

CONSTITUTION

ARTICLE I Name

This organization shall be called the American Academy of Insurance Medicine.

ARTICLE II Objective

The objective of the Academy shall be to advance the science and practice of Insurance Medicine.

ARTICLE III Membership

The membership of the Academy shall consist of five classes:

- (a) Active
 - (b) Associate
 - (c) Emeritus
 - (d) Honorary
 - (e) Affiliate
- (a) **Active** membership shall consist of physicians (MD or DO) who are medical directors, associate medical directors, assistant medical directors or medical consultants for insurance companies. Active members shall be entitled to hold office, vote, serve on committees, make nominations and generally exercise the rights of full membership.
- (b) **Associate** membership shall consist of physicians (MD or DO) who are not medical directors, associate medical directors, assistant medical directors or medical consultants of insurance companies, and nurses or other health professionals who serve in the capacity of insurance company medical directors, associate medical directors, assistant medical directors or medical consultants. They may not hold office or vote, but may be appointed to committees.
- (c) **Emeritus** membership shall consist of former dues paying members, no longer working for an insurance company, disabled, or having reached 70 years of age regardless of work activity. They may not hold office or vote, but may be appointed to committees.

(d) **Honorary** membership shall consist of individuals who have rendered distinguished service to insurance medicine. They may not hold office or vote, but may be appointed to committees.

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(e) **Affiliate** membership shall consist of individuals who have a professional interest in Insurance Medicine such as paraprofessionals, underwriters and actuaries. They may not hold office or vote, but may be appointed to committees.

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ARTICLE IV Officers, Executive Committee, and Executive Director or Executive Secretary

The officers shall consist of a President, a President-Elect, the Immediate Past-President, a Vice-President, a Secretary-Treasurer, the Education Vice-President, the Financial Vice-President and the Editor of the Journal of Insurance Medicine. These individuals will serve for a term of one year, or until his or her successor has elected, except for the Secretary-Treasurer, and the Education Vice-President whose terms shall not exceed four years. The term of the Editor of the Journal of Insurance Medicine will be five years, but may be renewed at the discretion of the Executive Council.

As a group, the officers shall serve as the Executive Committee of the Executive Council. Their duties shall be to oversee the activities of the Academy when the Executive Council is not in session. They may make recommendations for action to the Executive Council.

In the event the Membership and Credentials Committee identifies an ethical or conflict of interest issue involving one of the Academy's members, the Executive Committee shall investigate and resolve the issue appropriately and as directed by the Executive Council.

The duties of the officers shall be such as usually relate to their respective offices, including:

President -- shall serve as the Chief Executive Officer of the organization, and be accountable for the strategic direction and overall administrative functions of the Academy. Annually, the President shall give to the membership a report on the state of the Academy.

President-Elect -- shall be empowered to act for the President in his/her absence, and shall ascend to the presidency without election following the completion of the President's term or in the event the President is unable to complete a term of office. He/she shall further serve as President until the

close of the annual meeting at which his/her term as president would normally have expired.

Immediate Past-President -- shall serve as the chairperson of the Nominating Committee and in conjunction with the Executive Committee shall be responsible for any changes in the Constitution and By-laws.

Vice-President -- shall be elected with the expectation of ascending to the office of President-Elect. If the President-Elect is unable to complete a term of office, the Vice-President shall assume the duties of that office and further serve as President-Elect until the close of the annual meeting at which his/her term as President-Elect would normally have expired. This officer shall serve as a member of the Finance Committee.

Secretary-Treasurer -- shall be accountable for the Academy's administrative activities, including, but not limited to: maintenance of the membership rolls and a permanent record of the Academy's activities. This officer shall be accountable for the coordination of the Academy's membership, promotion and liaison efforts, by working with the chairpersons of the appropriate committee, and serve on the Membership and Credentials Committee.

In addition, he/she shall be accountable for preparing the Academy's financial plans, including its budget, reporting on its financial affairs, processing its day to day financial activities, recommending membership dues, and the reconciliation of its financial records. This officer shall serve on the Finance Committee.

Education Vice-President -- shall have overall accountability to integrate and implement the Academy's educational program. These responsibilities will include responsibility for the educational mission statement with input from the CME Committee, overseeing the Core Body of Knowledge with input from the CME Committee, appointing a chairperson and at large members of the CME Committee, filing the yearly report for the Accreditation Council for Continuing Medical Education (ACCME), keeping all records for and completing the accreditation survey for ACCME, filling program chairpersons for current activities and assisting them with the financial activities of their activity and liaison with other organizations regarding general educational matters.

Financial Vice-President -- shall be accountable for overseeing the finances and investments of the Academy, choosing appropriate financial institutions to meet the Academy's needs, assisting and educating the incoming Secretary-Treasurer regarding the Academy's financial affairs. This officer shall serve as chairperson of the Finance Committee.

Editor of the Journal of Insurance Medicine -- shall be accountable for the editing, production and printing of the Journal of Insurance Medicine.

Executive Director or Executive Secretary (if employed) -- shall be a non-voting ex-officio member of the Executive Committee and the Executive Council. He/she will report directly to the President and be responsible for the day-to-day business operations of the Academy.

ARTICLE V Executive Council

The Executive Council shall consist of the Academy's officers, the three immediate past presidents, if they have maintained active membership, the chairperson of the Board of Insurance Medicine, nine elected members and as appointed members the chairpersons of the standing committees.

The Executive Council shall plan for the future direction of the Academy and conduct its affairs in the interval between annual business meetings.

ARTICLE VI Nondiscrimination

The American Academy of Insurance Medicine will not discriminate in membership based on race, religion, national origin, sexual orientation, sex or handicap.

ARTICLE VII Amendment

This constitution may be amended by a vote of two-thirds of the members present at any meeting held at least one month after any proposed amendment has been posted on the Academy's website and e-mail notice of this posting has been given.

BY-LAWS

ARTICLE I Elections

- a) Officers, Members of the Executive Council, Members of the Board of Insurance Medicine, one delegate and one alternate to the AMA House of Delegates.

The Nomination Committee shall present a list of candidates to the Executive Council, who will then recommend it to the membership for

election at the annual business meeting. No nomination shall be made for the presidency as the President-Elect automatically succeeds to this office.

The names of candidates so nominated shall be announced at the meeting and the President shall call for further nominations by the members present. If not more than one person is nominated for each of the elected position to be filled, a motion shall be in order to direct the Secretary-Treasurer to cast a ballot for those nominees and such nominees shall thus be declared to be duly elected.

If additional nominations are made by the members present, the President shall announce to the meeting or cause to be posted at the place of meeting a list of all the candidates. If anyone has been nominated for more than one office, he/she shall be deemed to have been nominated for the office for which he/she chooses to run.

If a special business session is necessary because of the additional nominations, such elections shall take place by ballot. The President shall appoint two tellers, who will receive and count the ballots prepared by the members. Nominees receiving the largest number of votes for each position shall be declared elected.

The elected members of the Executive Council shall serve a term of three years or until their successors have been elected. These elected members shall not be eligible for re-election for an interval of three years. The twelve members of the Board of Insurance Medicine shall serve for three years or until their successors have been elected and shall be eligible for re-election. The delegate and alternate to the AMA House of Delegates shall serve for two years and may be re-elected.

If a vacancy occurs among any of the Academy's elected officials, except for the Board of Insurance Medicine, the President shall request the Nominating Committee to present to the Executive Council a nominee to fill the unexpired term. Approval by a three-quarters vote of the Executive Council members present shall be sufficient to immediately fill the vacancy. If a vacancy occurs on the Board of Insurance Medicine, the Board of Insurance Medicine shall appoint a substitute to fill that term without going through the Nominating Committee process. At the end of the term, the Nominating Committee process would proceed and the substitute may be a candidate to succeed himself/herself at the next annual meeting.

b) Members

To be nominated for active, associate or affiliate membership each candidate shall complete an application form as prescribed by the Executive Council. This application shall be forwarded to the Secretary-Treasurer for

consideration by the Membership and Credentials Committee who will in turn present each candidate's name to Executive Council. The Council will then vote on the applicant's membership. Any candidate who shall be voted in favor of by at least three-quarters of the council shall be accepted.

In the instance of nominations for honorary membership, a letter of sponsorship bearing the signatures of two active members or two or more letters of sponsorship must be sent to the Secretary-Treasurer. Completion of an application form is waived. The Secretary-Treasurer will forward the nomination to the Membership and Credentials Committee who will in turn present the candidate's name to the Executive Council for acceptance.

ARTICLE II

Dues

Members shall pay annual dues as recommended by the Executive Council and approved by majority vote at the Academy's annual business meeting. Any member who is delinquent in his/her dues ninety days after written notice shall be considered as having resigned his/her membership.

Honorary members and members in the active service of their country shall not be assessed dues or other fees.

ARTICLE III

Resignation and Discipline

Any member may at any time file his/her resignation in writing with the Membership and Credentials Committee and when accepted by the Executive Council, it shall become effective as of the date it was filed. The Executive Council upon receiving written application from any member who has resigned, may reinstate such member subject to any conditions it may prescribe.

The Executive Council shall have the power to establish principles of professional conduct for Academy members and to consider and take appropriate action as herein provided. The Executive Council shall receive and hear any complaint of misconduct presented to it or may on its own initiative, investigate matters relating to the professional conduct of any member.

In the discharge of this responsibility, the Executive Council shall utilize the Executive Committee which is empowered to investigate a complaint against a member and report to the Council with appropriate recommendations. The procedures for the committee shall be prescribed by the Executive Council, and the Council may retain counsel to assist it and the committee.

The member will be informed of the nature of any complaint. In any hearing before the Council, the member shall have the right to appear personally or be represented by counsel. He/She shall have an opportunity to examine witnesses and to present evidence and witnesses in his/her own behalf. Witnesses called in the course of hearings shall vouch for the truth of their statements.

The Executive Council will decide whether or not professional misconduct has occurred. If the Executive Council decides by three-quarters vote of its full membership that professional misconduct has occurred, it may admonish, reprimand, suspend or expel the member.

All details of disciplinary proceedings under this Article shall be confidential, except in all cases resulting in expulsion, the Executive Council shall make an official written report to be recorded in the minutes by the Secretary-Treasurer. Expelled members may be re-elected to membership only by the procedures governing the election of new members. In cases of all other authorized actions, the Executive Council may, at its discretion, reinstate to membership, at any time, a member suspended under this Article.

ARTICLE IV The Board of Insurance Medicine

The Board of Insurance Medicine is the Academy's certification body. Its purpose is to arrange and conduct examinations to determine the qualifications of candidates for certification and have sole authority to grant certifications in recognition of special knowledge and experience in Insurance Medicine.

The Board will submit to the Executive Council an annual written report that details its activities during the preceding year.

The Board will be composed of twelve members who are: 1) active members of the Academy, and 2) a Diplomate of the Board. Their term is for three years and they may be re-elected. Where an unexpected vacancy occurs, the Board of Insurance Medicine will appoint a substitute member to complete the term.

ARTICLE V Standing Committees and Appointments

Upon appointment by the President, the chairpersons of the Standing Committees will serve for a term of three years and may be re-appointed for a second successive term. The President shall consider appointing an assistant chairperson for each standing committee. The President will appoint for a

three-year term an observer to the International Congress of Life Assurance Medicine.

Committee chairpersons will appoint their committee members with the President and President-Elect serving as ex officio members of all committees. The usual term for a committee member will be three years, however, this term may be extended on a yearly basis up to a maximum of six consecutive years. Terms of service shall be arranged so that each year 25-30% of each committee are new members.

The number of members comprising a committee may vary and no arbitrary limits will be set recognizing that the committee's composition remains a function of its work and stated objectives.

The Academy's standing committees are accountable for its functional areas: Education, Promotion/Membership and Administration.

Education:

- (a) The Committee on Continuing Medical Education
- (b) Mortality and Morbidity Committee
- (c) Medical Management and Procedures Committee (Inactive)
- (d) Committee on Publications (Inactive)

Promotion and Membership:

- (a) Professional and Public Relations Committee
- (b) Membership and Credentials Committee

Administration:

- (a) Nominating Committee
- (b) Finance Committee

Duties

Each committee has specific accountabilities as well as those which may, from time to time, be assigned by the President or Executive Council.

Committees may become inactive but may be reactivated by the President when relevant issues arise.

Education:

- (a) Committee on Continuing Medical Education

- The Chairperson of this Committee, along with the elected Vice-President of Education, will be responsible for conducting CME activities that meet the educational mission statement. These responsibilities will include making certain that all educational activities AAIM sponsors or co-sponsors meet all ACCME essential requirements, working with chairpersons of all educational activities to certify correct number of category I credits, making certain adequate hard copy records of all educational activities are prepared, assisting the Vice-President of Education with periodic ACCME accreditation surveys and serving as chief contact person to coordinate all joint sponsorship, with the assistance of the Vice-President of Education.
- This committee is the education entity of the Academy and as such shall develop and maintain an Education Mission Statement, which will guide the organization in the development and delivery of its educational program.
- This committee is accountable for maintaining the Academy's Core Body of Knowledge.
- This committee is responsible for the oversight and coordination of the Academy's educational activities, including, but not limited to: The Triennial Course on Insurance Medicine, the Annual Scientific Meeting, the Introduction to Insurance Medicine Course and the Basic Course on Mortality and Methodology and the Advanced Mortality Course.
- This committee shall have in place an evaluation process to ensure that feedback received on individual education activities is utilized in the development of future educational endeavors.
- It will ensure that the Academy satisfies all criteria established by the Accreditation Council for Continuing Medical Education to maintain its ability to grant credits for continuing medical education.
- This committee shall review all programs proposed for Continuing Medical Education credits and ensure that all standards of the Accreditation Council for Continuing Medical Education are satisfied.
- It is composed of the chairperson of the Mortality and Morbidity Committee, the program chair of the upcoming annual meetings, the chairs of the various Academy sponsored educational courses, and a representative of the Board of Insurance Medicine and other individuals appointed by the Vice-President of Education.
- The Scientific Program Committee of the annual meeting shall be a subcommittee of the Continuing Medical Education Committee. As such:
 - ❖ It shall be responsible for the scientific program of the Academy's annual meeting.
 - ❖ The Program Chairperson of the annual meeting scientific program shall serve as chairperson of this committee. This person will be appointed by the President nominated for the meeting in

which he/she will serve in consultation with the Vice-President of Education.

- ❖ The Program Chairperson of the upcoming annual meeting and the immediate past-Program Chairperson shall be members.

(b) Mortality and Morbidity Committee

- Review, evaluate and report to the membership on matters of mortality and morbidity.
- Initiate and coordinate plans for mortality and morbidity studies.
- Work with other organizations who have a like interest to develop and implement mortality and morbidity studies and projects.

(c) Medical Management and Procedures Committee

- Gather, review and report to the membership on the laboratory, paramedical and medical issues pertaining to insurance medicine.

(d) Committee on Publications

- Manage and produce the Journal of Insurance Medicine and other Academy publications.
- The members of this committee shall meet as needed to carry out the charge of the committee. It shall include all editors, associate and assistant editors of Academy publications.

Promotion and Membership:

(a) Professional and Public Relations Committee

- Maintain a liaison with professional and public organizations. This will include listing of and regular contact with AAIM members functioning as liaisons for outside organizations and providing liaison for organizations without AAIM representation.
- Developing and maintaining AAIM's website and associated forms of electronic communication as effective tools to inform and promote the organization and its members.

(b) Membership and Credentials Committee

- Actively solicit candidates for membership, review the credentials of prospective members, make recommendations for membership, accept member's resignations and handle requests for change in membership status.

- This committee will work with the Professional and Public Relations Committee to coordinate recruitment efforts within those organizations identified as important professional liaisons.
- Set and maintain disclosure standards for the membership, officers, Executive Council members, and others as deemed appropriate, who will complete an annual disclosure form. In the event a conflict of interest or ethical issue is identified, this committee will refer the issue to the Executive Committee for investigation and appropriate resolution.
- Produce and maintain a policy statement with guidelines regarding ethics and conflict of interest as deemed appropriate for the Academy. The Committee will monitor and supervise this ongoing process.
- Ensure compliance with AAIM's nondiscrimination policy.

Administration:

(a) Nomination Committee

- In consultation with the President, prepare a list of nominees for the Academy's elected positions and assist the President-Elect in selecting the chairpersons of the standing committees for his/her upcoming term of office.
- This committee shall be composed of not more than five of the most recent active and emeritus ex-presidents with the most recent active ex-president serving as chairperson.

(b) Finance Committee

- Develop the Academy's budget, report on its financial affairs, recommend membership dues and reconcile all Academy financial activities.
- The Committee shall be composed of the Financial Vice-President who will serve as chairperson, the Vice-President, the Secretary-Treasurer and two elected members of the Executive Council as selected by the chairperson.

**ARTICLE VI
Meeting of the Academy**

The annual business meeting of the Academy shall be held at such time and place as may be decided by the future President and ratified by Executive Council. Other meetings of the Academy shall be called by the President upon request of the Executive Council or upon written request of fifty members of the Academy. At least ten day's notice of all meetings shall be given by the Secretary-Treasurer.

Meetings of the Executive Council shall be called by the Secretary-Treasurer, at the request of the President or by six members of the Council. The Academy's President and Secretary-Treasurer shall serve as chairperson and secretary of the Executive Council.

Substitutes for committee chairpersons and guests invited by the President may sit with the Executive Council. They may only participate in discussion on issues directly related to their committee report or reason for attending. They may not vote on any issues. The committee representative may make a motion on behalf of the committee chairperson they represent.

Non-Executive Council AAIM members may attend Executive Council meetings. Seating will be separate from Council members. No participation in discussion or voting will be permitted.

ARTICLE VII Quorum

Nine members of the Executive Council shall constitute a quorum. Fifty members of the Academy at any duly-called meeting shall constitute a quorum.

ARTICLE VIII Annual Meeting of the Academy

The annual meeting of the Academy shall consist of a business meeting and a scientific meeting.

The business meeting shall be held during the annual meeting of the Academy at such time as deemed appropriate by the President.

An agenda for the business meeting will be prepared by the Secretary-Treasurer which will allow the membership to conduct the Academy's affairs, including: the reading of the minutes, appropriate reports, recognition of members, election and installation of officers, approval of the annual budget and other such matters as are deemed appropriate.

The Secretary-Treasurer shall prepare a true and permanent record of the business session.

The AAIM website will publish the reports of the business meeting, Executive Council meeting and committee meetings.

Deleted: Newsletter will publish on the AAIM

**ARTICLE IX
Audit**

The President will assure that the Secretary-Treasurer's books are subject to independent review annually and report on the results of that review to the membership at the annual business meeting.

Comment [k1]: Amended in 2004 by vote of membership

Deleted: The President will assure that the Secretary-Treasurer's books are audited annually by an independent auditor and report on the audit's results to the membership at the annual business meeting. ¶

**ARTICLE X
Amendments**

These By-Laws may be amended upon recommendation of the Executive Council by a majority vote of the members present at a business meeting of the Academy, provided due notification is sent to the membership at least thirty days prior to such meeting.