

# BYLAWS OF THE FLORIDA NEUROSURGICAL SOCIETY

## Article I: NAME

This organization shall be known as the “Florida Neurosurgical Society”, incorporated under the Laws of the State of Florida as a non-profit scientific organization.

## Article II: PURPOSE

It shall be the purpose of this Corporation to promote and encourage the organization and professional association of duly licensed doctors of medicine in the State of Florida who are specializing in neurological surgery; to promote in all respects, the medical practice, continuing education and advancement of the discipline of neurological surgery, to promote scientific and professional exchange between members of this Society; to maintain and strive constantly to improve the high quality of neurosurgical care for the people of the State of Florida; to encourage rapid dissemination of knowledge concerning advances in neurosurgical techniques and diagnostic methods; to promote in all respects, through meetings, seminars and publications, the purposes of the Society and to create a specialty medical society that can represent its membership in all matters of direct concern to them.

## Article III: MEMBERSHIP

### Section 1:

Membership in this Society is a privilege and is contingent upon compliance with the requirements specified in these Bylaws. No person shall be accepted or continued as a member of this Society unless the individual is of good moral character and adheres to the ethical standards of the medical profession. No person shall be accepted for membership unless the individual meets the above requirements and is at the time practicing in accordance with the principles of this Society as stated in these Bylaws.

### Section 2: CATEGORIES OF MEMBERSHIP:

The categories of membership of this Society are as follows: Honorary, Active, Associate, Inactive, Resident, and Affiliate.

### Section 3: REQUIREMENTS OF MEMBERSHIP:

The requirements for eligibility in various categories of membership are:

1) **Honorary.** Neurological surgeons or other individuals who have rendered faithful service to the Society or who have attained exceptional eminence in neurological surgery or related fields may be elected to Honorary Membership.

2) **Active.** Active membership shall consist of physicians and surgeons who are in possession of a full and unrestricted license to practice medicine in the State of Florida and who possess the qualifications to be identified as specialists in neurological surgery. Qualifications should be based on completion of adequate training in neurosurgery as judged by the appropriate neurosurgical bodies overseeing that training. Such qualifications shall be defined as (a) certification by the American Board of Neurological Surgery, Inc. or similar designation from his/her parent country or (b) by reason of education, training and experience, the individual has been designated eligible for examination by the American Board of Neurological Surgery, or similar designation from his/her parent country,

3) **Associate.** Associate membership shall consist of physicians and surgeons who are in possession of a full and unrestricted license to practice medicine in the State of Florida, who shall declare that the majority of their medical practice and professional activities are in the specialty of neurological surgery within the State of Florida, but who do

not possess the qualifications for Active Membership as defined in Section 3:03-2 of these Bylaws. The term of Associate Membership shall not exceed five (5) years, at which time the individual shall qualify for and be elected to another category of membership or shall cease to be a member of this Society. An Associate member may request extension of term beyond the five (5) year limitation. This category may also include those neurosurgeons who otherwise fulfill the criteria of 3:03-2 or 3:03-2, but who are stationed in the military on active duty in Florida, and are not otherwise practicing neurosurgery in Florida.

4). **Inactive** Active members in good standing may apply to the Secretary, in writing, for Inactive status, due to retirement, long-term illness, or other reasons deemed sufficient by the Board of Directors. Inactive members may be reinstated to Active status on return to active practice, upon written request to the Secretary, subject to majority approval by the Board of Directors. Members designated Senior prior to November, 1996, are converted to Active status if still licensed to practice in Florida and Inactive status if no longer licensed in Florida.

5). **Resident**. Resident membership maybe granted to residents and fellows in good standing in a neurological surgery training program in Florida approved by the American Board of Neurological Surgery. Resident membership will terminate at the time of graduation from training or termination of training.

6). **Affiliate**. Affiliate membership maybe granted to allied health care professionals (nurses, physician assistants, and others deemed suitable by the Board of Directors) who are actively involved in neurosurgical patient care, teaching, or research in Florida.

#### **Section 4: APPLICATION FOR MEMBERSHIP:**

Forms for application for membership may be obtained from the Secretary of this Society.

I) Application for membership shall be submitted to the Secretary on the prescribed form provided by this Society at least three months prior to the session at which the application is to be considered.

#### **Section 5: ENDORSEMENT OF APPLICATION:**

Application for membership in the Society in any of the various categories of membership shall be endorsed as follows:

1) Nomination of Honorary membership shall be initiated by two Active members submitting the prescribed form to the Secretary. The nomination must be approved by the Membership Committee and the Board of Directors prior to being presented to the Society for written ballot.

2) Application for Active or Associate membership shall be endorsed by the signature of two Active members of this Society. Such endorsement shall be obtained by the applicant.

3) Application for Resident membership must be accompanied by a statement from the Program Director that the applicant is in good standing in the training program.

4) Application for Affiliate membership must be endorsed in writing by one Active member.

#### **Section 6: APPROVAL FOR MEMBERSHIP:**

Completed applications for membership shall be transmitted by the Secretary to the

Membership Committee. Applicants approved by the Committee shall be present at the session of the Society for election by written ballot and if elected, shall assume membership upon payment of the prescribed fees and dues. Election of Honorary membership requires a three-quarter majority vote of the Active members present and voting at the session. Active, Associate, Resident, and Affiliate members shall be elected by an affirmative vote of the majority of the Active members present and voting at the session.

1) **Enrollment**. A membership certificate shall be sent to each new Honorary, Active, and Associate member. The name of each new member shall be enrolled upon the official membership roster.

#### **Section 7: RIGHTS AND PRIVILEGES:**

Members in good standing of this Society possess rights and privileges as follows:

1) Active members shall be entitled to full privileges of this Society, shall be

entitled to vote and hold any office or appointment, and shall pay annual dues and other assessments as determined by the Board of Directors.

2) Honorary, Inactive, and Resident members shall be entitled to all benefits and privileges of active membership except they shall **not** hold office or have a vote in the Society. They shall not be required to pay dues, but may be assessed for certain activities and expenses of the Society as determined by the Board of Directors.

3) Associate members shall be entitled to all benefits and privileges of the Society except that they shall not hold office, vote, serve on the Board of Directors, or be appointed as chairman of any committee in this Society. Associates shall pay annual dues and assessments as determined by the Board of Directors.

4) Affiliate members shall be entitled to all benefits and privileges of active membership except they shall not hold office or have a vote in the Society. They shall pay a reduced level of annual dues and may be assessed for certain activities and expenses of the Society as determined by the Board of Directors.

**Section 8: MAINTENANCE OF LICENSURE AND LOCATION OF PRINCIPAL PROFESSIONAL ACTIVITY:**

An active member of this Society is required to hold a full and unrestricted license to practice medicine in the State of Florida.

**Section 9: CENSURE, SUSPENSION, AND/OR EXPULSION:**

A member of this Society may be censured, suspended or expelled for good cause in accordance with Article IX of these Bylaws.

- 1) **Causes:**
  - (a) Expulsion from membership in the local county medical society appropriate for location of principal professional activity.
  - (b) Revocation or suspension of member's license to practice medicine in the State of Florida.
  - (c) Conviction in a court of law of a felony or any offense involving moral turpitude,
  - (d) Conduct unbecoming a physician.
  - (e) Any cause or act the Quality of Care Committee determines to be detrimental to the Society.
  - (f) Failure to abide by the provisions of these Bylaws.
  - (g) Violation of the standards of professional conduct approved by this Society.
  - (h) Non-payment of dues or assessments to this Society.
  
- 2) **Investigation.** Investigation and hearings involving a member of this Society shall be conducted in accordance with Article IX of these Bylaws.

**Section 10: ANNUAL DUES AND ASSESSMENTS:**

The amount of the annual dues and assessments for Active, Associate, and Affiliate members shall be determined by the Board of Directors after consideration of the annual budget for the next year. Dues paying members at least 65 years of age may request, and will automatically be granted, the privilege of not paying dues, while retaining privileges of membership. Members designated Senior prior to November, 1996, are automatically relieved of responsibility for dues.

Honorary, Inactive, and Resident members shall not be required to pay annual dues, but may be assessed in accordance with a duly adopted resolution by the Board of Directors.

1) **New Members.** New members shall pay the full amount of annual dues for their category of membership for the first year following election.

2) **Dues and Assessments.** Dues shall be due and payable when billed. If a member has not paid his annual dues within two months of that, he shall be notified that he will be dropped from membership in this Society unless payment is received immediately. Assessments will be billed by the Treasurer following the fall session or whenever determined by the Board of Directors. Such assessments shall be paid by the member within three months following billing or his status as a member shall lapse.

3) **Reinstatement.** A member whose membership has lapsed by reason of nonpayment of dues or assessments may be reinstated by paying the amount in arrears.

The Board of Directors may waive the requirements for payment of dues or assessments in arrears if it finds that unusual circumstances make that action advisable.

4) **Refunds.** If a member ceases to be a member for any reason other than suspension or expulsion~ a pro rata share of his paid annual dues will be refunded. Proper notification of the Secretary and Treasurer will be the responsibility of the member.

5) **Illness and Injury.** When because of a serious illness or injury a member is prevented from pursuing the practice of medicine for more than six months, and upon application on behalf of the member, one half of the annual dues shall be waived for each additional six month period of disability.

#### **Article IV: OFFICERS**

##### **Section 1:**

The officers of this Society shall be President, President Elect, Secretary, and Treasurer. They should represent an even distribution of the areas of the State, as far as is practicable.

##### **Section 2 Requirements:**

No person shall be eligible for election as an officer of this Society unless he has been an active member in good standing for two (2) years.

##### **Section 3: Election:**

The Nominating Committee shall prepare and submit its slate of nominees of the officers to be elected to the Secretary not less than sixty (60) days prior to the first day of the fall session. Not less than thirty (30) days prior to the session, the Secretary shall circulate the slate to the membership. Further nominations may be made at the annual session by Active members. If no further nominations are made at the time of the session, the slate of officers to be elected shall be deemed unanimously elected. In the event additional candidates are nominated from the floor, the election shall be by ballot and the candidate for each office receiving the majority vote of the Active members present and voting will be elected.

##### **Section 4: TERMS OF OFFICE:**

The President-Elect shall be elected for one year at the fall session and at the conclusion of the next fall session, shall assume the office of the President and continue in the office of the President until the expiration of the next succeeding fall session. The Secretary and the Treasurer shall hold office for two years, elected biannually, with the term of office commencing at the close of the annual session when elected. The terms of the Secretary and Treasurer shall overlap. The Secretary will be elected on even years, the treasurer on odd years. The Secretary and Treasurer shall not serve more than two consecutive terms.

##### **Section 5: LIMITATION OF TERMS:**

No member may be elected to serve twice as President of this Society.

##### **Section 6: DUTIES OF OFFICERS:**

The officers of this Society are charged and entrusted as follows:

1) **President:** It shall be the duty of the President to counsel with all officers, directors, delegates, component societies, committees and members toward the best interests of the public and this Society; to attempt to further the aims and the activities of this Society to the fullest extent; to perform such other services as custom, necessity and parliamentary usage require; and to act as the chief executive officer and spokesman for the Society.

He shall appoint committees, except as otherwise provided, and in addition to being the presiding officer of the Board of Directors, he shall be an ex-officio member of all committees. He may preside and officiate at all major functions of the Society sessions.

2) **President Elect:** The President Elect shall familiarize himself with the personnel and work of the various committees and of the Society in general; shall be ready to counsel with the President on matters affecting the future of the Society, and shall otherwise prepare himself for assuming the leadership

of this Society at the proper time.

3) **Secretary:** The Secretary shall supervise and handle secretarial material of this Society and shall act as corporate Secretary insofar as the execution of official action is required. He shall perform other duties as are placed upon him by these Bylaws. He may request aid from an Executive Secretary as provided by these Bylaws. The Secretary shall act as Chairman of the Membership Committee.

4) **Treasurer:** The Treasurer shall demand and receive all funds due the Society, together with bequests and donations and shall promptly deposit same in one of the depositories thereof; he shall keep a proper and accurate record thereof; as well as of all funds disbursed by the Association. He shall open and maintain accounts of the Society; he shall invest and reinvest the funds of the Society in accordance with the directions of the Board of Directors and he shall keep proper and accurate records thereof. He shall subject his accounts to such examination or audit as the Board of Directors may order. He shall annually render an account of his work and the state of the funds in his hands, and make a report on same and of his work as Treasurer to the Board of Directors. He shall in writing also make sure other reports as the Board of Directors may request. He shall pay out money of the Society only upon a check or draft as otherwise provided herein.

#### Section 7: VACANCIES

If for any reason an officer becomes unable or unwilling to perform the functions of his office, or moves from the State of Florida, such office shall be declared vacant. Vacancies in the office shall be filled in the following manner:

1) **President:** The President Elect shall immediately assume office; that person shall also serve the subsequent term.

2) **President-Elect:** The vacancy shall remain unfilled until the next fall session, at which time the Nominating Committee shall nominate a President and a President Elect, with election by the membership as provided in Section 4:03.

3) **Secretary:** The Board of Directors shall elect a successor to fill the vacancy until regular election of new officers at the next fall session.

4) **Treasurer:** The Board of Directors shall elect a successor to fill the vacancy until regular election of new officers at the next fall session.

#### Section 8: IMPEACHMENT:

Any officer, director, or other official of this Society may be impeached and removed from office upon the recommendation of the Board of Directors and subsequent confirmation by a two-thirds majority of those Active members in attendance at the annual spring or fall sessions or a special meeting.

1) **Charges and Hearing:** All charges of impeachment shall be directed to the Board of Directors, shall be made in writing and shall be signed by at least ten Active members, who thereby agree to substantiate their statements with proof. If the Board of Directors, after a diligent and careful investigation, finds just and sufficient cause for removal of a particular officer or director, it shall present its findings and recommendations at an annual session or special meeting to the Active members and shall give the accused written notice of its findings and recommendations at least fifteen (15) days prior to that annual session or meeting. The Active members in attendance at that meeting shall then permit the accused to present evidence and witnesses in his behalf, and thereafter shall take final action.

### **Article V: BOARD OF DIRECTORS**

#### Section 1: Composition:

The Board of Directors shall consist of the President, the immediate two past Presidents, the President Elect, the Secretary, the Treasurer, and three other elected members with consideration given to geographic distribution.

#### Section 2: Terms of Office:

The term of office of the three Directors elected from the membership shall be for three years. However, initially one Director will serve a three year term, another a two year term, and a third a one year term. One new Director will be elected at each fall session. No Director shall be eligible to serve for more than two consecutive terms. The terms of the office of other members of the Board of Directors shall be as provided in Section 4:04.

**Section 3: Election procedure:**

The nominating Committee shall submit its slate of nominees for directorship to be filled to the Secretary not less than sixty (60) days prior to the date of the fall session. Not less than thirty (30) days prior to the session, the Secretary shall circulate the slate to the membership. Further nominations may be made by Active members from the floor at the annual session. Directors to be elected shall be elected by majority of the Active members present and voting at the annual session. Nominations from the floor shall be made pursuant to the requirements of these Bylaws as to geographical representation as set forth in Section 5:01 hereto.

**Section 4: VACANCIES:**

When a vacancy occurs in the office of the Director of this Society, an Alternate Director shall be appointed with thirty (30) days by the Board of Directors from the same area represented by the former Director. The Alternate Director shall immediately assume the office of the unexpired term.

**Section 5: PURPOSE:**

The Board of Directors shall have general charge of all the official affairs of this Society in the interim between the sessions of the Society, unless a special meeting should be called. To this end, the Board of Directors, or the Executive Committee of the Board of Directors, may take any action not in conflict with a former action of the Society as may be necessary to meet previously unforeseen situations, and may exercise in such cases the full power of the Society, provided that the Officers, the Board of Directors or the Executive Committee may not act to bind this Society in any way beyond the next session of the Society. The Executive Committee is empowered to act in place of the Board between sessions; the acts are subject to ratification by the Board.

**Section 6: GENERAL POWERS AND DUTIES:**

The Board of Directors shall make studies concerning the practice of neurosurgery in this state and shall have authority to adopt such methods of inquiry as may be deemed in the interest of the specialty of neurosurgery. It shall encourage post graduate and research work and shall endeavor to have the results intelligently discussed and utilized.

1) **Financial:** All monies of this Society received by the Board of Directors, or paid to its authorized representatives, must be duly accounted for to the Treasurer. The Board of Directors shall have the power to inspect and audit the accounts of the Treasurer, other officers, and committees or other officials of the Society at any time, and shall see that annual reports are made to the Society on matters pertaining to the finances or expenditures of this Society.

2) **Committees:** The Board of Directors shall have the power to create committees from its number and to endow them with authority to act in the interim between meetings of the Board of Directors upon specific matters which would ordinarily require special meetings of the Board of Directors. These committees may be augmented by appointment of additional members of this Society who are not members of the Board of Directors.

**Section 7: MEETINGS:**

The Board of Directors shall hold a meeting prior to the spring and fall sessions. Such meetings are open to the membership.

1) **Presiding Officer:** The President shall serve as the presiding officer of the Board of Directors, except as otherwise provided by these Bylaws.

2) **Quorum:** A majority of the members of the Board of Directors shall constitute a quorum.

3) **Voting Members:** All members of the Board of Directors shall have the same voting privileges.

4) **Additional Meetings:** Other meetings of the Board of Directors may be called at any time during the year by the President upon reasonable notice or upon petition of three members of the Board of Directors.

## **Article VI: Sessions:**

### **Section 1: ANNUAL SESSION:**

This Society shall hold an annual spring session and an annual fall session, at such time and place as had been fixed by the Board of Directors. In the event of change, due notice shall be forwarded to the membership as early as possible and not less than three weeks prior to the new date selected. The Active membership present at any annual session shall constitute a quorum for business.

### **Section 2: ORGANIZATION AND PLANNING:**

The President shall appoint a Program Chairman and Local Arrangements Chairman who shall be responsible for the organization and planning of sessions. They shall make all arrangements necessary for the conduct of the business and scientific sessions including, in conjunction with the Secretary, notice of sessions, registration, organization of rooms for business and scientific meetings, technical exhibits and printing of programs.

### **Section 3: REGISTRATION:**

Every member attending a session shall have his name officially registered. No member shall take part in any of the proceedings of an annual session until he has complied with the provisions of this section.

### **Section 4: GUESTS:**

An officer or Director may extend an invitation to any person to attend a session as a guest. Such invitations may be extended on the Officer or Director's own initiative or at the request of a member. Guests shall be entitled to attend and participate in the business meeting only at the discretion of the President or his representative. An exception can only be by two-thirds vote of those present and allowed to vote. Such guests shall not be entitled to vote.

### **Section 5: PROGRAMS:**

The scientific programs at the sessions shall be known as the Scientific Assembly and may consist of general meetings and sessions. There shall also be included in the program of each annual fall session, at least one business meeting for election of Officers, Directors, delegates, and alternatives, the receipt of reports from Officers, Committees and other officials, and transaction of the business affairs of the Society.

### **Section 6: ORDER OF MEETING:**

The order of business, papers, and discussions at the general or special meeting shall be followed exactly as fixed by the Program Chairman except when otherwise ordered by a two-thirds vote of the Active members present and voting.

### **Section 7: RESOLUTIONS:**

All resolutions and similar official actions issued to the public or to other organizations in the name of this Society shall be first approved by the Board of Directors.

### **Section 8: SPECIAL SESSIONS:**

Special sessions of the membership of this Society may be called by the President upon approval of the Board of Directors. Special sessions shall be held at such time and place as shall be fixed by the Board of Directors. Notice of special sessions and the subject or subjects to be presented shall be given each member of the Society not less than thirty (30) days in advance of the date of the meeting.

## **Article VII: COMMITTEES:**

**Section 1: COMPOSITION:**

The Committees of this Society shall be composed of the members of this Society specially appointed by the President except as otherwise provided in these Bylaws.

**Section 2 TERMS:**

The terms of office of the Chairman and members of the Committees shall be for the term for which the President appointing them was elected, unless otherwise provided in these Bylaws.

**Section 3: PURPOSE:**

It is the intention of the Society that Committees be formed for the purpose of more equitably allocating responsibilities within the Society, thereby stimulating the personal efforts of individual members on behalf of the Society.

**Section 4: REPORTS:**

Each Committee shall submit a written report to the Secretary not later than six (6) weeks before each annual session and shall submit such other reports as the Board of Directors may require. Committee chairmen shall be responsible for giving notice of, providing agendas for, and keeping minutes of, each Committee meeting.

**Section 5: EXPENSES**

Expenditures by Committees for activities or projects may be anticipated and included in the annual budget of the Society for presentation and approval of the Society by the Board of Directors. Other expenditures shall not be made, nor other obligations incurred, without the consent and approval of the Board of Directors. Statements for approval of expenditures shall be certified by the Chairmen of the various committees and forwarded to the Treasurer for payment.

**Section 6: STANDING COMMITTEES:**

The Standing Committees continue from year to year. As soon as possible after assuming the duties of his office, the President shall appoint the Chairman and members of each Standing Committee, giving due consideration to the recommendations of the Chairman in selecting other members of each committee, The President may delegate an activity or activities of a Committee to a Sub-Committee. The Chairman and members of such Sub-Committees shall be appointed by the President.

The Standing Committees of this Society are:

**I) Executive Committee**

- (a) **Composition.** The Executive Committee of the Board of Directors shall be composed of the president, the President-Elect, the Secretary, the Treasurer, and the immediate past President.
- (b) **Meetings.** Meetings of the Executive Committee shall be held upon the call of the President. The President shall serve as presiding officer. Four members of the Executive Committee shall constitute a quorum.
- (c) **Duties:** The Executive Committee of the Board of Directors shall have authority to act in the interim between meetings of the Board of Directors upon all matters which would ordinarily require approval by the Board of Directors, and which have not been delegated to other authority by these Bylaws. Such acts are subject to ratification at the next meeting of the Board of Directors.
- (d) **Reports** At each meeting of the Board of Directors, the Executive Committee shall submit a detailed report of any activities of the Committee since the last meeting of the Board.

**2) Nominating Committee:**

- (a) **Composition.** The Nominating Committee shall consist of three or more members including the immediate past President who shall act as Chairman and two members of the Board



of Directors.

(b) Duties. The Nominating Committee shall propose a slate of nominees of Officers, Directors and Delegates and alternates for positions for which vacancies shall occur (See Section 4:04, Section 5:02, mid Section 8:03). The Nominating Committee shall present its slate of nominees to the Secretary not less than sixty (60) days prior to the annual session. The Secretary shall circulate the slate to the membership not less than thirty (30) days before the first day of the annual session.

### 3) **Membership Committee:**

(a) Composition: The Committee shall consist of three members including the Secretary of the Society, who shall act as Chairman of the Committee.

(b) Duties: It shall be the responsibility of the Membership Committee to propose and initiate activities relating to the recruitment of new members, to review and investigate applicants for membership, and to maintain a roster of neurological surgeons in the State of Florida, including non-members of this Society.

### 4) **Program Committee:**

(a) Composition. The Committee shall consist of three members appointed by the President.

(b) Duties It shall be the responsibility of the Program Committee to prepare programs for the meetings throughout the year.

### 5) **Quality and Care Committee**

(a) Composition The Committee shall consist of six or more members appointed by the President.

(b) Duties. The Committee shall review matters of quality assessment through Peer Review including, but not limited to, competence, the standard of practice, professional and ethical conduct, professional liability, and member court testimony. It shall assure the rights of immunity, non-discoverability, and liaison with other quality assurance mechanisms to the fullest extent possible.

In accordance with the preceding functions, the Committee shall receive and review complaints regarding any member's professional conduct and shall investigate and submit information obtained by it and make recommendations regarding matters of discipline under Article IX. The information and recommendations provided in accordance with this subsection shall be submitted to the Board of Directors.

### Section 7: **Sub Committees:**

The President may; from time to time, form in and/or abolish such Sub-Committees as he deems appropriate. The chairman and members of each such Sub-Committee shall be appointed by the President. Sub-Committees shall function under the control of, and will report to, the Standing Committee under which they function.

### Section 8: **Special Committees:**

The President shall establish such Special Committees as he deems necessary. Special Committees shall be delegated functions which to the fullest extent possible, do not conflict with the functions of any Standing Committee. The Special Committee shall consist of such number of members and shall meet at such intervals as shall be determined by the President. Whenever possible, the Chairman of the Special Committee shall be a member of the Board of Directors.

## Article **VIII:** DELEGATES TO THE JOINT COUNCIL OF STATE NEUROSURGICAL SOCIETIES

**Section 1: GENERAL**

There shall be elected by the Membership, Delegates and Alternates to the Joint Council of State Neurosurgical Societies of the American Association of Neurological Surgeons and the Congress of Neurological Surgeons, who shall act as Delegates to the Joint Council of State Neurosurgical Societies.

**Section 2: COMPOSITION:**

The number of Delegates and Alternates shall be determined by reference to Articles of Incorporation, Constitution, Bylaws, Rules and Regulations of the Joint Council of State Neurosurgical Societies, of its constituent societies and the Council of State Neurological Societies. Delegates and Alternates shall be nominated and elected from the membership of the Society, The delegation shall annually elect a Chairman from its membership.

**Section 3: TERMS OF OFFICE: ELECTION**

Delegates and Alternates shall be elected for three (3) year terms. If a Delegate or Alternate is elected or appointed as an officer or chairman of the committee or a sub-committee of the Council of State Neurosurgical Societies or Joint Committee for a period which extends beyond the term of his office as a Delegate, his term may be extended for the term of his concomitant office of chairmanship of a committee or subcommittee in the Council or the Joint Committee.

Delegates and Alternates shall be elected at the annual session from a slate of nominees of the Nominating Committee and from such additional nominations as shall be made at the time of the election. Election shall be by majority vote of active members present and voting at the meeting. To the fullest extent possible, terms of office shall be staggered so that one-third of the total number of Delegates and Alternates shall be elected at each annual session. The names and qualifications of those elected shall be submitted to the Joint Council of State Neurosurgical Societies of the American Association of Neurological Surgeons and Congress of Neurological Surgeons for final approval.

In the event an elected Delegate or Alternate shall not be approved, the Delegate or Alternate shall be removed from office and an approved Alternate shall fill any vacancy created thereby until the next annual session at which time a new Delegate or Alternate shall be elected to fill the vacancy created thereby. If a number of vacancies occur which would result in the delegation having an inadequate number of members, the Board of Directors may appoint Delegates to fill the vacancies until the next annual session.

**Section 4: DUTIES:**

The Delegates and Alternates shall represent the interests of the Society at the Council of the State Neurosurgical Societies and before the JCSNS. The Board of Directors of the Society shall inform the Delegates and Alternates concerning the policies of the Society. The Delegates and Alternates shall to the fullest extent possible, carry out the policies of the Society.

**Section 5. REPORTS:**

The Chairman of the delegation shall submit a written report of the activities of the delegation not less than thirty (30) days prior to each annual session. The President may request that the Chairman also make a report to the membership at the annual session.

**Article IX: DISCIPLINE:**

**Section 1: MEDICAL ETHICS:**

The Society adopts as its Code of Medical Ethics the principles of the Medical Ethics of the American Medical Association, including any amendments thereto, which follow the day of adoption of this Section. Said principles of Medical Ethics may also be amended, supplemented and superseded by these Bylaws, amendments thereto, and by resolution of the Board of Directors. The members of the Society are bound by the Principles of Medical Ethics and amendments and supplements thereto

referred to above and violation of any of said Principles shall constitute grounds for disciplinary action under this Article.

**Section 2: GENERAL PRINCIPLES:**

A member may be censured, suspended, expelled or otherwise disciplined by the Society for violation of its Bylaws or of the ethical standards of the medical profession and the Society, or for any conduct detrimental to the reputation and best interests of the Society or inconsistent with its purposes (See Section 3:10).

**Section 3: PROCEDURE:**

Complaints concerning the professional conduct of a member shall be referred to the Quality of Care Committee. Complaints shall be submitted in writing and may be submitted by any member of the Society or other interested party.

**Article X: FUNDS AND EXPENDITURES:**

**Section 1: FUNDS:**

Funds of this Society shall be raised by an annual dues and assessments on each class of membership as provided elsewhere in these Bylaws. The amount of dues and assessments shall be established in the manner provided in these Bylaws. Funds may also be derived by voluntary contributions; from bequests, patents and copyrights; by income from this Society's publications; and in any other manner approved by the Board of Directors.

**Section 2: EXPENDITURES**

Funds may be appropriated by the Board of Directors to defray the expenses of the Society and for such purposes as will promote the welfare of neurological surgery.

**Article XI: RULES OF ORDER:**

The deliberation of this Society shall be governed by parliamentary usage as contained in the latest edition of Robert's Manual of Parliamentary Law and Procedure when not in conflict with these Bylaws.

**Article XII: REFERENDUM:**

The Board of Directors may by a two-thirds vote of the membership present and voting at a meeting thereof, order a general referendum of the membership of the Society on any questions under consideration by the Board of Directors.

**Article XIII: AMENDMENTS:**

Amendments to these Bylaws may be proposed by the Bylaws Committee or proposed by at least five Active Members in good standing, and must be submitted to the Secretary at least four (4) months before the annual fall session. The proposed amendments must be mailed by the Secretary to the entire voting membership at least one month before the Annual Meeting, at which time the amendments are to be acted upon.

**Section 1:**

The affirmative vote of two-thirds of the voting members present shall be required for the adoption of an amendment.