

Alaska Society of Addiction Medicine

CONSTITUTION AND BYLAWS

November 2022

A Chapter of the American Society
of Addiction Medicine

Formatted: Font: Not Bold

Formatted: Left, Line spacing: single

Formatted: Tab stops: 3.77", Left

Formatted: Left, Line spacing: single, Tab stops: 3.77", Left

Constitution

Articles:	Page Number:
I. Purposes and Organization	3
II. Membership	4
III. Government of the Society	4
IV. Officers	5
V. Meetings	5
VI. Hearings and Petitions	6
VII. Financial Provisions	6
VIII. Seal	6
IX. Amendments	7

Article I Name, Purposes and Organization

Section 1. Name

The name and title of the organization shall be the Alaska Society of Addiction Medicine, Inc., hereinafter referred to as the Society, and it shall be a chapter of the American Society of Addiction Medicine. Its abbreviation shall be SAM.

Formatted: Font color: Auto

Deleted: ~~S~~

Formatted: Font color: Auto

Section 2. Mission, Purposes, and Goals

The Mission of the Society is:

To provide a medium for providers and associated professionals dedicated to increasing access and improving the quality of addiction treatment, educating providers, other medical professionals, and the public; supporting research and prevention; and promoting the appropriate role of providers in the care of patients with addiction.

Formatted: Font color: Auto

Formatted: Font color: Auto

The **Purposes** of The Society are:

- 2.1 to enable networking with colleagues in addiction medicine
- 2.2 to pursue alignment between chapter members and the national activities of ASAM.
- 2.3 to liaise with other providers, associated professionals and professional societies regarding addiction medicine issues
- 2.4 to increase public awareness of addiction medicine
- 2.5 to increase public awareness in/about problems related to addiction
- 2.6 to enhance professionalism in the delivery of services to patients with substance and substance use disorders
- 2.7 to be a provider resource for state and national public policy issues that affect addiction medicine services and patients with addiction.

Formatted: Not Highlight

Formatted: Not Highlight

The **Goals** of the Society are to provide:

- 2.8 a forum for sharing the ideas between clinical management strategies and collaboration among community members
- 2.9 a vehicle for increased professionalism and high quality information, prevention, training, and treatment of substance use disorders.

- 2.10 enhance knowledge and attitudes about the primary biological nature of substance use disorders;
- 2.11 a channel for input into national standards of care in addiction medicine; and
- 2.12 a channel for input into health care reform initiatives.

Deleted: the disease of addiction

Section 3. Organization

The Society is an organization of individual members, and is comprised of a Board of Directors, Officers, and Committees as defined elsewhere in this Constitution and in the Society’s Bylaws.

**Article II
Membership**

Section 1. Classes of Membership

The membership of the Society shall be divided into classes, as provided in the Bylaws.

Formatted: Font color: Auto

Formatted: Font color: Auto

Section 2. Membership Qualifications, Rights, Privileges, Duties and Obligations

The qualifications, rights, privileges, duties, and obligations of the several classes of membership are as stated in the Bylaws.

Formatted: Font color: Auto

Formatted: Font color: Auto

**Article IV
Government of the Society**

Part A. Board of Directors

Section 1. Composition

The Board of Directors shall consist of elected Officers of the Society as defined in this Constitution and as further defined in the Bylaws.

Section 2. Powers and Duties

Subject to provisions of this Constitution and the Bylaws, the Board of Directors shall be vested with full and complete power and authority to manage, control, use, invest, reinvest, lease, make contracts in respect of and concerning, convey, give, grant, transfer or otherwise dispose of all property and assets of whatever kind and nature owned by the Society, and shall also be vested with full and complete power

and authority to do and perform all acts and to transact all business for and on behalf of [Society](#) and to manage and conduct all the work and activities of the Society in carrying out the purposes thereof. The Board of Directors shall have such additional duties, powers, and functions as are prescribed in the Bylaws.

Part B. Executive Committee

There shall be no Executive Committee, unless later specified by the members as prescribed in the Bylaws, to facilitate the business of the Society.

**Article V
Officers**

Section 1. Composition

The Officers of the Society shall consist of the President, Vice President, President-elect, Immediate Past-President and Secretary and Treasurer.

Section 2. Term of Office

Officers of the Society shall be elected for a term of two years. Upon completion of the President's term of office, the President-Elect shall assume the office of the President and the President shall assume the office of Immediate Past-President.

Should any Officer's position become vacant prior to the end of the prescribed term of office, the vacant position shall be filled as prescribed in the Bylaws.

Section 3. Powers and Duties

The powers and duties of the Officers of the Society shall be as prescribed in the Bylaws.

**Article VI
Meetings**

Section 1. Annual Meeting

In each year, there shall be an Annual Meeting of the membership as provided in the Bylaws. Special meetings of the membership may be called and held as provided in the Bylaws.

Section 2. Board of Directors

The Board of Directors shall meet as prescribed in the Bylaws.

Formatted: Indent: Left: 0.62", Space Before: 2 pt, Tab stops: 4.68", Left

Formatted: Indent: Left: 0"

Formatted: Font color: Auto

**Article VII
Hearings and Petitions**

Procedures for hearing and petition shall be as set forth in the Bylaws.

**Article VIII
Financial Provisions**

Section 1. Annual Dues

Dues for various classes of members shall be established by the Board of Directors.

Formatted: Font color: Auto

Formatted: Font color: Auto

Section 2. Other Sources of Revenue

Funds may be raised by any means approved by the Board of Directors and as set forth in the Bylaws.

Section 3. Annual Budget of Expenditures

The Board shall assure the development of an itemized budget stating the proposed expenditures of the Society for the ensuing year.

Section 4. Funds of the Society

The Treasurer shall be responsible for the security of all funds and monies received by the Society. The treasurer shall be responsible for the handling, depositing and investing of the Society funds as directed by the Board of Directors and defined by the Bylaws. The Treasurer shall cause funds to be dispensed only as authorized by the Board of Directors. An accurate account of all transactions of the Treasury shall be reported at the annual meeting of the Society and at each meeting of the Board of Directors.

Deleted: depositing, and

Section 5. Dispensation of Assets at Dissolution

If this Society should dissolve its corporate status, any and all of its assets shall be remitted to the American Society of Addiction Medicine.

Formatted: Font color: Auto

Formatted: Font color: Auto

**Article IX
Seal**

The Society shall have a seal appropriate to the name of the Society, consisting of such emblems, figures, or words as the Board of Directors shall prescribe.

The power to change the seal shall rest with the Board of Directors.

**Article X
Amendments**

Any member of the Board of Directors or any group of at least ~~five~~ (5) active members in good standing may propose one or more amendments to the Constitution. The proposed amendment shall first be submitted to the Board of Directors in written form at least (60) days prior to the next regularly scheduled meeting of the Board of Directors for approval comprised of majority vote by board members. Once approved by the Board of Directors, the proposed amendment must be submitted by mail within thirty (30) days to the active members of the Society, at their addresses on file at the society's office, for their review.

Deleted: 5)active

Bylaws

Chapter:	Page #:
I. Membership	9
II. Government of the Society	9
III. Officers	10
IV. Committees	12
V. Elections	12
VI. Meetings	13
VII. Relations with the Public	14
VIII. Finances of the Society	15
IX. Amendments	16

XI. X.
(61) Official Communications: Recognition of Electronic Communications, Records and Signatures

Formatted: Not Expanded by / Condensed by

Formatted

**Chapter I
Membership**

Formatted: Font color: Auto

ASAM shall have a unified membership. Members of ASAM National who work or reside in the designated territory of Alaska Society of Addiction Medicine shall become a member the Chapter. All members of the Chapter must be members of ASAM National.

Formatted: Font color: Auto

Section 1. Eligibility.

Classes and privileges of membership are defined in the ASAM National Bylaws.

Formatted: Font color: Auto

Formatted: Font color: Auto

Section 2. Suspension or expulsion of a member.

Loss, suspension, and termination of membership are defined in the ASAM National Bylaws.

Deleted: Member

Formatted: Font color: Auto

Formatted: Font color: Auto

Section 3. Relocation of Members.

Membership in the Alaska Society of Addiction Medicine is not transferable to another State Chapter of ASAM. However, membership does not preclude simultaneous membership in any other State Chapter of ASAM.

Formatted: Font color: Auto

Deleted: →

Formatted: Font color: Auto

Section 4. Resignation.

All rights and Privileges of membership shall terminate upon resignation or death of the member.

Formatted: Font color: Auto

Formatted: Font color: Auto

**Chapter II
Government of the Society**

Section 1. Directors

The Officers of the Society will constitute the Board of Directors.

Section 2. Removal from Board of Directors.

Removal from the Board of Directors are defined in the ASAM National Bylaws.

Section 3. Interim Vacancies

Vacancies that occur on the Board of Directors between elections shall be filled by a majority vote of the remaining members of the Board of Directors, and each

member so elected shall hold office during the remainder of such unexpired term and until his or her successor is elected and takes office.

Section 4. Terms of Directors

Officers shall be elected to a term of 2 years.

Deleted: two (2) year(s)

Section 5. Meetings of the Board of Directors

- a) Organizational Meeting: An organizational meeting of the Board of Directors shall be held within sixty days following each election.
- b) Regular and Special Meetings: In addition to any organizational meeting, the Board of Directors shall meet at least quarterly, and more frequently, when necessary, at the call of the President, and in his/her absence, the Vice President, or at the request of one-half of the members of the Board of Directors. The Board may also conduct its business, including voting, by telephone or by mail.
- c) Quorum: A majority of the Board of Directors shall constitute a quorum for the transaction of business, except to adjourn as hereinafter provided. Each act or decision made by a majority of the Board members present at a meeting duly called at which a quorum is present shall be regarded as an act of the Board of Directors.

**Chapter III
Officers**

Section 1. Terms of Office.

No member may hold the office of the President or President-Elect for more than two term, successively. Officers shall hold their offices until their successors are elected and assume office. If any Officer fails to complete his or her term of office because of resignation, removal for cause, or death, that office shall be filled for the duration of the term by an election of the Board of Directors.

Section 2. President.

The President shall be the chief executive officer of the Society and serve as Chairperson of the Board of Directors. The President shall serve ex-officio as a member of all other Committees, shall preside at meetings of the Society, and shall perform such other duties as may be prescribed by the Bylaws and the Board of Directors.

Section 3. Vice President

The Vice President shall undertake and perform duties as may be assigned by the President, including but not limited to

- a. Serving as chair of all meetings in President's absence
- b. Participate in board initiatives and projects

Section. President Elect

The President Elect shall undertake and perform duties as assigned by the President.

Section 3. Immediate Past-President.

The Immediate Past-President shall undertake and perform duties as assigned by the President.

Section 4. Secretary

The Secretary shall:

- a) Keep an accurate record of the proceedings of the meetings of the Society and the Board of Directors; preserve records, documents and correspondence, cause notice to be given of elections and of meetings of the Society and of the Board of Directors; and perform all other duties incident to the office of the Secretary.
- b) A complete list of the members entitled to vote at the Annual Meeting, with the address of record for each, shall be prepared by the Secretary and filed in the corporate office of the Society and shall be available to all members. The Secretary shall have the list present at all membership meetings for inspection by any member.

Section 5. Treasurer

- a) The Treasurer shall be the custodian of the Society's funds. The Treasurer shall deposit these funds in the Society's name, following the guidelines of the Bylaws and the Board of Directors. The Treasurer shall dispense funds as authorized by the Board of Directors. The Treasurer shall report an accurate account of all transactions at the Annual meeting of the Society, and at all Board of Directors meetings.
- b) The Treasurer shall provide to the Board of Directors an audited financial statement or review by an independent public accountant at least every odd year.

Section 6. Indemnification of Directors, Officers, and Others

Directors and Officers of the Society shall be fully indemnified now or hereafter

Deleted: ¶



Formatted: Indent: Left: 0.62", Right: 0.61", Space Before: 2.15 pt, Line spacing: Multiple 1.15 li

Deleted: Secretary

permitted by law in connection with any legal or threatened action or proceeding (including civil, criminal, administrative, or investigative proceedings) arising out of their service to the Society or to another organization at the Society's request. Persons who are not Directors or Officers of the Society may be similarly indemnified in respect of such service to the extent authorized at any time by the

Board of Directors. The provisions of this Section shall be applicable to action or proceedings commenced after the adoption hereof, whether arising from the acts or omissions occurring before or after the adoption hereof, and to persons who have ceased to be Directors, Officers, or employees and shall inure to the benefit of their heirs, executors, and administrators.

Chapter IV Committees

Section 1. Standing Committees

The Standing Committees function under and at the discretion of the President and Board of Directors and shall report thereto. There shall be such other standing Committees as the Board of Directors may establish. The Chairperson of all standing Committees shall serve two (2) (2 years), or at the discretion of the President or Board of Directors and shall be appointed by the President and approved by the Board of Directors. The Members of all Committees shall be appointed by The Chairperson of each standing committee. Committee members shall be approved by the Board of Directors. The recommendations of all Committees shall be presented to the Board of Directors for consideration.

Deleted: 2)years

Section 2. The following are the standing committees and their charges.

The AKSAM Health Policy Committee is responsible for leading chapter efforts to advance state and local policy favorable to

The AKSAM Membership Committee is responsible for the following charges, including keeping records and providing quarterly updates to the board on efforts herein.

Formatted: Font: Bold

- New member recruitment: conduct outreach efforts to individuals and organizations and convey advantages of AKSAM membership.
- Current member outreach
- Maintain current member enrollment
- Facilitate Membership Committee Transitions

Formatted: Indent: Left: 0.5"

Chapter V Elections

Section 1. Dates and Eligibility.

- a) Officers shall be elected upon Chapter inception and every two (2) years thereafter.
- b) Only active members of the Society, except for Student Members, are eligible to be elected Officers or Directors.

Formatted: Font color: Auto

Section 2. prepare ballots for Officers/Directors and proceed with elections as in Section 3.

Formatted: Not Highlight

- a) Nominations for Officer/Directors may be made by any active member of AKSAM at least 42 days prior to the Annual Meeting of the year in which the elections are to be held.
- b) Notwithstanding nominations received in accordance with section 2 (a), the Board shall select nominees for Officers at least 42 days prior to the Annual Meeting of the year in which the elections are to be held.
- ~~c) All nominations will be finalized and approved by the board prior to formal balloting.~~

Formatted: Not Highlight

Formatted: No underline, Not Highlight

Formatted: Not Highlight

Formatted: No underline, Not Highlight

Formatted: Not Highlight

Formatted: Not Highlight

Deleted: →

Deleted: →

Formatted: No underline

Formatted: No underline, Not Highlight

Formatted: No underline

Formatted: Not Highlight

Formatted: No underline, Not Highlight

Formatted: Not Highlight

Formatted: No underline, Not Highlight

Formatted: Not Highlight

Formatted: Numbered + Level: 1 + Numbering Style: a, b, c, ... + Start at: 1 + Alignment: Left + Aligned at: 1.13" + Indent at: 1.38"

Formatted: No underline

Formatted: Not Highlight

Formatted: No underline, Not Highlight

Formatted: No underline

Formatted: Not Highlight

Section 3. Balloting.

- a) The Secretary will submit the list of nominees at least 28 days prior to the Annual meeting to all active members entitled to vote for the nominees at their addresses on file in the Society's headquarters office.
- b) Candidates obtaining a plurality of votes from ballots received at the Society's Office at least 14 days prior to the Annual Meeting will be deemed elected to their respective positions. In the case of a tie between 2 or more candidates receiving the most votes, the President shall designate one of the candidates as elected.

**Chapter VI
Meetings**

Section 1. Meetings of the Membership of the Society

- a) There shall be an Annual Meeting of the Society. The time and place of this Annual Meeting shall be determined by the Board of Directors and communicated to all members at the address of record with the Society or other address supplied by the member for that purpose. All notices shall be sent not less than thirty (30) days prior to each meeting.
 - b) The Annual Meeting shall be chaired by the President of the Society and shall be for the purpose of disseminating information to the membership and conducting any other necessary business.
- A special meeting of the members for any purpose or purposes may be

Formatted: Font color: Auto

Formatted: Font color: Auto

Deleted: such

Formatted: Font color: Auto, Not Highlight

Formatted: Font color: Auto

Formatted: Font color: Auto

Formatted: Font color: Auto

called at any time by the President or by the Board of Directors, or by a majority of the Society. Notice of a special meeting shall be made in the same manner as for the Annual Meeting, except that the notice shall be mailed no later than fifteen (15) days prior to such special meeting. The notice of any special meeting shall specify the time, place, and the general nature of the business to be transacted. No notice to other than active members need to be given.

- c) The presence of at least four active members, including at least three board members, shall constitute a quorum at any meeting for the transaction of business for which that meeting was called, except for the installation of Officers at the Annual Meeting.
- d) In the absence of a quorum, no business may be transacted at any meeting. However, any meeting of the Society, whether a quorum exists, may be adjourned from time to time by the vote of a majority of the members present and voting. When any meeting is adjourned for thirty (30) days or more, notice of reconvening shall be given as per an Annual Meeting. No notice to other than active members need to be given.
- e) Cumulative and proxy voting is expressly prohibited.
- f) A complete list of the members entitled to vote at the Annual Meeting, with the address of record for each, shall be prepared by the Secretary and filed in the corporate office of the Society and shall be available to all members. The Secretary shall have the list present at all membership meetings for inspection by any member.

Deleted: ¶

¶
¶
¶
n

Deleted: →

Formatted: Font color: Auto

Formatted: No underline, Font color: Auto

Formatted: Font color: Auto

Formatted: Font color: Auto

Formatted: Font color: Auto

Formatted: Font color: Auto

Section 2. Parliamentary Procedure

All deliberations of the Society, its Board of Directors, and its Committees shall be governed by parliamentary usage as interpreted by the current edition of Robert's Rules of Order, when not in conflict with the Constitution and Bylaws of this Society.

Chapter VII Relations with the Public

No member of the Society shall make public statements in the name of the Society without prior consent of the Board of Directors. Individual members may mention their membership in public statements or scientific publications but shall state that their views do not necessarily represent those of Society.

Deleted: the Society

Chapter VIII
Finances of the Society

Section 1. Annual Dues.

- a) The Board of Directors shall establish dues for various classes of membership. Dues shall be uniform and equal within each class, but dues may be different for each class.

Section 2. Other Sources of Revenue.

Funds may be raised by the Society by:

- 2.1) publications of the Society,
- 2.2) voluntary contributions including bequests, legacies, and gifts
- 2.4) income from conference fees and other programs and meetings.

Section 3. Use of Funds.

All of the income, revenue and earnings of the Society shall be held, used, managed, devoted, expended and applied at the discretion and judgment of the Board of Directors to carry out the objectives and purposes of the Society.

Section 4. Audit.

The Treasurer shall provide to the Board of Directors an audited financial statement or review by an independent public accountant every 2 years.

Deleted: h

Section 5. Contracts.

The Board of Directors, except as otherwise provided in the Bylaws, may authorize any officer, agent, or agents to enter into any contract or execute any instrument in the name, or on behalf of, the Society, and such authority may be general or confined to specific instances. Such a contract shall first be reviewed by the Board.

Unless authorized by the Board of Directors, no officer, agent, or member shall have power or authority to bind the Society by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

Chapter IX Amendments

Any member of the Board of Directors or any group of five active members in good standing may propose one or more amendments to the Bylaws. Proposed additions, deletions, and changes shall first be submitted in written form to the Board of Directors for approval. An amendment will be approved upon the affirmative vote of two-thirds of the members of the Board of Directors at any duly constituted Board meeting, provided that the proposed amendment shall have been placed on the agenda for said meeting and distributed in advance to all Board members.

Formatted: Font: +Headings (Cambria)

Chapter X Official Communications: Recognition of Electronic Communications, Records and Signatures

Unless otherwise required by applicable law, if any provision of these bylaws of the Society requires a notice or communication to any member, director, or committee member, or any record, to be in writing, an electronic record or an electronic communication satisfies the requirement.

Similarly, unless otherwise required by applicable law, if any provision of these bylaws of the Society requires the signature or written consent or approval of a member, director, or committee member, an electronic signature or authenticated electronic communication satisfies the requirement.