

Special Business Meeting

Web Conference
June 11, 2015

MINUTES

CALL TO ORDER

AAO President-elect Laura E. Griffin, DO, FAAO, called the meeting to order at 8:05 p.m. Eastern time.

OSTEOPATHIC PLEDGE

Because this was a web conference, the preamble was not read and Dr. Griffin recited the pledge to the members.

Dr. Griffin addressed some concerns about this meeting being held as a webinar and stated according to the Academy's legal counsel, this meeting was in compliance with the state of Ohio, where the Academy is incorporated and with the laws of Indiana, where the Academy is located.

SPECIAL ORDER OF BUSINESS

Dr. Griffin stated the reason for this meeting was to explain and vote on two amendments to the AAO's constitution and bylaws. She explained that these proposed amendments were approved by the AAO Board of Governors with an email vote in April, and that these amendments are now being presented to the Academy membership for approval. Dr. Griffin stated that if more than half of the AAO voting members approve the following motions, the amended AAO constitution and bylaws would be forwarded to the American Osteopathic Association Board of Trustees for its consideration of endorsement at the AOA annual business meeting in July.

Amendment Number 1

Dr. Griffin explained that the first amendment would add a student member to the AAO Board of Trustees. This student member would be elected by the Student American Academy of Osteopathy for a one-year term. She stated that when the Academy revised its constitution to add a resident to the Board of Trustees in 2014, it was done so under the expressed intent that the Academy would further revise its constitution to add a student member the following year. Adding a student member to the Board of Trustees would be consistent with what the American Osteopathic Association and other osteopathic medical organizations have done in recent decades.

CONSTITUTION, ARTICLE V. Board of Trustees.

~~(NEW MATERIALS IN CAPITALS AND OLD MATERIALS STRUCK OUT)~~

SECTION I

The Board of Trustees shall consist of the officers of this corporation, six at-large trustees, ~~and~~ one resident member who has been elected by the Postgraduate American Academy of Osteopathy, ~~AND ONE STUDENT MEMBER WHO HAS BEEN ELECTED BY THE STUDENT AMERICAN ACADEMY OF OSTEOPATHY.~~ The officers shall serve in the same offices on the Board of Trustees.

SECTION 4

The term of office for the resident member ~~AND THE STUDENT MEMBER~~ shall be one year to be elected annually. The resident member ~~AND THE STUDENT MEMBER~~ shall have the rights, privileges, and responsibilities as other Board of Trustees members with the exception of holding office.

49 **Amendment Number 2**

50 Dr. Griffin proceeded to explain the second amendment to the AAO bylaws, Article I. Membership, Section
51 3. She stated that in reviewing the Academy's July 2014 bylaw amendment to eliminate AOA membership as
52 one of the criteria for membership in the AAO, the AOA Board of Trustees requested that the Academy's
53 bylaws stipulate that Academy officers need to be AOA members, even though AOA membership would no
54 longer be required for Academy membership in general. The AOA's rationale is that AAO officers must
55 qualify to represent the Academy in the AOA House of Delegates, which would require the officers to be
56 AOA members.

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58 **SECTION B: BYLAWS. ARTICLE I. Membership. SECTION 3**59 **(NEW MATERIALS IN CAPITALS)**

60 Membership in the American Osteopathic Association is recommended **FOR FULL MEMBERS. THE**
61 **MEMBERS OF THE BOARD OF TRUSTEES OF THIS CORPORATION MUST BE MEMBERS IN**
62 **GOOD STANDING OF THE AMERICAN OSTEOPATHIC ASSOCIATION.** Full Members may vote, hold
63 office, serve on committees or as committee chairmen, and in other capacities as the Academy deems useful
64 or necessary.

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66 Dr. Griffin then took questions concerning these motions.

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68 Claudia L. McCarty, DO, FAAO, chair of the American Osteopathic Board of Neuromusculoskeletal Medicine,
69 stated that according to AOBNMM to maintain NMM/OMM certification, a physician is required to be a
70 member of the American Osteopathic Association. She asked if this was a problem for the Academy's
71 officers.

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73 Dr. Griffin assured her that this issue had been discussed and the Academy leaders do not have any issue
74 with this as a requirement of their NMM/OMM certification.

75

76 With no more questions to answer, Dr. Griffin called for a motion to approve the first amendment. Walter C.
77 Ehrenfeuchter, DO, FAAO, moved to approve the first amendment, with Barbara Ann Zajdel, DO, seconding
78 the motion.

79

80 **Motion:** *It was moved to approve the indicated additions to the AAO constitution, Article V, Board of*
81 *Trustees, Section 1 and Section 4.*

82 **Seconded****Carried by majority**

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84 Dr. Griffin asked for discussion. Hearing no response, Dr. Griffin called for a motion to approve the second
85 amendment. Mark E. Rosen, DO, FCA, moved to approve the second amendment, with Claudia L. McCarty,
86 DO, FAAO, seconding the motion.

87

88 Dr. Griffin then explained the voting process, stating that voting privileges are held by active members which
89 include residents and interns, life and honorary life members. She indicated that voting was opened on May
90 8, 2015, and that voting will close today at 11:59 p.m. Eastern time. This voting can be done by text
91 message, by email to dcole@academyofosteopathy.org, or by fax to 317-879-0563.

92

93 Dr. Griffin asked for questions from floor. The questions received were to clarify the phone number for
94 texting and the email address to submit the vote.

95

96 **ADJOURNMENT**

97 There being no further business, Dr. Griffin reminded the members of the next annual business meeting of
98 the membership scheduled for Thursday, March 17, 2016, in Orlando. The meeting was adjourned at 8:30
99 p.m., Eastern time.

100

101 **Voting Results**

102 The results of the members' vote were presented in the June 2015 *AAO Member News*, with the following
103 announcement.

104

105 AAO Members Support Adding Student Trustee

106 Using cell phones, tablets, email and faxes, Academy members voted overwhelmingly in favor of amending
107 the AAO constitution to add a student member to the AAO Board of Trustees.

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109 The Academy's digital polls opened on May 8, and they closed on June 11 a few hours after the AAO
110 conducted a special business meeting online to field questions from members about the amendments.

111

112 "When the Academy revised its constitution to add a resident to the Board of Trustees in 2014, it was done
113 so under the expressed intent that the Academy would further revise its constitution to add a student
114 member the following year," AAO President-elect Laura E. Griffin, DO, FAAO, explained as she chaired the
115 online business meeting. "Adding a student member to the Board of Trustees would be consistent with what
116 the American Osteopathic Association and other osteopathic medical organizations have done in recent
117 decades."

118

119 The constitutional amendments call for the student trustee to be elected by the Student American Academy
120 of Osteopathy, paralleling the way in which the Postgraduate American Academy of Osteopathy selects the
121 board's resident member. Like the resident member, the student member would have all of the rights,
122 privileges and responsibilities of other trustees, except that the student and resident trustees cannot serve
123 as president, president-elect or secretary-treasurer.

124

125 Trustees Must Belong to AOA

126 In addition to agreeing to amend the Academy's constitution, AAO members voted on revising the
127 Academy's bylaws to specify that members of the AAO Board of Trustees must belong to the American
128 Osteopathic Association (AOA).

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130 The AOA Board of Trustees requested that change when it agreed last year that the Academy could drop its
131 bylaw requirement that all DO members of the Academy had to also be AOA members.

132

133 "The AOA's rationale is that AAO officers must qualify to represent the Academy in the AOA House of
134 Delegates, which would require the officers who represent us to be AOA members," Dr. Griffin told those
135 participating in the June 11 business meeting.

136

137 Voting Results

138 Some 93% of 106 voting members supported the constitutional amendment to add a student trustee to the
139 Academy's board, while 90% of 109 voters backed obligating Academy trustees to be AOA members.

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141 Once voting ended, the amendments were submitted to the AOA Board of Trustees to consider at its annual
142 business meeting July 14-16 in Chicago. If approved by the AOA board, the amendments will go into effect
143 immediately.