

CONSTITUTION
Of
THE CANADIAN LIFE INSURANCE MEDICAL OFFICERS
ASSOCIATION Revised May 2009

ARTICLE I

Name

The organization shall be called “The Canadian Life Insurance Medical Officers Association”. Hereinafter referred to as the “Association”.

ARTICLE II

Objectives

The objectives of the Association shall be:

- (a) To advance the science of medicine as applied to insurance.
- (b) To provide liaison and promote good will between the medical profession and the insurance industry.

ARTICLE III

The Association shall act to maintain its status as a Canadian Medical Association affiliate society.

ARTICLE IV

Membership

The membership of the Association shall consist of four classes:

- (a) Active
- (b) Associate
- (c) Emeritus
- (d) Honorary

- (a) **Active membership** shall consist of physicians who are Medical Directors, Associate or Assistant Medical Directors, or Medical Consultants of insurance companies, or other physicians with equivalent duties, as shall be determined by the Executive Council of the Association. Only active members shall be entitled to vote, hold office, make nominations and generally exercise the rights of full membership.
- (b) **Associate Membership** shall consist of physicians who are not Medical Directors, Associate or Assistant Medical Directors or Medical Consultants of insurance

companies but who have a professional interest in insurance medicine. They may not hold office or vote, but may be appointed to committees.

- (c) **Emeritus membership** shall consist of former active members who are retired and are engaged in no activity in the industry. They may not hold office or vote, but may be appointed to committees.
- (d) **Honorary membership** shall consist of individuals who have rendered distinguished service to insurance medicine, as shall be nominated by the Executive Council. They may not hold office or vote, but may be appointed to committees.

ARTICLE V

Officers

The officers of the Association shall consist of a President, a President-Elect, a Vice-President, a Secretary, an Assistant Secretary and Treasurer and an Editor of the Proceedings. The duties of the officers shall be such as usually appertain to their respective offices.

ARTICLE VI

Executive Council

The officers of the Association, the three most recent Past-Presidents, who are still active members, the Chairman of the Professional Relations Committee, the Chairman of the Continuing Medical Education Committee, the Representative to the General Council of the Canadian Medical Association and three elective members (Councilors) shall constitute the Executive Council. The duties of the Executive shall be to conduct the affairs of the Association in the intervals between business meetings of the Association.

ARTICLE VII

Amendment

This constitution may be amended by a vote of two-thirds of the members present at any meeting held at least one month after notice of any proposed amendment shall have been sent to each member by the Secretary.

BY-LAWS
Revised May 2007

ARTICLE I

Elections

1. Officers, Councilors, Chairmen of the standing committees and the Representative to the General Council of the Canadian Medical Association.

Upon taking office, the President shall appoint a Nominating Committee, consisting of not more than three of the most recent Past-Presidents, who are still active members, the most recent Past-President as Chairman. The incumbent President and the President-Elect will be members, ex-officio, without vote. This committee shall prepare a list of nominees, providing one candidate for each office to be filled, one candidate for each position of Councilor to be filled, one candidate for Chairman of the Professional Relations Committee, one candidate for Chairman of the Continuing Medical Education Committee and one candidate to be the Representative to the General Council of the Canadian Medical Association.

No nominations shall be made for the Presidency as the President-Elect automatically succeeds to this office. Officers shall serve for a term of one year or until their successors have been elected. The Councilors shall be elected to a term of one, two or three years and may be eligible for reelection, provided that they may not serve as a Councilor for more than three consecutive terms.

The name of the candidates so selected shall be placed in nomination at the annual meeting and the President shall call for further nomination by the members present. If there are no further nominations it shall be in order for the President to direct the Secretary to cast a ballot for the officers and other nominees so nominated and such nominees shall thus be declared to be duly elected.

If additional nominations are made by the members present, the President shall announce to the meeting or cause to be posted, a list of the candidates and the respective offices. If anyone has been nominated for more than one office, he shall be deemed to have been nominated for the office for which he chooses to run, and shall announce his selection. For each post for which there is more than one nominee, the election shall be by ballot. The President shall appoint two tellers to count the ballots and the nominee receiving the largest number of votes for each post shall be declared elected.

Should a vacancy occur in the office of the President, the President-Elect shall automatically succeed the President to fill the vacancy for the unexpired term. If the President-Elect should so succeed the President, he shall further serve as President until the close of the Annual Meeting succeeding the Annual Meeting at which his term as President-Elect would have expired.

Should a vacancy occur on the Executive Council, for a position other than the Office of President, the President shall request the Nominating Committee to select a nominee to fill the unexpired term and present his name to the Executive Council. The Executive Council, in such instances, shall have the power to immediately fill the vacancy, providing that the candidate is approved by a three-quarters vote of its full membership.

2. Election of Members

A candidate for active or associate membership shall complete an application form prescribed by the Executive Council and be sponsored by two members of the Association. The application shall be forwarded to the Secretary for consideration by the Executive Council. Candidates for Emeritus membership will be considered by the Executive Council on notification of the Secretary. Any candidate must be supported by a vote of seventy-five percent of the members of the Executive Council present at the Council meeting. If this support is not present, the application will be considered to be withdrawn.

Candidacy for Honorary membership requires that a letter of sponsorship, bearing the signatures of two or more active members or that two or more letters of sponsorship, be sent to the Secretary for consideration by the Executive Council. Honorary members shall be elected by a unanimous vote of the Executive Council members voting. A list of candidates approved by the Executive Council will be presented to the membership at the annual meeting. At the annual meeting, the President will ask that the list of names presented be placed in nomination. An affirmative vote of seventy-five percent of the members present is required for the election to membership. Following such a vote, a motion shall be in order to direct the Secretary to cast a ballot for the candidates, and such candidates shall thus be elected to membership. If less than seventy-five percent of the members vote affirmatively, the President will ask the membership to vote on each candidate individually. A candidate for membership, receiving seventy-five percent of the votes cast, shall be declared elected. Failure to pay the annual dues within the sixty days after notice by the Assistant Secretary and Treasurer may render such election null and void.

ARTICLE II

Dues

Each active and associate member shall pay the annual dues set by the Executive Council. The dues shall be payable on the first day of January of each year. A member who is delinquent in his dues for sixty days, after written notice from the Assistant Secretary and Treasurer, shall be considered as having resigned his membership. Honorary and Emeritus members shall not be required to pay the annual dues.

ARTICLE III

Standing Committees

The are three standing committees:

- (a) The Nominating Committee
- (b) The Professional Relations Committee
- (c) The Continuing Medical Education Committee

The President and President-Elect are members, ex-officio, of all committees without vote (except in the Nominating Committee). Members of the Nominating Committee are appointed as described in Article I of the By-Laws. Members of the other committees serve for a term of one year and are eligible for reappointment (subject to the addendum concerning tenure). The Nominating Committee will assist the chairman of the Professional Relations Committee and the Chairman of the Continuing Medical Education Committee in the selection of the committee members and of the appointment of an alternate for the Chairman of each committee.

Duties

- (a) The duties of the Nominating Committee are as described in Article I of the By-Laws.
- (b) The duties of the Professional Relations Committee are:
 - 1. To establish and maintain rapport with organized medicine and individual physicians as well as the on-medical public.
 - 2. To establish and maintain rapport with the Canadian Life and Health Insurance Association and other organizations in the industry.
 - 3. To involve itself in such other broad issues of professional relations as may be brought to its attention by the President or the Executive Council.
 - 4. To set up Ad hoc Committees as needed to implement the above duties.
 - 5. To report to the Executive Council and to the annual meeting as required.
- (c) The duties of the Continuing Medical Education Committee are:
 - 1. To assist the President in the design of a program for the annual meeting, which will permit the program to be approved for continuing medical education credits by the Canadian, American or International credit requiring organizations.
 - 2. To provide members and visitors attending Association meetings with proper certifications of credit, maintaining a record of those to whom certificates were issued.
 - 3. To represent the Association in liaison with the Continuing Medical Education Committee of the Association of Life Insurance Medical Directors of America.
 - 4. To report to the Executive Council and membership as required.

ARTICLE IV

The Representative to the General Council of the Canadian Medical Association

Only a member who is a member in good standing of the Canadian Medical Association may hold this position. The procedure for election is described in Article I of the By-Laws. The term of office is one year and the incumbent may be eligible for re-election.

The electee will attend meetings of the Canadian Medical Association Council and will represent the Association in Council deliberations. As soon as possible, following the Canadian Medical Association Council meetings, a report will be prepared and circulated covering key issues of concern to the Association. One copy of this report will be prepared for each company represented by an active member.

ARTICLE V

Meetings of the Association

The Annual Meeting of the Association shall be held at such time and place as may be decided upon by the Executive Council. Other meetings of the Association shall be called by the President upon the request of the Executive Council or upon the written request of twenty members of the Association. At least the Secretary shall give ten days notice of all meetings.

Meetings of the Executive Council

Meetings of the Executive Council shall be called by the Secretary as necessity may require or upon the request of the President or six members of the Executive Council. The President or, in his absence, the President-Elect and the Secretary of the Association shall serve respectively as Chairman and Secretary of the Executive Council.

ARTICLE VI

Quorum

Six members of the Executive Council shall constitute a quorum. The number of members equally twenty-five percent of the current paid membership shall constitute a quorum.

ARTICLE VII

The Annual Meeting

The annual meeting of the Association shall consist of business and scientific sessions.

The business meeting, for members only, shall be held at the opening of the meeting and after the close of the scientific session.

The order of business shall be:

1. Reading of minutes of the last business meeting and of the intervening Executive Council meetings.
2. Election of new members.
3. Nomination and election officers, members of the Executive Council, and a Representative to the Council of the Canadian Medical Association.
4. Report of the Secretary.
5. Report of the Assistant Secretary and Treasurer.
6. Reports of Committees
7. Business submitted by the Executive Council.
8. Miscellaneous business.
9. Scientific business.
10. Installation of new officers.
11. New business.
12. Adjournment.

At the discretion of the Executive Council, another session of the business meeting may be held after the scientific session for the consideration of unfinished business and for the election of officers, if more than one person has been nominated for any office.

ARTICLE VIII

Program of the Annual Meeting

The President, or in his absence the President-Elect, shall be responsible for the program of the annual meeting and may appoint his own committees for this purpose. He is also empowered to invite guest speakers to the annual meeting and the Association when so authorized by the Executive Council shall pay any expense incurred by him in so doing.

The scientific sessions shall be devoted to the presentation and discussion of original papers. Participation and attendance at these sessions shall be open to all members and to such other persons as the President may invite.

Subject to approval by the Executive Council, the President shall set a registration fee for attending the annual meeting, which is sufficient to meet the anticipated cost of the meeting. Honorary and Emeritus members shall be exempt from this fee, but shall be assessed appropriate charges for the functions, which they attend.

At least one month prior to the annual meeting, the Secretary shall send a notice to each member, stating the time and the place of this meeting, together with a brief summary of the program. As soon as available, a completed program shall be sent to each member.

ARTICLE IX

Report of the Meetings

- (a) The Secretary shall prepare a true and permanent record of the business meetings and of Executive Council meetings and shall keep a record of the membership.
- (b) The Assistant Secretary and Treasurer shall assist the Secretary when necessary, assist the Editor in collecting the scientific papers and shall be responsible for a true accounting of the Association finances and the collection and disbursement of all moneys.
- (c) The Editor of the Proceedings shall preserve copies of the scientific papers presented to the Annual Meeting, so that they may be published and circulated to the members at the discretion of the Executive Council.

ARTICLE X

Amendments

These By-Laws may be amended upon recommendation of the Executive Council by a majority vote of the members present at the business meeting of the Association.

ADDENDUM TO THE BY-LAWS

Guidelines on Tenure

The usual term for a member of a committee will be three years. This term may be extended on a yearly basis as long as the member's consecutive years of service on a committee does not exceed six years.

With due consideration for efficient administration, and in the absence of special circumstances, the maximum tenure for an elective post should not exceed six years.