

**BYLAWS**  
of the  
**Southern Oregon Providers Association,**  
**a Chapter of Northwest Medicine United, AFT Local 6552**

**ARTICLE 1**  
NAME OF CHAPTER

This organization shall be known as the Southern Oregon Providers Association, a Chapter of Northwest Medicine United, AFT Local 6552.

**ARTICLE 2**  
DEFINITION AND PURPOSE

- Section 1.** This organization is a chapter of Northwest Medicine United, AFT Local 6552 (hereinafter, NWMU) vested with all the rights, privileges, obligations, and responsibilities set forth in Article VII of the NWMU Constitution.
- Section 2.** The purpose of this organization shall be to advance the interests and build the collective power of the NWMU members who belong to the chapter

**ARTICLE 3**  
FUNCTIONS

This organization shall act in concert with NWMU to:

- Section 1.** negotiate and administer the collective bargaining agreement between NWMU and Providence Medford Medical Center;
- Section 2.** protect and defend the interests of the NWMU members who belong to this chapter;
- Section 3.** act in solidarity with and in support of NWMU members and other working people when such action is called for by NWMU leadership; and
- Section 4.** advance the interests of patients and health professionals in our community and throughout the Northwest.

**ARTICLE 4**  
CHAPTER MEMBERSHIP

- Section 1.** All NWMU members employed as full-time and regular part-time Physicians, Advanced Practice Registered Nurses and Physician Associates who are employed in the Emergency Department and are represented by the NWMU at Providence Medford Medical Center and its acute care hospital in Medford, OR, are members of this organization.
- Section 2.** Membership in good standing of this organization shall be defined by application of the standard set forth in Article III, § 4 of the NWMU Constitution.

**Section 3.** This organization shall abide by the non-discrimination provisions set forth in Article III, § 2 of the NWMU Constitution.

## **ARTICLE 5**

### **ELECTION OF CHAPTER OFFICERS**

**Section 1.** Elections shall be conducted in compliance with the terms of the Labor-Management Reporting and Disclosure Act of 1959, the AFT Constitution, and the NWMU Constitution.

**Section 2.** Chapter officers shall be elected in March of odd years. Terms of office shall be two (2) years. The organization will elect the following officers:

- Chapter Chairperson
- Chapter Vice Chair
- Chapter Secretary-Treasurer

**Section 3.** To be eligible for office, a person must be a member in good standing of NWMU for a period of six (6) months prior to the date of the election.

**Section 4.** The Chapter Elections Committee shall conduct all elections for the Chapter.

- a. The Chapter Elections Committee shall consist of three (3) members in good standing appointed by the Chapter Chairperson with the approval of the membership at the fourth (4<sup>th</sup>) quarter Chapter membership meeting every year. The Chapter Elections Committee shall elect its chair.
- b. Any member of the Chapter Elections Committee nominated for or seeking office must vacate their position and be replaced by a member nominated by the Chapter Chairperson and approved by the Chapter Board.

**Section 5.** Nominations Process

- a. Thirty (30) days prior to the date of the election, the Chapter Elections Committee shall provide notice to all members via first class U.S. Mail to the members' last known home address. Such notice shall include, at a minimum, the following information:
  - 1. nominations are open as of the date of the notice;
  - 2. the title of all offices to be filled and their term of office;
  - 3. the petition requirements for nomination, as specified in subsection b of this section;
  - 4. the date and time by which nomination petitions are due and the means by which they are to be returned; and
  - 5. the date of the election.

- b. To be nominated a candidate must submit to the Chapter Elections Committee a petition containing the signatures of ten (10) percent of the membership, or five (5) members, whichever is less. Said petitions must be submitted no later than ten (10) days following the notice of the opening of nominations.
- c. Members nominated to run for office must affirmatively accept their nomination.
- d. The Chapter Elections Committee shall determine whether the nominees are eligible for office according to the terms of these Bylaws.

**Section 6.** Elections Process

- a. At least fifteen (15) days prior to the date of election, the Chapter Elections Committee shall notify all members of the election date and the candidates for office.
- b. The Chapter Elections Committee shall conduct the election. The vote shall be by secret ballot. A plurality of the ballots cast shall determine the outcome of the election. In case of a tie, the election shall be determined by lot.
- c. Candidates must be nominated in order to stand for election. No write-in votes shall be permitted. In the event that there is only one (1) nominated candidate for an elected office, no election shall be held, and the candidate shall be declared elected by acclamation.
- d. The Chapter Elections Committee shall oversee the ballot count and the results shall be announced prior to the conclusion of the process.

**Section 7.** Challenges and objections to the election must be submitted in writing, with a statement of supporting reasons that includes specific facts as well as any documentation, to the Chapter Elections Committee within five (5) days of the count. The Chapter Elections Committee shall issue its written opinion regarding the objections no later than ten (10) days after receipt of such objections. Decisions may be appealed to the NWMU Executive Board.

**Section 8.** The election results will be published and distributed to the membership within thirty (30) days of the count. All elections materials will be kept in a secure location for one (1) year.

**Section 9.** Elected candidates shall assume office upon election.

**Section 10.** With the exception of the Chapter Chairperson, or in case of a recall, the Chapter Board will have the power to fill vacancies in its membership until the next general election of officers.

- Section 11.** A petition signed by forty-five percent (45%) of the membership, and alleging constitutional violations, fiduciary breaches or acts clearly detrimental to the union, shall be sufficient to require the NWMU Executive Board to vote on whether to order a recall election of the Chapter officer identified in the petition. Any NWMU Executive Board member signing the petition shall not vote on the question of a recall election. If a majority of the NWMU Executive Board votes to approve a recall election, the Chapter Elections Committee shall supervise the recall election with the advice and assistance of the NWMU Elections Committee.

## **ARTICLE 6**

### **DUTIES OF CHAPTER OFFICERS**

- Section 1.** Three general officers of this organization shall be elected from among the membership in accordance with the terms of Article 5 of these Bylaws. The general officers of this organization are the: Chapter Chairperson, Chapter Vice Chair, and Chapter Secretary-Treasurer. These three general officers shall constitute the Chapter Board of this organization.

- Section 2.** The term of office for the general officers of this organization shall be two (2) years.

- Section 3.** Chapter Chairperson

The Chapter Chairperson shall:

- a. be the primary elected officer of the organization and primary point of contact with the employer and public officials in relation to the business of this organization;
- b. serve on the NWMU Executive Board by virtue of office and be the primary point of contact for NWMU leadership and staff;
- c. preside at all meetings of the membership and Chapter Board and be an *ex-officio* member with voting privileges on all committees except the Chapter Elections Committee;
- d. appoint, subject to confirmation by the Chapter Board, members and chairpersons of Chapter committees, unless otherwise specified in the NWMU Constitution, NWMU policy, or these Bylaws;
- e. ensure that all amendments to these Bylaws are considered for adoption in accordance with the terms set forth in Article VII, § 4 of the NWMU Constitution;
- f. consult and coordinate with the NWMU President on a regular and ongoing basis and keep them regularly apprised of the dates, times, and locations of all Chapter Board and membership meetings;
- g. make an annual report to the organization's membership;

- h. perform other tasks and discharge other responsibilities set forth in the NWMU Constitution, these Bylaws, or as directed by NWMU leadership; and
- i. be able to delegate the responsibilities of the office except where otherwise specified by these Bylaws.

**Section 4.** Chapter Vice Chair

The Chapter Vice Chair shall:

- a. assume the duties of the Chapter Chairperson in the event of their absence, illness, or death;
- b. consult and coordinate with the NWMU Vice President on a regular and ongoing basis; and
- c. perform other tasks and discharge other responsibilities assigned by the Chapter Chairperson.

**Section 5.** Chapter Secretary-Treasurer

The Chapter Secretary-Treasurer shall:

- a. record and retain minutes of all meetings of the Chapter Board and membership meetings;
- b. preserve and maintain the files of this organization;
- c. maintain an up-to-date membership roll and, assist NWMU leadership with the maintenance of current and accurate membership information;
- d. coordinate the transmission or posting of membership meeting notices and other correspondence to the membership under the direction of the Chapter Chairperson;
- e. serve as the Chapter Board's point of contact for the Chapter Elections Committee;
- f. in compliance with the provisions of Article VII, § 10 of the NWMU Constitution, transmit the following documents and materials to the NWMU on a regular basis:
  - 1. a copy of the Chapter's bylaws and any amendments thereto;
  - 2. a list of Chapter officers, forwarding changes to the NWMU as soon as possible after the changes occur;
  - 3. the results of each regularly held democratic election conducted by this organization;

- g. compile and maintain this organization's Policies & Procedures Book in accordance with the terms of Article 11, § 2 of these Bylaws;
- h. send all minutes of Chapter and membership meetings to the NWMU Secretary and consult and coordinate with them on a regular and ongoing basis;
- i. oversee the work of, and receive and certify the reports of, the Chapter Elections Committee;
- j. coordinate requests for NWMU financial expenditures with the Chapter Chairperson and the NWMU Treasurer;
- k. perform other tasks and discharge other responsibilities assigned by the Chapter President.

## **ARTICLE 7**

### **CHAPTER BOARD**

**Section 1.** The Chapter Board of this organization shall consist of the three general officers listed in Article 5, § 2 of these Bylaws.

**Section 2.** The Chapter Board shall be empowered to transact business consistent with the terms of Article VII of the NWMU Constitution. Pursuant to section 5 of that Article, all actions taken by the Chapter Board shall be consistent with the policies, philosophy, and welfare of the NWMU.

**Section 3.** The Chapter Board shall meet regularly, no less than four (4) times per year. Special meetings may be called with one (1) week notice by the Chapter Chairperson, the NWMU President, or two (2) or more members of the Chapter Board. Any business that may properly be brought before a regular meeting may be brought before a special meeting. The quorum for any meeting of the Chapter Board shall be a majority of its members. Consistent with the terms of Article VII, § 11 of the NWMU Constitution, any NWMU officer may attend any meeting of the Chapter Board.

**Section 4.** In accordance with Article VII, § 8 of the NWMU Constitution the Chapter Board shall select a collective bargaining committee from among the membership of this organization. The Chapter Board may seek the assistance of NWMU leadership to complete this process. The committee's functions shall include:

- a. recommendation of contract bargaining proposals;
- b. negotiation of collective bargaining agreements with the employer of the Chapter's members, in consultation with NWMU leadership; and
- c. administration of the collective bargaining agreement after ratification of the agreement by the Chapter membership. Unless directed by the NWMU, or

for other just and sufficient cause, this function shall be transferred to the Chapter Board upon ratification of a collective bargaining agreement.

- Section 5.** The Chapter Board shall, in accordance with Article VII, § 8 of the NWMU Constitution, make recommendations to the NWMU Executive Board concerning the advancement of grievances to arbitration.
- Section 6.** The Chapter Board shall approve the chairperson and membership of all standing and special committees of the organization, except the Chapter Elections Committee, and receive regular reports from such committees.
- Section 7.** The Chapter Board shall ensure that an election for the general officers of this organization is held every two (2) years according to the provisions of Article 5 of these Bylaws. The Chapter Board shall have the power to fill vacant officer positions, other than the office of Chapter Chairperson, on an acting basis until the next regularly scheduled election.
- Section 8.** The Chapter Board shall schedule and determine the agenda for the Membership Meeting to be held on a quarterly basis throughout the year.
- Section 9.** The Chapter Board shall ensure that the documents and materials listed in Article VII, § 10 of the NWMU Constitution are transmitted to the NWMU on a regular basis.

## **ARTICLE 8**

### **CHAPTER COMMITTEES**

- Section 1.** The following shall be the standing committees of this organization:
- a. The Collective Bargaining Committee shall be constituted according to the terms of Article 7, § 4 of these Bylaws and shall serve the functions therein described.
  - b. The Chapter Elections Committee shall be constituted according to the terms of Article 5, § 4 of these Bylaws and shall serve the functions therein described.
  - c. The Chapter Organizing & Mentorship Committee shall develop programs and activities that shall cause all eligible persons to join and participate in the organization. It shall also identify the professional and work-related educational and training needs of the membership and develop programs and activities that meet said needs, taking into consideration the resources of the organization's affiliates.
- Section 2.** The Chapter Board, on its own initiative or at the direction of the Membership Meeting or the NWMU Executive Board, may establish special committees.
- a. The Chapter Chairperson shall appoint and the Chapter Board shall approve the chairperson and membership of all special committees of this

organization. The Chapter Board shall receive regular reports from committees and may direct committees to make reports to the Membership Meeting.

- b. The charge, role, and responsibilities of special committees shall be established via policies adopted by the Chapter Board or the NWMU Executive Board, which may be amended or revised from time-to-time.
- c. A quorum for the transaction of business by a special committee shall be fifty-percent (50%) of its members.

## **ARTICLE 9**

### **MEMBERSHIP MEETING**

**Section 1.** The legislative power of this organization shall be vested in the Membership Meeting. Unless otherwise stated in these Bylaws, action items shall require a simple majority of votes cast for adoption at the Membership Meeting.

The Membership Meeting shall:

- a. receive and approve reports and vote on resolutions to guide the policy of the organization;
- b. consider agenda items within the purview and authority of the membership of this organization; and
- c. consider and approve amendments to these Bylaws consistent with the provisions of Article VII, § 4 of the NWMU Constitution.

**Section 2.** The Membership Meeting shall meet quarterly at a predetermined time and place designated by the Chapter Chairperson upon the advice of the Chapter Board. Special meetings may be called by the Chapter Chairperson, by a majority of the Chapter Board or by petition to the Chapter Board of ten percent (10%) of the members in good standing. Notice of meetings shall be circulated to all members in advance.

**Section 3.** Quorum for the Membership Meeting shall be twenty percent (20%) of the membership of the organization.

**Section 4.** All action taken by the Membership Meeting shall be consistent with the policies, philosophy, and welfare of the NWMU. In accordance with the provisions of Article VII, § 11 of the NWMU Constitution, NWMU officers or their designees shall be permitted to attend any Membership Meeting and shall be provided time on the agenda upon request.

## **ARTICLE 10**

### **CONTRACT RATIFICATION**

Consistent with the terms of Article VII, § 8 of the NWMU Constitution, the right to ratify collective bargaining agreements with the employer of this chapter's members shall be reserved to the



membership. Any policy governing ratification by Chapter membership adopted by the NWMU Executive Board shall govern the ratification process. The Chapter Board may adopt a process for ratification consistent with any such policy.

## **ARTICLE 11**

### **RULES OF ORDER**

- Section 1.** The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, the NWMU Constitution, and any policies that the Chapter Board or the NWMU Executive Board may adopt.
- Section 2.** This organization shall compile and maintain a Policies & Procedures book which contains all policies adopted by the Chapter Board and resolutions adopted by the Membership Meeting. The Chapter Secretary-Treasurer shall keep the book current and it may be maintained in electronic format. Access to the book shall be granted to NWMU leadership upon request.

## **ARTICLE 12**

### **COMPLIANCE WITH NWMU CONSTITUTION & AVAILABILITY OF CHAPTER BYLAWS**

- Section 1.** Consistent with the provisions of Article VII, § 4 of the NWMU Constitution, in case of any conflict between these Bylaws and the NWMU Constitution, the NWMU Constitution shall prevail.
- Section 2.** These Bylaws shall be provided to all officers of this organization upon election. Any member in good standing of this organization shall be entitled to receive a copy of these Bylaws upon request.
- Section 3.** Pursuant to Article VII, § 10(a) of the NWMU Constitution, a copy of these Bylaws and any amendments thereto shall be promptly transmitted to the NWMU upon adoption.

## **ARTICLE 13**

### **AMENDMENT**

- Section 1.** The process of amendment of these Bylaws may be initiated in any of the following three (3) ways:
- a. The Chapter Board may vote to present amendments for consideration at the Membership Meeting.
  - b. Thirty percent (30%) or more of the total membership of this Chapter may present via petition amendments for consideration at the Membership Meeting.
  - c. The NWMU Executive Board may vote to present amendments for consideration at the Membership Meeting.

- Section 2.** All proposed amendments must be sent to the Chapter Secretary-Treasurer no later than sixty (60) days prior to the scheduled date of the next Membership Meeting. Upon receipt, the Chapter Secretary-Treasurer shall transmit all amendments initiated pursuant to subsections a and b of section 1 of this Article to the NWMU Executive Board for review in accordance with the provisions of Article VII, § 4 of the NWMU Constitution.
- Section 3.** The Chapter Secretary-Treasurer shall transmit all proposed amendments that have received the approval of the NWMU Executive Board to the membership of this organization at least thirty (30) days prior to the next Membership Meeting.
- Section 4.** A quorum for any Membership Meeting at which proposed Bylaws amendments are to be considered and adopted shall consist of twenty-five (25) percent of the members in good standing of this Chapter.
- Section 5.** Proposed amendments shall be considered for adoption at the Membership Meeting and the votes of two-thirds (2/3) of the members present and voting shall be required for adoption of an amendment.

These Chapter Bylaws were approved by the Executive Board of Northwest Medicine United, AFT Local 6552, on April 17, 2025, and adopted by the membership of this Chapter in a duly called and constituted meeting on **Date of Adoption by Chapter Membership Meeting.**

Amendments	<u>Date of Approval by NWMU Executive Board</u>	<u>Date of Adoption by Membership</u>
	_____	_____
	_____	_____
	_____	_____
	_____	_____
	_____	_____

2025 NWMU Executive Board

Charlotte Yeomans, MD. President.  
 Marc Zarraga, MD. Vice President.  
 Stan Atkin, MD PhD. Secretary.  
 Joshua Salter, MD. Treasurer.