

The New Hampshire Chapter of the American Academy of Pediatrics

BYLAWS

AS ADOPTED 4 DECEMBER 2013

ARTICLE I – NAME

The name of this Society shall be “The New Hampshire Chapter of the American Academy of Pediatrics.” It shall also be known as the New Hampshire Pediatric Society.

ARTICLE II – AUTHORITY

This corporation is a voluntary corporation organized under the provisions of the New Hampshire Revised Statutes Annotated, Chapter 292.

ARTICLE III – LOCATION

This corporation shall have an office at Concord, in the County of Merrimack, and in the state of New Hampshire. This corporation may also have offices at such other places either within or without the State of New Hampshire, as the officers may from time to time determine.

ARTICLE IV – FISCAL YEAR

This fiscal year of the corporation shall begin on July 1st of each year.

ARTICLE V – PURPOSE

1. To attain optimal physical, mental, and social health and well being for all infants, children, adolescents, and young adults in New Hampshire.
2. To unite the physicians delivering this care in a representative organization.
3. To further the policies and objectives of the American Academy of Pediatrics.

ARTICLE VI – MEMBERSHIP

Section 1

The classes of membership shall be:

- A. Fellows
- B. Chapter Affiliate
- C. Emeritus Chapter Affiliate
- D. Resident Fellow
- E. Emeritus AAP Member
- F. Honorary Fellow
- G. Associate Member

Section 2

Qualifications for each class of membership are as follows:

- A. Fellows. A fellow of this corporation shall be any physician licensed to practice medicine and surgery in the State of New Hampshire who is a Fellow, or Specialty Fellow of the American Academy of Pediatrics.
- B. Chapter Affiliate. Any physician licensed to practice medicine and surgery in the State of New Hampshire, and who limits her/his practice to a sub-specialty in pediatrics may become a Member of the Society.

- C. Emeritus Chapter Affiliate. Any physician licensed to practice medicine and surgery in the State of New Hampshire, and who limits his practice to pediatrics and is 65 years of age or older, may become a Member of the Society.
- D. Resident Fellow. Any physician enrolled in the PL1, PL 2, or PL3 year of a pediatric residency training program approved for credit toward certification may become a Member of the Society.
- E. Emeritus AAP Member. Any physician 65 years of age or older who is an Emeritus AAP Member may become a Member of the Society.
- F. Honorary Fellow. Honorary membership may be extended to those physicians who have distinguished themselves in Pediatrics and to those who have contributed largely to the care of children.
- G. Associate Member. This class of membership shall include physician assistants, pediatric nurse practitioners, pedodontists, and child psychologists. They must be duly qualified in their respective fields, and they must be sponsored by an active member and—in the case of physician assistants and nurse practitioners—must practice under the aegis of a licensed medical doctor or osteopathic physician. They must apply, and the application must be approved by the Executive Board. Associate members shall pay the same dues as regular members and accept the same rights and obligations of membership, except they shall not have the right to vote. They may, however, serve on committees and vote on these committees.

Section 3

Duties of Membership. It shall be the duty of each member of the Chapter to keep on file with the Chapter Office an official address to which all notices required by the bylaws and other communications of the Chapter may be sent. The mailing of a notice to this address shall be the extent of the Chapter's responsibility.

Section 4

Fees, Dues, and Assessments. All members of the Chapter shall pay annual dues and special assessments as may be determined by the Board of Directors.

Section 5

Voting Rights. Each voting member of the Chapter (i.e., any member described in Section 2, A—F above) shall be entitled to one vote on each matter submitted to a vote of the members.

ARTICLE VII – OFFICERS

Section 1

The Officers of the Chapter shall be:

- A. Chapter President
- B. Chapter 1st Vice President
- C. Secretary
- D. Treasurer
- E. Executive Committee Members at Large
- F. Immediate Past President-Executive Committee Member

Section 2

The Chapter President shall preside at all meetings of the Chapter, shall be the Chairman of the Executive Committee, and shall appoint all committees and liaison representatives subject to the approval of the Executive Committee. He/she shall be an ex-officio member of all committees. The Chapter President represents the Academy at the Chapter level.

His/her annual report to the District Chairman shall be submitted prior to the time of the Annual Leadership Forum. He/she shall serve one three-year term in office.

Section 3

The Chapter 1st Vice President shall assist the President in his/her duties and immediately assume the duties of the President in the event of the Chapter President's resignation or inability to serve due to illness or other cause. He/she shall be in charge of conferences. He/she shall automatically become Chapter President at the conclusion of the Chapter President's three-year term of office.

Section 4

The Secretary shall perform the usual duties of that office, such as keeping minutes and records and sending notices and ballots to the members.

Section 5

The Treasurer shall collect dues and assessments and pay all bills authorized by the Executive Committee, will be responsible for all funds entrusted to him/her, and will render financial reports to the Executive Committee and to the members at the Annual Meeting. He/she may be bonded at the discretion of the Executive Committee.

Section 6

The Members-at-Large are elected by the general membership to enhance the leadership of the Society. They shall each have full voting privileges on the Executive Committee.

Section 7

Election of officers shall be by secret mail/email ballot, returned to the Chairman of the Nominating Committee or his/her designate. Ordinarily, ballots shall be returned to the Chairman of the Nominating Committee unless he/she is a candidate for office. The results shall be reported to the membership after the Annual Meeting, and shall be transmitted by the Secretary to the District I Chairman and the AAP Division of Chapter and District Relations.

Section 8

Newly elected officers will assume their duties on July 1st, enabling them to be in office several months before the Annual Leadership Forum.

Section 9

The 1st Vice President, Secretary, and Treasurer are elected for the terms of three (3) years. The Secretary and Treasurer are eligible for re-election once in succession. Executive Committee Members at Large are elected for two (2) year terms and may be re-elected once in succession.

Section 10

In the event that any officer of the Chapter is unable to serve his/her full term of office, the Executive Committee may appoint a replacement.

ARTICLE VIII – STANDING COMMITTEES

Section 1

The Nominating Committee: This Committee shall consist of three Fellows appointed by the Executive Committee. No member may serve more than three consecutive years.

Each year the Nominating Committee shall present at the Annual Meeting a slate of at least one candidate for each office that will be vacant for the following year. At the Annual Meeting nominations will be accepted from the floor.

A ballot will be mailed to all eligible voting members by the Secretary after the Annual Meeting. Return ballots will be mailed to the Chairman of the Nominating Committee or his/her designate.

Section 2

The Executive Committee: This Committee shall be made up of the Officers, Past President of the Chapter, and Members-at-Large. It shall meet subject to the call of the President to conduct such business as is necessary. The Executive Committee shall appoint committees to address specific subjects as it deems necessary.

ARTICLE IX – MEETINGS

Section 1

The Annual Meeting shall be held at the time and place designated by the Executive Committee.

Section 2

Other meetings may be held at the call of the Chapter President.

Section 3

Notice of time and place of meeting shall be mailed to all members at least three weeks in advance thereof by the Secretary.

ARTICLE X – DUES AND ASSESSMENTS

Section 1

Chapter dues and initiation fees shall be set by the Executive Committee subject to the approval of the majority of the members present and voting at the Annual Meeting.

Section 2

If a member fails to pay dues for two years, he/she shall be declared delinquent. The Treasurer will notify them of their default and offer them thirty days to make up the arrears in dues. Failure to comply will necessitate dropping him/her from the roll. Members so dropped may be reinstated by the Executive Committee upon payment of arrears in dues and assessments.

Section 3

Assessments may be levied on recommendation of the Executive Committee with the approval of the majority of the members present and voting at the Annual Meeting.

Section 4

The Executive Committee is empowered to defray all or part of the expenses of officers or committee members of the Society for performance of Society business.

ARTICLE XI – AMENDMENTS

These Bylaws may be amended by a majority vote of the members present and voting at any regular meeting of the Society; provided that a copy of such proposed amendment has been submitted in advance to the Executive Committee for its consideration. A copy of any proposed amendment, together with the recommendations of the Executive Committee, shall be mailed to each member of the Society by the Secretary at least three (3) weeks before the meeting at which such amendment is to be considered.

ARTICLE XII – INDEMNIFICATION OF OFFICERS AND EXECUTIVE COMMITTEE

The corporation shall defend and indemnify any Executive Committee members, officer or employee of this corporation against expenses actually and necessarily incurred by him/her in connection with the defense of any action, suit or proceedings, or in connection with any appeal therein in which he/she is made a party by reason of being or having been such Executive Committee member, officer or employee, except in relation to matters as to which he/she shall be adjudged in such action, suit or proceeding, to be guilty of bad faith or willful misconduct. The corporation or its agency shall also reimburse any such Executive Committee member, officer or employee for the reasonable costs of settlement of any such action, suit or proceedings if it shall be found by a majority of a committee composed of the Executive Committee members not involved in the matter in controversy (whether or not a quorum) that was to be in the interests of the corporation that such settlement be made and that such Executive Committee member, officer or employee was not guilty of bad faith or willful misconduct.

ARTICLE XIII – TERMINATION

The Executive Committee shall have power to suspend or expel any member of this Chapter for any cause which in their judgment shall be deemed sufficient. Such member may be suspended or expelled only after he/she has had notice in writing of the charges preferred against him/her and an opportunity for an

impartial hearing before the Executive Committee of the Chapter.

ARTICLE XV – DISSOLUTION

Upon dissolution of the corporation, the Executive Committee shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all the assets exclusively for charitable, educational, religious or scientific purposes as shall qualify under Section 501(c)(3) of the Internal Revenue Code, as the Executive Committee shall determine. Any such assets not so disposed shall be disposed by the Superior Court of the county in which the principal office of corporation is then located.

ARTICLE XVI – MAILINGS

References to “mail” in the Bylaws shall be construed as including electronic as well as standard mail.