

**CONSTITUTION AND BYLAWS OF THE OKLAHOMA STATE UNIVERSITY
CENTER FOR HEALTH SCIENCES ALUMNI ASSOCIATION**

CONSTITUTION

ARTICLE I. NAME

- Section 1. The name of this corporation shall be the Oklahoma State University Center for Health Sciences Alumni Association (hereinafter referred to as the “CHS Alumni Association”, or “the Association”)
- Section 2. The principal place of business shall be the Oklahoma State University Center for Health Sciences in Tulsa, Oklahoma, Tulsa County.

ARTICLE II. PURPOSE

- Section 1. The purpose and objectives of the Association are:
- (1) To provide the alumni of the Oklahoma State University Center for Health Sciences with an active and harmonious organization dedicated to the advancement of scientific and osteopathic medical education;
 - (2) To promote academic programs and services of the Oklahoma State University Center for Health Sciences, and its affiliates;
 - (3) To provide educational services to increase knowledge and professionalism of the membership;
 - (4) To foster connections between Oklahoma State University Center for Health Sciences alumni, current students of Oklahoma State University Center for Health Sciences, and Oklahoma State University Center for Health Sciences.
- Section 2. The CHS Alumni Association shall be a non-profit, educational, and scientific organization. None of its assets shall be returned or inured to the benefit of, or be distributable to, its members, trustees, officers, or other private persons. The Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the aims and purposes of the CHS Alumni Association, as set forth herein. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this Constitution, the Association shall not carry on any activities prohibited by an Association exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law). In the event of the dissolution of the CHS Alumni Association, its assets shall be returned to Oklahoma State University Center for Health Sciences to carry out the mission and goals of the CHS Alumni.

ARTICLE III. MEMBERSHIP

- Section 1. Membership in this Association shall be open to any graduate of the Oklahoma State University Center for Health Sciences or the College of Osteopathic

Medicine, and of such others as have met the requirements as prescribed by the Bylaws.

ARTICLE IV. OFFICERS

Section 1. The Officers of the CHS alumni Association shall be a President, Vice President, and a Secretary, Treasurer, and one Graduate College Representative. Officers shall act as the Executive Committee of the Board of Directors. Officers shall be elected by a majority-vote of the Contributing and Life Members of the Association, following the annual business meeting. The Executive Committee may vote unanimously to remove a member of the Executive Board, at any time, and appoint another alumni member if member being removed violates terms of Bylaws. Terms of office and duties shall be as prescribed by the Bylaws.

ARTICLE V. EXECUTIVE BOARD OF DIRECTORS

Section 1. The Executive Board of Directors shall consist of five (5) Directors representing different regions of Oklahoma (if possible), and the immediate Past-President. The Board of Directors shall be the administrative and executive body of the Association. Terms of service, vacancies, and duties shall be as prescribed by the Bylaws.

ARTICLE VI. NOMINATIONS

Section 1. Executive Board of Director nominations, to fill any vacated positions, will be taken from CHS alumni prior to the annual business meeting. Current members of the Board of Directors may submit nominations, at any time, to fill vacancies as needed.

ARTICLE VI. EXECUTIVE DIRECTOR

Section 1. The Executive Director of the Association shall cooperate with the Board of Directors and conduct the affairs of the Association. He/She shall cooperate with the component societies in the execution of the policies of the Association as outlined by the Constitution and Bylaws. He/She may select one or more officers of the Association or like officers of any component society to assist him/her in his/her work in their respective offices and territories.

Section 2. The Executive Director shall be responsible for the planning, organizing and facilitating of several events throughout the year: 1) For fundraising, Spring Fling CME and other events. 2) For membership, ACOFP, OMED, NATA and other national receptions. All reunions, orientation luncheon, senior breakfast and lectureships will run through the Central Office.

Section 3. The Executive Director shall keep on file an accurate record of all transaction of the Central Office which shall be at any time subject to examination by the Executive Committee. The Association's books will be audited once a year, at fiscal yearend June 30, by a certified CPA. The Association will hire the CPA to look over transactions, make adjusting journal entries, and run reports from QuickBooks to figure taxes for State and Federal. The Executive Director shall receive and distribute correspondence for the Association; his/her office is the

central point for assembling and distributing of the detail work necessary for the operation of a corporation.

Section 4. He/She shall cooperate with the heads of Departments, Bureaus, Committees, insofar as he/she may be asked to gather information, to correlate facts, to prepare reports of his/her findings and to be the Association's liaison officer in dealing with government officials and/or agencies and the general public.

Section 5. He/She shall arrange for locations for meetings in cooperation with committee chairs, send notices of meeting to the membership, make hotel reservations and see that the necessary services are available. At all meetings, he/she shall have the privilege of voice but not of vote.

Section 6. At the expiration of his/her term as Executive Director, he/she shall deliver to his successor or the Board of Directors, all documents pertaining to his/her office and of the Association in his/her possession, as well as any items pertaining to the position including, but not limited to promotional items/materials, etc.

ARTICLE VII. MEETINGS

Section 1. An annual business meeting shall be held at such time and place as may be determined by the Executive Committee.

Section 2. Special meetings of the CHS Alumni Association may be called by the President at his/her discretion, or upon written request of at least three (3) members of the Board of Directors.

Section 3. Meetings can be conducted in-person, by conference call, or virtually.

ARTICLE VIII. PRIORITY

Section 1. The provisions of the Constitution shall have preference over any provisions of the Bylaws that may be in conflict therewith.

ARTICLE IX. AMENDMENTS

Section 1. This Constitution may be amended by the Executive Board members by a two-thirds vote of the members in attendance at any regular meeting of the CHS Alumni Association, provided the amendment has first been proposed to them in a letter or email addressed to their last known address and filed at the Association Office not less than thirty (30) days in advance of the meeting.

ARTICLE X. EFFECTIVE DATE

Section 1. The Constitution herein shall become effective upon the date it is adopted by the membership.

**OKLAHOMA STATE UNIVERSITY
CENTER FOR HEALTH SCIENCES
ALUMNI ASSOCIATION**

BYLAWS

CHAPTER I. OSU-CHS ALUMNI ASSOCIATION MEMBERSHIP

Section 1. To become a regular member of the OSU-CHS Alumni Association, one must be a graduate of Oklahoma State University Center for Health Sciences. A graduate shall become a Member of the Association upon receipt of the degree of Doctor of Osteopathy, Master in Health Care Administration, Master in Forensic Science, Doctor/Master of Biomedical Science, Master in Athletic Training, or other Master's Degree completed at OSU-CHS, and shall not have voting privileges.

Section 2. OSU-CHS Alumni Association membership dues are directed to the OSU Stillwater Alumni Association. Alumni who are current on their CHS Alumni Association membership dues, shall have voting privileges in the OSU-CHS Alumni Association.

(1) Contributing Member

A graduate of the Oklahoma State University Center for Health Sciences who has paid the annual membership dues for the CHS Alumni Association shall be a Contributing Member, with voting privileges.

(2) Life Member

A graduate of the Oklahoma State University Center for Health Sciences who has paid the current life membership dues for the CHS Alumni Association shall be a Life Member, with voting privileges.

(3) Student Member

Student membership status may be granted to any enrolled doctorate or graduate student at the Oklahoma State University Center for Health Sciences, upon endorsement of the application by the Board of Directors. Student members shall not be eligible to hold office or to vote in the affairs of the Association, but may participate on CHS Alumni Association committees upon appointment by the CHS Alumni Association President. They are also encouraged to attend meetings and events hosted by the Association.

(4) Associate Member

By specific action of the Board of Directors, associate membership may be granted to physicians who are graduates of other colleges, faculty and staff of the Oklahoma State University Center for Health Sciences, or laypersons in recognition of outstanding service to the Association in advancement of its purposes and goals. Associate members shall not be eligible to vote or to hold any elective office of the Association; however, they may serve as ex-officio members of committees. They may attend the annual business meeting upon invitation of the Board of Directors.

(5) Institutional Members

Institutional membership may be granted to organizations, foundations, hospitals, corporations, and other entities that support The Oklahoma State University Center for Health Sciences by contributing an annual gift, grant, or endowment to the Association, subject to approval of the Board of Directors. Institutional members shall not have voting privileges.

CHAPTER II. EXECUTIVE BOARD OF DIRECTORS

Section 1. **Duties**

The Board of Directors shall:

- (1) Direct the management of the affairs of the Association between annual business meetings. It shall meet in coincident with the annual Spring Fling CME of the CHS Alumni Association and at other times on the call of the President. A quorum of the Board shall be a majority of the members thereof.
- (2) Fill by appointment any vacancy occurring in its own membership or any other elective office, until the time of the next annual business meeting, except Vice President.
- (3) OSU Center for Health Sciences graduate degree required for Graduate Representative.
 - a. Graduate Representative will serve a 3-year term.
- (4) Maintain a contributing membership during term.
- (5) Shall attend at least 2/3 of all meetings, and to attend at least one CHS Alumni Association sponsored event in person, annually.
- (6) The President shall attend OMED and/or ACOFP annual convention.
- (7) Have the responsibility of the management of the finances of the CHS Alumni Association and shall supervise the expenditures thereof.
- (8) Encourage Alumni, laypersons, firms, foundations and others in supporting the Oklahoma State University Center for Health Sciences philanthropic priorities.

Section 2. **Terms of Office**

Officers shall serve one year in each position. At the Annual Spring Fling CME, each elected officer will automatically be promoted to the next highest office. The President will become the Immediate Past-President. A new Secretary will be elected following nominations from the voting Membership or appointed by the Executive Board of Directors if needed.

Section 3. **Election/Termination**

- (1) Election will take place following nominations before the annual Spring Fling CME.
- (2) Board Members may be removed from their position for a failure to participate in the affairs of the association, failure to communicate with the board/association, or conduct detrimental to the association and its representation of the alumni members or osteopathic profession.

Section 4. **Vacancies**

Vacancies of the Board of Directors shall be filled by election from the Membership, following the annual Spring Fling CME. Unless the vacancy has already been filled by a majority vote by Board of Directors to fill a position that was vacant because a violation of the Bylaws.

Section 5. **Executive Committee**

The Executive Committee of the Board is composed of the President, Vice President, Treasurer, Secretary, and Graduate College Representative. The Executive Committee shall transact the business of the Board of Directors between meetings.

CHAPTER III. DUTIES OF THE EXECUTIVE BOARD OF DIRECTORS

- Section 1. Members of the Executive Board of Directors shall serve terms of one year or until their successors have been elected and installed. In the event the President, Vice-President, Secretary, Treasurer, or Graduate Alumni Representative are unable to complete their term in any one year, the Board of Directors shall fill any vacancy by election, a simple voting majority of the Board being required to elect. Those so elected shall serve until the next annual business meeting of the Membership.
- Section 2. The President shall serve as the Chief Officer of the Association, and as the Chairman of the Board, and of the Executive Committee of the Board; shall preside at all meetings of the Membership, of the Board of Directors, and of the Executive Committee; shall be the Chief representative and spokesman of the Association; shall generate interest in and support for, Association purposes and goals; launch, participate in and oversee Association activities; appoint Committees for the Board, and the Membership; select dates of meetings of the Board of Directors, of the Executive Committee, and of the Membership; and in other ways serve as the Association's leader. Officers/members of the Board of Directors will begin their terms of office at the close of the annual Spring Fling CME.
- Section 3. The Vice President serving the year immediately prior to the annual business meeting will succeed automatically to the Presidency for the ensuing year. The Vice President shall serve as Program Chairman of all Association-sponsored education meetings. The Vice President shall perform the duties of the President at any meetings of the Board of Directors or of the Membership at which the President may be absent. The Vice President shall perform such other duties as may be assigned by the President, or such other Vice-Presidential duties as may be assigned by the Board of Directors.
- Section 4. The Secretary shall be responsible for determining that a quorum of the Board is present for transacting business; shall be responsible for seeing that minutes are kept of all Board of Directors and Membership meetings and that a permanent book of such minutes is maintained at the headquarters office of the Association and available to the Membership at each annual business meeting.
- Section 5. The Treasurer shall make a financial report available to the Membership at each annual business meeting, and the report shall include a Statement of Cash Received and Disbursed and a Statement of Income for the Fiscal Year to that date.
- Section 6. The Graduate College representative shall serve as Chairman of all Association-sponsored graduate college education meetings, and other duties as assigned by the Board of Directors.

CHAPTER IV. PARLIAMENTARY PROCEDURE AND VOTING PRACTICES

- Section 1. The rules contained in Robert's Rules of Order, Revised, shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with the CONSTITUTION and BYLAWS of the Association. Voting can be conducted during the Board meetings and electronically in between meetings should the need arise.

CHAPTER V. DUES, ASSESSMENTS AND FINANCE

- Section 1. The annual and lifetime dues are payable on a voluntary basis and shall be determined by the Oklahoma State University Alumni Association Leadership Council.
- Section 2. In 2004, the Board of Directors signed an agreement with the OSU Alumni Association in Stillwater combining our membership status. Our graduates are now marked as graduate of OSU-COM or OSU-CHS but are actually members of the OSU Stillwater Alumni Association. The OSU-CHS Alumni Association receives a rebate, as approved by the OSU Alumni Association Leadership Council. Details of membership pricing and rebate information shall be updated annually in a Memorandum of Understanding from the OSU Alumni Association to the CHS Alumni Association, and shall be used only in accordance as stated in the Constitution and Bylaws of the OSU-CHS Alumni Association.
- Section 3. Disbursements and expenditures shall be made by check and all checks shall be signed by either an OSU-CHS Alumni Association officer, or the Executive Director. The Executive Director can sign checks up to \$10,000 with the approval of the Executive Board of Directors. The Executive Director will never sign a personal reimbursement check.
- Section 4. The fiscal year of the Association shall be July 1 through June 30. An annual budget shall be approved, by the Board of Directors, annually.

CHAPTER VI. AMENDMENTS

- Section 1. These Bylaws may be amended by the Board of Directors, by a majority vote of the members in attendance at any regular meeting of the Association, provided the amendment has first been proposed to them in an email addressed to their last known address and filed at the Association Office not less than thirty (30) days in advance of the meeting.

CHAPTER VII. EFFECTIVE DATE

- Section 1. The Bylaws herein shall become effective upon the date they are adopted by the Membership.

CHAPTER VIII. DISSOLUTION

- Section 1. In the event of the dissolution of the Association, or in the event it shall cease to carry out the objects and purposes herein set forth, the Board of Directors shall pay or make provisions for the payment of all of the liabilities of the OSU-CHS Alumni Association from available CHS Alumni Association funds. In the event of the dissolution of the OSU-CHS Alumni Association, its assets shall be

returned to Oklahoma State University Center for Health Sciences to carry out the mission and goals of the OSU-CHS Alumni, in accordance with Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law). In no event shall any of the assets or property, in the event of dissolution, go or be distributed to members, either for reimbursement of any sum subscribed, donated, or contributed by such members, or for any other such purposes.