

MEDCHI, THE MARYLAND STATE MEDICAL SOCIETY
HOUSE OF DELEGATES

CB Report 2-16

INTRODUCED BY: MedChi Council on Bylaws

SUBJECT: Bylaws Change Regarding Board of Trustees Duties and Privileges
Regarding the MedChi Insurance Agency

Pursuant to a request put forward by the MedChi Insurance Agency, the Bylaws Council, at its meeting of January 7, 2015, considered how best to formalize the relationship of the Agency to MedChi and drafted the following Bylaw amendment (new material in LARGE AND SMALL CAPS:

7.20 Duties and Privileges. In addition to the rights and duties conferred or imposed elsewhere in the Bylaws, the Board of Trustees (Board) shall have the responsibility to:

- a. Perform all acts and transact all business for or on behalf of MedChi, except as may be otherwise provided in the Bylaws;
- b. Approve a budget, with the assistance of the treasurer, for presentation to and ratification by the House of Delegates;
- c. Appoint a chief executive officer pursuant to the criteria set by the Board of Trustees as distributed to the House of Delegates;
- d. Have the accounts of the corporation audited at least annually and make proper reports concerning the financial affairs of MedChi at the spring House of Delegates meeting;
- e. Approve members appointed by the president to serve on the councils and committees of MedChi;
- f. Approve the presidential appointments of chairs, when applicable, and members to administer the special funds and affiliated entities;
- g. Evaluate requests to charter committees submitted by parent councils and charter such committees as it shall deem necessary to fulfill the responsibilities of the councils;
- h. Approve presidential appointments to fill vacancies in any office, council, committee or other position;
- i. Approve the lobbyist, if one is selected, to represent MedChi in legislative and regulatory forums;
- j. Establish policies to govern the conduct of the daily operations of MedChi, its councils and committees as defined in Article 17.00, and
- k. Establish policies to govern the conduct of the business of the Board.

L. EXERCISE ON BEHALF OF MEDCHI AND IN ACCORDANCE WITH GENERAL MEDCHI POLICIES AS SET BY THE HOUSE, ALL THE POWERS AND DUTIES OF SHAREHOLDER OF THE MEDCHI INSURANCE AGENCY, INCLUDING DESIGNATION OF A REPRESENTATIVE TO THE AGENCY BOARD, VOTING OF SHARES BY PROXY OR BY DESIGNATED REPRESENTATIVE.

As adopted by the House of Delegates at its meeting on April 17, 2016.