

CONSTITUTION AND BYLAWS OF THE AMERICAN RADIUM SOCIETY, INC.

CONSTITUTION

ARTICLE I: NAME

The Society shall be known as THE AMERICAN RADIUM SOCIETY, INC.

ARTICLE II: OBJECTIVES

The objectives of The Society shall be to promote the study of cancer in all of its aspects; to encourage liaison among the various medical and surgical specialists and allied scientists concerned with the treatment of cancer; and to continue the scientific study of the treatment of patients with cancer or a history of cancer.

ARTICLE III: MEMBERSHIP

CLASSES OF MEMBERSHIP

The membership of the Society shall be divided into four classes: 1. Active, 2. Candidate, 3. Senior, and 4. Honorary. The Executive Committee shall set other classes of membership as deemed appropriate.

QUALIFICATIONS FOR MEMBERSHIP

I. Active membership may be held by physicians and allied scientists.

a. Physicians shall be graduates of recognized medical colleges and shall meet the qualifications as set by the Executive Committee of this Society. They shall have adequate formal training and ongoing practice in those branches of medicine and surgery that are closely allied in the management of cancer. They must be certified (or board eligible) by a medical or surgical board that governs their area of specialty or have equal qualifications acceptable to the Membership and Credentials Committee. If there is an oncology board in their specialty, they must be certified by that subspecialty board or provide evidence of oncologic qualifications, as required by the Membership and Credentials Committee. They must have published in peer-reviewed journals or have made a signal contribution to science, in keeping with the criteria of the Membership and Credentials Committee.

Active members who are temporarily incapacitated by physical disability, active military service during wartime, or other reasons, may request placement on the inactive roster. Requests for such placement shall be sent to the management office. The inactive roster is intended as a temporary placement and will be reviewed annually. Recommendations will be made for 1) retention of that status, 2) transfer to Active or Senior membership, or 3) withdrawal from the Society.

b. Allied scientists shall be graduates of recognized graduate schools and have qualifications acceptable to the Executive Committee of this Society. They shall have adequate formal training, ongoing professional experience, and clinical or academic contributions in the oncologic

sciences. They must have published in peer-reviewed journals or have made a signal contribution to science, in keeping with the criteria of the Membership and Credentials Committee.

II. Candidate membership may be held by physicians and allied scientists. These members will be non-voting members. Physicians shall be graduates of a recognized medical college and be enrolled in an oncology training program (surgical, radiation, medical, gynecologic). Allied scientists shall have corresponding qualifications. They shall not yet be eligible for Active membership until completion of training and board certification (or eligibility) as described for active membership. They are not eligible to hold office .or to serve on any standing committee. Their membership status shall exist until the candidate is selected for Active membership or until no more than two years have passed since board certification. Candidate membership shall be terminated three years from the completion of their training program, unless they have paid the dues as an Active member.

III. Senior membership will be open, upon request, to an Active member in good standing who has reached 65 years of age and who has retired from the practice of their specialty. Senior Members shall be exempt from annual dues but continue to pay for subscription to the ARS official journal (if one is designated) and special assessments.

IV. Honorary membership may be conferred on distinguished individuals who have rendered valuable service in the fields of medical and allied sciences. They shall be exempt from annual dues but pay for subscription to the ARS official journal (if one is designated) and special assessments.

V. Medical student membership may be held by individuals with proof of enrollment in an accredited medical school acceptable to ARS. A letter of sponsorship from a current ARS member is required for consideration and a curriculum vitae. These members will be non-voting members. Medical Students will pay dues fee at the discretion of the Executive Committee. Medical Student members in good standing, upon graduation from medical school, and at the beginning of residency or fellowship program (whichever comes first), shall automatically be inducted to Candidate membership upon providing evidence satisfactory to the Society.

ARTICLE IV: OFFICERS and COMMITTEES

Section 1. The officers of this Society shall be a President, a President-Elect, a Secretary, and a Treasurer.

Section 2. Standing committees of the Society shall be:

A. Executive Committee

B. Scientific Program Committee

C. Education and Website Resources Committee

E. Nominating Committee

F. Constitution and Bylaws Committee G. Membership and Credentials Committee

H. Janeway Lecture Committee

I. Awards Committee

J. Industry Relations\Development Committee The President, with the approval of the Executive Committee may appoint ad-hoc task forces when needed. The President may combine the functions of one or more standing committees. Section 3. Representative of the Society shall be

K. Appropriateness Criteria Committee

L. Representative to the American Board of Radiology

M. Representative to the Board of Chancellors of the American College of Radiology

- N. Representative to the Council of the American College of Radiology
- O. Representative(s) to the National Council on Radiation Protection and Measurements
- P. Representative to the Commission on Cancer

ARTICLE V: AMENDMENTS

An amendment to the Constitution or to any appended Bylaws must be proposed in writing by the Constitution and Bylaws Committee and submitted to the Secretary of the Society at least two months before the annual meeting at which the amendment is to be acted upon. The Secretary shall notify the members of the Society of the proposed amendment at least thirty days before the annual meeting. It shall be voted upon at the executive session of the annual meeting, unless otherwise stated by the Secretary at the time of notification of the proposed amendment. An affirmative vote of two thirds of all Active members present shall be necessary for its passage.

ARTICLE VI: LEGAL LIMITATIONS

DUTY OF CARE AND LOYALTY

It is the obligation of each Executive Committee Member of the Society to perform his or her duties in good faith, in a manner such Executive Committee Member believes to be in the best interests of the Society, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. This obligation extends to all activities an Executive Committee Member performs in that capacity including, without limitation, duties as a member of any Committee of the board on which a Executive Committee Member may serve.

In the administration of the powers to make and retain investments and to delegate investment management of corporate funds, the board shall consider among other relevant considerations the long and short term needs of the Society in carrying out its purposes, its present and anticipated financial requirements, expected total return on its investments, price level trends, and general economic conditions.

RESTRICTION REGARDING INTERESTED EXECUTIVE COMMITTEE MEMBERS

Notwithstanding any other provision of these Bylaws, not more than 49 percent of the persons serving on the board may be interested persons. An "interested person" is:

1. Any person currently being compensated by the Society for services rendered it within the previous twelve (12) months excluding any reasonable compensation paid to a Executive Committee Member as Executive Committee Member. For purposes of this definition, compensation means payment as a full or part-time employee, an officer, a contractor, a vendor or otherwise.
2. Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

SELF-DEALING

The Society shall not enter into any contract or transaction with any (1) Executive Committee Member of the Society, (2) officer of the Society, or (3) Society, firm, association, or other entity in which one or more of this Society's Executive Committee Members or officers have a material

financial interest, or in which any of these parties are or will be directly or indirectly interested, unless:

1. The material facts regarding that Executive Committee Member's or officer's financial interest in such contract or transaction, or regarding such common Executive Committee Membership, officership, or financial interest, are fully disclosed in good faith and noted in the minutes, or are known to all members of the board, prior to consideration by the board of such contract or transaction;

2. Such contract or transaction is authorized in good faith by a vote of the majority of the board without counting the votes of the interested Executive Committee Members, in advance of any payment; 3. Before authorizing or approving the transaction, the board considers and in good faith decides, after reasonable investigation, that the Society could not obtain a more advantageous arrangement with reasonable effort under the circumstances; and

4. At the time the transaction is entered into (1) the transaction is fair and reasonable to the Society and (2) the Society entered into it for its own benefit.

5. The decision is documented in the minutes of the meeting at which it is made and the documentation includes: (1) the terms of the approved transaction and the date of approval; (2) identification of the members of the decision-making body (i.e., the board of Executive Committee Members or a duly authorized Committee of the board) present during deliberation of the transaction and how each person voted; (3) the data relied on to make the decision and how it was obtained; (4) the justification for any benefits or payments that exceed the comparative data; and (5) any actions by any member of the decision-making body having a conflict of interest. The documentation must be prepared before the later of the next meeting of the decision-making body or 60 days, and must be approved within a reasonable time after its preparation.

PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

No Executive Committee Member, officer, employee, or other person connected with this Society, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the Society; provided, however, that this provision shall not prevent payment to any such person for reasonable compensation for services performed for the Society in effecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the board; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the Society.

DEDICATION OF ASSETS In the event of dissolution, all of the remaining assets and property of the Society shall, after necessary expenses thereof, be distributed to another organization exempt under IRC §501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York.

BYLAWS

ARTICLE I: DUTIES OF OFFICERS, STANDING COMMITTEES, AND REPRESENTATIVES

PRESIDENT

Section 1. The President shall be the chief executive officer of the Society and shall preside at all meetings of the Society and shall regulate the proceedings according to recognized rules. He/She shall be an ex officio member of all standing committees and Chairperson of the Executive Committee. The President shall have the responsibility for the appointment of committee members, with the approval of the Executive Committee and shall, in those appointments, so far as is possible, ensure broad representation of the various disciplines of the Society. The President shall create ad hoc task forces as needed. The President's term of office shall extend from the closing session of the annual meeting next succeeding his/her election as President-Elect to the close of the following annual meeting. As immediate Past-President, he/she shall serve one year as a member of the Executive Committee. He/She shall not be eligible for any elective position within four years of leaving the presidency.

PRESIDENT-ELECT

Section 2. The President elected at any annual meeting shall be known as the President-Elect until the closing session of the annual meeting next succeeding his/her election when he/she assumes the office of the President. In the event of absence or disability of the President, his/her duties shall be assumed by the President-Elect. The President-Elect shall be a member of the Executive Committee and Vice Chairperson of the Scientific Program Committee. Upon becoming President, he/she should be prepared to name the committees for the ensuing year and to announce plans for his/her tenure.

SECRETARY

Section 3. The Secretary shall keep or oversee the keeping of correct records of all transactions of the Society. He/She shall send or oversee the sending of due notice of all meetings to each member and notify all committee members of their appointments and the duties assigned to them. The Secretary shall receive applications for membership or change of membership status and transmit them to the Membership and Credentials Committee, on which he shall serve as chairperson. The Secretary shall notify all applicants for membership of the action taken by the Society on their applications within sixty days after the annual meeting. The secretary may assign these duties to a management company or manager with the approval of the Executive Committee. The Secretary shall assure that the Society maintains a correct and complete list of members, together with their addresses, and other contact information. He/She shall assure that copies of the membership list are made available to membership applicants. The Secretary shall conduct the correspondence of the Society and perform all duties regularly pertaining to this office. He/She shall act as custodian of the papers of the Society and its committees. He/She shall notify members of the annual meeting and furnish a return card for reply and any change of address. The secretary may assign these duties to a management company or manager with the approval of the Executive Committee.

TREASURER

Section 4. The Treasurer shall oversee the collection, receipt, and records for all funds that accrue to the Society from dues or otherwise. He/She shall oversee disbursement from the treasury such funds necessary to meet appropriations and expenses of the Society, commensurate with approved budgets of the society and its projects. The Treasurer shall oversee the preparation of a year-end financial report. Including administrative and project income and expenses of the Society. The Treasurer shall prepare and present a budget for the ensuing year for approval to the Executive Committee at the time of the annual meeting. This may be done in conjunction with a Society manager if approved by the Executive Committee.

EXECUTIVE COMMITTEE

Section 5. The Executive Committee shall consist of nine ten members: the President, the immediate Past-President, the President-Elect, the Secretary, the Treasurer, the Chairperson of

the Industry Relations Committee, the Chairperson of the Scientific Program Committee, the Chairperson of the Appropriateness Criteria Committee, and two members-at-large. The members-at-large shall be appointed for two years. No member of the Executive Committee shall be eligible for election as a member-at-large within three years of completing any term of service on the Executive Committee. It shall be the duty of this committee to conduct the affairs of the Society during the interim between the annual executive meetings. It shall approve all appointments to special committees and appoint other representatives of the Society not otherwise provided for in the Bylaws. The Executive Committee shall review the performance of the management company and engage in appropriate contract negotiations to ensure optimal management of the Society. In case of death or permanent absence of any member of the Executive Committee during his/her term of office, the Executive Committee shall elect a substitute to serve for the remainder of the term of office, except in the case of President, whose substitute is provided for in Article 1, Section 2. It shall receive reports of the Membership and Credentials Committee and make its recommendations through the Secretary of the Society at an executive session. It shall also be the duty of the committee to determine the time and place of future annual meetings, up to 3 years in advance. The Executive Committee shall set the amount of initiation fees, membership dues, and registration fees for scientific meetings.

SCIENTIFIC PROGRAM COMMITTEE

Section 6. The Scientific Program Committee shall consist of at least 5 members appointed by the President and include the President-Elect as Vice Chairperson. The President shall appoint the chairperson of the committee and work with the Chair to coordinate the actual planning of the program. Service on the committee shall include the planning of the scientific content of the annual meeting. The President shall select the special awardees, not otherwise provided for in the Constitution and Bylaws, with the approval of the Executive Committee and will have the privilege of inviting special speakers and establishing symposia. This committee will also organize the self- assessment modules to be held during each annual meeting. The Committee shall work with the President and Manager to determine the non-scientific arrangements for the annual meeting.

EDUCATION AND WEBSITE RESOURCES COMMITTEE

Section 7. The Committee on Education and Website Resources shall consist of at least three but not more than 11 members, each of whom shall serve for three years. The chairperson of the committee will be appointed at the President's discretion. The Committee shall be responsible for the evaluation and development of educational materials, products and enduring materials concerned with oncology and targeted for ARS members and physicians in related fields. Educational resources include, but are not limited to, postgraduate courses, video, CDROM, DVD, IPOD, interactive teaching, and on- line resources. The Committee shall oversee implementation of the ARS educational mission statement. It shall be the duty of this committee to develop good Public Information tools. This Committee is also responsible for ensuring that the Society's Web site is functioning optimally.

NOMINATING COMMITTEE

Section 9. The Nominating Committee shall consist of three members appointed by the President to serve for one, two, or three years initially and then for three-year terms thereafter. The chairperson of the committee will be the most senior member serving on the committee or appointed at the President's discretion. The chairperson of this committee shall not be a member of the Executive Committee. The Nominating Committee shall, in its nominations, to the greatest extent possible, ensure broad representation by all the disciplines of the Society. Nothing in this Bylaw shall be construed as preventing nominations for these offices from the floor of the Society.

CONSTITUTION AND BYLAWS COMMITTEE

Section 10. The Constitution and Bylaws Committee shall consist of three members appointed by the President to serve for three years. Initially, members will be appointed to serve terms of one, two, or three years, and thereafter the term shall be three years. It shall be the duty of this committee to receive from the membership suggested changes in the Constitution and Bylaws and to recommend to the membership those changes that it deems necessary and desirable. The chairperson of the committee will be the most senior member serving on the committee or appointed at the President's discretion

MEMBERSHIP AND CREDENTIALS COMMITTEE

Section 11. The Membership and Credentials Committee shall have at least four, but not more than 7 members, including the chairperson who is the Secretary of the Society. The additional members will be appointed by the President for three years, and at least one of the appointed members must be in a specialty other than radiation oncology. Members will be appointed to serve terms of three years on a rotating basis. The Secretary shall serve as chairperson of the committee without vote except to break a tie. The committee shall have the duty to: (a) recommend to the Executive Committee criteria for membership, including a record of publications, (b) establish a procedure for handling membership applications, (c) solicit membership of eligible persons with the aim of securing a balanced multidisciplinary membership in the Society, and (d) to perform other tasks as may be delegated by the President.

JANEWAY LECTURE COMMITTEE

Section 12. The Janeway Lecture Committee shall consist of three members appointed by the President to serve for one, two, or three years initially and then for three-year terms thereafter. It will be the President's discretion as to whether or not they the President shall appoint a new member every year. The chairperson of the committee will be the most senior member serving on the committee or appointed at the President's discretion and sit on the Scientific Program Committee. It shall be the duty of the committee to oversee all arrangements for the Janeway Lecture. An effort should be made to appoint members from radiation, gynecologic, surgical, and medical oncology.

AWARDS COMMITTEE

Section 13. The Awards Committee shall consist of three members, each of whom shall serve for three years. The President shall appoint a new member each year. The chairperson of the committee will be the most senior member serving on the committee or appointed at the President's discretion. The committee shall have the duty of soliciting, reviewing, and ranking papers that are received and shall do so using criteria for eligibility and ranking established by the committee. When appropriate, the committee shall select recipients of the Resident Essay Awards and any awards added by the Executive Committee, as deemed appropriate. The chairperson of this committee will be an ex-officio member of the Executive Committee.

INDUSTRY RELATIONS/DEVELOPMENT COMMITTEE

Section 14. The Industry Relations Committee shall consist of no fewer than four appointed members, each appointed for four years by the President. The chairperson will be appointed by the President and shall have a seat on the Executive Committee. The Industry Relations Committee seeks support from industry sponsors for the educational and research activities of the Society. The mission of the committee is to identify appropriate potential financial sponsors and encourage continued support from prior or current sponsors.

APPROPRIATENESS CRITERIA COMMITTEE

Section 15. The Appropriateness Criteria (AC) Committee shall consist of the Steering Committee and the writing Panels named by the Steering Committee, each composed of no fewer

than 3 and no more than 15 members, each of whom shall serve for three years and whose appointments may be renewed annually for up to two additional years. The Chair and Vice Chair of the Steering Committee will be appointed at the President's discretion. The Steering Committee will include the President and President-Elect, as well as other members appointed at the President's discretion. The Panels will each have a Chair and Vice Chair appointed at the discretion of the Steering Committee Chair. Panel Chairs will attend the annual meeting of the Society and deliver a report at the annual business meeting, or the Panel Vice Chair or other designee may attend in the Chair's place. Panel members are nominated by the Panel Chair and are appointed upon approval by the Steering Committee Chair at the annual meeting. Panel members shall be appointed for three years and their appointments may be renewed annually for up to two additional years. Members may serve on more than one Panel but can only be Chair or Vice Chair of one Panel. Steering Committee members may serve as members or as Panel Chair or Vice Chair. All members of any Panel must be members of the Society, except for cases of exemption approved by the Steering Committee Chair such as invited or ad hoc memberships extended to other professional societies or individuals with unique expertise for a particular topic. The AC Committee shall be responsible for writing and revising evidence-based guidelines to assist physicians and other providers in making the most appropriate treatment decision for a specific clinical condition.

SECTION 1516: RELATIONSHIP WITH SPECIALTY BOARDS AND COLLEGES REPRESENTATIVE TO THE AMERICAN BOARD OF RADIOLOGY

Section 1516.1. Upon invitation by (and subject to the approval of) the American Board of Radiology, invitees shall be nominated as representatives to said board by the Executive Committee of this Society. Upon appointment to the American Board of Radiology, the member shall serve for a period of four years and be eligible for reappointment. (S)He may serve for a maximum of two terms or eight years.

REPRESENTATIVE TO THE BOARD OF CHANCELLORS OF THE AMERICAN COLLEGE OF RADIOLOGY

Section 1516.2. The Executive Committee shall nominate one member to the Board of Radiology for a term of office of three years. This member shall be elected and take office at the conclusion of the annual meeting of the American College of Radiology. The member shall be eligible to succeed him/herself for an additional three-year term but shall not be eligible to serve more than six consecutive years.

REPRESENTATIVE TO THE COUNCIL OF THE AMERICAN COLLEGE OF RADIOLOGY

Section 1516.3. The Executive Committee shall nominate one member to the Council of the American College of Radiology for a term of office of three years. This member shall take office at the conclusion of the annual meeting of the American College of Radiology, during which he is elected. The member shall be eligible to succeed him/herself for an additional three-year term but shall not be eligible to serve more than six consecutive years.

OTHER REPRESENTATIVES

Section 1516.4. As the Society develops representation on the specialty boards and colleges of the disciplines represented in the membership of the Society, the Executive Committee shall be responsible for developing a mechanism for nomination or appointment of such representatives.

LIAISON REPRESENTATIVES TO THE NATIONAL COUNCIL ON RADIATION PROTECTION AND MEASUREMENTS

Section 1516.5 The Executive Committee shall nominate two members, at least one of whom shall be a physicist, to the National Council on Radiation Protection and Measurements. They shall act in a liaison capacity between the American Radium Society and the National Council on

Radiation Protection and Measurements, and the tenure of their appointments shall be mutually agreeable to both organizations. REPRESENTATIVE TO THE COMMISSION ON CANCER

Section 1516.6. Upon invitation by (and subject to the approval of) the Commission on Cancer, invitees shall be nominated as representatives to said board by the Executive Committee of this Society. Upon appointment to the Commission on Cancer, the member shall serve for a period of three years and be eligible for reappointment. (S)He may serve for a maximum of two terms or six years.

ARTICLE II: MEMBERSHIP

Section 1. Application for membership in the Society must be made on the official membership application of the American Radium Society. It shall be sent to the Secretary or the management company at the Secretary's request, for transmittal to the Membership and Credentials Committee at least two months before the meeting at which it is to be acted upon. The Secretary shall oversee preparation of a list of the applicants and their sponsors should be and send the list to the each members of the Executive Committee at least once every 6 months Society at least one month before the meeting at which the names of the applicants are to be acted upon. Any objections by members of the Executive Committee should be sent to the Secretary for immediate transmittal back to the Membership and Credentials Committee. The Membership and Credentials Committee may hold over for further consideration any applications that do not fully comply with all requirements. Election of all members shall be by a majority of the executive committee. Individuals elected to membership will become members of the Society following the Executive Committee Meeting at which they are accepted and upon payment of their first year's dues.

ACTIVE MEMBERSHIP

Section 2. Application for Active membership shall be supported by one Active and/or Senior member of the American Radium Society in good standing who are acquainted with the applicant. Personal letters of recommendation must be forwarded directly by each of those who support the application to the Secretary of the Society or the management company; who/which shall file them with the application. The application should be accompanied by a list of all publications authored or coauthored by the applicant.

SEE ALSO CONSTITUTION, ARTICLE III, SECTION 2.

CANDIDATE MEMBERSHIP

Section 3. Application for Candidate membership shall be supported by at least one two Active and/or Senior members of the American Radium Society in good standing who are acquainted with the applicant. One of the members shall be the Program Director of the Residency/Fellowship program of the applicant and the other an Active or Senior member of the American Radium Society in good standing. A personal letter of recommendation must be forwarded directly by each of those who support the application to the Secretary of the Society or the Management Company; who/which shall file them with the application. The application shall be accompanied by a curriculum vitae and a list of publications, if appropriate, authored or coauthored by the applicant.

SENIOR MEMBERSHIP

Section 4. Any active member in good standing may request transfer to Senior membership upon reaching at least the age of sixty-five years and retirement from the practice of their specialty. Such request is to be made in a letter to the Secretary or management company. Senior status becomes effective at the end of the calendar year during which the Executive Committee approves the application. Thereafter, Senior members are exempt from payment of dues, but

they shall have no right to vote, to hold elective office, or to hold appointment as a member or chairperson of a committee of the Society.

HONORARY MEMBERSHIP

Section 5. Nominations for Honorary membership may be submitted by an Active member to the Secretary for consideration by the Membership and Credentials Committee and shall be approved by the Executive Committee. An Honorary Member is one who has made an exceptional contribution to the field of Oncology or to the Society. Honorary members shall be exempt from the payment of dues. They are not entitled to vote or hold elective office.

MEDICAL STUDENT MEMBERSHIP

Section 6. Application for Medical Student membership shall be supported by at least one Active and/or Senior members of the American Radium Society in good standing who are acquainted with the applicant. The applicant must submit proof of enrollment in an accredited medical school and their curriculum vitae. The Membership and Credentials Committee and the Executive Committee will decide on acceptable institutions on a case by case basis.

INACTIVE ROSTER

Section 7. Members on the inactive roster have the right to attend all scientific meetings of the Society. They are exempt from payment of dues but do not have the right to vote or hold elective office.

ARTICLE III: ELECTIONS

The Society shall elect annually at an executive session of the annual meeting the following officers: a President- Elect, a Secretary, a Treasurer, and the members-at-large of the Executive Committee. The candidate for each office receiving the majority of the votes shall be declared elected. The newly elected officers shall assume their duties at the close of the annual meeting during which they are elected. Only Active members shall be entitled to vote or hold elective office.

ARTICLE IV: MEETINGS

Section 1. Except for extraordinary reasons, the meeting of the Society shall be held once each calendar year at a time and place to be determined by the Executive Committee. The Chairperson of the Executive Committee shall announce at the executive session of each meeting the time and place of the next annual meeting. Section 2. Only the Secretary with the approval of the Executive Committee may call special meetings.

ARTICLE V: QUORUM Twenty-five active members constitute a quorum of the annual business meeting.

ARTICLE VI: SCIENTIFIC COMMUNICATIONS/PRESENTATIONS Abstracts of all scientific reports to be considered for presentation at the annual meeting must be forwarded to the Chairperson of the Scientific Program Committee or a management company designee in a format and by a date established by the committee. The committee shall establish rules for acceptance; abstracts accepted for presentation shall be embodied in the presentation materials of the annual meeting. The time allowed for presentation and the Scientific Program Committee shall determine discussion of papers.

ARTICLE VII: DUES

Section 1. Active members of the Society shall pay an initiation fee, which shall be set by the Executive Committee. This shall be payable in advance and accompany the application for membership. It shall be refunded in the event of any unfavorable action.

Section 2. Candidate members shall pay an initiation fee, which will be set by the Executive Committee.

Section 3. The Executive Committee shall set the annual dues for Active and Candidate members. Annual dues shall be payable on a schedule set by the Treasurer with the approval of the Executive Committee.

Section 4. Honorary members shall be exempt from annual dues.

Section 5. Senior members shall be exempt from annual dues. Those Active members who are sixty-five years of age and retired from the practice of their specialty and who request transfer to Senior membership will not be required to pay dues at the next calendar year after their request is received in writing by the Secretary of the Society and approved by the Executive Committee.

Section 6. Any member whose dues for the current year are unpaid at the opening of the executive session of the annual meeting of the current year shall not be eligible for nomination, election, or appointment to any official position in the Society; neither shall the member be entitled to vote or receive notices or other publications or privileges of the Society until his/her dues have been paid. They shall not be eligible to register at a reduced member rate. Section 7. Any member whose dues have been delinquent for two (2) consecutive years shall be dropped from membership, unless there are extenuating circumstances acceptable to the Membership and Credentials Committee. Within one year, reinstatement will be permitted upon complete payment of delinquent dues.

ARTICLE VIII: FISCAL YEAR The fiscal year of the Society shall be from January 1st to December 31st.

ARTICLE IX; ETHICS

Section 1. The ethics of this Society shall be in full accord with the "Principles of Medical Ethics" as adopted by the American Medical Association.

Section 2. Any member whose principles, conduct, or practice is in violation of the letter or spirit of the principles referred to in Section 1 of this article or is contrary to whatever is implied elsewhere in the Constitution or Bylaws, may, by majority vote of the Executive Committee, be removed from the membership of the Society.

ARTICLE X: ORDER OF BUSINESS The order of business of the executive sessions of the annual meetings of this Society shall conform to those detailed by the current edition of "Robert's Rules of Order, Revised" except as otherwise ordered in these Bylaws, by the Executive Committee, or the President of the Society

ARTICLE XI: PARLIAMENTARY PROCEDURE Except as otherwise provided, the parliamentary procedure of this Society shall be according to the current edition of "Robert's Rules of Order, Revised."

ARTICLE XII: AMENDMENTS Any amendments to these Bylaws shall be in accordance with Article V of the Constitution