

SUBJECT: Proposed Amendment to the American College of Osteopathic Family Physicians (ACOFP) Bylaws to Eliminate Outside Organizations from Approving Changes to the ACOFP Bylaws

SUBMITTED BY: ACOFP Board of Governors

REFERRED TO: 2022 American College of Osteopathic Family Physicians (ACOFP) Congress of Delegates

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RESOLUTION NO. 28

1 WHEREAS, the American College of Osteopathic Family Physicians (ACOFP) is an independent  
2 organization and is incorporated in the State of Illinois; and  
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4 WHEREAS, the American Osteopathic Association (AOA) is an independent organization and is  
5 incorporated in the State of Illinois; and

6 WHEREAS, the ACOFP and the AOA have entered into an AOA Affiliation Agreement for certain  
7 common purposes, such as to demonstrate and confirm their mutual desire to promote the  
8 profession and advance the livelihood of osteopathic physicians; and  
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10 WHEREAS, the recent AOA Affiliation Agreement was signed by the ACOFP on December 2,  
11 2020 and the AOA on July 15, 2021; and  
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13 WHEREAS, the AOA Affiliation Agreement recognizes each organization as being a separate  
14 corporate entity; and  
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16 WHEREAS, the AOA Specialty Affiliation Agreement recognizes it shall remain in effect as long  
17 as both parties mutually agree to be affiliated; and  
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19 WHEREAS, the AOA Specialty Affiliation Agreement recognizes AOA's right to review affiliate  
20 bylaw changes/amendments to ensure that they comport with AOA bylaws; and  
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22 WHEREAS, constitution and bylaw amendments passed by the ACOFP Congress of Delegates  
23 are currently delayed from being implemented by several months until reviewed by the  
24 AOA, as was the case with approval of MD physicians applying to be ACOFP members,  
25 which adversely impacted the timeliness of implementing these important membership  
26 classification changes; and  
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28 WHEREAS, ACOFP appears to be the last specialty college with this AOA provision in their  
29 bylaws; and  
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31 WHEREAS, other specialty colleges polled through the Society of Osteopathic Specialty  
32 Executives (SOSE) in December 2021 have removed any requirement to submit bylaws

33 changes to the AOA and await their approval prior to implementation, or this provision  
34 was never in their bylaws; and

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36 WHEREAS, the ACOFP was unable to amend the recent AOA Affiliation Agreement, like other  
37 specialty colleges did, because ACOFP's current bylaws dictate that constitution and  
38 bylaw changes will not be implemented until AOA approves them; and

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40 WHEREAS, the ACOFP retains the ability to share constitution and bylaw changes with the AOA  
41 in the spirit of transparency and to ensure continued, positive organizational alignment  
42 for the purposes of the affiliation agreement even if this is not spelled out in the ACOFP  
43 Constitution and Bylaws; and

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45 WHEREAS, AOA's bylaws state they are to review affiliate constitution and bylaws changes to  
46 ensure they are not in conflict with AOA and yet they also offer edits to ACOFP resolution  
47 amendments passed by the ACOFP Congress of Delegates which may not be changed by  
48 the AOA after an affirmative vote without another act of ACOFP's Congress of Delegates  
49 further delaying implementation of the passed constitution and bylaw amendments; and

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51 WHEREAS, the ACOFP will amend the affiliation agreement should this resolution pass; and

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53 WHEREAS, ACOFP's legal counsel reviewed this resolution and supported its consideration by  
54 Congress; and

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56 WHEREAS, the Constitution of the ACOFP Article V – Congress of Delegates, states “The  
57 Congress of Delegates shall be the policy-making and legislative body of the College, and  
58 shall perform such functions as set forth in the bylaws”; now, therefore be it

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60 RESOLVED, that the American College of Osteopathic Family Physicians (ACOFPP) Bylaws,  
61 Article XVI- AMENDMENTS, Section 2 be deleted.

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63 (old material crossed out)

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65 **ARTICLE XVI – AMENDMENTS**

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67 ~~**Section 2. Approval**~~  
68 ~~An amendment to these Bylaws shall not be effective until they are submitted to and approved~~  
69 ~~by the Board of Trustees of the AOA.~~

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71 FINAL ACTION: APPROVED as of March 16, 2022

Explanatory Statement:  
Should the other constitution and bylaws resolutions presented to the 2022 ACOFP Congress of Delegates pass and not be approved by AOA in an expeditious fashion, these changes could take an extra year to implement depending on when ACOFP receives approval and where the organization is at with regard to the call for nomination process.