

American Osteopathic College of Occupational and Preventive Medicine

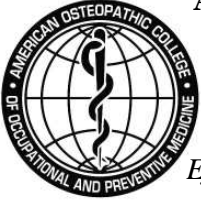
Board of Trustees Operations (BOT-05)

Effective Date: _____

Next Review Date: _____ Reviewer(s): _____

Dates of Revisions: _____

1. Purpose. To provide general operating procedures for the Board of Trustees
2. Objectives
 - 2.1. The Board of Trustees is the chief governing body of the College.
 - 2.2. The Board is responsible for developing and overseeing strategic direction and goals of the College.
3. Policies and Procedures
 - 3.1. Business Meetings:
 - 3.1.1. At this time, there are two (2) regularly scheduled business meetings of the Board of Trustees each year. The annual meeting is usually held in conjunction with the Annual Conference. The midyear meeting is usually held in conjunction with the Midyear Conference.
 - 3.1.2. An annual Board of Trustees planning retreat may be held in conjunction with one of our regularly scheduled conferences.
 - 3.2. Quorum:
 - 3.2.1. The Bylaws, Section 9.3.4, states that eight (8) members constitute a quorum for the Board of Trustees.
 - 3.3. Agenda:
 - 3.3.1. A draft agenda shall be mailed, or e-mailed in advance for review by the Board members. If available, all supporting documents, to include written reports from the President, Treasurer, Executive Director, AOBPM, Committee Chairs, CME Program Chairs, and Division Chairs, shall be included.
 - 3.3.2. Annual Business Meeting Agenda: Call to Order; Roll Call/Attendance; Approval of the Minutes of the previous meeting; Reports of the Officers; Reports of Committees; Reports of Divisions; Financial Report; Old Business; New Business; Certification of Election Results for Officers and Trustees, and Adjournment.
 - 3.3.3. Midyear Business Meeting Agenda: Call to Order; Roll Call/Attendance; Reading of the Minutes of the previous meeting; Reports of the Officers; Reports of Committees; Reports of Divisions, Financial Report; Budget; Finalize Ballot for election of Officers and Trustees, Old Business, New Business; and Adjournment.
 - 3.4. Composition:
 - 3.4.1. The Board of Trustees shall consist of the Officers of the College, six (6) Trustees and a Vice President representing each of the Divisions. Each shall be chosen in the manner hereinafter provided. The Immediate Past President shall serve as an Ex-Officio member with voice but no vote.
 - 3.4.2. The Chair of each Division shall serve as a Vice President.
 - 3.4.3. Six (6) Trustees shall be elected from the active membership for up to two (2) consecutive three (3) year terms. A period of at least one (1) year must occur following the two terms before being eligible to once again serve on the Board of Trustees.



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3.5. Election:

3.5.1. The officers and six (6) trustees shall be elected by mail ballot, e-mail ballot, or on-line voting, with the results announced at the Annual Membership Meeting. It is desirable to provide for an overlap in terms for trustees.

3.5.2. The Vice Presidents shall be the Division Chairs and shall be elected annually by the respective Divisions for a term of one year. There are no term limits. These elections are held at the Division meetings at the Mid-Year Conference. The newly elected Vice-Presidents are sworn in and assume office at the Annual Membership Meeting.

3.5.3. The Nominating Committee shall submit recommendations to the Board of Trustees at the Mid-Year BOT Business meeting. The BOT may make other nominations, and approve the slate. The BOT approved slate shall be presented to the membership at the Mid-Year Membership meeting. The membership may make other nominations. The slate (ballot) shall be mailed or e-mailed at least sixty (60) days prior to the next Annual Membership Meeting. The ballots shall be tallied and the results announced at the Annual Membership meeting.

3.6. Terms of office:

3.6.1. Terms shall begin at the Annual Membership Meeting. The new Board of Trustees shall be introduced and installed at the Annual Membership Meeting.

3.7. Resignation:

3.7.1. An Officer or Trustee who resigns must present a letter of resignation to the President.

3.7.2. Resignation by a Vice President (Division Chair) shall also be considered resignation as Chair of the Division and shall be provided in writing to the President.

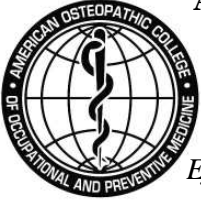
3.8. Removal:

3.8.1. Any member of the Board of Trustees may be removed, for cause, from office by the affirmative vote of two-thirds (2/3) of the Board of Trustees present at any regular or special meeting called for that purpose in accordance with the Bylaws. Such removal shall be effected by written notice given by certified mail within ten (10) days of the vote.

3.9. Vacancies:

3.9.1. Vacancies, other than Vice Presidents, shall be filled by the President until such time as the Board can meet. The President shall confer with the Officers (Executive Committee) on any such appointments. Once the full Board has ratified such appointment, the appointed member(s) shall hold office until the next succeeding Annual Meeting of the members of the College, or until the election of a successor, whichever occurs first.

3.9.2. If a Vice President (Division Chair) vacates his/her position as Chair of the Division, the Vice Chair shall fill the position of Vice President on the Board of



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Trustees until the next election. This shall assure the Divisions will always be represented.

3.10. Attendance:

3.10.1. Any member of the Board of Trustees who fails to attend two (2) consecutive meetings (regular or special) of the Board of Trustees may be considered to have submitted indication of resignation from the Board of Trustees.

3.10.2. It is the responsibility of the petitioner (Board of Trustee member) to provide, in writing to the President, any reason for an absence from a regular or special called meeting of the Board. The Board of Trustees may then accept or decline the request and so notify the petitioner.

3.11. Compensation:

3.11.1. The Board of Trustees does not usually receive compensation for their services. The Reimbursement policy allows for some extraordinary expense reimbursement (stipend), such as when an additional day of travel is needed to attend a planning meeting.