

member-in-good-standing status on payment of dues for the current year in advance.

## ARTICLE XIV. FUNDING AND FINANCES

### SECTION 1. Funding.

Funds may be raised (a) by dues; (b) by assessments on active members on recommendation of the Council and after approval by the membership; (c) from the publications of the Association at a rate established by the Council; and (d) in any other manner approved by the Council. Funds may be appropriated by the Council to defray the expenses of the Association.

### SECTION 2. Finances.

A. Fiscal Year: The fiscal year shall begin on January 1 and end on December 31 each year.

B. Insurance: The Executive Director shall procure Directors' and Officers' Liability Insurance in an amount determined by the Council, the cost to be paid by the Association. The Executive Director, Treasurer, and other persons approved by Council may sign checks.

C. Budget: The Council, at its fall meeting, shall adopt an income and expense budget covering all activities for the next fiscal year. No officer may make or authorize any unbudgeted expenditure without approval of the Executive Committee or the Executive Director. The Executive Director shall not make or authorize any unbudgeted expenditure exceeding the amount stipulated by the Policy and Procedures Manual without approval of the Executive Committee.

D. Audit: An audit shall be made by a certified public accountant at

a frequency and time described in the Policy and Procedures Manual. The audit shall be submitted to the Executive Committee at its meeting prior to the annual meeting of the Association. The report of the audit shall be made available to the membership at the annual business meeting of the Association.

## ARTICLE XV. AMENDMENTS.

The Bylaws of the Association may be amended at any annual meeting of the Association by two-thirds vote of active members present at such meeting. Association Bylaws amendment proposals may be submitted by any member of Council or a petition of at least 2% of the active membership of the Association. Proposed amendments must be communicated to the Association Headquarters by the end of December and approved by two-thirds vote of the Council members for consideration at the annual business meeting. The membership must be notified of the proposed amendments no less than 60 days prior to the annual meeting. The Policy and Procedures Manual will describe the process for review, modification, and presentation of amendment proposals for the membership vote on each amendment at the annual meeting.

## ARTICLE XVI. DISTRIBUTION OF ASSETS UPON DISSOLUTION.

In the event that the Association shall be dissolved, its assets at the time of dissolution shall be distributed to one or more organizations exempt from Federal Income Tax in accordance with Section 501(c)(3) of the Internal Revenue Code of 1954 or subsequent provisions to be used for purposes identical or similar to those of the Association.

## PROPOSED CHANGES TO THE AsMA BYLAWS

In accordance with Article XII of the Bylaws of the Aerospace Medical Association, the following proposed changes to the bylaws are printed herein. They will be voted upon at the next Annual Business Meeting to be held Tuesday, April 26, 2016. The meeting is open and all members are encouraged to attend (no lunch purchase is necessary to participate in the meeting).

The omissions are listed as strikethroughs. The additions are italicized and underlined.

### ARTICLE \*\*. CORPORAT<sup>O</sup>E FORUM

Add after ARTICLE III. MEMBERSHIP

#### SECTION 1. Corporate Forum.

A. Titles: The Corporate Members shall constitute the Corporate Forum.

B. Structure: The Corporate Forum may have an internal governance structure of its choosing, with officers and procedures appropriate to its activities.

C. Representation: The Corporate Forum shall choose one of its members to represent the Forum at Council meetings. The representative shall serve as a liaison between the Council and the Forum. The Corporate Forum is aligned under the Vice President of Member Services.

D. Relationship to Corporate and Sustaining Membership Committee: The Corporate Forum will work in coordination with the Corporate and Sustaining Membership Committee as described in Article XI of these Bylaws.

#### SECTION 2. Membership.

All members of the Corporate Forum shall be Corporate Members as determined in Article II of these Bylaws.

#### SECTION 3. Activities.

A. Forum Events: The Corporate Forum will plan and conduct an Advisory event, in coordination with Council, at the Annual Scientific Meeting. The purpose of the Advisory will be an exchange of information and goals between the Association leadership and the Forum to facilitate good relations and advances in the field of Aerospace Medicine and Human Performance. The Forum may also sponsor a speaker or other similar event(s) for the general Association membership.

B. Forum Budget: The Association budget will consider and plan for reasonable expenses in connection with Forum events.

## ARTICLE VII. COUNCIL OF THE AEROSPACE MEDICAL ASSOCIATION AND EXECUTIVE COMMITTEE.

### SECTION 2. Membership of the Council.

Membership of the Council shall consist of the President, President-Elect, the immediate Past President, the four Vice Presidents, the Secretary, the Treasurer, 12 elective members, one member selected by each of the Constituent Organizations, one member selected by the Fellows group, one member selected by the Associate Fellows Group, the Editor-in-Chief of the Association's official journal (*ex officio* member without vote; appointed by the President and approved by Council), a representative from the Corporate Forum (*ex officio* member without vote), and a student or resident representative selected by the Aerospace Medicine Student Resident Organization. The Executive Director shall be an *ex officio* member without vote. No such elected member...

**Rationale:** These two changes cover the formation of the Corporate Forum as a replacement/evolution for the Corporate and Sustaining Affiliate. The Affiliate category does not recognize the unique role the Corporate members play in the Association, leading to some inconsistencies in the way Affiliates appear to function and in the handling of Affiliate dues. The development of the Corporate Forum is a formalization of the unique relationship between the Association and its Corporate members. The changes also allow for a liaison from the Forum to be a non-voting member of Council.

## ARTICLE XI. COMMITTEES.

### SECTION 3. Standing Committee Functions.

**M. Nominating Committee:** Elected officer and the elective members of the Council shall be nominated by a Nominating Committee made up of the five most recent living Past Presidents of the Association and a representative selected from each Constituent Organization of the Aerospace Medical Association. The immediate Past President shall serve as a member of the Nominating Committee for a one year term, and shall become Chairperson of that committee in the subsequent year. ~~The President shall appoint another Past President to serve as chair if the imme-~~

mediate Past President is unable to or unwilling to discharge the associated responsibilities. A *Chairperson or any* Past President who is unable or unwilling to discharge their associated responsibilities shall be replaced by the President with another Past President who will assume seniority of the person replaced and will be appointed by the President. The Nominating Committee shall meet at least annually in advance of the opening ceremony of the annual meeting conduct its activities by electronic communication. Each individual nominated shall have been approved by at least a simple majority vote of the Nominating Committee members present at their meeting. The report of the Nominating Committee shall be made prior to the Annual Scientific Meeting as stipulated in the Policies and Procedures Manual and orally and shall also be made available to members in writing at the opening ceremony of the annual meeting Annual Scientific Meeting. Any member may offer additional additional nominations, including name of nominee and office for which nominated, may be offered from the floor at the annual business meeting; however, the Executive Director must be provided written notice of the nomination no less than twenty-four hours before the annual business meeting by a member upon three hours advance written notice to the Executive Director. Such nominations must be accompanied by a petition of at least 2% of the active members of the Association and must be accepted by a two-thirds majority vote of members attending the annual business meeting, before the nominee can be a candidate in a vote for a named position.

**Rationale:** Redundancy is reduced by the early deletions. Clarification is provided regarding the process to replace a Chairperson or any Past President who cannot fulfill their responsibilities. The need for a face-to-face meeting is obviated by the ability to electronically communicate. The Policies and Procedures Manual shall stipulate the advisability to meet during the annual meeting to allow additional communication as needed. The additional notification time for delivery of written notice of a floor nomination is needed to provide adequate membership status of petition signatories and agenda adjustments (separation of voting motions) as necessary to provide for an orderly and efficient Annual Business Meeting. The Policies and Procedures Manual will address the issue of more than one candidate for an elected office being present during voting, possibly by excusal of such candidates during that voting process.

## ARTICLE XI. COMMITTEES.

### SECTION 3. Standing Committee Functions.

**P. Resolutions Committee:** Resolutions may be proposed to the Resolutions Committee by individual members, by standing and special committees, *Constituent Organizations*, by the Executive Committee, and by the Council. Proposed resolutions that have been reviewed and coordinated by the Resolutions Committee shall be submitted to Council. If disapproved by Council, the resolution will be returned to the Resolutions Committee for further review and coordination. and, if approved by Council, the resolution will be presented to the Association membership. Association membership will be notified by electronic means that a proposed resolutions has will been published on the Association's website for a period of at least 60 days to offer members the opportunity for review and comment. *Members of the Association will be notified by electronic means when resolutions are posted on the website for review and when posted for a vote.* Members may submit comments to the Resolutions Committee within the 60-day comment period in any form, via electronic means, by letter, or in person during any meeting of the Asso-

ciation. Comments received from members may be incorporated into the proposed resolution by the Resolutions Committee, after which the revised resolution shall again be posted on the Association's website and resubmitted to Council. For a After final vote review and approval by Council, members the draft resolution will be posted on the Association's website for a vote by the membership. Council Association membership shall have final approval of resolutions. Processing and Voting on resolutions by the Council Association members can be performed remotely by electronic means or in person during Council meetings Annual Business Meetings of the Association. *Electronic voting on proposed resolutions will be open for a period of at least 30 days. A quorum of 100 Association members is necessary for a vote, and a A two-thirds majority vote of the full Council of those voting members is required for final approval of a proposed resolution. Voting will not be terminated prematurely when a quorum is achieved but will remain available for the entire 30-day period. If a quorum is not met at the end of the 30-day period, the voting period may be extended up to an additional 30 days.*

**Rationale:** Resolutions present an agreed upon position by the Association. Electronic forums and online voting now make review of proposed resolutions and voting by membership a reality. This change allows for voting on resolutions by the membership outside of the Annual Business Meeting, adding a minimum required period for voting and specifying the required quorum.

## ARTICLE XI. COMMITTEES.

### SECTION 1. Standing Committees.

A. There shall be the following standing committees:

(1) Aerospace Human Performance, (2) Aerospace Safety, (3) Air Transport Medicine, (4) Arrangements, (5) Awards, (6) Bylaws, (7) Communications, (8) Corporate and Sustaining Membership, (9) Education and Training, (10) Finance, (11) *Global Liaison and Outreach*, (12) History and Archives, (12) *International Activities*, (13) Membership, (14) Nominating, (15) Registration, (16) Resolutions, (17) Science and Technology, and (18) Scientific Program.

### SECTION 3. Standing Committee Functions.

**L. International Activities Committee:** This committee shall be responsible for initiation, coordination, and promotion of the goals of the Association international members, constituent and affiliated organizations, while addressing their concerns. The committee will also promote cooperation and understanding in the field of aerospace medicine among international members, constituent and affiliated organizations.

**K. Global Liaison and Outreach Committee:** This committee shall be responsible for initiation, coordination, and promotion of the Association's global perspectives, namely: 1) To promote coordination, cooperation, and harmonization of efforts associated with global aerospace medicine and human performance challenges, 2) To promote the importance of and opportunities in aerospace medicine and human performance in each country or region, 3) To identify and promote global best practices in aerospace medicine and human performance research and applications, and 4) To strengthen the connection between AsMA and its global membership, its global constituents and affiliated organizations.

**Rationale:** This motion changes the name of the International Activities Committee to better reflect its global perspective and to better delineate the goals of the Committee. The History and Archives Committee would be re-lettered as L. History and Archives Committee.

**Thank You!**  
**Corporate and Sustaining Members**  
**of the Aerospace Medical Association**  
***Now in Our 87th Year!***



***The financial resources of individual members alone cannot sustain the Association's pursuit of its broad international goals and objectives. Our 87-year history is documented by innumerable medical contributions toward flying health and safety that have become daily expectations by the world's entire flying population—commercial, military, and private aviation. However, support from private and industrial sources is essential. The following organizations, who share the Association's objectives or have benefitted from its past or current activities, have affirmed their support of the Association through Corporate Membership.***

Adams Advanced Aero Technology  
Aerospace Medical, PLC  
Aerospace Medicine Residency  
Program, UTMB  
Air Canada  
Air Line Pilots Association  
Aircraft Owners and Pilots Association  
Anthem-Epoch, LLC  
Armed Forces Benefit Association  
Aviation Medicine Advisory Service  
Baxter Healthcare Corporation  
Centers for Disease Control and  
Prevention/National Institute for  
Occupational Safety and Health  
David Clark Company, Inc.  
Education Enterprises, Inc.  
Envionics, Inc.  
Environmental Tectonics Corporation  
Essex Industries  
Gentex Corporation

GO<sub>2</sub> Altitude  
Harvey W. Watt & Company  
Indonesian Association of Aerospace  
Medicine  
InoMedic Health Applications, Inc.  
(IHA)  
International Medical Support Services  
Lukos, LLC  
Mayo Clinic  
Monash University, Aviation Medicine  
Unit  
Neurostat Analytical Solutions, LLC  
OxyHeal Health Group  
Shoreland, Inc.  
South African Airways  
STS Systems Integration (SSI)  
United Airlines  
Universities Space Research Association  
(USRA)  
Wyle