

Bylaws of the Association of Yale Alumni in Medicine (AYAM)
Ratified May 31, 2025
Amended September 13, 2025

Section 1 Membership.

Questions concerning AYAM membership, as defined in the AYAM Constitution, shall be adjudicated by the Executive Committee. Upon recommendation of the Executive Committee, dues may be set or modified by a majority vote of members of the AYAM at a properly called meeting of the AYAM.

Section 2 Meetings of the AYAM.

The Annual Meeting and any Special Meetings of the Association shall take place at the Yale School of Medicine (YSM). The AYAM may, by a vote of the majority of the Executive Committee, hold a Special Meeting of the association outside New Haven once or twice per year. Remote attendance and voting at these meetings may be by telephone, or video connection unless specifically excluded by a vote of a majority of the Executive Committee. Under exceptional circumstances, these meetings may be conducted entirely by video or telephone conference if a majority of the Officers deem it in the best interest of the AYAM and the YSM. Whereas, the Officers and Executive Committee encourage in person attendance at meetings, all meetings of the AYAM, Executive Committee or AYAM Committees may be attended in person or remotely unless specifically excluded by vote of a majority of the Executive Committee. A Special Meeting of the AYAM may be called by affirmative vote of a majority of the Officers and of the Executive Committee.

Section 3 Duties, Terms of Service and Functions of the Officers and Executive Committee.

The Officers of the Association shall be MD graduates of the Yale School of Medicine.

The President shall preside over all Association and Executive Committee meetings. The President shall be responsible for communication with the Dean of the YSM, the staff of the Yale Alumni Association (YAA) and appropriate faculty members. The President shall inform members of the Executive Committee of the content of such communications at Executive Committee meetings or, if urgent, by appropriate means of communication between meetings. The President may delegate duties to other Officers, to members of the Executive Committee or to appropriate members of other Committees.

The Vice-President shall accept such responsibilities as are usually accorded this office and shall preside at meetings in the absence of the President. In the event that the Office of the President has been vacated, the Vice-President will automatically succeed as President, and the office of the Vice-President shall be deemed vacated.

The Secretary shall assist the President, Vice-President, and Executive Committee in carrying out their work by keeping notes, generating and distributing Minutes and all the associated formalities as part of the Secretarial duties, including coordinating with the senior representatives in charge of YSM alumni affairs and communicating with AYAM members.

The Immediate Past President (IPP) shall serve on the Executive Committee and provide continuity and support to the other Officers of the Association. During a temporary absence of

any of the other officers, the IPP may temporarily assume that officer's duties.

The Officers shall determine the schedule for Executive Committee meetings of the AYAM. The Officers and Executive Committee shall meet at least annually with due notice. Provision will be made for attendance and voting in person, by phone and/or by video conference.

The Executive Committee shall transact business in the name of the Association between its meetings. Eight members present at any Executive Committee meeting, properly called, will be a quorum. All interested AYAM members may attend the Executive Committee meetings.

Except for the office of the President, in the event that the position of an Officer or elected voting member is vacated, the President shall appoint a Nominating Committee consisting of the President and at least three members of the Executive Committee. The Nominating Committee shall select a successor to the vacated position and present the candidate to the full Executive Committee for review and comment. Comments should be directed to the Officers and to the Nominating Committee. The President may request a prompt ballot from the Executive Committee or may elect to postpone the ballot to the next scheduled Executive Committee meeting. Following ratification by the Executive Committee, the candidate will serve as "acting" Officer or voting member until ratification by the vote of the AYAM membership.

Any Officer or voting Member of the Executive Committee may be removed with or without cause by a majority vote of the Officers, excluding the Officer or voting Member who is the subject of the removal, and three-quarters (75%) of the Executive Committee. The subject of the proposed removal shall be notified at least two weeks before the vote to remove is scheduled and given the opportunity to address the Officers and voting Members of the Executive Committee. The Officers and Members of the Executive Committee shall be given at least two weeks' notice before such a vote is taken.

Section 4 Committees.

The President shall propose the establishment of committees with concurrence of a majority of the Executive Committee. Any member of the Executive Committee may present a proposal to the President and Executive Committee for formation of an additional committee. Such proposal shall include the purpose and functions of that Committee. If the President declines to ratify that proposal, the proposed Committee can be established by an affirmative vote of 75% of the Executive Committee. If an existing committee wishes to change its function, that change shall be presented to the Executive Committee for discussion and approval by a majority of the Executive Committee.

Nominating Committee.

At least 60 days before the Annual Meeting, the President shall designate a Nominating Committee consisting of the Officers of the Association and at least three members drawn from the Executive Committee and active emeritus/a members. The President shall serve as the Chair of the Nominating Committee unless the President delegates

that authority to another member of the Committee. Nominating Committee decisions shall be made by majority vote, and, in the event of a tie, the Chair shall decide.

At least 60 days before the Annual Meeting the members of the AYAM shall be notified that any member may submit names of candidates for consideration to the Nominating Committee.

At least 30 days prior to the Annual Meeting, the Nominating Committee will submit to the AYAM membership a slate of nominees for the positions to be filled. The slate shall consist of nominees for all vacating positions, including Officers, Members-at-Large, Delegates to the Yale Alumni Association, Non-MD Graduate Member, and GME Liaison Member.

Section 5 Bylaws Committee.

The chair and members shall be appointed by the President with concurrence of the Executive Committee. The Bylaws Committee shall make recommendations to the Officers and Executive Committee concerning proposed amendments to the Bylaws or the Constitution.

Section 6 Amendments to Bylaws.

These Bylaws may be amended or repealed by the affirmative vote of two-thirds of the members of the Executive Committee attending any properly called Executive Committee meeting, provided that notice thereof mentions such amendment or repeal as one of the purposes of the meeting or if such amendment or repeal was proposed at the previous meeting of the Executive Committee.

Section 7 Strategic Planning Committee.

The chair and members shall be appointed by the President with concurrence of the Executive Committee. The Strategic Planning Committee shall make recommendations to the Officers and Executive Committee concerning a strategic plan and its execution.