

aAPI BY LAWS PREAMBLE

The ALABAMA ASSOCIATION OF PHYSICIANS OF INDIAN ORIGIN was formed to address a need for cohesive action on the part of physicians, dentists and other medical scientists, of Indian heritage, residing in Alabama, USA. The aAPI was also formed to maintain the identity of this group of people, to provide a forum for scientific, educational, cultural, charitable and social interaction among the aAPI's members.

The term 'Indian' is used throughout these By-laws in an ethnic sense and is meant exclusively to pertain to the Indian subcontinent of Asia. The word 'heritage' similarly, connotes ancestry.

ARTICLE I - OBJECTIVES

The objectives of the aAPI are:

A. To bring together individuals and organizations of physicians, dentists and other medical scientists of Indian heritage practicing in the United States under one umbrella organization.

B. The aAPI was organized exclusively for scientific, educational, cultural and charitable purposes.

C. To assist medical and dental students and students of the human sciences, physicians and dentists to obtain scientific training in the United States of America (the 'United States').

D. To conduct seminars and other educational programs to acquaint members of new scientific developments in the field of human medicine.

E. To support and foster the availability of medical assistance to indigent people in the United States.

F. To make contributions to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code of 1986 as amended, or the corresponding provision of any succeeding section or future United States Internal Revenue Code Section.

G. To provide mutual understanding and cooperation between the aAPI and other

medical societies in the United States and India.

H. To maintain a directory of physicians of Indian origin.

I. To provide other member services as needed.

ARTICLE II

EXECUTIVE COMMITTEE

Election of executive committee will be conducted in the fall every 2 years beginning from 2007. The office bearers will assume charge on the new year's day.

The Executive committee will be elected by a majority vote from all existing members who have paid the annual dues by June for the year the elections are held. The Executive Committee shall provide leadership and execute policies as approved by General Body.

A. The Executive Committee shall consist of the President, President Elect, Secretary, Treasurer, Immediate Past President, Presidents of the aAPI Medical Student Resident Section and the Young Physicians' Section. The Executive Committee shall have the authority to act for and on behalf of the aAPI in accordance with the policies set by the general body.

B. Contracts, deeds, documents and instruments shall be executed by the President and attested by the Secretary or the Treasurer.

C. Checks, notes, drafts and demands for money shall be signed by the officer or officers designated from time to time by the Executive Committee. In the event no designation is made by the Executive Committee, checks, notes, drafts and demands for money may be signed by any two officers.

D. Only active members of the aAPI within the membership of the aAPI as described shall be eligible for nomination and election to these offices.

E. The Executive Committee shall meet not less than two (2) times per year in regular session.

Special Meetings: The President, may as he or she deems necessary or the Secretary shall at the written request of members of the Executive Committee, issue a call for a Special Meeting of the Executive Committee.

F.A quorum for any meeting of the Executive Committee shall consist of at least a simple majority of the Executive Committee members eligible to vote at such a meeting.

President

The President shall be the Chief Executive Officer of the aAPI and shall perform all duties incident to the office of the President and the Governing Body may assign such other duties as it may deem proper, necessary or useful. He or she shall preside at all meetings of the aAPI, the Executive Committee and of the Governing Body. He or she shall make such appointments as are required or authorized by the Articles of Incorporation, these By-laws and by the Governing Body. He or she may execute, with the Secretary or any other proper officer of the aAPI as authorized by the Governing Body, any deeds, mortgages, bonds, contracts or other instruments which the Governing Body has authorized to be executed; except in cases where the signing and execution thereof shall be expressly reserved unto the Governing Body. He or she shall designate all official delegates and representatives to other organizations; and shall appoint members to such special and ad hoc committees as may be necessary to further the aAPI's objectives. The President may discontinue any such committee when its purpose has been served or its purpose is no longer desirable or attainable, in consultation with the Executive Committee. The President and members of the Executive Committee will be jointly responsible to the Governing Body.

In the event of any disagreements in the execution of the policies of the aAPI, the President shall make the final decision, which shall be binding on all parties concerned. The President, however, shall be required to validate his or her decision either before or as soon as possible after the event by majority vote of the Executive Committee. If the President fails to accomplish such validation, the majority decision of the Executive Committee shall prevail. Prior approval by the Executive Committee is mandatory for any decision involving financial transactions on behalf of the aAPI with may result in significant financial consequences for the aPPI.

President Elect

The president elect shall assist the President and fulfill the President's duties in his or her absence, for any reason. He or she shall automatically succeed to the office of the President at the end of the President's term of office. He or she shall perform such other duties as may be assigned by the President. He or she will be the

Chairman of the Articles of Incorporation and By-laws Committee.

If the President is unable to complete his or her term due to ill health, death or any other reason, the President Elect shall discharge the responsibilities of the President until completion of the President's term and thereafter, to serve his or her own elected term as President.

Past President

The past president shall become the Chair of the Nomination Committee and will be a member of the executive committee

Secretary

The Secretary shall:

- A. Keep an account of all the minutes of all meetings;
- B. Maintain an updated list of all members of the aAPI;
- C. Issue an agenda of all regular and special meetings after consultation with the Executive Committee;
- D. Keep a copy of all official correspondence from and to the aAPI, including newsletters and program brochures for the activities from the aAPI and reports submitted by the Committee's Chairpersons;
- E. Keep an attendance record of all meetings of the aAPI;
- F. Be custodian of the Articles of Incorporation, By-laws and amendments thereto;
- G. Notify committee members of their appointment and their assigned duties;
- H. See that all books, reports, statements, certificates and other documents and records required by law to be kept and filed are properly kept and filed,
- I. Perform such duties and exercise such other powers as may be assigned by the Executive Committee in the same capacity,
- J. Be a member of the Executive Committee as its secretary,

K. Be responsible for transferring all the records of the aAPI, within 30 days after the Annual Meeting, to the incoming Secretary.

Treasurer

Unless otherwise directed by the Governing Body, the Treasurer will be the sole fiscal officer and the only authorized person empowered to have custody of the financial accounts of the aAPI, subject to audit powers of the Board of Trustees, the Executive Committee, the Governing Body and any outside auditors the aAPI may select.

The Treasurer shall:

A. Be responsible for issuing notice and collection of all dues and deposit into same in such banks or trust companies as the Executive Committee may designate. He or she will be in charge of all the accounts of the aAPI;

B. Have custody of all accounts, receipts and disbursements which shall be open at all reasonable times to inspection by the Executive Committee;

C. Submit a financial report to the Executive Committee at its annual meeting and at regularly held Executive meetings. If the Executive Committee requires he or she shall give a bond with such surety and in such amount as the Executive Committee may designate;

D. Perform such other duties and exercise such other powers and duties incident to the office of the Treasurer and as may be assigned by the President or the Executive Committee or otherwise as may be required by law;

E. Transfer to the next Treasurer within 30 days of the assumption of office by the latter, all accounts of the aAPI;

F. File all income tax returns with the Internal Revenue Service for the year in which the office was held.

MEMBERSHIP

General Membership in the aAPI shall be open to any physician or dentist of Indian heritage and other physicians in the US who wish to promote the mission of

the aAPI and make continuing contributions towards the goals of aAPI, or organizations representing or comprised of physicians, dentists or scientists in the field of the human sciences, and who are of Indian heritage in the United States. Membership shall also be open to any student, student group or organization made up of students of Indian heritage and other students in the US who wish to promote the mission of the aAPI and make continuing contributions towards the goals of aAPI, studying or training in the United States, in the area of the human sciences.

Categories of Membership

Members shall be divided into the following categories:

A. ACTIVE MEMBERS:

Active members shall be:

1. Annual members who have paid the dues assessed to them, in a timely fashion when due.

B. ASSOCIATE MEMBERS:

Associate members shall be those persons who pay the annual dues engaged in professions or career in the human sciences other than medicine and dentistry.

C. MEDICAL STUDENTS AND RESIDENTS:

Residents, fellows, and students of medicine and dentistry, in approved training programs in the United States, who wish to promote the mission of the aAPI will be represented in the aAPI through the aAPI's Medical Student/Resident section. Their participation will be governed in accordance with the By-laws of the aAPI.

D. SPONSOR MEMBERS:

Industrial partners of aAPI who sponsor programs and activities of aAPI and satisfy criteria as set by the Executive Committee from time to time may be admitted as sponsor members for the duration of their sponsorship.

E. OTHER MEMBERS:

The Governing Body may from time to time create other special categories of

membership.

Member Qualifications

Any person or an association of persons as set forth above, may attain membership in the aAPI provided that the applicant:

A. Subscribes to the objectives of the aAPI, abides by the By-laws, rules and regulations, pays the prescribed fees and dues.

B. Submits, (additionally, in the case of an association wishing to join the aAPI as a member) along with the application:

1. A copy of its constitution and by-laws

2. A list of the elected officers, their designation and a complete roster of its membership including addresses and telephone numbers.

C. Receives the approval of its application for membership by a majority vote of the Governing Body after due screening.

Revocation

A. Membership may be denied or revoked for any member for deliberate violation of the aAPI's Articles of Incorporation or By-laws.

B. The President, with the approval of the Executive Committee, shall appoint a hearing committee for investigation and recommendations regarding the revocation of any member or membership in question.

C. The hearing committee shall follow a mechanism adopted by the Governing Body and consistently applied, before making its recommendations to the Governing Body as to what action, if any is recommended.

D. The Governing Body shall decide, by a two-thirds majority vote, to adopt or reject the recommendations of the hearing committee.

Impeachment

A. If any member to an elected or appointed office or position misuses their office

or are guilty of misconduct or violate the objectives of the aAPI's Article of Incorporation or By-laws, for personal gain or misappropriate the funds of the aAPI or violate the law resulting in civil liability or a criminal offense and conviction, he or she shall be liable for impeachment or forfeiture of his or her position, immediately. Further, the Governing Body is authorized to remove such a person temporarily from the position held in the aPPI, pending the final outcome of the judicial proceeding.

B. An impeachment procedure may be initiated by a petition signed by at least one-fourth of the members of the Governing Body or two-thirds of the Executive Committee.

C. After an impeachment procedure is initiated as provided in these By-laws, then the Governing Body shall appoint a hearing committee to investigate the allegation and recommend necessary action to the Governing Body. The hearing committee shall follow a mechanism adopted by the Governing Body & consistently applied.

D. An impeachment can be effected only upon the affirmative vote of at least three-fourths of the Governing Body.

General Body

A. The General Body shall consist of voting members as set forth above.

B. All member organizations and voting members shall be notified of all General Body meetings at least 30 days before each General Body meeting.

C. General Body meeting shall be open to all the voting members.

D. At the annual General Body Meeting, those members present and eligible to vote may conduct the business of the General Body. If a member eligible to vote makes a quorum call, the Presiding Officer shall decide if a quorum is present.

General Body Meeting

A. Robert's Rules of Order shall be used to govern all meetings of the AAPI in all cases where they are applicable, except where they are inconsistent with the Articles of Incorporation, or these By-laws.

B.The Executive Committee will set the agenda of the General Body meeting and any special meetings.

C.Any member who wishes to bring new business matters before the General Body meeting shall submit this business in writing to the Secretary, at least 30 days prior to the meeting of the General Body, for consideration by the Executive Committee as to whether to include such new business on the agenda.

D.Items not placed on the agenda by the Executive Committee for consideration at the General Body meeting may only be placed on the agenda during the General Body meeting upon the affirmative vote of at least a majority of the active members present.

E.Time shall be provided at each meeting for members to introduce a question, which when approved by a majority, would be placed on the agenda for future discussion during subsequent meetings.

Call for Nominations

The Executive Committee shall invite nominations from the entire voting membership by 31st July of the year of elections. Any member in good standing can make nominations on behalf of the candidates. Nominations must be seconded by another member in good standing, and should in addition, include a statement of acceptance by the candidate not to only seek election, but also to serve the office if elected. No nominations will be allowed after that date.

The Election Process

The election process should be completed and the results announced by November 31st, or as soon as possible thereafter to allow for an orderly transition of officers.

A. The voting members shall have the right to vote. No proxy vote is permitted. Each member shall have one vote for each vacant office.

B.The Secretary of the aAPI shall certify the list of voting members, on or before August 1st of each year.

The elections shall be conducted by an open ballot at the annual meeting at fall-winter.

C. The results of the election shall be announced by the Secretary immediately after counting the ballots.

E. In the event of a tie, the President shall cast the deciding vote.

ARTICLE 3 - AMENDMENTS AND ADOPTION

Amendments

These By-laws may be amended, repealed or altered in whole or in part by a majority vote of any duly organized meeting of the General Body.

A. The proposed amendment may be initiated in writing in any General Body or Governing Body meeting with the concurrence of not less than ten (10) voting members whose concurrence is evidenced by their signatures.

B. The recommendation of the Governing Body shall be submitted to the General Body meeting for consideration and approval. The recommendations shall be mailed to the members of the General Body 30 days before the meeting of the General Body at which they are to be considered. On approval by the General Body by a simple majority, the amendments shall be incorporated into these By-laws with immediate effect.