

**STANDING RULES
OF THE
RICHMOND ACADEMY OF MEDICINE ALLIANCE FOUNDATION, INC.**

Mission Statement:

The mission of the Richmond Academy of Medicine Alliance Foundation, also called the RAMA Foundation (hereafter “the Foundation”) is to promote friendship and support to the medical community; support medical education; and support local health programs that improve the lives of individuals in our community.

Mailing Address:

Richmond Academy of Medicine Alliance Foundation
PO Box 70933
Richmond, VA 23255-0933

History:

The RAMA Foundation was formally created in 1984 as the charitable entity of the Richmond Academy of Medicine Alliance, Inc. (RAMA), the sole Foundation member. It evolved from the longstanding tradition of charitable giving of the Alliance since its inception in 1923. The RAMA Foundation operated exclusively for educational and charitable fundraising purposes as designated by the Philanthropic Evaluation committee of RAMA until May 2019, when the RAMA membership organization dissolved. The RAMA Foundation was reorganized to become a standalone charitable organization with an independent board and continues the legacy of promoting friendship and support to the medical community; supporting medical education; and supporting local health programs that improve the lives of individuals in our community.

Legacy Logo:



Fiscal and Operating Year:

The fiscal year runs from July 1st through June 30th. The operating year runs from annual meeting to annual meeting. Newly installed Directors take office at the end of the annual meeting in May. The interim time period allows outgoing Directors and newly installed Directors to work together to finalize annual projects and programs, the outgoing Secretary to complete the annual minutes, and the outgoing Treasurer to prepare the books for annual review in July.

Archives:

The archives for RAMAF are located at:

- Tompkins-McCaw Library at VCU: minutes, financials, directories, governance, operational documents, and photos relevant to the RAMA/RAMAF organizations
- Contact Jodi Koste, Head Archivist at jlkoste@vcu.edu or 804 828-9898

- Virginia Historical Society: publications related to the RAMA/RAMAF Antique Show
- Library of Virginia: historical items relevant to the RAMA/RAMAF organizations

Meetings:

Meetings may be held on the third Wednesday of the month at 1pm in the RAM conference room, from September through May, but in no event less than quarterly.

Membership, Dues and Voting:

All members of the Richmond Academy of Medicine Alliance as of May 2019 are eligible for membership in the new Foundation organization. Additional members are invited to join if sponsored by both the Membership Chair and another member.

Dues will be \$xx for the year and are payable to the Treasurer at the beginning of the fiscal year. Members may make a charitable donation in addition to their dues. Dues are not pro-rated for members joining later in the year.

The full membership will vote on Directors, amendments to the Articles of Incorporation and Bylaws, and the removal of a Director from office. All other matters will be decided by a majority vote of the Board of Directors, unless prohibited by Virginia law.

Board of Directors:

1. The Board of Directors will meet within forty-five days following the Annual Meeting. At the meeting, they will:

- A. determine a fundraising event for the year
- B. review/modify the Standing Rules
- C. create a budget for the year
- D. designate one of seven Directors to regularly check the mailbox
- E. ensure that one Director serves as liaison to the Richmond Academy of Medicine
- F. appoint other committee chairs

2. The Board of Directors will be composed of seven Directors: President, Vice President, Secretary, Treasurer, Philanthropic Evaluation Chair, Membership Chair, and Parliamentarian.

3. The Board of Directors may appoint a Chair for each of the following committees, which will operate independently from the Board: Book Club, Social, and Webmaster.

4. The Board of Directors will review and approve minutes within one week of each meeting. This may be done electronically. Minutes will be available on request to any member.

5. The President will:

- A. create additional committees as needed
- B. assemble agendas and preside over all meetings, unless otherwise delegated
- C. coordinate all activities of the Foundation
- D. arrange for a review of the Treasurer's books after the close of the fiscal year of which she/he was President
- E. ensure that all appropriate records are archived after the end of the fiscal year
- F. vote only in the case of a tie
- G. serve as an Ex-Officio Director after her/his term as President is completed
- H. research and propose to the Board a fundraising event
- I. implement the agreed upon event (secure venue, negotiate contracts, solicit volunteers, etc.)
- J. sign checks on behalf of the Foundation

6. The Vice President will:
 - A. prepare agenda and conduct meetings in the absence of the President
 - B. work closely with the President to learn her/his duties with the intention of succeeding the President
 - C. be responsible for event fundraising, building sponsorships and community partnerships

7. The Secretary will:
 - A. take, distribute to the Board, and keep a written record of minutes of all meetings
 - B. provide a copy of minutes for the archives at the close of the fiscal year
 - C. ensure that the Foundation maintains appropriate insurance coverage, including D & O (Directors and Officers) liability coverage
 - D. appoint a three member Nominating Committee in January which she/he may serve on
 - E. inform members of opportunities and needs of the Foundation

8. The Treasurer will:
 - A. be custodian of all funds of the Foundation, and submit monthly financial reports to the Board of Directors
 - B. collect membership dues
 - C. pay bills as budgeted or authorized by the Board
 - D. be responsible for completion of all required government forms (SCC, IRS etc.)
 - E. ensure insurance and PO Box fees are paid
 - F. present the financial records for verification following the end of the fiscal year
 - G. provide a copy of all financial records for the archives following the end of the fiscal year
 - H. sign checks on behalf of the Foundation

9. The Philanthropic Evaluation Chair will:
 - A. research and propose to the Board beneficiaries for the funds from the fundraising event
 - B. ensure that the agreed upon beneficiaries receive funds after the event
 - C. maintain all paperwork relating to the beneficiaries
 - D. follow up with beneficiaries to ensure that funds were used appropriately

10. The Membership Chair will:
 - A. maintain a list of all members and their contact information
 - B. recruit new members
 - C. distribute to the membership an electronic directory

11. The Parliamentarian will:
 - A. have available a copy of Roberts Rules of Order at all meetings
 - B. advise on all issues of parliamentary procedure
 - C. keep a record of the current version of the Bylaws and Standing Rules
 - D. suggest/direct changes to the Bylaws and Standing Rules

Committee Chairs:

1. The Book Club Chair will:
 - A. organize the activities of the book club
 - B. provide to the Board of Directors the dates/times/places of meetings and books under discussion for dissemination to members

3. The Social Chair will:
 - A. arrange social opportunities for the membership
 - B. provide to the Board of Directors the dates/times/places of planned activities for dissemination to members

4. The Webmaster will:

A. maintain the website at ramaf.org

B. maintain or delegate administration of the Foundation Facebook account

Removal from Office:

Any Director or Committee Chair may be removed from office at any meeting by majority vote of a quorum of members present with not less than sixty (60) days' notice. A replacement for the Director or Committee Chair may be appointed by the Board of Directors.

Distribution of Funds:

All monies raised from any Foundation fundraising shall be distributed only to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code of 1968 that meet our objectives as stated in Article II of the Bylaws, and as decided by the Board of Directors, in its sole discretion. None of the funds shall inure to the benefit of individual members.

Amending the Standing Rules:

These Standing Rules may be amended at any time by majority vote of a quorum of the Board of Directors members at a meeting held not less than ten (10) days nor more than sixty (60) days before the date of the meeting. The Board will post copies of the current Bylaws and Standing Rules on the Foundation's web site.

EFFECTIVE DATE: MAY 23, 2019