

ARTICLE XVIII

VOTING

This Article has been duly adopted by AAAOM Board of Directors on April 24, 2009, to commence and govern forward upon the conclusion and certification of the April 2009 election. In the event of any conflict with any other Article or provision or policy contained in any other Article or provision or policy previously adopted, the provisions contained in this Article shall control.

Section 1. General.

A. Individuals and entities that are eligible to vote shall have the following three voting authorities:

1. Election of the board of directors
2. [Amendments to the bylaws.] The preceding provision shall not take effect until April 2011 or earlier pursuant to a Board vote.
3. Resolutions offered by any member in accordance with the bylaws

Section 2. Individual Voting Authority.

A. Each Individual member in good standing is authorized to cast one (1) vote on any matter presented to the AAAOM membership for a vote.

Section 3. State Association Organizational Member (SAOM) Voting Authority.

A. Each SAOM will be assigned votes based upon the number of verified dual members eligible to vote on any matter presented to the AAAOM membership for a vote.

B. SAOM votes will be defined and calculated as the number of persons who are both individual members of AAAOM in good standing and also members of the SAOM a minimum of forty-five (45) days prior to the commencement of voting.

C. SAOM votes shall be allotted and cast in whole numbers only. There is no maximum number of votes that a SAOM may hold.

D. Individual members who are members of more than one SAOM will designate in writing one SAOM for purposes of calculating each SAOM's vote allotment a minimum of forty-five (45) days prior to the commencement of voting.

E. SAOM votes shall be assigned based upon the following methodology:

- 0-4 dual members = 1 vote
- 5-10 dual members = 2 votes
- 11-20 dual members = 3 votes
- 21-30 dual members = 4 votes

31- 40 dual members = 5 votes

Each additional ten (10) dual members, without limitation, shall equal an additional one (1) vote.

Section 4. State Association Organizational Member (SAOM) Status Requirements.

A. A state entity that meets all of the following requirements shall be granted the status of SAOM and accorded full voting privileges under these bylaws:

1. Be a state-based association that allows any licensed acupuncturist who resides or practices within its geographical region to be a member;
2. Be an organizational member of the AAAOM;
3. Have a minimum of 25 members or a minimum of 10 percent of the state's licensed acupuncturists, whichever is less, as members;
4. Collect membership dues in compliance with AAAOM guidelines;
5. Have bylaws or a charter; and
6. Meet all other requirements as may be determined by the AAAOM Board of Directors

Section 5. Assignment of SAOM Delegates.

A. The president or Chief Executive Officer of a SAOM will automatically be a delegate, unless the SAOM notifies the AAAOM in writing a minimum of fifteen (15) days before any vote that the SAOM has designated another delegate.

B. SAOM delegates shall carry one (1) vote (in addition to their own individual vote), unless the AAAOM is notified in writing a minimum of fifteen (15) days before any vote that the SAOM delegate will carry more than one vote. A SAOM delegate may not carry more than 3 votes (plus their own individual vote).

Section 6. Voting Process.

A. All voting will take place pursuant to the policies and procedures determined by the Elections Committee.

B. [A quorum of ten percent (10%) of the voting membership (*calculated as the total sum of the individual and SAOM members*) is required for the results of a vote to be certified.] The preceding provision shall not take effect until April 2011 or earlier pursuant to a Board vote.

Section 7. Board Directors (including Alternate Directors).

A. The election of board directors will take place prior to the annual meeting electronically or by mail-in ballot.

B. Reasonable advanced notice and information will be provided to the membership on the number of board seats available, the requirements for candidacy, the process and timeframe for becoming a candidate, and the process and timeframe for voting.

C. Ballots shall be cast in secret and kept confidential.

D. The candidate(s) with the most votes will be elected, and the new board will be seated at the annual meeting.

E. In the event of a verified tie between 2 candidates for one voting director position, the Board may seat both candidates if the result is not more than fifteen (15) board directors, or the board may utilize reasonable methods to determine which candidate will be seated as a voting director.

F. In the event of a verified tie between 2 candidates for one alternate director position, the Board may seat both candidates as alternate directors if the result is not more than two (2) alternate board directors, or the board may utilize reasonable methods to determine which candidate will be seated as an alternate director.

Section 8. Bylaw Amendments.

A. [Voting on bylaw amendments will take place electronically or by mail-in ballot.] The preceding provision shall not take effect until April 2011 or earlier pursuant to a Board vote.

B. [Reasonable advanced notice and information on proposed bylaw amendments shall be provided to individual members and SAOMs including, but not limited to the following: current section of the bylaws being addressed, proposed revision, information in support of the change, information against the change, and any other relevant information.] The preceding provision shall not take effect until April 2011 or earlier pursuant to a Board vote.

C. [A vote in favor of the bylaw amendment by two-thirds (2/3s) of all votes cast is required for any amendment to be enacted.] The preceding provision shall not take effect until April 2011 or earlier pursuant to a Board vote.

Section 9. Member Resolutions.

A. Voting on member resolutions will take place electronically or by mail-in ballot.

B. Member resolutions may be proposed by any member in good standing (including delegates) in accordance with procedures determined by the Elections Committee.

C. Reasonable advanced notice and information on member resolutions will be provided to individual members and SAOMs and include: the resolution, background information, and reason for the resolution.