

# CONSTITUTION AND BY-LAWS FLORIDA ASSOCIATION OF PHYSICIANS OF INDIAN ORIGIN

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Chair Bylaws Committee 2002-2004

## ARTICLE I

### NAME

FLORIDA ASSOCIATION OF PHYSICIANS OF INDIAN ORIGIN

## ARTICLE II

### OBJECTIVES

#### Section 1

- A. The association is organized for educational, scientific, social, and cultural purposes.
- B. To help the members to know one another's goals and problems.
- C. To bring together the physicians whose origins are in the Indian Subcontinent and residing in Florida, in one organization and enhance their knowledge and mutual understanding. (Subcontinent will include India, Pakistan, Burma, Bangladesh, and Srilanka.)
- D. To assist medical students and physicians to obtain medical training in the United States.
- E. To conduct educational programs to acquaint the members with scientific and other developments in the field of medicine.
- F. To render medical services to needy people in the community.
- G. To provide a vehicle for members to contribute to medical care and medical education in countries of the Indian Subcontinent.
- H. To provide mutual understanding and cooperation between members of this association and other local and national organizations of mutual interest in the United States and Indian Subcontinent.

#### Section 2

No part of the net earnings or the assets of Association shall be used for the benefit of or be distributable to its members, officers or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furthermore of the purpose set forth in the Section I hereof. The Association shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of the Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170 (c) (3) of Internal Revenue Code of 1054 or the corresponding provision of any future United States Internal Revenue Law.

#### Section 3

Upon the dissolution of the Association of the Association, the Executive Committee shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose off all the assets of Association exclusively for the purpose of the Association, in such manner, or such organizations organized exclusively for charitable, cultural or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of Internal Revenue Code of 1954 or corresponding provision of any future United States Revenue Law, as the Governing Board determine. Any of such assets not so disposed off shall be disposed off by the court of appropriate jurisdiction of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations as said court shall determine to be organized and operated exclusively for such purposes.

## ARTICLE III

### MEMBERSHIP

#### Section 1 – Eligibility

The following criteria shall be met for becoming a member of the Association:

- A. Should have origin in or relationship with one of the counties of Indian Subcontinent.
- B. Should be a doctor of medicine, osteopathy, dentistry, alternative medicine or is in training to become one with license to practice medicine in one of the states of USA
- C. Should have paid membership dues to the Association.
- D. Should complete and application for membership.
- E. Subject to approval by the Board.

#### Section 2 – Types of Membership

There shall be five categories of membership.

- A. **Active Members**  
Physicians or dentists residing in the State of Florida who maintain high moral, ethical and professional standards shall be eligible for this membership. They shall have the right to vote and are eligible to hold office.
- B. **Affiliate Members**  
Those physicians and dentists whose origin is not in the Indian Subcontinent but whose purpose and goals are compatible with

those of the Association shall be eligible to become affiliate members with no regard to their race, religion or country of origin. The affiliate members shall have no right to vote or hold office.

**C. Honorary Members**

Honorary membership may be conferred by the Executive Committee upon any physician, dentist or any other person of outstanding achievement and/or who has shown special interest in this association.

**D. Life Members**

Any physician or dentist who is eligible for active membership can become a "life member" of the Association upon advanced payment of ten years membership computed at the current rate in the year the application is made. They shall have all the privileges of the active members.

**E. Inactive Life Members:** Those who have moved out of the state of Florida. Shall have the same rights as active members other than the right to vote or hold office.

**ARTICLE IV  
DUES**

Active and Affiliate members shall pay annual dues and shall be reviewed and modified as needed by the Board. Honorary members are not required to pay dues. The fiscal year shall be from July 1 through June 30 of the following year. Annual dues shall be due and payable on or before July 1 of each year. If the dues or any part thereof remain unpaid after August 15 of any year, notice of delinquency will be sent. After September 30, if the dues remain unpaid, the membership with all rights and privileges shall be suspended until such dues are paid in full.

**ARTICLE V  
ADMINISTRATION AND OFFICERS**

**Section 1**

The general governance of the Association shall be vested in the Executive Council.

**Section 2**

The Executive Council shall be composed of two administrative bodies.

- A. The Executive Committee
- B. The Board of Regents

**Section 3**

The Executive Committee shall consist of the President, the president-elect, Vice-President, the Secretary, the Treasurer and at least two representatives from each of the participating counties. (Members at large).

Executive Committee may appoint and terminate Executive Director.

Appointment of any new officer may be created and approved by Executive Committee and Board of Regents.

**Section 4**

1. The Board of Regents shall be comprised of nine representatives.
2. The Board of Regents shall be comprised of past presidents of the Association.

**ARTICLE VI  
COMMITTEES**

**Section 1**

The following shall be standing committees of the association.

The Chairman of each of these committees shall be appointed by the Executive Committee.

- A. Constitution and By- Laws Committee
- B. Membership and Finance Committee
- C. Medical Education and Research Committee
- D. Nominations and Elections Committee. ( This shall be the same as Board of Regents for the Inaugural Year)
- E. Social / Cultural Programs and Entertainment Committee
- F. Chartable Activities Committee

**Section 2**

In addition to the Standing Committees, the Executive Committee by a majority vote can appoint special committees as deemed necessary.

**ARTICLE VII  
TERMS OF OFFICE**

**Section 1**

The terms of office of the President, President- Elect, Vice- President, Secretary, and Treasurer shall be for a period of one year except the inaugural year, which shall be two years.

**Section 2**

Any vacancies in the Executive Committee shall be filled by appointment by the Executive Committee. The term of office of the appointed shall be for the duration of the elected term of the vacating officer.

**ARTICLE VIII  
ELECTIONS**

**Section 1**

Elections shall be held each year at the annual meeting of the general membership.

**Section 2**

The Nominating and Election committee shall conduct the elections.

**Section 3**

Elections to all officers shall be secret ballot and/or mail-in ballot.

**Section 4**

At least eight weeks prior to the day of election, the Nominating and Election committee shall invite nominations for various offices from the general membership by mailing the forms for nominations. The completed nomination paper, which should have the signature of the candidate signifying his/her consent, should be received by the committee no later than four weeks prior to the day of elections. The committee will submit the entire slate of candidates including the recommendation to the general membership two weeks prior to the day of elections. Exception: Inaugural Year

**ARTICLE IX  
DUTIES OF OFFICERS**

**Section 1 – Executive Committee**

- A. The Executive Committee shall have the duties and powers as ordinarily delegated to the Executive Committee of an association or corporation. It shall govern and direct activities of the association including activities of the officers and committees.
- B. It shall fill any vacancies of the offices of the Secretary, Treasurer, and members of the Executive Committee by appointment in accordance with the provisions of the Constitution.
- C. It shall appoint all standing committees and direct their activities.
- D. It may, by two-thirds of a vote of its members present at a meeting that has been properly called, move any member from any elected or appointed office and, if the individual concerned is a member of the Executive Committee, he/she shall not vote on such motion.
- E. It may also remove two-thirds vote any member from the rolls of the association for conduct detrimental to the Association.
- F. Any member or officer removed from the Association according to Paragraph D&E above may appeal such a decision by the board and ask for vote by membership and may be re-instated by the approval of two-thirds majority of the membership entitled to vote.
- G. The executive committee shall determine the annual dues of Association and review the dues as necessary.

**Section 2 – President**

- A. The President shall be the Chief Executive Officer of the Association and shall perform all duties incident to the office of the President and such other duties as designated by the Executive Committee.
- B. He shall preside at all meetings of the Association and of the Executive Committee.
- C. He shall make such appointments as are required or authorized by the Executive Committee.
- D. He shall designate all official delegates and representatives to other groups.
- E. He shall appoint such Special and Ad Hoc Committees as may be necessary to further the Association's objectives and he may discontinue any such committee when its purpose has been served, in consultation with the Executive Committee

**Section 3 -The President – Elect**

- A. The President - Elect shall assume the responsibility of the President in his absence due to any reason.
- B. Shall be actively involved in the administrative function of the organization and shall carry out duties assigned to him by the President.
- C. Will succeed as the President following year.

**Section 4 - The Vice - President**

- A. Shall assume the responsibilities of the President if during the year the President and the President- Elect are absent, unavailable or removed.
- B. Shall serve as the Chairman of Membership

**Section 5 - Secretary**

- A. The secretary shall keep the minutes of the meetings of the Association and the Executive Committee and perform all duties assigned to him/her by the President or Executive Committee.
- B. Shall be responsible for filing appropriate to the State Government.

**Section 6 -Treasurer**

- A. The treasurer shall receive and be the custodian of the funds of the Association.
- B. He shall present to the Executive Committee a proposed budget for the fiscal year and this budget in the final form shall be approved by the Executive Committee prior to the beginning of the fiscal year.

- C. He shall make a complete financial report at the annual business meeting of the Association. The financial report should be audited by a CPA

#### Section 7 - Executive Director

- A. Shall be appointed by Executive Committee.
- B. Shall attend all/any meetings required by EC.
- C. May be a physician and active member of the organization.
- D. Shall function as an administrator of the organization.
- E. Shall be a non-voting member of the Executive Committee.

### ARTICLE X MEETINGS

#### Section 1

##### General Body Meeting

There shall be at least one meeting of the entire membership each year at a place and date designated by the Executive Committee.

#### Section 2

The time and place of all meetings shall be decided by the Executive Committee. The notice of the time and place of all meetings of the general body shall be made to all officers and members at least 45 days prior to such meetings. Special meetings may be called at any time by the President, or by majority of Executive Committee members, or by 10% of the entire membership or 25 active members, whichever is the larger.

#### Section 3

A minimum of one-fifth of the entire membership should be present in a general body meeting for any resolutions to be voted on. The resolution can be circulated and voted by mail.

#### Section 4

The Executive Committee shall meet as often as necessary to carry on the goals and purposes of the Association. They shall meet at least once every quarter.

#### Section 5

All Executive Committee members shall attend at least 50% of the Executive Committee meetings. A person who fails attend two consecutive Executive Committee meetings, or fails to attend 50% of the Executive Committee meetings in a year (without a valid and accepted reason) may be removed from the Executive Committee if the majority of the Executive Committee votes to do so.

#### Section 6

The quorum for any meeting of the Executive Committee shall be 8 of the members of the Executive Committee.

#### Section 7

In the absence of any provision in the By-Laws of this Association, all members of the Association, Executive Council and all Committee members shall be guided by the Parliamentary Rules as used and contained in the current edition of Roberts iRules of Orderi.

### ARTICLE XI

#### LIABILITY OF MEMBERS

No members of the Association or Officers shall be personally liable to the credits of the Association for any liability or indebtedness and may and all creditors shall look only to the assets of the Association.

### ARTICLE XII

#### AMENDMENTS

##### Section 1

These by-laws, or any articles or sections or any part thereof may be amended, repealed or new by-laws adopted by the affirmative vote of two-thirds of those members entitled to vote in person or by absentee ballot. The quorum for such a meeting shall be 20% or 40 members, whichever is larger number of members entitled to vote.

##### Section 2

Any amendment may be proposed by resolution adopted by the Executive Committee or by at least 25% active members of the Association. Said such proposed amendments shall then be submitted by the Executive Committee to the entire membership entitled to vote, at least 45 days prior to calling a meeting for the purpose of amending these by-laws.