



HAWAII ACADEMY OF FAMILY PHYSICIANS

Hawai'i Academy of Family Physicians (HAFP) Constitution and Bylaws

Approved by the HAFP Board of Directors: October 15, 2022
Approved by the HAFP Membership: February 18, 2023

TABLE OF CONTENTS

	PAGE
CHAPTER 1: NAME.....	3
CHAPTER II: AFFILIATION.....	3
CHAPTER III: MISSION AND GOALS.....	3
CHAPTER IV: MEMBERSHIP.....	3
CHAPTER V: DUES.....	4
CHAPTER VI: ANNUAL & SPECIAL MEETINGS.....	4
CHAPTER VII: OFFICERS AND BOARD OF DIRECTORS.....	5
CHAPTER VIII: EXECUTIVE DIRECTOR.....	6
CHAPTER IX: THE ELECTION OF OFFICERS AND DIRECTORS.....	6
CHAPTER X: DUTIES AND TERMS OF OFFICERS.....	8
CHAPTER XI: APPOINTMENT AND DUTIES OF COMMITTEES.....	10
CHAPTER XII: AAFP NATIONAL CONFERENCE OF CONSTITUENCY LEADERS.....	10
CHAPTER XIII: ETHICS.....	11
CHAPTER XIV: MISCELLANEOUS.....	12
CHAPTER XV: AMENDMENTS.....	12

CHAPTER 1: NAME

The name of the organization shall be the Hawai'i Academy of Family Physicians (HAFP).

CHAPTER II: AFFILIATION

The HAFP is a constituent chapter of the American Academy of Family Physicians (AAFP) and possesses only those rights and powers conferred by the AAFP. No rules, regulations, or policies adopted by the HAFP shall be in conflict with the rules, regulations, and policies of the HAFP or the charter of the HAFP to the AAFP.

CHAPTER III: MISSION AND GOALS

Section 1. The mission of the HAFP is to promote excellence in health care and the betterment of the health of the people of Hawai'i.

Section 2. The goals of the HAFP are

1. To promote and maintain standards of excellence in the practice of Family Medicine;
2. To provide responsible advocacy for, and education of, patients and the public in all health-related matters;
3. To enhance and promote the image of the family physician and the specialty of Family Medicine to the public and the medical community;
4. To preserve and promote quality, cost-effective health care;
5. To develop, promote, and encourage participation in quality medical education programs for family physicians, residents, and students;
6. To encourage and assist students, residents, and family physicians in preparing, qualifying, and establishing themselves in family medicine;
7. To preserve and actively promote the right of family physicians to engage in medical, surgical, and obstetrical practices and procedures for which they are qualified by training, experience, or demonstrated competence; and
8. To advance medical science through clinical practice and research.

CHAPTER IV: MEMBERSHIP

Section 1. The qualifications and conditions of membership and the classes of membership shall be the same as those provided in the Bylaws of the AAFP. The manner of election, obligations, responsibilities, and privileges of the several classes of membership shall be those prescribed in the Bylaws of the AAFP. Membership classes currently include Active members, Supporting members, International members, Resident members, Student members, Inactive members, Honorary members, and Life members.

Section 2. Physicians with a current and unrestricted license to practice medicine in Hawai'i shall be eligible for active membership in this organization, provided that they also meet such other qualifications and conditions as are set forth for active members in the Bylaws of the AAFP and the HAFP. Active membership is defined as including membership in AAFP and the HAFP.

Section 3. Resident physicians in good standing in Hawai'i Family Medicine Residency Programs shall be eligible for resident membership in the HAFP, provided that they meet such other qualifications and conditions as set forth for Resident members in the Bylaws of the AAFP and the HAFP.

Section 4. Medical students in good standing at medical schools in Hawai'i shall be eligible for student membership in the HAFP, provided that they meet such other qualifications and conditions as are set forth for student members in the Bylaws of the AAFP and the HAFP.

Section 5. Application for HAFP membership shall be made in writing on a form prescribed by the AAFP and adopted by the HAFP Board of Directors. Election to membership shall be by a majority of the HAFP Board of Directors.

Section 6. Acceptance of membership into this organization shall constitute an agreement by such member to comply with the Bylaws of this organization and the AAFP. A member accepting membership in the HAFP shall recognize the HAFP Board of Directors as the sole judge of that member's right to continued membership, subject to the right of appeal to the AAFP, in a manner provided by the AAFP Bylaws. The right of a member to any privilege, title, or property interest of the HAFP shall cease in the event of termination of membership status by expulsion, resignation, or death.

CHAPTER V: DUES

Section 1. The HAFP Board of Directors shall establish dues for the ensuing year for all categories of HAFP membership. Dues for AAFP and HAFP membership must be paid in full to the AAFP on election to membership and shall be the same as the AAFP policy.

Section 2. Special assessments may be applied equally to all members of a membership class and to such membership classes as determined by affirmative action of two-thirds of the HAFP Board of Directors.

Section 3. Any member whose dues or assessments are unpaid at the time of the HAFP annual meeting shall be ineligible to vote or to hold office. The HAFP policy on delinquent dues shall be the same as the AAFP policy.

Section 4. All members of this organization whose dues and assessments are paid shall be members of the AAFP.

CHAPTER VI: ANNUAL & SPECIAL MEETINGS

Section 1. A meeting of this organization shall be held at least annually. The HAFP Board of Directors shall designate the time and place of the HAFP annual meeting. The Executive Director shall give notice of the HAFP annual meeting to all members at least thirty (30) days before the meeting date by mail and facsimile or electronic mail.

Section 2. The HAFP annual meeting shall consider any business presented to the assembled members by the officers, HAFP Board of Directors, committees, or any organization member in good standing.

Section 3. Special meetings may be called by the HAFP Board of Directors, by the President, or upon the written request of five (5) percent of the active members, at a place and time determined by the HAFP Board of Directors. Notice of special meetings shall be given to all members by mail or electronic mail by the Executive Director not less than twenty-one (21) days before the meeting date and shall stipulate the purpose for which the meeting has been called. No business other than that stated in the notice of the meeting shall be considered at a special meeting.

Section 4. Any member in good standing may have the privilege of the floor during the HAFP annual meeting or a special meeting after being properly recognized by the presiding officer. Only Active and Resident members in good standing and members of the Board of Directors, including Resident and Student Directors, who are present and registered at the meeting, may vote on matters before the Assembly. Active or Resident members in good standing may present resolutions for consideration at the HAFP annual meeting by submitting three (3) copies of the proposed resolution(s) to the Executive Director not less than thirty (30) days before the HAFP annual meeting. Any resolution not presented in this manner shall require the consent of two-thirds of the voting members present and registered to be considered.

Section 5. The voting members present and registered at the HAFP annual meeting or a special meeting shall constitute a quorum.

CHAPTER VII: OFFICERS AND BOARD OF DIRECTORS

Section 1. The officers of this organization shall be a

- President,
- President-Elect/Vice-President,
- Immediate Past President, and
- Treasurer.

All officers must be Family Physicians and active members in good standing of the AAFP.

Section 2. Subject to the action of the members in meeting assembled by referendum, the control and administration of this organization shall be vested in a HAFP Board of Directors consisting of members in good standing and composed of the following:

- the four (4) Officers (President, President-Elect/Vice-President, Immediate Past President, and Treasurer),
- six (6) at-large Board of Directors (including at least two from islands other than O‘ahu),
- three (3) non-voting Residency Program faculty representatives, as recommended by the Residency Program Director (one from each residency program),
- three (3) Resident representatives, as recommended by the Residency Program Director (one from each residency program),
- two (2) Student Directors, one from the University of Hawaii John A. Burns School of Medicine (U JABSOM) and one from A.T. Still University School of Osteopathic Medicine in Arizona (ATSU-SOMA) - Wai‘anae Campus,
- two (2) Delegates to the AAFP, and
- two (2) Alternate delegates to the AAFP.

Section 3. The Executive Director of HAFP, as detailed in Chapter VIII, shall participate in all meetings of the HAFP Board of Directors without a vote. The HAFP Board of Directors may vote to meet in executive session without the HAFP Executive Director.

Section 4. The HAFP Board of Directors shall meet at least once annually and at other times and places as the President may determine. Special meetings of the HAFP Board of Directors may be requested by four (4) members of the HAFP Board of Directors or by the HAFP President. The HAFP Board of Directors may meet by phone and/or web conference as the HAFP President may determine.

Section 5. Any member of the HAFP Board of Directors who shall have been absent from two (2) consecutive regular meetings of the HAFP Board of Directors, without just cause as determined by the HAFP Board of Directors, shall automatically vacate the seat on the HAFP Board of Directors. The vacancy shall be filled by a majority vote of the HAFP Board of Directors, to elect a successor to complete the unexpired term.

Section 6. A majority of the voting members of the HAFP Board of Directors present shall constitute a quorum. Unless otherwise provided in these Bylaws, in the articles of incorporation, or by law, all matters shall be decided by a simple majority vote of the HAFP Board of Directors present and voting.

Section 7. There shall be a HAFP Executive Committee of the HAFP Board of Directors comprised of the following members:

- President,
- President-Elect/Vice-President,

- Immediate Past President, and
- Treasurer.

The HAFP President shall serve as the chair of the HAFP Executive Committee. The HAFP Executive Committee shall have full authority to act for and on behalf of the HAFP Board of Directors between meetings of the HAFP Board of Directors when it is impractical to convene the HAFP Board of Directors. The HAFP Executive Director shall participate in meetings of the Executive Committee. The Chair of the HAFP Executive Committee may call an executive meeting without the HAFP Executive Director.

CHAPTER VIII: EXECUTIVE DIRECTOR

Section 1. The HAFP Board of Directors shall appoint an Executive Director who may, but need not be, a member of the HAFP for a term and stipend to be determined by the HAFP Board of Directors. The HAFP Executive Director does not vote at HAFP Board of Directors meetings and may only vote at meetings of the organization if s/he is an active member of the HAFP in good standing. The HAFP Executive Director shall perform administrative duties, duties of the Treasurer as are assigned by the HAFP Board of Directors, and such other duties as the HAFP Board of Directors may prescribe. The HAFP Executive Director shall process all applications for membership or for transfer before obtaining the HAFP Board of Directors' approval as stipulated. The HAFP Executive Director shall be bonded in an amount determined by the HAFP Board of Directors, the premium for which shall be paid by the organization. The HAFP Executive Director shall give notice of and keep a record of the proceedings of all meetings, enroll and maintain the records of the members, serve as custodian of all of the organization's official documents, and prepare the ballots for the elections. The HAFP Executive Director shall maintain an official HAFP website. The HAFP Board of Directors will appoint a committee of the membership to evaluate the performance of the HAFP Executive Director annually or as deemed necessary by the HAFP Board of Directors. The appointed committee will report its findings to the HAFP Board of Directors.

CHAPTER IX: THE ELECTION OF OFFICERS AND DIRECTORS

Section 1. Each year at the HAFP annual meeting, the voting members present and registered shall elect the following by secret ballot:

- President-Elect,
- three (3) Board of Directors,
- one Delegate to the AAFP, and
- one alternate Delegate to the AAFP

All nominations shall be made from the floor in accordance with the procedures noted below.

Section 2. At least six (6) months before the HAFP annual meeting, the HAFP President shall appoint a Nominating Committee to assist the organization in electing the most qualified officers and board members from the eligible active membership. The nominating committee shall be chaired by the HAFP President and shall consist of the Immediate Past President, two (2) members of the standing HAFP Board of Directors who shall not be in contention for election to office or re-election to the Board of Directors, and three (3) at large active HAFP members in good standing including one (1) new physician (less than seven (7) years in practice). Six (6) months before the HAFP annual meeting, the HAFP Executive Director will issue a call for nominations for officers and directors of the Board via mail or email. Nominations for officers and HAFP Board of Directors may be made only by active members in good standing. The nominating committee will review all nominees' Curricula Vitae and other data that they deem necessary in making their recommendations. The nominating committee need not be limited to one candidate per Officer/Board of Directors' seat if more than one member is deemed equally qualified.

The nominating committee report will be presented to the HAFP Board of Directors at its meeting before the HAFP annual meeting. The HAFP Board of Directors has only two courses of action: 1) approval or 2) disapproval.

- 1) If the HAFP Board of Directors approves the nominating committee report, it shall be published and presented to the membership before the HAFP annual meeting.
- 2) If the HAFP Board of Directors disapproves of any part of the nominating committee report, the report shall be referred back to the nominating committee. The nominating committee has the option of amending its report or letting it stand. The final report shall be published and presented to the membership before the HAFP annual meeting.

The final nominating committee report will be submitted from the floor of the HAFP annual meeting.

Section 3. The election of the President-Elect, three (3) HAFP Board of Directors, one (1) Delegate to the AAFP, and one (1) alternate Delegate to the AAFP shall be by a majority vote of the voting members present and registered at the HAFP annual meeting.

Section 4. Vacant positions shall also be filled as needed. If a vacancy is known at least six (6) months before the HAFP annual meeting, the vacancy shall be filled as per Chapter IX, Section 2. If a vacant position occurs less than six (6) months before the HAFP annual meeting, the HAFP Board of Directors shall fill the position by a majority vote. When feasible, the vacant position(s) shall be elected by a majority vote of the voting members present and registered at the HAFP annual meeting.

Section 5. There shall always be at least one (1) representative faculty member from each of the Family Medicine residency training programs in Hawai'i on the HAFP Board of Directors. In the event that there is not an elected HAFP Board of Director representing each of the three Family Medicine Residency Programs in Hawai'i on the HAFP Board of Directors, the HAFP Executive Director shall ask the respective residency program's program director for a proposed faculty member to serve as the non-voting Residency Program faculty representative on the HAFP Board of Directors. The solicitation for a proposed non-voting Residency Program faculty representative shall occur immediately following the HAFP annual meeting. The term of this position on the HAFP Board of Directors shall end when a residency program faculty member from the same residency program is elected to the HAFP Board of Directors at the HAFP annual meeting or as detailed in Chapter IX, Section 2.

Section 6. One Resident Director will be appointed from each of the three (3) Family Medicine residency training programs in Hawai'i, as selected by their respective program director, to represent the residency program on the HAFP Board of Directors: Hawai'i Island Family Medicine Residency Program, University of Hawai'i Family Medicine Residency Program, and the Tripler Army Medical Center Family Medicine Residency Program. In addition, three (3) alternate Resident Directors may also be chosen in the same manner as provided for the Resident Directors, at the discretion of the residency program director. The term of the Resident Directors and alternative Resident Directors is from July 1st to June 30th, to follow the residency training program academic calendar. The respective residency program directors are encouraged to submit the name of their selected Resident Director and alternative Resident Director by June 1st to the HAFP Executive Director. These alternate Resident Directors will receive notice of and may participate in all meetings of the Board of Directors but may vote only in the absence of their respective program's Resident Director.

Section 7. Two Student Directors will be appointed, one from the U JABSOM Family Medicine Interest Group, as selected by the Family Medicine Interest Group faculty advisor, and one from ATSU-SOMA – Wai'ananae Campus, as selected by the Regional Director of Education, to represent these groups on the HAFP Board of Directors. In addition, one alternate Student Director from each

school may also be chosen in the same manner as provided for the Student Directors. The term of the Student Director and alternative Student Director is from July 1st to June 30th, to follow the medical school academic calendar. The U JABSOM Family Medicine Interest Group faculty advisor and the ATSU-SOMA – Wai‘anae Campus Regional Director of Education are encouraged to submit the name of their selected Student Director and alternative Student Director by June 1st to the HAFP Executive Director. The alternate Student Director will receive notice of and may participate in all meetings of the Board of Directors but may vote only in the absence of their respective Student Director.

CHAPTER X: DUTIES AND TERMS OF OFFICERS

- Section 1. The HAFP President shall be a voting ex officio member of the HAFP Board of Directors and all committees and shall preside at all organization meetings. In the event of death, resignation, or incapacity, the President-Elect/Vice-President shall succeed to the office of HAFP President for the unexpired portion of the HAFP President’s term. In the event of death, resignation, or incapacity of both the HAFP President and the President-Elect/Vice-President, the HAFP Board of Directors shall elect a HAFP President for the unexpired portion of the term.
- Section 2. The President-Elect/Vice-President shall be a voting ex officio member of the HAFP Board of Directors and shall preside at meetings of the organization in the absence of the HAFP President. The President-Elect shall become HAFP President upon completion of the one-year term as President-Elect/Vice-President or as indicated in Section 1, above.
- Section 3. The Immediate Past President shall be a voting ex officio member of the HAFP Board of Directors and shall preside at meetings of the organization in the absence of the HAFP President or President-Elect/Vice-President. The HAFP President shall become Immediate Past President upon completion of the one-year term as President.
- Section 4. The Treasurer shall be a voting ex officio member of the HAFP Board of Directors. The Treasurer shall be the custodian of all of the funds of the organization and shall furnish a bond in an amount determined by the HAFP Board of Directors, the premium for which shall be paid by the organization. The Treasurer shall submit to the HAFP annual meeting a financial report certified by a public auditor and shall be prepared to advise the HAFP Board of Directors or its Executive committee at all times on the financial status of the organization. By the action of the HAFP President and the Board of Directors, any of the Treasurer’s duties may be assigned to the HAFP Executive Director. The Treasurer’s term of office shall be determined by the HAFP President and Board of Directors. If the current Treasurer position is vacant, the HAFP President and HAFP Board of Directors shall appoint a replacement for the Treasurer position. The Treasurer must be an active member of the HAFP in good standing.
- Section 5. Unless otherwise specified, the term of office for all officers shall begin after the HAFP annual meeting at which they were elected and expire after the next HAFP annual meeting, or when a successor is elected in the event of death, resignation, or incapacity.
- Section 6. The term of office for the HAFP Board of Directors, except for the Resident and Student Directors, shall be for three (3) years and shall commence after the HAFP annual meeting at which they were elected and expire after the third succeeding HAFP annual meeting, or when their successors are elected. HAFP Board of Directors may serve two (2) consecutive three-year terms on the Board of Directors. HAFP Board of Directors elected to fill a vacancy on the HAFP Board of Directors of two years, or less shall be eligible for election to two additional consecutive three-year terms.
- Section 7. Two (2) delegates and two (2) alternate delegates to the AAFP may be elected for up to three (3) consecutive two (2) year terms and shall represent the HAFP at the annual meeting of the Congress of Delegates of the AAFP. Delegates must have previously served as an alternate delegate, student delegate, resident delegate, or attended the Congress of Delegates as President or

President-Elect, or previously served as a Delegate to be nominated for this position. Delegates and alternate delegates shall serve as voting ex officio members of the Board of Directors. The HAFP AAFP delegate and alternate delegate shall be on two-year staggered terms. In the event of a delegate or alternate delegate's death, resignation, or incapacity, the HAFP Board of Directors shall, by majority vote, elect a successor to complete the unexpired term. The delegates and alternate delegates are responsible for the following related to the Congress of Delegates to the AAFP:

- Attendance of both two (2) delegates at the AAFP Congress of Delegates in person or via an electronic platform. If a delegate, or both delegates, is unable to attend the AAFP Congress of Delegates for its entirety or for portions of the AAFP Congress of Delegates, then the alternate delegate(s) shall attend in place of the delegate(s). The alternate delegate in the same election cycle as the delegate that is unable to attend the Congress of Delegates shall have a preference in attendance at the AAFP Congress of Delegates.
- Attendance of both two (2) alternative delegates at the AAFP Congress of Delegates in person or via the electronic platform is encouraged.
- Upon completion of the AAFP Congress of Delegates, the delegates and/or alternate delegates that attended the Congress of Delegates shall provide a verbal or written report to the HAFP Board of Directors regarding important resolutions and elections that occurred.
- Facilitate, with the assistance of the HAFP Board of Directors and general membership, the Legislative Affairs Committee to identify important issues to the HAFP membership, advocate to appropriate state and national lawmakers on behalf of HAFP membership, draft resolution(s) for submission to the AAFP Congress of Delegates, review resolutions submitted by other state delegations before the AAFP Congress of Delegates, and coordinate testimony for or against submitted resolutions. The Legislative Affairs Committee shall be comprised of two (2) elected delegates and two (2) elected alternate delegates, and any additional volunteer HAFP BOD members and general members.

The two (2) delegates and two (2) alternate delegates to the AAFP Congress of Delegates are responsible for their own conference registration and transportation. The Board of Directors may, when financially feasible, assist delegates and alternate delegates with registration and transportation costs.

Section 8.

Updates from the Resident Directors and Student Directors shall be listed on the agenda for every HAFP Board of Directors scheduled meeting. The update shall include but is not limited to major residency program or medical school curriculum changes, faculty changes, community engagement activities, current or planned initiatives that could have broader engagement by the HAFP members, or other items requested by the HAFP Board of Directors. If the Resident Director or Student Director is unable to attend a scheduled HAFP Board of Directors meeting their respective update shall be submitted as a written report, when feasible.

The elected HAFP Board of Director from the respective residency program or the respective non-voting Residency Program faculty representative may also provide the respective Resident Director update at the HAFP Board of Directors meetings when the Resident Director or alternative Resident Director is unable to attend the HAFP Board of Directors meeting.

The U JABSOM Family Medicine Interest Group faculty advisor and ATSU-SOMA - Wai'anae Campus Regional Director of Education may also provide the respective Student Directors update at the HAFP Board of Directors meetings when the Student Director or alternative Student Director is unable to attend the HAFP Board of Directors meeting.

CHAPTER XI: APPOINTMENT AND DUTIES OF COMMITTEES

Section 1. The HAFP Board of Directors shall appoint such committees and commissions, either permanent or ad hoc, as it deems necessary to conduct the affairs of the HAFP properly. Commissions and committees shall consist of members nominated by the HAFP President and approved by a majority vote of the HAFP Board of Directors. The HAFP Board of Directors, at its meeting immediately following the HAFP annual meeting, shall adopt and announce appointments to commissions and committees. Interim appointments to commissions and committees may be made upon nomination by the President and approval by the majority vote of the HAFP Board of Directors. The membership and term limit for HAFP members in such committees and workgroups is determined by the HAFP President and HAFP Board of Directors.

Section 2. Perpetual committees of the HAFP which are considered perpetual unless amended in these Bylaws are:

- Nominating Committee, Chapter IX, Section 2.
- Membership Committee
- Education Committee
- Legislative Affairs Committee

CHAPTER XII: AAFP NATIONAL CONFERENCE OF CONSTITUENCY LEADERS

Section 1. The AAFP's annual leadership development event for changemakers to catalyze change in Family Medicine is the AAFP National Conference of Constituency Leaders. The conference is held annually in the spring. Each chapter of the AAFP can sponsor one chapter delegate for each of the five (5) constituencies of the National Conference of Constituency Leaders:

- women,
- minorities,
- new physicians (in the first seven (7) years of practice following residency),
- international medical graduates (from schools outside the United States, Canada, and Puerto Rico), and
- Lesbian, gay, bisexual, and transgender (LGBT) physicians or physician allies.

Section 2. Six (6) months before the HAFP annual meeting, the HAFP Executive Director will issue a call for nominations for delegates in each of the five (5) constituencies of the AAFP National Conference of Constituency Leaders via mail or email. Nominations for delegates to the AAFP National Conference of Constituency Leaders may be made only by active members in good standing. Nominations can be of HAFP members in all membership classes. The HAFP Executive Director will notify nominees via mail or email to determine whether they accept the nomination. If more than one HAFP member is nominated for a single constituency delegate position, the HAFP President will hold an election amongst the HAFP Board of Directors. A majority vote of the HAFP Board of Directors will determine what nominee will represent the HAFP at the AAFP National Conference of Constituency Leaders in one of the five (5) constituencies. A single HAFP member may only represent one of the five (5) constituencies of the AAFP National Conference of Constituency Leaders at a time.

Section 3. The five (5) delegates to the AAFP National Conference of Constituency Leaders are responsible for their own conference registration and transportation. The HAFP Board of Directors may authorize funds, when financially feasible, to assist delegates with defraying registration and transportation costs.

Section 4. The five (5) delegates to the AAFP National Conference of Constituency Leaders are strongly encouraged to submit resolutions to the AAFP National Conference of Constituency Leaders as detailed on the AAFP website. Delegates are also strongly encouraged to coordinate with fellow delegates, the HAFP President, and the HAFP Board of Directors regarding resolution ideas and drafting.

Section 5. All five (5) delegates to the AAFP National Conference of Constituency Leaders are invited to give a presentation to the HAFP Board of Directors regarding their experience at the AAFP National Conference of Constituency Leaders at one of the scheduled HAFP Board of Directors meetings.

CHAPTER XIII: ETHICS

Section 1. **Definition.** The Principles of Medical Ethics of the American Medical Association, as they now or hereafter may provide, shall be the principles of ethics of the AAFP. The Congress of Delegates by a two-thirds (2/3) vote may adopt additional policies or positions relating to ethical issues even though such policies or positions may be contrary to the Principles of Medical Ethics of the American Medical Association.

Section 2. **Charges.** If a member in good faith is believed to:

- a. have violated these Medical Ethics or these Bylaws; or
- b. be guilty of conduct justifying censure, suspension, or expulsion from the organization, any member may file charges against him or her. Charges shall be handled as follows; however, the provisions of applicable law supersede these procedures:
 - a. All those against whom charges have been filed shall have the right to be represented by counsel at the initial hearing and upon appeal to the Board.
 - b. Charges must be in writing and signed by the accuser or accusers.
 - c. Charges must state the acts or conduct complained of with reasonable particularity.
 - d. Charges must be filed with the president of the constituent chapter to which the accused member belongs, if any; otherwise with the executive vice president/chief executive officer of the AAFP.
 - e. At the first meeting of the Board of directors of the constituent chapter or of the Board, as the case may be, held after the filing of the charges, the charges must be presented to the Board.
 - f. The Board shall then or at any adjournment of said meeting, but not more than thirty (30) days thereafter, consider the charges and shall dismiss them or shall proceed as follows:
 - i. within fifteen (15) days serve a copy of the charges upon the accused by depositing in the United States mail a copy, registered, and addressed to the last known address of the accused;
 - ii. fix a time and place for hearing said charges;
 - iii. the accused shall be notified of the time and place at the same time and in the same manner as provided for the serving of the charges;
 - iv. the time set for the hearing shall be not less than fifteen (15) days nor more than six (6) months after the charges have been served.
 - g. The accused may answer in writing but need not do so and failure to answer shall not be an admission of guilt or a waiver of the accused's right to a hearing.
 - h. The Board shall:
 - i. after having given to the accuser and the accused every opportunity to be heard, including oral arguments and the filing and consideration of any written briefs, conclude the hearing; and
 - ii. within thirty (30) days shall render a decision.
 - i. The affirmative vote of a majority of the members of the Board present and voting shall constitute the verdict of the Board which by such vote may exonerate, censure, suspend, or expel the accused member.
 - j. The Board's decision shall be expressed in a resolution which shall contain no opinion and shall be signed by the Board chair and its secretary.
 - k. No member of the Board absent for any portion of the hearing shall be entitled to vote.

Section 3.

Censure & Appeal. No member shall be suspended for more than one year and at the expiration of the period of suspension shall be reinstated to membership upon application and the payment of dues accrued during the period of suspension. Any member of a constituent chapter who has been censured, suspended, or expelled may:

- a. Appeal such action within six (6) months after the notification is given to the AAFP Board, with the jurisdiction of the Board extending only to matters of procedure and law and not of fact.
- b. The AAFP Board shall:
 - a. determine a time and place for the hearing of the appeal; and
 - b. by a majority vote either sustain or reverse such censure, suspension, or expulsion after giving the accused and representatives of the chapter from whose decision he or she appeals reasonable opportunity to be heard.
- c. The decision of the AAFP Board is final.

CHAPTER XIV: MISCELLANEOUS

Section 1.

The minutes of the proceedings of the HAFP Board of Directors, the membership books, and books of account shall be open to inspection upon the written demand of any member at any reasonable time and for any purpose reasonably related to the member's interest as a member. These records shall also be produced when requested by the demand of ten (10) percent of the members at any regular or special meeting of the members. Such inspection may be made by an agent or attorney, accompanied by the Executive Director, and shall include the right to make extracts of the records. The inspection demand, other than at a meeting of the members, shall be in writing and directed to the HAFP President or HAFP Executive Director.

Section 2.

The fiscal year of this organization shall begin on the first day of January and shall end on the final day of December of each calendar year.

Section 3.

Unless otherwise specified, all meetings of this organization and of the HAFP Board of Directors shall be governed by the parliamentary rules and usages contained in the most current edition of "Modern Rules of Order."

CHAPTER XV: AMENDMENTS

Section 1.

The HAFP Board of Directors, any officer, or any five (5) or more active members may propose amendments to these HAFP Bylaws by submitting such proposals in writing to the HAFP Executive Director at least sixty (60) days before any regular or special meeting. The HAFP Executive Director shall give notice of such proposed amendments to all members at least thirty (30) days before the meeting at which the amendment is to be considered. A two-thirds vote of the voting members present and registered shall constitute adoption. The adopted HAFP Bylaws shall take effect immediately or as approved by the AAFP Board of Directors.

Respectfully submitted by the 2022-2023 HAFP Bylaws Committee to the HAFP Board of Directors on October 15, 2022, for approval:

Committee Chair, Nash Witten, MD

Committee Member, Lee Buenconsejo-Lum, MD, FAAFP

Committee Member, Randall Suzuka, MD

Committee Member, Marti Taba, MD, FAAFP

HAFP Board of Directors approving this constitution and bylaws, as proposed by the HAFP Bylaws Committee, on October 15, 2022:

President: Nash Witten, MD

Immediate Past President: Marti Taba, MD, FAAFP

President-Elect/Vice President: N/A

Board of Directors: Adriann Bruce, MD; Lee Buenconsejo-Lum, MD, FAAFP; Christine Chan, MD (Treasurer); Robert Carlisle, MD; Leimomi Kanagusuku, MD; Chelsea Tagawa-Walker; Nathan Tan, MD; Anne Yoshizawa, MD

AAFP Delegates: Christina Marzo, MD, MPH and Randall Suzuka, MD

AAFP Alternative Delegates: Thomas Quattlebaum, MD

Resident Representatives: Andrew Chang, MD; Gladys Devano, DO; Shelley Kirkham, MD; Liana Kobayashi, DO; Jonathan McGahee, MD;