

AMWA ROCKY MOUNTAIN CHAPTER BYLAWS
CONSTITUTION

Article I. Name

The name of this organization shall be the Rocky Mountain Chapter of the American Medical Writers Association (AMWA), hereafter referred to as the Chapter.

Article II. Objectives

The objectives of the Chapter shall be to provide educational programs in health and biomedical communication and to promote standards of excellence in health and biomedical communication.

Article III. Territory

The territory of the Chapter shall be Colorado, Utah and Wyoming.

Article IV. Membership

Any member of AMWA who resides in the territory of the Chapter automatically shall be a member of the Chapter. Categories of membership shall be as defined by AMWA.

Article V. Officers

The officers of the Chapter shall be a President, Secretary, and Treasurer. The officers must be members of the Chapter.

Article VI. Board of Directors

The Chapter shall have a Board of Directors consisting of the elected officers and directors. The directors must be members of the Chapter.

Article VII. Amendments

- A. Amendments to this Constitution may be proposed in writing to the Board of Directors by any member of the Chapter.
- B. Proposed amendments shall be considered by the Board of Directors within 90 days of their submission.
- C. If a proposed amendment is approved by at least four members of the Board of Directors, the Secretary shall, within 30 days, initiate voting on the proposed amendment to the members of the Chapter.
- D. A proposed amendment shall be adopted and take effect immediately if approved by a majority of the members who return ballots to the Secretary within 15 days of the date on the ballots.

BYLAWS

Article I. Officers and Directors

- A. **TERMS OF OFFICE**
The officers and directors shall serve one-year terms.
- B. **NOMINATIONS**
The general membership shall name candidates for each position to be filled in the succeeding election. The Secretary shall announce the nominations to all members of the Chapter by March 1.
- C. **ELECTION**
The annual election shall be held in April. Ballots shall be distributed by the Secretary to members of the Chapter by April 1. Members shall be instructed to cast their votes by April 15. For each position, the candidate receiving the most votes shall be elected. New officers and directors shall be installed at the first meeting of the Chapter after May 1. Voting may be conducted electronically.
- D. **DUTIES**
The President, Secretary, and Treasurer shall perform the usual duties associated with their offices, as outlined in the manual of procedures for AMWA chapters.
- E. **VACANCIES**
A vacancy that occurs between elections in the office of Secretary, Treasurer, or director shall be filled temporarily by appointment by the Board of Directors. At the next election, such vacancies shall be filled according to the procedures in Article I; Sections B and C, of these Bylaws. If the President becomes unable to perform his/her duties, the Board of Directors shall appoint a President to serve for the balance of the unexpired term.

Article II. Board of Directors

- A. **CHAIR**
The President of the Chapter shall be the Chair of the Board of Directors.
- B. **RESPONSIBILITY**
The Board of Directors shall be responsible for establishing policies and programs that are designed to meet the Chapter's objectives.

C. MEETINGS

Meetings of the Board may be called by any member of the Board upon seven days' notice. Sixty percent of the Board, including the President, shall constitute a quorum for conducting business. Unless specified otherwise in the Chapter's Constitution or Bylaws, the Board may take official actions by approval of a majority of Board members attending (by telephone or other electronic means, if needed) a meeting of the Board at which a quorum is present. Business may be conducted asynchronously, in which case sixty percent of the Board must participate in the communication regarding the business, and a majority of the participants must approve an action.

Article III. Committees

A. APPOINTMENT

Committees shall be appointed by the President with the approval of the Board of Directors. Any member of the Chapter may be appointed to a committee.

B. STANDING COMMITTEES

An Audit Committee will be appointed annually. It will consist of at least three members, none of whom shall be the Treasurer, to audit the financial records of the Chapter within 15 days after the installation of officers, and to report in writing, to the Board of Directors on the status of those records. The Audit Committee may consist of members of the Board of Directors.

C. OTHER COMMITTEES

Additional committees may be appointed as necessary.

Article IV. Chapter Meetings

General meetings of Chapter members shall be held as needed.

Article V. AMWA Directors

The Chapter's representative(s) on the Board of Directors of AMWA shall be selected annually by the Board of Directors of the Chapter.

Article VI. Rules of Procedure

Except as may be specified otherwise by the Chapter's Constitution and Bylaws, meetings of the Board of Directors and general meetings of the Chapter shall follow "Robert's Rules of Order" (latest edition).

Article VII. Amendments

- A. Amendments to these Bylaws may be proposed in writing to the Board of Directors by any member of the Chapter.
- B. Proposed amendments shall be considered by the Board of Directors within 90 days of their submission.
- C. If approved by the Board of Directors, a proposed amendment shall be announced to members, and a vote on the proposed amendment shall be conducted promptly. Voting may be conducted electronically.
- D. A proposed amendment shall be adopted and take effect immediately if approved by a majority of the members.

Article VIII. Dissolution of the Chapter

If the Chapter is dissolved, the Board of Directors shall donate the Chapter's net assets to AMWA or any organization approved by AMWA.