

**UNDERGRADUATE MEDICAL EDUCATORS SECTION OF
THE ASSOCIATION OF PATHOLOGY CHAIRS**

OPERATING PROCEDURES

Accepted, JULY 2009

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ARTICLE I. NAME

The name of the Section shall be the UNDERGRADUATE MEDICAL EDUCATORS SECTION of the Association of Pathology Chairs.

ARTICLE II. PURPOSE

The mission of Undergraduate Medical Educators Section (UMEDS) is to promote leadership, scholarship and excellence in the development and implementation of undergraduate education programs in Pathology by providing education, training, information resources and networking opportunities for Pathology educators in US and Canadian medical schools. UMEDS will advocate for the strong presence of Pathology education throughout the undergraduate curriculum and for the promotion of Pathology as a career with outstanding opportunities for education, clinical service and research. The UMEDS shall be sponsored by the Association of Pathology Chairs (APC) and will be responsible to the APC Council.

ARTICLE III. MEMBERSHIP ELIGIBILITY AND PRIVILEGES

Section 1. Eligibility for Membership. The members of the UMEDS shall be educators with major organizational and planning responsibilities for the inclusion of the principles of Pathology and Laboratory Medicine in the curricula of medical schools of North America that are accredited by the Liaison Committee on Medical Education (LCME) which is organized under the sponsorship of the American Medical Association and the Association of American Medical Colleges. Chairs will designate one or more individuals in their Department who are recognized as leaders or directors of undergraduate medical education, to become members of UMEDS. The number of individuals submitted for membership will vary school to school depending on the format of the curriculum at each institution. Only one member may be designated by the department Chair to be a voting member for the purposes described below in Section 2 of this Article. Names should be submitted by chairs to the central office and updated yearly.

Section 2. Affiliate Membership. Educators responsible for the major organizational and planning responsibilities for the inclusion of principles of Pathology and Laboratory Medicine in the curricula of medical schools that are not members of departments of pathology or are not LCME accredited may apply to the UMEDS Council for affiliate UMEDS membership.

Section 3. Dues and fees. The APC Council shall establish dues and fees for participation in the UMEDS and its activities as necessary.

Section 4. Rights and Privileges. Each accredited medical school in good standing, as determined by the APC Council, shall have one vote on all matters relating to the adoption and amendment of Operating Procedures, and on any other matter on which the Council of the UMEDS may desire a vote.

ARTICLE IV. MEETINGS

Section 1. Business Meeting. There shall be at least one business meeting of the UMEDS annually, which may take place in conjunction with the annual summer meeting of the APC or at some other time as recommended by the UMEDS Council, and which may be held in person, by teleconference, or by other electronic means.

Section 2. Other Meetings. Interim meetings of the membership may be called by the UMEDS Council and may be held in person, by teleconference, or by other electronic means.

Section 3. Quorum and Voting. With respect to any duly called meeting of the members of the UMEDS, the members present at such meeting shall constitute a quorum. If a vote is taken on any matter at a meeting, except as otherwise provided herein, the matter shall be acted upon affirmatively on a favorable vote of a simple majority of the members of the UMEDS present and voting.

ARTICLE V. GOVERNANCE AND ELECTIONS

Section 1. Council. The Council shall be the primary governing body of the UMEDS and shall consist of the elected officers and four members-at-large as chosen by the eligible membership.

Section 2. Officers of the Council. The elected officers shall consist of the Chair, the Chair-Elect, the Immediate Past Chair, the Secretary, and the Secretary-Elect.

Section 3. Meetings of the Council. The Council shall meet at least once a year in person or by teleconference or by electronic means to carry out the business of the UMEDS and shall act on behalf of the membership in furthering the purposes of the UMEDS and in conducting its business. Meetings of the Council shall be called by the Chair. Voting members of the Council may provide a written or electronic proxy to any Officer. Each member of the Council shall be provided with notice by mail, telephone or electronic means at least two days prior to any regular or special meeting. A quorum for conducting official business of the Council of the UMEDS shall be a majority of the voting members, at least one of whom must be the Chair, the Chair-Elect or the Immediate Past Chair. Except as otherwise stated in these Operating Procedures, in any decision requiring a vote, a simple majority of those voting shall carry the vote. The Chair may invite non-voting guests to participate in meetings of the Council.

Section 4. Voting Privileges. All officers and all members-at-large shall vote on all matters before the Coordinating Council.

Section 5. Terms of Office. The term of office for each elected officer and member-at-large shall be two years. Incumbents shall be eligible for a consecutive term in the same position. Officers and members-at-large shall be eligible for election to positions they have not previously held on the Council without a break in service on the Council. The Chair-Elect and the Secretary-Elect shall normally succeed the Chair and Secretary, respectively. If the Chair shall be unable to serve a full term for any reason, the Chair-Elect shall assume the Chair position through the end of the term of the incumbent and shall then succeed to a full term. If the Secretary shall be unable to serve a full term for any reason, the Secretary-Elect shall assume the Secretary position through the end of the term of the incumbent and shall then succeed to a full term. In the event that a member-at-large, the Chair-Elect or the Secretary-Elect is unable to complete his/her term of office, it shall be the option of the Council to select a replacement or to call a special election to fill the remaining term.

Section 6. Election of the First Council. To establish the first Council, those UMEDS members present at the organizational business meeting of the Section during the 2005 APC Annual Meeting in July 2005 shall elect all officers (including the position of Immediate Past Chair) and members-at-large for initial two-year terms of office.

Section 7. Elections. As necessary, the Nominating Committee shall present a slate of candidates from among the members and affiliate members of the UMEDS to the voting membership for open positions on the Council at least thirty (30) days prior to the annual business meeting of the UMEDS. At its discretion, the Nominating Committee shall determine the number of candidates for each open position. Ballots must contain a write-in provision. Ballots may be distributed by mail, facsimile, or by electronic means. To be counted, ballots must be received by mail, facsimile or electronic means within fifteen (15) days from the date they are distributed to the membership. The APC Executive Director and delegated staff may assist the Nominating Committee if requested to do so. In developing the slate of candidates, the Nominating Committee shall consult with the membership and shall strive to maintain geographic, gender, and racial and ethnic diversity among the members of the Council. The nominees who receive the most number of votes from the members voting shall be declared elected. In the event of a tie vote for any position, the winning nominee shall be declared by the Nominating Committee. In the event there is a discrepancy or challenge to any election, the Council shall decide the matter by a majority vote.

Section 8. Parliamentary Authority. The rules contained in the current edition of Robert's *Rules of Order, Newly Revised*, shall govern the conduct of the business of the UMEDS and its Council in all cases to which they are applicable and in which they are not inconsistent with these Operating Procedures.

Section 9. Removal of a Member of the Council. Should an officer or other member of the Council not meet the responsibilities of the position, any two Council officers may call for a special meeting of the Council concerning removal of that member by notifying the APC Executive Director. The Executive Director shall ensure that the member in question shall have the opportunity to defend his/her performance. In a secret ballot vote the concurrence of at least two-thirds of all the members of the Council shall be required to remove the member.

ARTICLE VI. DUTIES OF THE OFFICERS AND MEMBERS-AT-LARGE

Section 1. Chair. The Chair shall prepare the agenda for and preside at the meetings of the UMEDS and the Council. In addition, the Chair shall be responsible for dealing throughout the year with items of major concern to the UMEDS. The Chair shall report regularly to the APC Council. Should the Chair be unable to fulfill this responsibility, s/he may designate another member of the UMEDS Council to represent the UMEDS in this capacity for a specified period of time. The Chair or his/her designate shall be a non-voting *ex officio* member of the Undergraduate Medical Education Committee of the APC. The Chair shall be assisted by other officers and members of the Council and may seek, as needed, service from other members and non-members, including persons specifically requested to provide liaison between the UMEDS and other organizations.

Section 2. Chair-Elect. The Chair-Elect shall assist the Chair with his/her duties, shall serve in the place of the Chair when necessary and shall otherwise function as a member of the Council of the UMEDS.

Section 3. Immediate Past Chair. The Immediate Past Chair shall head the Nominating Committee and shall fulfill other functions as designated by the Chair. In the absence of the Chair and the Chair-Elect, the Immediate Past Chair shall lead meetings of the Council.

Section 4. Secretary. The Secretary shall serve as recorder for all meetings in the UMEDS, and shall provide minutes to the membership and the Council within one month after the conclusion of the meetings.

Section 5. Secretary-Elect. The Secretary-Elect shall assist the Secretary with her/his duties, shall serve in the place of the Secretary when necessary and shall otherwise function as a member of the Council of the UMEDS.

Section 6. Members-at-Large. The members-at-large shall be eligible to head standing and *ad hoc* committees of the UMEDS and to represent the UMEDS Council at the request of the Chair.

Section 7. Officers. All officers shall be eligible to head standing and *ad hoc* committees of the UMEDS.

ARTICLE VII. COMMITTEES

Section 1. Standing Committees. The Standing Committees of the UMEDS shall be the Nominating Committee, the Program Committee, and the Long Range Planning Committee. The Chair of the Council shall be a voting *ex officio* member of all standing committees and may also serve as Head of any standing committee except the Nominating Committee. The heads of standing committees shall be appointed by the Chair of the Council with the advice and consent of the Council for terms of one year, except as stated in Article VII, Section 2, and may be reappointed for an unlimited number of consecutive terms, if otherwise eligible. Members of all standing committees shall be chosen from among the members of the UMEDS for terms of one year and may serve unlimited consecutive terms. Members of UMEDS and may serve simultaneously on more than one committee. Business may be transacted by mail, by teleconference, by electronic means, at the time of other meetings, or in any practical manner which effectively accomplishes the purpose of the Committee. Each of the committees shall be expected to maintain written records and shall provide concise written reports of its activities for consideration by the Council. These reports shall constitute a part of the regular agenda of Council meetings.

Section 2. Nominating Committee. The Nominating Committee shall be responsible for organizing and carrying out elections of the UMEDS. The Head of the Nominating Committee shall be the Immediate Past Chair. The Chair of the Council, in consultation with the Head of the Nominating Committee, shall appoint at least two other members from the UMEDS membership to the Nominating Committee for terms of one year. Members may be reappointed for no more than two successive terms without a break a service. Members of the Nominating Committee shall be eligible to be candidates for election to open positions unless otherwise proscribed by Article V, Section 5 of these Operating Procedures.

Section 3. Program Committee. The Program Committee shall be responsible for planning and implementation of programs for membership meetings and other appropriate activities in consultation with the Chair and membership of the Council. In particular, one or more members of the Program Planning Committee will be designated specifically to work with the APC Program Organizer(s) to develop a coordinated annual meeting, especially in those years when the focus is on undergraduate medical education. The Head of the Program Committee shall be the Chair of the Council or a current member of the Council and shall be appointed by the Chair with the advice and consent of the Council. The Chair of the Council, in consultation with the chair of the Program Committee, shall appoint at least two other members of the committee from among the members and affiliate members of the UMEDS. Members may be reappointed for an unlimited number of consecutive terms.

Section 4. Long Range Planning Committee. The Long Range Planning Committee shall project future directions and needs of the UMEDS and shall advise the Council regarding actions that should be taken in these regards, including proposing amendments to these Operating Procedures. Matters of concern to the Council may be referred to the Long Range Planning Committee. The Head of the Long Range Planning Committee shall be a current member of the Council and shall be appointed by the Chair with the advice and consent of the Council. The Chair of the Council, in consultation with the Head of the Long Range Planning Committee, shall appoint at least two other members of the committee from among the members and affiliate members of the UMEDS, for terms of one year, with special consideration for membership from among past Chairs of the Council. Members may be reappointed for an unlimited number of consecutive terms.

Section 6. Ad hoc Committees. The Council may establish and dissolve *ad hoc* committees as necessary to further carry out the mission of the UMEDS. The Chair of the Council shall appoint

heads of members of *ad hoc* committees with the advice and consent of the Coordinating Council and shall appoint members of such committee in consultation with the head of the committee.

ARTICLE VIII. FINANCES

Section 1. Finances. Dues and fees shall be established as necessary by the APC Council. The Council of the UMEDS may request financial support for specific activities from the APC Council.

Section 2. Fiduciary Responsibility. All officers, members-at-large of the Council, and members of committees shall adhere to the APC Fiduciary Responsibility Policy as stated in the APC Bylaws, Article VIII.

ARTICLE IX. AMENDMENTS TO OPERATING PROCEDURES

Section 1. Amendments. Amendments to the Operating Procedures may be proposed by the Council or by petition to the Council signed by at least twenty percent of the UMEDS members in good standing and must be approved by the APC Council before presentation to the UMEDS membership. The Council shall determine whether members shall vote on amendments at the next business or special meeting or sooner by mail, facsimile, or other method, including electronic. The Secretary shall distribute copies of the proposed amendments to the members in good standing at least thirty (30) days before a vote is counted, and may delegate that responsibility to the APC Executive Director. To be adopted, amendments must be approved by two-thirds of UMEDS members voting as long as the votes of a quorum of at least ten percent of the members in good standing are received. Voting may take place at a business meeting, special meeting, or by mail, facsimile or other method, including electronic, as determined by the Council. If voting is not in person at a business or special meeting, ballots returned within thirty (30) days of the date of distribution shall be counted. The Secretary shall be responsible for counting the ballots and may delegate that responsibility to the APC Executive Director.

Section 2. Notification. Notice of all adopted amendments shall be sent by the Secretary to the membership within thirty (30) days.