

# 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 mission of the Student Osteopathic Medical Association (SOMA), a student affiliate organization of the AOA, is to amplify the voices of osteopathic medical students to the AOA and the public on matters relating to healthcare and medical student education, while also:

1. uniting osteopathic medical students and developing a national network of socially and politically minded student leaders,
2. reinforcing osteopathic principles and practices and promoting unity within the profession, and
3. supporting the multifaceted education of osteopathic physicians-in-training.

## ARTICLE III – Membership

### **Section 1. Membership Classes**

Membership in National SOMA shall be classified into four groups:

1. Osteopathic Medical Student Membership. To be admitted to Osteopathic Medical Student Membership in SOMA, an applicant must be enrolled at a Commission on Osteopathic College Accreditation (COCA) accredited osteopathic medical school and have paid the appropriate national and local dues. Osteopathic Medical Student 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 membership in the Association summarily terminated. No appeal process is available in this action. Only Osteopathic Medical Student Members shall have voting privileges in their local chapter elections.
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 COCA accredited osteopathic medical schools may be granted Associate Membership in SOMA.

The benefits of Associate Membership shall be limited to SOMA partnership deals and discounts, and admittance to SOMA conventions and the 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. The benefits of Pre-SOMA Membership shall be limited to SOMA partnership deals and discounts, and admittance to SOMA conventions and the House of Delegates as a non-voting member.

## **Section 2. Suspension of Membership**

1. Process of Suspension. The Association reserves the right to terminate the 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, physical or mental disability, veteran status, genetic information, national origin or creed, or any other status protected by federal, state or local law. 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. Purpose**

The House of Delegates shall be the legislative body of the Association and determine the official policies of SOMA, shall exercise the delegated powers of the individual SOMA Chapters in the affairs of the Association, and shall perform such other functions as are set forth in the Bylaws.

83 **Section 2. Presiding officer**

84 The Vice President shall function as the Speaker of the House of Delegates.

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86 **Section 3. Chapter Representation**

87 The House of Delegates shall be composed of two delegates from each constituent chapter, the Speaker of  
88 the House of Delegates (or his/her designate), and Ex-Officio Members. Each constituent chapter shall be  
89 entitled to two votes in the SOMA House of Delegates. The distribution of these votes shall be at the  
90 discretion of each local chapter. Only voting members may make or second motions.

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92 **Section 4. Ex-Officio Members**

93 Ex-Officio Members of the House of Delegates shall include the members of the Board of Trustees,  
94 National Board of Directors, the Chairperson of any Standing Committee, Subcommittee, or Task Force,  
95 and the Executive Director.. Ex-Officio Members shall not have the right to vote unless they are a voting  
96 member from a constituent chapter.

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98 **Section 5. Regular Meetings of the House**

99 The House of Delegates shall meet at minimum twice per year. These sessions will take place in the fall  
100 and the spring, or at such a time as the Board of Trustees deems it necessary.

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102 **Section 6. Special Meetings of the House**

103 Special meetings of the House of Delegates may be called by a two-thirds vote of the constituent chapter  
104 delegates. Each chapter shall be given written notice fifteen days prior to the call for a special meeting.  
105 The special meeting shall be held no more than sixty days after notice has been sent to the chapters.

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107 **ARTICLE VII – National Officers**

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109 **Section 1. Board of Trustees**

110 The Board of Trustees (BoT) shall be the administrative and executive body of the association. The Board  
111 of Trustees shall be responsible for conducting the affairs of the Association between meetings of the  
112 House of Delegates, and shall have the power to conduct all business of an immediate nature where not  
113 inconsistent with the Constitution and Bylaws, and the Governing Procedures. Duties for the individual  
114 positions shall be outlined in the Governing Procedures of this Association.

115 1. The Board of Trustees of SOMA shall consist of thirteen members: nine elected members, two  
116 appointed members and two ex-officio members.

117 a. Elected Members:

- 118 i. National President
- 119 ii. National Vice President
- 120 iii. National Treasurer
- 121 iv. National Parliamentarian
- 122 v. Region I Trustee
- 123 vi. Region II Trustee
- 124 vii. Region III Trustee
- 125 viii. Region IV Trustee

- ix. Region V Trustee
- b. Appointed Members:
  - i. National Board of Directors Chairperson
  - ii. Secretary
- c. Ex-officio Members:
  - i. SOMA Foundation Chairperson
  - ii. AOA Board of Trustees Student Representative
- 2. The National President shall serve as the chairperson of the Board of Trustees.
- 3. Each elected and appointed member of the Board of Trustees will have one vote. Ex-officio members do not have a vote. As chairperson of the Board of Trustees the National President will vote only where the vote would change the result (i.e. a tie).

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## 138 **Section 2. Eligibility for Elected BoT Officers**

139 All elected national officers must be Osteopathic Medical Student Members of the Association.

- 140 1. **National President.** Candidates for National President shall currently, or have previously served
- 141 on the Board of Trustees.
- 142 2. **National Vice President and National Treasurer.** Candidates for National Vice President and
- 143 National Treasurer shall currently, or have previously served on the Board of Trustees, or
- 144 National Board of Directors.
- 145 3. **Region Trustee and National Parliamentarian.** Candidates for the position of Region Trustee
- 146 and National Parliamentarian shall currently, or have previously served as the President, or
- 147 National Liaison Officer (NLO) of a local SOMA Chapter, or have served as a delegate, or
- 148 alternate for two national SOMA conferences and be nominated by their Chapter President, or
- 149 NLO. Additionally, the Region Trustee must be a student from within the region they will
- 150 represent.

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## 152 **Section 3. Eligibility for Appointed BoT Officers**

153 All appointed national officers must be Osteopathic Medical Student Members of the Association.

- 154 1. **National Board of Directors Chairperson.** The National Board of Directors Chairperson
- 155 shall currently, or have previously served on the Board of Trustees or National Board of
- 156 Directors.
- 157 2. **National Secretary.** The National Secretary shall currently, or have previously served as the
- 158 President or NLO of a local SOMA Chapter.

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## 160 **Section 4. National BoT Officer Elections**

161 The elected BoT officers shall be elected during the fall session of the House of Delegates. They shall  
162 assume their duties at the conclusion of the SOMA Spring Convention of that same academic year.  
163 Elections process shall be outlined in the Bylaws of this Association.

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## 165 **Section 5. National BoT Officer Appointments**

166 The appointed BoT members shall be appointed by the incoming elected BoT officers prior to the start of  
167 the SOMA Spring Convention, as outlined in the Governing Procedures. They shall assume their duties  
168 at the conclusion of the SOMA Spring Convention.

**Section 6. AOA Board of Trustees Student Representative**

Per the AOA Constitution & Bylaws, SOMA shall nominate, in alternate years, a candidate for the AOA Board of Trustees Student Representative position. Candidates for this position shall currently or previously have served on the Board of Trustees or National Board of Directors. The SOMA nominee shall be appointed by the incoming BoT prior to the conclusion of the SOMA Spring Convention.

**Section 7. National Board of Directors**

The National Board of Directors (NBD) shall function as the programming arm of the Association and perform such other duties as are provided by the Bylaws and the Governing Procedures. All members of the NBD shall be appointed by the incoming BoT prior to the conclusion of the Spring Convention. The positions and eligibility criteria for the National Board of Directors shall be outlined in the Bylaws.

**Section 8. Term Length**

All elected and appointed members of the Board of Trustees, and all members of the National Board of Directors shall serve a one-year term.

**Section 9. Expressed Policies by National Officers**

All reports and presentations given by national officers of SOMA at non-SOMA events, where they are officially representing the Association, shall temporarily reflect the policies of the Association. The policy-related material presented shall be summarized and submitted to the Secretary as part of the convention minutes of the next House of Delegates meeting. Unless the House of Delegates rejects the findings of the national officer at the meeting, these policies shall be accepted as the official policies of the Association.

**ARTICLE VIII – Removal and/or Replacement of National Officers**

**Section 1. Removal of National Officers**

The Board of Trustees shall be empowered to dismiss from their position any national officer who has failed to perform the duties of their position, providing that the person in question shall have the opportunity to answer the charges against them 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.

**Section 2. Replacement of National Officers**

Upon dismissal or resignation of any elected national 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 their position, and having been appointed by the National President, may be dismissed, or asked to resign from their position by the National President. The National President shall then be empowered to appoint a replacement officer.

### **Section 4. Liability of National Officers**

All national officers shall be indemnified by this Association against costs, expenses, judgments, fines, and amounts, or liability therefore, including counsel fees, reasonably incurred by or imposed upon them in connection with, or resulting from any action taken in their capacity as a national officer of the Association. Such provisions shall not eliminate or limit the liability of a national officer 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 – Rules of Order**

Robert's Rules of Order 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 X – Amendments to the Constitution and Bylaws, SOMA Policies, and Governing Procedures**

### **Section 1. Amendment Consideration**

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

### **Section 2. Amendment Submission**

Any member(s) of the Association may propose an amendment to these Constitution and Bylaws; a minimum of three member co-authors are required for such an amendment to be considered. All amendments, accompanied by a brief explanation, shall be submitted to the National Parliamentarian and the Executive Director at least twenty-one days prior to the next meeting of the House of Delegates. SOMA Policies shall be comprised of the resolved statements of resolutions approved by the SOMA House of Delegates. As such, amendments shall be made by following the steps outlined in Article IV of the Bylaws. Governing Procedures amendments must be submitted to the National President and the Executive Director at least ten days prior to the date of the Board of Trustees meeting where it will be considered.

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253 **Section 3. Amendment Distribution**

254 Copies of all proposed amendments to the Constitution and Bylaws shall be made available to all  
255 constituent chapters at least ten days prior to the House of Delegates vote on the matter. Copies of all  
256 proposed amendments to the Governing Procedures shall be made available to all members of Board of  
257 Trustees seven days prior to the vote on the matter.

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259 **Section 4. Amendment Approval**

260 A vote of at least two-thirds of the House of Delegates, Quorum required, shall be required for passage of  
261 any new amendment to the Constitution or Bylaws. Amendments to the SOMA Policies shall require a  
262 simple majority vote by the House of Delegates for passage. Amendments to the Governing Procedures  
263 shall be approved by a vote of two-thirds of the Board of Trustees. Amendments to the Constitution shall  
264 require an additional vote of the AOA Board of Trustees per AOA policy before acceptance.

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ARTICLE XI – Dissolution of the Association

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

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