

THE AMERICAN COLLEGE OF LEGAL MEDICINE [ACLM]

The ACLM Bylaws and Resolutions Committee submitted the following amendments to the ACLM Bylaws for the ACLM Annual Meeting 2021:

PROPOSED AMENDMENTS TO ACLM BYLAWS (AT FEBRUARY 2021 MEETING)

1. AMENDMENT TO BYLAWS REGARDING CONTRACTS WITH OUTSIDE MANAGEMENT ORGANIZATIONS

Background. It is critically important for the College's long-term solvency for the College to "live within its means" and not spend more on expenses than it takes in on an annual basis. The College's main source of revenue is member dues, which has declined significantly as a source of income in recent years. For example, revenue from member dues was \$147,191 in 2016 and \$87,785 in 2019, a more than 40% decline over just 3 years. For most of the past decade, the costs associated with the College's annual meeting have exceeded the revenue generated by the meeting, so from a financial vantage point, the annual meeting has been a net loss. Accordingly, it is critically important for the College's long-term survival that the College commit itself to a balanced budget and to living within its mean.

The College's most significant expense historically has been the cost of its outside management company. In addition, however, the College regularly incurs other expenses including the cost of auditors, the cost of the CME accreditation organization (ACCME), and the cost of insurance premiums. Accordingly, it is important that the Board not commit the College to any contract which, based on the College's current budget, it cannot afford.

TEXT OF PROPOSED AMENDMENT

Neither the President, the Executive Committee, nor the Board of Governors shall commit the College to any contract with an outside management company that, on an annual basis, exceeds 75% of the College's revenue from member dues from the previous calendar year.

2. AMENDMENT TO BYLAWS REGARDING THE ROLE OF GENERAL COUNSEL

Background. The College's Bylaws currently do not make any reference to a position known as "General Counsel." Historically, some Presidents have appointed a "General Counsel" mainly to serve as an informal advisor on legal

matters applicable to the College. Because the Bylaws make no reference to such a position, the Bylaws Committee recommends that the following section shall be added to the Bylaws as Section 5.12 to provide clarification about the manner in which an individual may be appointed as General Counsel, the manner in which an individual may be terminated as General Counsel and to provide clarity regarding the General Counsel's authority and scope of responsibility.

TEXT OF PROPOSED AMENDMENT

5.12 General Counsel

The President may, at his or her discretion, appoint a member of the College to serve as "General Counsel." The appointment of and/or dismissal of the General Counsel rests exclusively with the President. Any individual serving as General Counsel should be an active member of one of the state bars in the United States. The General Counsel shall serve primarily as an informal legal advisor to the Executive Committee and the Board of Governors. In the absence of a specific resolution by a majority of the Board of Governors, the General Counsel shall have no authority to conduct business on behalf of the College or to interact with third parties on the College's behalf. The Board of Governors can authorize the General Counsel to perform certain tasks or to take certain actions on behalf of the College, but any such authorization shall be specific and shall be documented in the Board of Governors' meeting minutes.

3. AMENDMENT TO BYLAWS TO CLARIFY ABILITY OF EMERITUS FELLOWS TO BE REINSTATED AS ACTIVE FELLOWS

Background. From time to time, Emeritus Fellows of the College may wish to contribute to the College as a Committee Chair, Officer, or Governor. Currently, the Bylaws are silent on whether an Emeritus Fellow, upon payment of dues, is able to be reinstated as an Active Fellow. Because Emeritus status is intended as a position of honor and not a badge of senility, there is no logical reason why someone who has been a member long enough to earn Emeritus status should not be able to serve the College in a leadership role if he or she is willing to pay his or her dues.

TEXT OF PROPOSED AMENDMENT

Under Section 1.2.1 – Emeritus Fellow [Add after first paragraph]

An Emeritus Fellow of the College shall have the right to be reinstated as an Active Fellow of the College at any time upon payment of current Fellow dues.