Personnel Count Records	3 years
Forms I-9	3 years after hiring, or 1 year after separation if later

L. PROPERTY RECORDS

<u>Record Type</u>	<u>Retention Period</u>
Correspondence, Property Deeds, Assessments, Licenses, Rights of Way	Permanent
Original Purchase/Sale/Lease Agreement	Permanent
Property Insurance Policies	Permanent

M. TAX RECORDS

General Principle: Donors Forum must keep books of account or records as are sufficient to establish the amount of gross income, deductions, credits, or other matters required to be shown in any such return.

These documents and records shall be kept for as long as the contents thereof may become material in the administration of federal, state, and local income, franchise, and property tax laws.

<u>Record Type</u>	<u>Retention Period</u>
Tax-Exemption Documents and Related Correspondence	Permanent
IRS Rulings	Permanent
Excise Tax Records	7 years
Payroll Tax Records	7 years
Tax Bills, Receipts, Statements	7 years
Tax Returns - Income, Franchise, Property	Permanent
Tax Workpaper Packages - Originals	7 years
Sales/Use Tax Records	7 years
Annual Information Returns - Federal and State	Permanent
IRS or other Government Audit Records	Permanent

N. CONTRIBUTION RECORDS

<u>Record Type</u>	<u>Retention Period</u>
Records of Contributions	Permanent
IAMA-IL's or other documents evidencing terms of gifts	Permanent

O. PROGRAM AND SERVICE RECORDS

<u>Record Type</u>	<u>Retention Period</u>
Membership Dues & Event Registrations	7 years
IAMA-IL meetings	Permanent (1 copy only)
Research & Publications	Permanent (1 copy only)

P. FISCAL SPONSOR PROJECT RECORDS

<u>Record Type</u>	<u>Retention Period</u>
Sponsorship agreements	Permanent

ARTICLE XIV. Dissolution Clause (added November 2018)

On the winding up and dissolution of this Corporation, after paying or adequately providing for the debts, obligations, and liabilities of the Corporation, the remaining assets of this Corporation shall be distributed to nonprofit funds, foundations or corporations which have established their tax-exempt status under Internal Revenue Code sections 501(c)(3) or 501(c)(6), or the corresponding provision of any future United States internal revenue law.

ARTICLE XV. ROBERT'S RULES OF ORDER

Except as otherwise herein expressly provided, all matters of procedure shall be governed by Robert's Rules of Order, as the same shall, from time to time, be revised and amended.

The End