

CONSTITUTION OF THE STUDENT OSTEOPATHIC MEDICAL ASSOCIATION

ARTICLE I – Name

The name of this association shall be the Student Osteopathic Medical Association. This name shall officially be abbreviated “SOMA.” National SOMA may herein be referred to as the “Association.” National SOMA is listed as a not-for-profit corporation, chartered under the laws of the State of Illinois, and is a non-practice affiliate member of the American Osteopathic Association (AOA).

ARTICLE II – Mission Statement

The Student Osteopathic Medical Association (SOMA) is the nation’s largest network of osteopathic medical students. We are an American Osteopathic Association (AOA)-affiliated, student-led and student-driven organization with direct representation to the AOA. SOMA Shall:

1. Educate and prepare osteopathic leaders and advocates.
2. Maintain open and transparent lines of communication to our student members as we continually adapt to the evolving needs of our members and organization.
3. Advance collaborative relationships that promote osteopathic medicine in the greater healthcare community.
4. Utilize our direct affiliation with the American Osteopathic Association to advance the interests and viewpoints of osteopathic medical students.

ARTICLE III – Membership

Section 1. Membership Classes.

Membership in National SOMA shall be classified into four groups:

1. Active Membership. Only Active Members shall have voting privileges. To be admitted to Active Membership in SOMA, an applicant must be enrolled at an AOA-accredited osteopathic medical school and have paid the appropriate dues. Active Membership is limited to students through their date of graduation. Any student who is dismissed from their osteopathic medical school of record shall have their Active Membership in the Association summarily terminated. No appeal process is available in this action.
2. Honorary Membership. Honorary Membership may be granted to individuals or organizations making outstanding contributions to the success and perpetuation of SOMA. They can be awarded on a yearly basis by the Board of Trustees and/or on a lifetime basis in a closed session of the House of Delegates. Honorary members shall not be required to pay dues. Honorary members shall have none of the obligations of membership in the Association, but shall be entitled to all of the privileges except those of making or seconding motions or voting in the House of Delegates, or of holding office.
3. Associate Membership. Any student of an allied health care profession associated with one of the American Osteopathic Association recognized Colleges of Osteopathic Medicine may

be granted Associate Membership into the SOMA on application to their local chapter. The Benefits of Associate Membership shall be limited to the SOMA Health Insurance Program and admittance to SOMA conventions and House of Delegates as a non-voting member.

4. Pre-Medical Student Membership. All National Pre-SOMA members as defined by the Pre-SOMA constitution are granted membership to SOMA under the category of Pre-Medical Student
 - a. Members. Pre-SOMA member benefits shall include admittance to SOMA conventions and
 - b. House of Delegates as Non-voting members.

Section 2. Suspension of Membership.

1. Process of Suspension. The Association reserves the right to terminate the membership, including the Active Membership, of any member if circumstances justify such an action. The Board of Trustees, by a two-thirds majority vote in a Quorum session, may take this action after due consideration.
2. Appeal of Suspension. An appeal may be made if the ex-member alleges that the sanction was given arbitrarily, capriciously, in bad faith, or in violation of the law. In such cases the burden of proof for these allegations shall rest with the ex-member. The Board of Trustees shall deliberate on the validity of the appeal and, by a two-thirds majority vote of a Quorum session, take such appropriate action as:
 - a. to accept the appeal, reopen the issue, and then vote again on the suspension.
 - b. to deny the appeal and allow the sanction to officially stand.

ARTICLE IV – Discrimination

Neither the Association nor its constituent chapters may refuse membership on the basis of race, religion, color, gender, gender identity, sexual orientation, disability, national origin or creed. Chapters shall otherwise determine the qualifications of their own members where not inconsistent with the Constitution and Bylaws of this Association.

ARTICLE V – Code of Ethics

The Code of Ethics of this Association shall be a version of the AOA's Code of Ethics modified to reflect the student physician's role in today's medical practice environment. The Code of Ethics shall govern the professional conduct of the members of the Association. The Association shall amend the Code of Ethics, as may be needed from time to time, by following the protocol for amendments to the Association's Constitution and Bylaws.

ARTICLE VI – House of Delegates

Section 1. Chapter Representation.

The House of Delegates shall be composed of two Delegates from each constituent chapter, the Speaker

of the House of Delegates (or his/her designate), and Ex-Officio Members. Each constituent chapter which has received a charter, as prescribed in the Bylaws of this Association, shall be entitled to two voting positions or votes in the SOMA House of Delegates. The distribution of these votes shall be at the discretion of each local chapter. Only voting members may make or second motions.

Section 2. Ex-Officio Members.

Ex-Officio Members of the House of Delegates shall include the members of the Board of Trustees, National Board, the Chairperson of any Standing Committee, Subcommittee or Task Force, and Association Employee(s). Ex-Officio Members shall not have the right to vote unless they are a voting member from a constituent chapter.

Section 3. Regular Meetings of the House.

The House of Delegates shall meet during the Annual Fall and Spring SOMA National Conventions, and at such time as it may deem necessary. The Annual Fall Convention will be held in conjunction with the American Osteopathic Association’s Fall Convention and the Annual Spring Convention will be held yearly following the American Osteopathic Association’s D.O. Day on the Hill.

Section 4. Special Meetings of the House.

Special meetings of the House of Delegates may be called by a vote of two-thirds of the constituent chapters. Each chapter shall be given notice by registered mail within fifteen days of the call. The special meeting shall be held, not less than fifteen or more than sixty days, after notice has been sent to the chapters.

ARTICLE VII – National Officers

Section 1. Elected National Officers.

The Elected National Officers shall consist of:

1. A National President who shall be the Chairman of the Board of Trustees;
2. A National Vice President who shall also serve as the Speaker of the House of Delegates;
3. A National Treasurer;
4. A National Parliamentarian;
5. Regional Trustee (one from each region).

Section 2. Eligibility for Elected Office.

All Officers must be active members of the Association. Candidates for National President shall currently or have previously served on the Board of Trustees in an elected position. Candidates for National Vice President and National Treasurer shall currently or have previously served on the Board of Trustees or National Board. Candidates for the position of Region Trustee and National Parliamentarian shall currently or have previously served as the president or NLO of a local SOMA Chapter or have served as a delegate or alternate for two SOMA National Conventions and be nominated by their Chapter President or NLO. Additionally, the Region Trustee must be a student from within the region they will represent.

Section 3. National Officer Elections.

The Elected National Officers shall be elected at the Annual Fall SOMA National Convention and shall

assume their duties at the conclusion of the Annual Spring SOMA National Convention of that same academic year. Elections process shall be outlined in the Bylaws of this Association.

Section 4. Appointed National Officers.

The positions and eligibility criteria for the National Board of Directors shall be outlined in the Bylaws of this association and duties shall be outlined in the Governing Policies.

Section 5. National Officer Appointment.

Appointed members of the National Board of Directors and Board of Trustees shall be appointed by the incoming elected national officers at the Spring SOMA Convention, as outlined in the Governing Policies.

Section 6. Expressed Policies by National Officers.

Findings expressed, related or conveyed by National Officers at any benefit, convention, or function, where they are officially representing the Association, shall temporarily reflect the policy of the Association. Policy-related reports expressed by National Officers shall be summarized and submitted as part of the convention minutes at the next House of Delegates meeting. Unless the House of Delegates rejects the findings of the National Officer member at that meeting, these policies shall be accepted as the official policies of the Association.

Section 7. Board of Trustees.

1. Members of the Board of Trustees. The Board of Trustees shall be comprised of the Elected National Officers, as well as the appointed National Board of Directors Chair and National Secretary. Each member will have control of one vote. The AOA Student Trustee and the Chairperson of the SOMA Foundation shall serve as ex-officio members of the Board of Trustees and shall attend all meetings of the Board of Trustees but shall not have a vote on the Board of Trustees.
2. Chairman of the Board of Trustees. The National President of the Association shall serve as Chairman of the Board of Trustees. The President will vote only in the instance of a ballot election and in all other cases where the vote would change the result (i.e. a tie).
3. Duties of the Board of Trustees. The Board of Trustees shall be responsible for conducting the affairs of the Association between meetings of the House of Delegates. The Board of Trustees shall have the power to conduct all business of an immediate nature where not inconsistent with the Constitution and Bylaws and the Governing Policies. Duties for the individual positions shall be outlined in the Governing Policies of this Association.

ARTICLE VIII – Removal and/or Replacement of Officers.

Section 1. Removal of Officers.

The Board of Trustees shall be empowered to dismiss from his/her position any Officer who has failed to perform the duties of his/her position, providing that the person in question shall have the opportunity to answer the charges against him/her in writing or in person before a meeting of the Board of Trustees. A vote of at least two-thirds of the voting members of the Board of Trustees shall be necessary for such dismissal. Any member of the Board of Trustees, National Board of Directors, Chapter President, or Chapter National Liaison Officer may call for a Vote of “No Confidence” by sending a petition to all

members of the Board of Trustees, signed by at least one other member of this Association. A Special Session of the Board of Trustees may be called as outlined in the Constitution and Bylaws.

Section 2. Replacement of Officers.

Upon dismissal or resignation of any Elected Officer the Board of Trustees shall be empowered to appoint a replacement by a two-thirds vote of the Board of Trustees. The appointed replacement shall serve until the next scheduled House of Delegates session when appropriate bodies shall elect an officer for the position, to serve out the remainder of the term. Upon dismissal or resignation of any Appointed National Officer, the National President shall be empowered to appoint a replacement officer to serve the remainder of the term.

Section 3. Removal of Chairpersons.

Any Chairperson of a National SOMA Standing Committee, Subcommittee, or Task Force, who has failed to perform the duties of his/her position, and having been appointed by the National President, may be dismissed or asked to resign from his/her position by the National President. The National President shall then be empowered to appoint a replacement officer.

Section 4. Liability of Officers.

The personal liability of any officer or employee at the national, regional, or chapter level is eliminated from monetary damages for breach of fiduciary duty as a representative; except that such provision shall not eliminate or limit the liability of a representative to the Association for monetary damages for:

1. any breach of the representative's duty of loyalty to the Association or to its members;
2. acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law; or
3. any transaction from which the representative derived an improper personal benefit.

ARTICLE IX – Employee(s)

Section 1. Duties of the Employee(s).

The job descriptions of all SOMA employees shall be written and approved by the Board of Trustees and will be outlined in the employees' contract.

Section 2. Selection of the Employee(s).

All SOMA employee(s) shall be chosen by the Board of Trustees on the basis of qualifications which best serve the objectives of SOMA as stated in the Constitution and Bylaws. Remuneration shall be determined by the Board of Trustees.

ARTICLE X – President's Advisory Cabinet

Section 1. Members.

The National President may at his/her discretion appoint members to an Advisory Cabinet.

Section 2. Duties.

Members of the Advisory Cabinet may coordinate with and advise the National President, but shall not establish policy.

ARTICLE XI – National SOMA Budget

Section 1. Annual Budget.

The National Treasurer shall submit a National SOMA Budget Proposal to the Board of Trustees, who may accept, reject, or amend the budget proposal. After the budget has been accepted, it shall be presented at the annual Summer Convention to the chapter leaders and available to all chapters upon request. All funding policies shall be outlined in the Governing Policies.

Section 2. Fiscal Year.

The fiscal year of this Association shall be from June 1st through May 31st of each year. The books of account of the Association shall be closed as of the last day of May in each year.

ARTICLE XII – Rules of Order

Robert's Rules of Order Newly Revised 10th Edition shall govern the parliamentary procedures of the Association in all cases where applicable and where not inconsistent with the Constitution and Bylaws of the Association.

ARTICLE XIII – Amendments to the Constitution and Bylaws and Governing Policies

Section 1. Amendment Consideration.

Proposed amendments to these Constitution and Bylaws shall be considered at the House of Delegates meetings. Proposed amendments to Governing Policies may be considered at either the House of Delegates meetings or at the Board of Trustee meetings.

Section 2. Amendment Submission.

Any member(s) of the Association may author an amendment to these Constitution and Bylaws or Governing Policies with required three (3) member co-sponsorship(s) by submitting the amendment accompanied by a brief explanation to the National Parliamentarian and the National SOMA Office at least twenty-one days prior to the next meeting of the House of Delegates. Governing Policy Amendments submitted to the Board of Trustees shall be submitted at least twenty-one days prior to the date of vote on the amendment.

Section 3. Amendment Distribution.

Copies of all proposed amendments shall be made available to all constituent chapters at least ten days prior to the House of Delegates and Board of Trustees vote on the matter.

Section 4. Amendment Approval.

A vote of at least two-thirds of the House of Delegates, Quorum required, shall be required for passage of any new amendment to the Constitution or Bylaws. Amendments to the Governing Policies shall be

approved by a vote of two-thirds of either the House of Delegates or the Board of Trustees. Amendments to the Constitution shall require an additional vote of the AOA Board of Trustees per AOA policy before acceptance.

ARTICLE XIV – Dissolution of the Association

In the event that the House of Delegates, by a two-thirds majority vote while in a Quorum session, shall choose to dissolve the Association, merge with another organization, or join in a consolidation of other organizations, the Board of Trustees shall distribute the assets of the Association (remaining after the payment, satisfaction and discharge of all outstanding liabilities and obligations) to one or more non- profit organizations qualified for tax exemption under Section 501(c) of the Internal Revenue Code and engaged in activities to promote osteopathic medical education. The Board of Trustees shall choose such organization(s) by a two-thirds vote while in a Quorum session. All actions by the House of Delegates and the Board of Trustees in this matter shall be based on consultations and advice from an attorney in order to fulfill all legal requirements.