



MCPA 2018 Elections

2018 MCPA Candidates for Office

The MCPA accepted nominations for two (2) positions on the MCPA Board of Directors. The nominees are:

Secretary Dr. Doran L. Nicholson, Dist. 2

Treasurer Dr. L. Russell Matthias, Dist. 2

NOTE: *Any officer of this association who, during a term of office, may become a member of the Board of Directors of a chiropractic school or college, or who may become a member of the Missouri State Board of Chiropractic Examiners, automatically loses his elective office.*

2018 MCPA Proposed Bylaw Amendments

The MCPA Board of Directors is proposing amendments to the current MCPA bylaws that remove one of the Member at Large positions, allow District Alternates to be elected and attend meetings in the District Representatives absence, remove the restriction of District Presidents from being District Representatives, and update language in existing Bylaws. Please see the listing of the proposed amendments on the back of this page.

Please read the following information if you are considering voting for these offices, whether in person or by absentee ballot. MCPA Bylaws will be followed to protect the integrity of the election process.

Election Guidelines:

Nominees will be put on the ballot alphabetically.

- Elections will be held on **Thursday, July 26, 2018**, at the MCPA Summer Convention General Membership Meeting at Chateau on the Lake Resort in Branson, Missouri.
- There will be no floor nominations at Summer Convention, other than for Member at Large.

Absentee Ballots:

- Any member who will be unable to attend the summer convention may request an Official Absentee Ballot from the State Office at any time prior to **Monday, June 25, 2018**.
- Official ballots must be returned to the State Office no later than **Wednesday, July 11, 2018**.
- Ballots will not be opened until the summer convention general meeting.

Voting Eligibility:

- MCPA members must have their dues paid in full or have paid the preceding four (4) quarters of their dues to be eligible to vote at summer convention.
- Associate, student and honorary members shall not be entitled to vote or hold office.

For more information, contact the MCPA at 573-636-2553 or info@mcpachiro.org.

Proposed Amendments To The Bylaws Of The Missouri Chiropractic Physicians Association To Be Voted On At The Meeting Of Members At Branson, Missouri July 26, 2018 Pursuant To Article XVII Of Said Bylaws

(Complete list of Proposed and Current Bylaws available on www.mcpachiro.org)

1. Article VI, Section 3.

Place of Meeting. The Board of Directors may designate any place, either within or without the state of incorporation as the place of meeting for annual meetings or for any special meeting called by the Board of Directors.

Regular or special members' meetings may be held by a combination of means of remote communication through which the members may participate in the meeting if notice of the meeting was given in accordance with these Bylaws. Participation by a member by means of remote communication constitutes presence at the meeting in person. The Corporation shall:

- a. Implement reasonable measures to verify that each person deemed present and entitled to vote at the meeting by means of remote communication is a member; and
- b. Implement reasonable measures to provide each member participating by means of remote communication with a reasonable opportunity to participate in the meeting.

2. Article VI, Section 7.

Voting by Mail. Where Directors or Officers are to be elected by members or any class or classes of members, such election may be conducted by mail or electronic mail in such a manner as the Board of Directors shall determine.

3. Article VII, Section 2.

Number, Tenure and Qualifications. The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, Member at Large, and District Representatives or their duly elected alternates, all of whom shall be regular members of the Corporation.

4. Article VII, Section 5.

Remote Communication. Regular or special meetings of the Board of Directors may be held by a combination of means of remote communication through which the Directors may participate in the meeting if notice of the meeting was given in accordance with these Bylaws. Participation by a Director by means of remote communication constitutes presence at the meeting in person. The Corporation shall:

- a. Implement reasonable measure to verify that each person deemed present at the meeting by means of remote communication is a Director; and
- b. Implement reasonable measures to provide each Director participating by means of remote communication with a reasonable opportunity to participate in the meeting.

5. Article VII, Section 6.

Notice. Notice of any special meeting of the Board of Directors shall be given at least (2) days previous thereto by written notice delivered personally or sent by mail or electronic mail to each director at his/her address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereupon prepaid.

If notice is given by electronic mail, such notice shall be deemed to be delivered when the electronic mail is sent. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these Bylaws.

6. Article VIII, Section 1.

Officers. The Officers of the Corporation shall include a President, Vice-President, Secretary, Treasurer, a Member at Large, and such other Officers as may be elected in accordance with the provisions of this article. The Member at Large shall be permitted to vote only when a duly-elected Officer of the Board is not present for any scheduled regular or special meeting of the Board. The Board of Directors may elect or appoint such other Officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such Officers to have the authority to perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person except the offices of President and Secretary.

7. Article VIII, Section 3.

Election and Term of Office. The Officers of the corporation shall be elected each two (2) years at the Annual Convention, the date and place of which within the state of Missouri shall be decided two (2) years in advance by the Board of Directors. Regular members only shall be entitled to vote, and all Officers, excluding the Member at Large, shall be elected for a term of two (2) years. The Member at Large shall be elected to a term of one (1) year.

8. Article X, Section 1.

Contracts. The Board of Directors may authorize any agent or agents of the Corporation, in addition to the Officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific interests.

9. Article X, Section 2.

Checks, Drafts, etc. All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Corporation, shall be signed by the treasurer and/or the President, and such agent or agents of the Corporation as approved by the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President of the Corporation.

10. Article XVIII, Section 3.

Representatives. Each district shall be entitled to one (1) Representative and one (1) Alternate elected for a two (2) year term.

11. Article XVIII, Section 6.

District Officers. All District Officers and Representatives as well as state Officers shall attend a planning session on the proper procedure for conducting the duties and responsibilities of their office and the business of the MCPA. This planning session will be given every year at a time determined by the Board of Directors of the Corporation.