

BYLAWS  
Of the  
REVIEW PANEL FOR NOMINATING CERTAIN MEMBERS OF THE NORTH CAROLINA  
MEDICAL BOARD TO THE GOVERNOR OF NORTH CAROLINA (“Review Panel”)

ARTICLE I  
OFFICES

Section 1. Principal Office. The Review Panel shall have its principal office in North Carolina.

ARTICLE II  
REVIEW PANEL POWERS

Section 1. General Powers. The Review Panel has all general powers, including those conferred by N.C.Gen.Stat.§ 90-2 and 90-3.

Section 2. Purpose. The Review Panel shall review all applicants for the physician positions (except for the seat reserved under N.C.Gen.Stat.§ 90-2(a)(2)(a)) and the physician assistant or nurse practitioner position on the North Carolina Medical Board (NCMB).

Section 3. Agreements. The Review Panel shall have the authority to enter into agreements, including an agreement with the NCMB for reimbursement and accounting of its reasonable expenses. The Review Panel shall have the authority to enter into a contract for the provision of administrative services as required by statute.

ARTICLE III  
MEETINGS OF THE REVIEW PANEL

Section 1. Meetings. Meetings will be called as needed to comply with the requirements of N.C.Gen.Stat.§ 90-2 and 90-3. Meetings of the Review Panel may be called by the Chair, or in the event of the unavailability of the Chair, by the Vice-Chair.

Section 2. Notice of Meetings to the Public. Notices of meetings shall be given as required by law.

Section 3. Quorum. A quorum of the Review Panel is a majority of the members.

Section 4. Manner of Acting. Except as otherwise provided herein, the Review Panel acts by simple majority vote of the members present at a meeting at which there is a quorum.

Section 5. Participation by Conference Telephone. The Review Panel may meet by electronic means to the maximum extent permitted by law, including telephonic conference for administrative matters. However, all interviews must be conducted in person.

5.a For the calendar year 2020 an exception will be made to allow interviews to be conducted via video conferencing due to the Coronavirus global pandemic.

Section 6. Notice of Meetings to Review Panel Members. The Chair shall give at least thirty (30) days' notice of upcoming meetings. This requirement may be waived if there is unanimous decision by the full Review Panel to hold a meeting upon shorter notice.

Section 7. No proxies. The use of proxies is not permitted.

Section 8. Recusal. A Review Panel member who has a personal, financial, or otherwise substantial relationship with an applicant or who otherwise is biased shall recuse himself or herself from all discussion and voting related to that applicant.

#### ARTICLE IV

##### MEMBERSHIP

Section 1. Delegates to Review Panel. Members of the Review Panel shall be appointed for a one year term, from January 1 through December 31, by the organization they are representing.

Section 2. Notice of Appointment. Each year, by November 30, each organization responsible for appointing Review Panel members shall submit the name and contact information of the Review Panel members in writing to the administrative agency responsible for the affairs of the Review Panel.

Section 3. Vacancies. In the event of a vacancy, the organization responsible for appointing the Review panel member shall provide the name and contact information of the person who will fill the remainder of the one-year term.

#### ARTICLE V

##### OFFICERS

Section 1. Officers of the Board. The officers of the Review Panel shall consist of a Chair and a Vice-Chair.

Section 2. Election and Term. Officers are approved when a majority of the quorum of the Review Panel votes in favor of each candidate. Elections are to be held before January 31 of each year. The term of office expires January 31 of the year elected or until a successor is named.

Section 3. Vacancies. In the event that the Chair fails to serve out his or her term for whatever reason, then the Vice Chair shall assume the office of Chair and hold the office of Chair for the remainder of the former Chair's term. A Vice Chair will be elected at the next regular or called meeting.

In the event the Vice Chair fails to serve out his or her term for whatever reason, the vacancy shall be filled as provided in Article V, Section 2.

Section 4. Removal. Any officer may be removed from office by a vote of a majority of the total membership of the Review Panel at any time for good cause shown.

Section 5. Chair. The Chair shall be the principal executive officer of the Review Panel. The Chair shall, when present, preside at all meetings of the Review Panel. The Chair shall sign documents for the Review Panel.

Section 6. Vice Chair. The Vice-Chair shall, in the absence or disability of the Chair, have all the authority and perform the duties of the Chair.

## ARTICLE VI ADMINISTRATIVE SERVICES

Section 1. Administrative Services. The Review Panel shall contract for the independent administrative services needed to complete its functions and duties. 180-days prior to the end of the initial term of the existing Management Agreement and each subsequent automatic renewal, the Review Panel shall review the contract for Administrative services. The North Carolina Medical Board shall provide funds to pay the reasonable cost for the administrative services of the Review Panel.

## ARTICLE VII GENERAL PROVISIONS

Section 1. Fiscal Year. The fiscal year of the Review Panel shall be January 1 until December 31.

Section 2. Amendments. Except as otherwise provided herein or by applicable law, these Bylaws may be amended or repealed and new bylaws may be adopted after a thirty (30) day notice by a vote of two-thirds (2/3) of the total membership of the Review Panel.

Section 3. Rules of Order. To the extent that matters of procedure are not addressed in these Bylaws or in applicable sections of the North Carolina General Statutes or North Carolina Administrative Code, the Review Panel shall follow parliamentary procedure as set forth in The Standard Code of Parliamentary Procedure, 4<sup>th</sup> Edition, by Alice Sturges (McGraw Hill, Inc. 2001).

## ARTICLE VIII DISSOLUTION

Pursuant to §55-14-01 of the General Statutes of North Carolina, upon dissolution of the Review Panel, appropriate notice will be filed with the NC Department of the Secretary of State, and at such time all material assets of the Review Panel will be returned to the North Carolina Medical Board within a reasonable period of time as mutually agreed.

[final per Hemphill 05/08/08]

[amended in Article V at August 23, 2008 meeting]

[amended multiple sections at January 17, 2018 meeting]

[amended to add Article VIII Dissolution April 1, 2020 vote]

[amended to add Article III, Section 5.a, virtual meeting, 2020 vote]