

**POLICIES AND PROCEDURES MANUAL
MICHIGAN SOCIETY OF ANESTHESIOLOGISTS
FEBRUARY 2008 (amended 2015)**

PROCEDURES FOR MEMBERSHIP APPLICATION

Licensure and location of practice: A member of the Michigan Society of Anesthesiologists must have his/her location of principle professional activity in the state of Michigan or must be licensed to practice medicine in the State of Michigan.

Military Duty: The requirement for licensure to practice medicine in Michigan shall be waived for physicians on active duty in the Armed Forces. Active members of this Society who, due to assignment of governmental service, practice outside the jurisdiction of any component society for two or more consecutive years may retain their Active membership.

ASA Membership: Members must maintain membership in the American Society of Anesthesiologists (ASA) in the category of membership corresponding to their MSA membership category. Members failing to comply with this provision shall be notified that application must be made to the ASA for the appropriate membership within 60 days. Failure to comply will result in termination of membership in the Michigan Society of Anesthesiologists.

Application and approval: Prospective members shall complete the membership application form approved by the Board of Directors and shall submit the completed application to the Secretary of the Society. The Secretary shall forward a copy of the completed application to the Membership Committee and to the Board of Directors. The application shall be approved if no written objection from either the Membership Committee or Board of Directors is received within thirty days.

Member in good standing: A member in good standing is defined as a member of this Society who maintains the requirements for membership in the relevant category, and who has not been automatically dropped from membership for non-payment of dues or assessments. Those who have been dropped for non-payment and have subsequently been re-instated by the Board of Directors shall be members in good standing as of their re-instatement.

DISCIPLINARY PROCEDURES

This Society may carry out disciplinary action against any of its members for good cause.

Cause for action: Cause for disciplinary action against a member of the Society may include, but is not limited to: (1) revocation or suspension of a member's license to practice medicine by a regularly constituted Michigan State authority, (2) conviction in a court of law of a felony or an offense involving moral turpitude, (3) conduct unbecoming a physician, (4) any cause or act that is detrimental to this Society, (5) failure to abide by the provisions of the Society's Bylaws, (6) violation of the standards of professional conduct approved by the Society or by the American Society of Anesthesiologists.

Charges: Charges may be brought by any member of the Society against any other member. The member bringing charges need not have been the object of the alleged cause for action. Charges shall be brought by a submission in writing to the Secretary or to the President of the Society.

Investigation: The Committee on Membership of this Society shall investigate any cause, claim of cause, or other charge that is brought to it by the Secretary or President, and shall determine whether the matter is within the jurisdiction of the Society, and whether it appears to have basis in fact. If so, the matter shall be referred to the Judicial Committee of this Society for hearing. If the matter is not referred to the Judicial Committee due to lack of jurisdiction or lack of basis in fact, no further action shall occur.

Notice: If the Committee on Membership determines that the matter should be heard by the Judicial Committee, it shall prepare a notice which will: (1) Set forth the matter in question with sufficient particularity so that the member will be cognizant of the questions to be inquired into, (2) inform the member that he/she will have an opportunity to be heard in his/her own defense before the Judicial Committee, and (3) inform the member that he/she will be notified of the date, time and place of hearing. The Committee on Membership will mail by registered mail such notice to the member involved and shall forward a copy thereof to the Chair of the Judicial Committee. The Committee on Membership may forward additional reports on the matter to the Judicial Committee as it deems appropriate, and shall at the same time mail copies to the member involved.

Hearing: The Judicial Committee may make such other investigation as it deems proper, and shall give the member involved at least thirty days' notice of the date, time and place of hearing before it. The Judicial Committee shall conduct its hearing in such manner and with such due process as the Judicial Committee may determine, but in any case shall provide the charged member with an opportunity to respond to the charges either in writing, in person, or both, and to be represented by counsel at the option and expense of the charged member.

Interruption of proceedings; Substitute members: If the proceedings of the Judicial Committee are interrupted by a change in term or by a change in membership of the Committee,

the members of the Committee that were serving at the time their investigation and deliberations began shall continue as the membership of the hearing body until their report is approved. If a member of the Committee declines to participate in the hearing or deliberations before the hearing commences, the remaining members of the Committee shall constitute the hearing body, provided, however, that the President of the Society may appoint a substitute member for each of those choosing not to participate, which substitute(s) shall serve for the duration of the hearing and preparation of the report, and that the President of the Society shall appoint such substitute(s) if the number of members of the Committee participating in the hearing is less than three.

Report: The Judicial Committee shall deliberate in executive session and shall determine and approve its report by majority vote taken by ballot. The Committee shall submit a written report to the Board of Directors of this Society, stating: (1) the matters set forth in the notice prepared by the Committee on Membership, (2) the findings of facts of the Judicial Committee thereon, and (3) the recommendations of the Judicial Committee for action by the Board. The findings of fact by the Judicial Committee are conclusive. A copy of the report of the Judicial Committee to the Board shall be provided to the charged member.

Action: At the next regular meeting of the Board of Directors following such report, or at a special meeting of the Board called for that purpose and for action thereon, the report of the Judicial Committee shall be considered. The charged member shall be provided an opportunity to present his/her case, in writing or in person, or both, to the Board, but in compliance with such rules as the Board may adopt. The Board of Directors shall deliberate in executive session, and shall take action, by resolution voted on by ballot, to determine (1) whether or not the member involved should be disciplined and (2) the nature of the disciplinary action, if any. The decision of the Board of Directors in any disciplinary matter involving a member of this Society is final.

Appeal: A disciplined member may appeal to the Board of Directors if (1) the member feels that the procedures of the Society were not observed appropriately, or (2) facts applicable to the hearing were not permitted for consideration by the Judicial Committee or the Board. The decision of the Board of Directors on appeal shall be final, and the adopted disciplinary action shall apply during the appeal process.

Options for disciplinary action: Disciplinary action may include censure, suspension, or expulsion from membership. The Board may also consider other options for disciplinary action, less severe than expulsion.

Effect of censure: Censure of a member shall result in a letter being sent to the member detailing the findings of the Board and the disapproval of the Board of the member's actions. At the sole discretion of the Board, notice of censure of a member may be sent to the membership of the Society and/or may be revealed to others inquiring as to the membership status of the censured member. Unless the Board takes action to remove the member from any elected or appointed positions held, those positions shall continue, and the member shall continue to have all other privileges of membership.

Effect of Suspension: Suspension of a member shall be for a definite period of time, not to exceed two years, and may, in the sole discretion of the Board of Directors, be commuted at any time. During the period of suspension, all rights and privileges of membership cease. If a suspended member holds any elected or appointed position in the Society, or as a representative of the Society to other bodies, that position shall be automatically vacant.

Effect of Expulsion: Expulsion of a member in this Society results in termination of membership, and all rights and privileges of membership, and any membership interest in the property of the Society, cease immediately upon expulsion. If an expelled member holds any elected or appointed position in the Society, or as a representative of the Society to other bodies, that position shall be automatically vacant.

Reinstatement: Reinstatement to membership of a suspended member shall be automatic at the conclusion of the period of suspension, with payment of current dues, without further action required by the member or the Board. Reinstatement of an expelled member shall be done by application for membership as a new member, provided that at least five years have passed, and provided that the membership application indicates the previous disciplinary action.

BOARD ELECTION OF ADDITIONAL MSA DIRECTORS

In addition to those elected at the annual meeting, the Board may elect additional MSA Directors in accordance with Article IV of the MSA Bylaws, and in particular, Section 4.39.

Unfilled positions: Each year the Nominating Committee shall nominate no less than five nor more than eight candidates for election as MSA Directors, and additional candidates may be nominated from the floor. To the extent that all eight positions are not filled by election at the annual meeting, the Board of Directors may, at its sole discretion, elect additional MSA Directors to fill the unfilled positions.

Board's discretionary position: Even if all eight positions are filled at the annual meeting, the Board may elect one additional member as an MSA Director each year, for a three-year term.

Criteria for additional positions: The Board shall consider the composition of the Board, with particular consideration of whether the current composition (1) provides adequate geographical representation of all portions of the state where members reside and practice, (2) provides representation that reflects the diversity found in the membership with regard to race, gender, age, and mode of practice, (3) provides the Board with members having the knowledge and skills needed to allow the Board to carry out its responsibilities most effectively, (4) provides adequate opportunity for involvement in the Society by interested members, and (5) provides sufficient qualified board members to give the Society a supply of actively participating members who may deserve consideration and/or development as current and future leaders at the committee, board, and Society level.

Election process: The Board shall discuss the criteria and potential candidates, and shall determine the maximum number of additional MSA Directors that the Board wishes to elect, within the limits above. The Board shall receive nominations from current members of the Board and shall elect, by secret ballot, as many additional MSA Directors as the Board has determined. A majority of the votes cast shall be necessary for election, and if more than the permitted number of candidates receives a majority, the number of positions determined by the Board shall be filled by those candidates receiving the largest number of votes.

DUTIES OF OFFICERS

All officers: All members of the Board of Directors, regardless of such duties as the Bylaws and the Policies and Procedures Manual may designate, shall carry out any additional duties assigned to them by the Society or the Board of Directors. All members of the Board of Directors are obliged to abide by the Bylaws, the Policies and Procedures Manual, and other actions of the Society and of the Board, and to support the adopted positions of the Society, except that, while participating in meetings of the Society, they may endeavor to change such positions with the same freedom as any other member, and while participating in meetings of the Board, they may endeavor to change the Policies and Procedures Manual with the same freedom as any other Board member.

President: It shall be the duty of the President to counsel with all officers, directors, delegates, committees and members toward the best interest of the public and this Society to the fullest extent; and to perform such other services as custom, necessity and parliamentary usage require. The President, and only the President, or his designee, shall speak on behalf of the Society to any person or group outside of the Society and, in so doing, the President or his designee shall speak in accordance with adopted policies of the Society and its Board. The President shall preside at meetings of the Society, the Board, and the Executive Committee, unless the President chooses to allow the President-Elect to preside. The President shall appoint all committees, except as is otherwise provided, and shall be an ex-officio member of all committees except the Nominating Committee and the Judicial Committee, but as an ex-officio member, the President shall not be required to attend meetings and shall not be considered in determining the presence of a quorum at such committee meetings, except for the Executive Committee.

President-Elect: The President-Elect shall familiarize himself/herself with the personnel and work of the various committees, and of the Society in general; shall be ready to counsel with the President on matters affecting the future of this Society and shall otherwise prepare for assuming the leadership of this Society at the proper time. The President-Elect shall have the duty and power to carry out the duties of the President in the temporary absence or incapacity of that officer, if urgency requires the execution of specific duties. The President-Elect shall assist the President in the performance of his/her duties, and shall represent the Society in lieu of the President when requested to do so by the President.

Secretary-Treasurer: In his/her capacity as Secretary, the Secretary-Treasurer shall be responsible for keeping an updated roster of the membership of this society. The Secretary-Treasurer shall serve as the recording secretary at meetings of the Society, the Board, and the Executive Committee, and as such shall be responsible for preparing a draft of the minutes of meetings of those bodies, containing all actions taken. The Secretary-Treasurer shall serve as the corresponding secretary of the Society, and shall be responsible for assuring that appropriate correspondence is sent, including notice of election and appointment of members to various positions, and provision of appropriate information to the American Society of Anesthesiologists and Michigan State Medical Society in accordance with their respective requirements. The Secretary-Treasurer shall be the custodian of past minutes, documents of authority (such as the

Bylaws and the Policies and Procedures Manual), reports, and other such papers that serve as a record of the Society's activities, and shall assure that all such documents are passed on to his/her successor.

In his/her capacity as Treasurer, the Secretary-Treasurer shall be the custodian of all monies, securities and valuable papers of this Society and shall deposit them in safe banking institutions, or invest them, subject to the direction of the Board of Directors. The Secretary-Treasurer shall be responsible for billing the Annual dues to the membership and for collection of the dues. The Secretary-Treasurer shall pay all obligations of this Society authorized by vouchers. He/She shall keep a detailed account of all receipts and disbursements, and shall make an annual report to the society concerning the financial transactions for the preceding fiscal year, the funds of this Society in his/her care, and his/her actions as Secretary-Treasurer. The Secretary-Treasurer shall make such other reports as may be requested by the Board of Directors, and shall subject Society accounts to such examination as the Board of Directors may at any time order. The Secretary-Treasurer shall present an annual budget of the Society for the fiscal year to the Board of Directors for approval. The Secretary-Treasurer shall see that there is adherence to the fiscal policies adopted by the Society and the Board, and shall recommend such changes to those policies as he/she finds to be in the best interests of the Society.

Delegates and Alternate Delegates to the American Society of Anesthesiologists (ASA): The ASA Delegates and Alternate Delegates shall represent this Society in the House of Delegates of the ASA. Delegates shall serve without substitution at all meetings of the House of Delegates during the ASA Annual Meeting unless a substitution is consented to by the Credentials Committee of the ASA. Delegates and Alternate Delegates shall whenever possible counsel with the Officers and Board of Directors of this Society on all matters pending in the House of Delegates of the ASA, in the interest of making certain that actions taken therein are in accord with the desires of this Society. Delegates of this Society are charged with the responsibility of attending each meeting of the House of Delegates of the ASA, meetings of the appropriate regional caucuses, and Reference Committee hearings as assigned, or of otherwise making certain that this Society is represented therein.

Delegate and Alternate Delegate to the Michigan State Medical Society (MSMS): The MSMS Delegate and Alternate Delegate shall represent this Society in the House of Delegates of the Michigan State Medical Society. The MSMS Delegate and Alternate Delegate shall whenever possible counsel with the officers and Board of Directors of this Society on all matters pending in the House of Delegates of the MSMS in the interest of making certain that actions taken therein are in accord with the desires of this Society. The Delegate of this Society shall have the responsibility of attending each meeting of the House of Delegates of the MSMS. If the Delegate is unable to attend, the Alternate Delegate shall attend.

ASA Director and Alternate Director: The Society's ASA Director and Alternate Director shall represent this Society in the meetings of the ASA Board of Directors. The ASA Director and Alternate Director shall whenever possible counsel with the officers and Board of Directors of this Society on all matters pending before the ASA Board in the interest of making certain that

actions taken therein are in accord with the desires of this Society. The ASA Alternate Director shall attend all meetings of the ASA Board of Directors, and shall serve as acting ASA Director in the absence of the Director or if the Director is unable to attend a meeting or meetings of the ASA Board of Directors. The ASA Director shall serve as the delegation leader of the MSA delegation to the ASA House of Delegates, unless the Board directs another member to serve in that capacity, and as delegation leader shall assist new members of the delegation in learning their duties and in learning the operations of the ASA House of Delegates, shall assign attendance at Reference Committee hearings and shall monitor attendance of Delegates and Alternate Delegates at required meetings and events.

MSA Directors: The MSA Directors, and all other voting members of the Board, shall attend all meetings of the MSA Board of Directors, preferably in person or, if the option is available and personal attendance is not possible, by teleconference, shall familiarize themselves with the operations of the MSA, and shall assist in the implementation of the duties and responsibilities of the Board. The MSA Directors shall serve as ambassadors of the Board, providing members with information, when asked, about the activities of the Society, and promoting the Society to its members.

COMMITTEES

General: Committees may undertake no functions without the prior approval of the Executive Committee or the Board of Directors, other than the duties designated in the Bylaws and the Policies and Procedures Manual. No committee, committee chair, or committee member is authorized to speak on behalf of the Society except as the Board of Directors may authorize in advance. In addition to any specifically designated duties, the Board of Directors may assign committees additional tasks. The Bylaws, and the Policies and Procedures Manual notwithstanding, if any Standing Committee fails to carry out the duties assigned to it satisfactorily, the President, with approval of the Executive Committee or the Board, may re-assign those duties to another Standing Committee or to a Special Committee, as necessary to assure that the work of the Society is done.

Expenses: Expenditures by committees for activities or projects should be anticipated and included in the annual budget of the Society for presentation to and approval by the Board of Directors. Expenditures not budgeted shall not be made, and committees may not re-assign their budgeted funds for purposes other than those budgeted, nor shall other obligations be incurred, without the prior approval of the Board of Directors or the Executive Committee. Statements for approved expenditures shall be certified by the chairs of the various committees, and forwarded to the Treasurer for payment.

Committee on Bylaws and Rules: It shall be the duty of this committee to consider matters pertaining to the Bylaws and Rules and the Policies and Procedures Manual, and to make such recommendations as may arise therein in order to further the work of this Society. This committee should review proposed bylaws amendments whenever possible and in accordance with the requirements of the Bylaws, and should recommend amendments as necessary to clarify ambiguous provisions of the Bylaws, and to bring the Bylaws into compliance with current or desired future practice, when such practice is not consistent with the current Bylaws. When possible, at least one member shall have served on the retiring committee.

Committee on Practice Management: When possible, this committee shall consist of at least three members from various practice situations. There shall be at least one member from each Department of Anesthesiology of the four medical schools in Michigan on this committee. There shall be at least an equal number of members from departments not affiliated with any medical school in Michigan. There shall be careful consideration that all geographic regions in Michigan are appropriately represented. It shall be the duty of this committee to investigate matters affecting the economic status of the practice of anesthesiology and to make such recommendations as it shall see fit. This committee shall prepare educational material and may conduct meetings to disseminate information regarding Risk Management among the membership of the Society. Further, this committee shall serve as a liaison group to insurance carriers, and together with insurance representatives shall develop programs that will benefit patient care and reduce risk exposure on the part of MSA Members. The committee shall also be available to assist members of the Society to set up Risk Management activities in their practices.

It shall also, under the direction of the Board of Directors, and with the Committee on Governmental Affairs, represent this Society in aiding the membership to secure and enforce legislation and rulings in the economic interest of the specialty of anesthesiology. It shall also recommend appropriate action to improve and maintain relations between the specialty of anesthesiology and the medical profession generally, and to disseminate information to the public as to anesthesiology. When possible, at least two members of this committee shall have served on the retiring committee.

Committee on Governmental Affairs: It shall be the duty of this committee to represent this Society in matters regarding legislation and regulation affecting the practice of medicine and the medical specialty of anesthesiology. This committee shall work with the Committee on Practice Management in areas of legislation and regulation dealing directly with the economic interests of the membership. The committee shall encourage involvement of membership in the political process in such ways as it shall deem appropriate.

The Committee on Continuing Medical Education: It shall be the duty of this committee to further continuing medical education in anesthesiology for members of this Society, and to carry out the specific roles designated in the Bylaws and in the Policies and Procedures Manual, with particular reference to the Society's annual meeting. This committee shall plan for at least one scientific program each year for the membership and interested physicians. One program shall be planned to take place in conjunction with the Annual Business Meeting of this Society. This committee shall assist the members of this Society in developing an understanding of the principles of quality care monitoring (peer review), to encourage self education, and to develop for their practice a reasonable quality of care assurance system. Further, the Committee on Continuing Medical Education exists to monitor state and national trends in peer review, and to speak for the Michigan Society of Anesthesiologists, Inc. in quality care assurance matters. It shall be the duty of this committee to plan, prepare and secure the scientific programs for this Society and also to plan the places of meeting and general arrangements thereof. It shall, at least thirty days prior to each meeting, furnish to the Secretary a program showing the arrangements and the order in which papers and discussions are to be presented at such programs.

Committee on Membership: Whenever possible, the Secretary-Treasurer shall be appointed as a full member of this committee. The duties of this committee shall be to make investigations and recommendations concerning applicants for the categories of membership elsewhere provided in these Bylaws and to encourage qualified members of the medical profession to apply for membership in this Society. It shall also approve the credentials of members who desire to register at Annual Meetings. This committee shall be responsible for the recruitment and retention of members of the Society. This committee shall also assist the Society in disciplinary proceedings in the manner required by this Policies and Procedures Manual.

Committee on Finance: Whenever possible, the Secretary-Treasurer shall be appointed as a full member of this committee. The duties of this committee shall be to assist the Secretary-Treasurer in all the duties of that officer related to the fiscal affairs of the Society.

Committee on Communications: It shall be the duty of this committee to publish a newsletter for the Society, and to promote the specialty of anesthesiology to the membership of the Society, to other physicians, and to the public.

Committee on Pain Management: It shall be the duty of this committee to represent the interests of members of the MSA who practice pain medicine as part or all of their practice of anesthesiology. This committee shall advise the officers and the Board as to the particular needs of the members with interest in this aspect of anesthesiology.

Judicial Committee: It shall be the duty of this committee to consider all incidents involving the rights and standings of members, whether in relation to other members of the Component Societies or this Society. All questions of an ethical nature brought before the Society at an Annual or Special Meeting shall be referred to the Judicial Committee, which shall hear and decide upon all questions of discipline in accordance with the Bylaws and the Policies and Procedures Manual. The Judicial Committee shall file its report to the Board of Directors, whose action thereon shall be final. The Judicial Committee shall act in accordance with the procedures in the Bylaws and this Policies and Procedures Manual, and shall recommend changes to those procedures when the committee feels that such changes are indicated.

Nominating Committee: It shall be the duty of this committee to prepare a qualified slate of candidates for open offices, in accordance with the Bylaws and this Policies and Procedures Manual, and, time permitting, to meet and advise the Board when the Board must fill vacant positions. At the first meeting of their term, the President/President-Elect shall submit a list to the Board of Directors.

MSA Committee on Rural Anesthesia Access. The mission of this Committee is to promote a collective voice focusing on issues and matters related to rural anesthesia practice. Among these goals is promoting physician access for all Michigan citizens requiring anesthesia care. This committee will assist in coordinating the communication of issues affecting rural practice to legislators representing rural communities, while actively researching and educating MSA members on these issues as well. This committee is dedicated to promoting MSA directives and objectives among rural anesthesiologists and encourages membership and increased involvement within this society and the ASA. For these efforts the committee will strive to overcome geographic and practice constraints experienced by this unique but critical medical service deserved by all Michigan citizens. (2012 Feb 20)

ANNUAL MEETING

Time, Place, Content: The Board of Directors shall determine the time and place of the Annual Meeting on recommendation of the Committee on Continuing Medical Education. The Board may designate the time and duration of the business meeting of the Society, and the Committee on Continuing Medical Education shall determine the remainder of the meeting content and schedule.

Registration Fee: The Board of Directors shall have final authority to determine the registration fee for the various categories of members and non-members, but shall consider the recommendations of the Committee on Continuing Medical Education.

Absentee Ballots: In accordance with the MSA Bylaws, in particular Sections 4.35 and 6.22, members residing more than 200 miles from the site of the Annual Business Meeting may vote in “contested” elections by absentee ballot. Such members may request from the Secretary or his/her appointee, in writing, an absentee ballot for the election of Officers, Directors, Delegates, and Alternate Delegates. Requests for absentee ballots must be received at least three weeks prior to the Annual Meeting, and returned by one week prior to the Annual Meeting. Members voting as absentee may select a candidate from the slate of nominees, or vote for an eligible member whose name does not appear on the ballot, such "write-in" vote having the same effect as a nomination from the floor. All other requirements and limitations apply to absentee ballots. Absentee ballots will only be counted if there are “contested” elections (see Sections 4.33 and 4.34 of the Bylaws).

FISCAL POLICIES, DUES AND ASSESSMENTS

Dues and Assessments: In accordance with the Bylaws (Section 5.17), the Board of Directors shall, by majority vote, set the annual dues for the various categories of membership, provided however, that there be no dues for Retired, Life, Honorary, or Medical Student Members, that dues shall be the same for every member in a given membership category, and that if the Board does not set dues for any year for one or more membership categories, dues for that membership category shall continue in the amount last established. In accordance with the Bylaws (Section 5.17), the Board of Directors may, by three fourths vote, levy assessments on members in some or all membership categories, provided however, that the levy of assessments shall be reserved for unanticipated emergency situations, which shall be explained with the notice of the assessment.

Schedule of Payment for Dues: Annual dues shall be payable by January 1 of each year. The first dues notice shall be sent in November of the preceding year. A second notice shall be sent in January or February to members who have not yet paid their annual dues. A third notice shall be sent in March or April to members who have not yet paid their annual dues. Members who have not paid dues by May 1 shall be sent a final notice advising them that if payment is not received by July 1, they shall be dropped from membership, and members who have not paid dues by July 1 will be automatically dropped from membership, and notified of this action.

Dues Schedule: Active \$300; Affiliate \$125; Resident \$5; Retired, \$0; Educational Member \$0; Life Member \$0.

Schedule of Payment for Assessments: Billing for assessments shall be sent on the date established by the Board of Directors, with an explanation of the unanticipated emergency situation necessitating the assessment, and such assessments shall be payable by the date established by the Board, but no less than 45 days from the date of billing. A second notice shall be sent within 30 days of the due date, and a third notice shall be sent 60 to 90 days after the dues date. Members who have not paid assessments within 120 days of the due date shall be sent a final notice advising them that if payment is not received within another 30 days, they shall be dropped from membership, and members who have not paid the assessment within 150 days of the original due date will be automatically dropped from membership, and notified of this action.

Reinstatement: A member whose membership has been terminated due to nonpayment of annual dues or of an assessment may be reinstated by paying the amount of the dues and/or assessments in arrears, plus such penalty as the Board may require, by the end of the calendar year for which the payments are due. After that time, a dropped member may not be re-instated, but must re-apply for membership as a new member.

Hardship: The Board of Directors may establish policies defining hardship, and policies for partial or complete forgiveness of dues and / or assessments and penalties for late payment in cases of hardship. The Executive committee may waive the necessity of payment, in part or in full, of a single annual dues payment for a member, or of an assessment for a member, or of the penalty for late payment, if it finds that unusual circumstances make that action appropriate.

Voluntary contributions: The Board of Directors may accept voluntary donations to the Society, solicited or unsolicited, of money or other financial instruments, goods, or services of value. The Board may decline to accept any such donation if any conditions whatsoever are attached to the donation, at the sole discretion of the Board, if those conditions are found to be unacceptable.

Other sources: The Board may approve other methods of obtaining funds as the Board determines to be appropriate.

Expenditures: The Secretary-Treasurer shall require proof of payment for any item to be reimbursed by the Society to members, and shall require appropriate documentation of expenses incurred for any item to be paid to non-members. No member of the Society has authority to commit to financial obligations on behalf of the Society, except as authorized by the adopted budget, or by the Board of Directors or the Executive Committee, and any member who does so may be held personally responsible for payment of such obligations. Obligations established without authority by any member may be approved retroactively at the sole discretion of the Board, by ratification of the action taken.

Budgetary authority: In accordance with the Bylaws, Section 5.16, the Board of Directors has sole authority for the fiscal affairs of the Society. If actions are taken by the membership pertaining to fiscal affairs, the Board is not bound by such actions, but the Board should give such actions serious consideration in exercising its fiscal authority.

Reimbursement policy: MSA shall budget for reimbursement of expenses for travel and lodging for the ASA Delegates and ASA Alternate Delegates and for the ASA Director and the ASA Alternate Director representing MSA at the House of Delegates of the American Society of Anesthesiologists. MSA shall budget for reimbursement of expenses for travel and lodging for the ASA Director and ASA Director representing MSA at the Board of Directors meetings of the American Society of Anesthesiologists. MSA shall budget for reimbursement of expenses for travel and lodging for those attendees approved in advance for representation of MSA at the ASA Legislative Conference. The Board may set policies determining whether such reimbursements shall be in full or in part, and may set policies requiring attendance at and participation in various aspects of each meeting as conditions of reimbursement.

Adopted February 2009: MSA shall reimburse the above individuals for overnight stays at the room rate at the event hotel (e.g. JW Marriot for the legislative conference in Washington D.C.) or for the average rate for the headquarters hotel(s) at ASA Annual Meeting, plus coach airfare, plus \$250 per diem for the entire trip.

In sum:

Headquarters hotel fare +

Coach airfare (booked at least 2 weeks in advance) +

\$250 per diem for entire stay

Residents will receive the same reimbursement. MSA will reserve the right to limit the number of resident attendees and well as limit non board member attendees to the ASA legislative conference.

Residents may also receive reimbursement of up to \$500 for attendance at the ASA Practice Management Conference.

Dinners and other events hosted by MSA can be paid for by an Officer using a credit card held by the Michigan Society of Anesthesiologists.

President's Stipend: In addition to reimbursement of budgeted or otherwise authorized expenses in accordance with MSA fiscal policies, the MSA President shall be provided a monthly stipend in an amount to be determined by the Board of Directors.