

## **2010 ACLM Proposed Bylaws Changes**

### **1) Current:**

#### **Section 3.5. - Meetings.**

Meetings of the Board of Governors, regular or special, may be held at any place within or without the State of Delaware. Any meeting of the Board of Governors, or of any committee designated by the Board, may be conducted by means of conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting by such means shall constitute presence in person at such meeting.

The annual meeting of the Board of Governors shall be held after each annual election of Governors. If such election occurs at an annual meeting of Fellows, the annual meeting of the Board of Governors shall be held at the same place and immediately following such meeting of Fellows, and no notice thereof need be given. If an annual election of Governors occurs by written consent in lieu of the annual meeting of Fellows, the annual meeting of the Board of Governors shall take place as soon after such written consent is duly filed with the Secretary of the College as is practicable, either at the next regular meeting of the Board of Governors or at a special meeting. The Board of Governors may fix times and places for regular meetings of the Board and no notice of such meetings need be given. A special meeting of the Board of Governors shall be held whenever called by the President or by at least one-third of the Governors for the time being in office, at such time and place as shall be specified in the notice or waiver thereof. Notice of each special meeting shall be served by the Secretary or by a person calling the meeting upon each Governor by mailing the same, first-class postage prepaid, postmarked not later than the seventh day before the meeting; or personally or by telegraphing or telephoning the same not later than the second day before the meeting.

### **1) Proposed New Provision:**

#### **Section 3.5. - Meetings.**

Meetings of the Board of Governors, regular or special, may be held at any place within or without the State of Delaware. Any meeting of the Board of Governors, or of any committee designated by the Board, may be conducted by means of conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting by such means shall constitute presence in person at such meeting.

The annual meeting of the Board of Governors shall be held at the time of the ACLM Annual Meeting, the date and time being decided by the President, and no notice thereof need be given. If an annual election of Governors occurs by written consent in lieu of the annual meeting of Fellows, the annual meeting of the Board of Governors shall take place as soon after such written consent is duly filed with the Secretary of the College as is practicable, either at the next regular meeting of the Board of Governors or at a special meeting. The Board of Governors may fix times and places for regular meetings of the Board and no notice of such meetings need be given. A special meeting of the Board of Governors shall be held whenever called by the President or by at least one-third of the Governors for the time being in office, at such time and place as shall be specified in the notice or waiver thereof. Notice of each special meeting shall be served by the Secretary or by a person calling the meeting upon each Governor by mailing the same, first-class postage prepaid, postmarked not later than the seventh day before the meeting; or personally or by telegraphing or telephoning the same not later than the second day before the meeting.

### **2) Current:**

**Section 9.2.** Censure, Suspension or Expulsion of Members. The Judicial Council shall hear and determine all disciplinary questions brought before it according to the procedures adopted in these bylaws. The Judicial Council shall review every complaint brought against a member of the College. The

Council shall recommend to the Board of Governors the censure, suspension, or expulsion of a member of the College if the Council in its sole discretion determined that any of the following acts have occurred:

- (a) Expulsion from membership of the American Medical Association, the Canadian Medical Association, the American Bar Association, or the Canadian Bar Association; or
- (b) Revocation or suspension of a license to practice medicine or disbarment from the practice of law; or
- (c) Conviction in a court of law of an offense involving moral turpitude; or
- (d) Failure to abide by these bylaws; or
- (e) Conduct which is detrimental to the interests of the College or the practice of Legal Medicine.

## **2) Proposed New Provision:**

### **Section 9.2. - Censure, Suspension or Expulsion of Members.**

The Judicial Council shall hear and determine all disciplinary questions brought before it according to the procedures adopted in these bylaws. The Judicial Council shall review every complaint brought against a member of the College. The Council shall recommend to the Board of Governors the censure, suspension, or expulsion of a member of the College if the Council in its sole discretion determined that any of the following acts have occurred:

- (a) Expulsion from membership of the American Medical Association, the Canadian Medical Association, the American Bar Association, or the Canadian Bar Association; or
- (b) Revocation or suspension of a license to practice medicine or disbarment from the practice of law; or
- (c) Conviction in a court of law of an offense involving moral turpitude; or
- (d) Failure to abide by these Bylaws; or
- (e) Conduct which is detrimental to the interests of the College or the practice of Legal Medicine; or
- (f) Unprofessional or Unethical Conduct as defined in Article XII, Section 12.2 of these Bylaws.

## **3) Current:**

### **Section 11.2. - Parliamentary Authority.**

The official parliamentary authority for all meetings of the College shall be Sturgis Standard Code of Parliamentary Procedure. No provision of parliamentary procedure shall be effective if such provision is in violation of these bylaws, the Certificate of Incorporation, or the Laws of the State of Delaware. The annual meeting of Fellows or of the Board of Governors may, by unanimous consent, grant any motion, action, or request even though inconsistent with accepted parliamentary procedure. However, no motion, action, or request shall be valid if in violation of these bylaws, the Certificate of Incorporation, or the Laws of the State of Delaware. The presiding officer at any meeting may appoint a parliamentarian.

## **3) Proposed New Provision:**

### **Section 11.2. - Parliamentary Authority.**

The official parliamentary authority for all meetings of the College shall be the current edition of Sturgis Standard Code of Parliamentary Procedure. No provision of parliamentary procedure shall be effective if such provision is in violation of these bylaws, the Certificate of Incorporation, or the Laws of the State of Delaware. The annual meeting of Fellows or of the Board of Governors may, by unanimous consent, grant any motion, action, or request even though inconsistent with accepted parliamentary procedure. However, no motion, action, or request shall be valid if in violation of these bylaws, the Certificate of Incorporation, or the Laws of the State of Delaware. The presiding officer at any meeting may appoint a parliamentarian.

#### **4) Current:**

**Section 12.1.** Code of Ethics. The Principles of Medical Ethics of the American Medical Association, the Principles of Ethics of the American Dental Association and the Code of Professional Responsibility and the Canons of Judicial Ethics of the American Bar Association shall constitute the governing Code of Ethics applicable to all members where appropriate of the corporation practicing within the United States. Equivalent applicable codes of ethics shall govern members practicing outside the United States.

#### **4) Proposed New Provision:**

##### **Section 12.1. - Code of Ethics.**

For the purposes of the College and these Bylaws, the principles of ethics and/or professional responsibility of each particular member's profession(s), certification(s), society(ies), university(ies) or organization(s), nationally and internationally, shall be applicable to that member as a Code of Ethics as a standard of review for their ethics and/or professional responsibility.

#### **5) Current:**

NONE

#### **5) Proposed New Provision:**

##### **Section 12.2. – Unprofessional or Unethical Conduct**

Unprofessional or unethical conduct shall consist of:

- (a) Violation of the Code of Ethics as stated in Article XII, Section 12.1; or
- (b) Expulsion from membership in a professional organization, association or society for reasons involving unprofessional or unethical conduct, or
- (c) Revocation or suspension of a license or certification to practice in one's profession for reasons involving unprofessional or unethical conduct, or
- (d) Conduct involving dishonesty, fraud, deceit, moral turpitude, or misrepresentation.

#### **6) Current:**

##### **Section 13.1. - Checks, Notes, Drafts, Etc.**

Checks, notes, drafts, acceptances, bills of exchange and other orders or obligations for the payment of money shall be signed by the Treasurer and countersigned by the President, Secretary or Executive Director or other person as the Board of Governors may designate from time to time.

#### **6) Proposed New Provision:**

##### **Section 13.1. - Checks, Notes, Drafts, Etc.**

Checks, notes, drafts, acceptances, bills of exchange and other orders or obligations for payment of money greater than One Thousand Five Hundred dollars (\$1,500.) for any single transaction, whether paid by a single check or in the aggregate by more than a single check, shall be signed by the Treasurer and countersigned by the President, Secretary or Executive Director or other person or persons as the Board of Governors may designate from time to time. Payment of money less than or equal to One Thousand Five Hundred dollars (\$1,500.) for any single transaction, whether paid by a single check or in the aggregate by more than a single check, may be signed by the Executive Director or by any other person or persons as the Board of Governors may designate from time to time.