

By-Laws
of the
OHIO VALLEY SOCIETY
OF
PLASTIC SURGEONS

By-Laws

ARTICLE I

Name

The name of this Society shall be the “Ohio Valley Society of Plastic Surgeons”.

ARTICLE II

Objectives

The objectives of this Society shall be to promote the art and science of Plastic and Reconstructive Surgery, to sponsor and maintain the highest standards of its practice in our area of influence, and to aid in the solution of the problems common to the Plastic Surgeons in this area.

ARTICLE III

Membership

Section I. The membership of this society shall consist of Active, Emeritus, Associate, Candidate, Honorary and Alumni members. Active, Associate and Candidate membership shall be limited to those individuals practicing in the States of Ohio, Indiana, Kentucky, West Virginia and the western part of Pennsylvania. Membership of other than charter members shall be by invitation. Election shall be by secret written ballot submitted to all Voting Members attending the annual business meeting. A two-thirds majority of those Voting Members present and voting shall be required to elect the members.

Section II. Requirements for the classes of membership.

1. The minimum requirement for Active Membership is Board Certification by the American Board of Plastic Surgery, Inc. or its Canadian equivalent. By accepting membership in the Society a member agrees to conduct himself/herself in accordance with the “Code of Ethics” of the American Society of Plastic Surgeons, Inc., as the same may be hereafter amended. Active Members must be actively engaged in the practice of the specialty of Plastic and Reconstructive Surgery. They shall be Voting Members and have full privileges of the Society. They shall be required to attend meetings and pay dues and assessments such as registration fees. Absence from three

successive meetings shall be cause for review by the Executive Committee and possible discontinuance of membership.

2. Emeritus Members shall be former Active Members who have retired from active practice or having reached the age of sixty-five years, request Emeritus Member status and are granted same by the Executive Committee of the Society. They shall be Voting Members and shall enjoy the privileges of active membership except they shall not be required to pay dues and may not hold office with the exception of the office of Historian which may be held by an Emeritus Member. They may be granted a reduced registration fee at the Annual Meeting.
3. Associate Members shall be surgeons whose merits and interests are esteemed by the Society. They shall enjoy all the privileges of Active Membership except that they shall not be allowed to hold office or to vote and shall be exempt from all dues and initiation fees of the Society.
4. Candidate Members shall be physicians who are board eligible as determined by the American Board of Plastic Surgery, Inc. or its Canadian equivalent and who are engaged in active practice of plastic surgery. They shall enjoy all the privileges of active membership except they shall not be allowed to hold office or to vote, but are required to attend meetings and pay dues and assessments such as registration fees. Absence from three successive meetings shall be cause for review by the Executive Committee and possible discontinuance of membership. A candidate who after a period of seven years has not been certified by the American Board of Plastic Surgery, Inc., or its Canadian equivalent will be automatically dropped from the rolls. An individual dropped from the rolls can be considered again for membership in the Society when the qualifications have been fulfilled.
5. Honorary membership may be conferred upon physicians or scientists who have achieved eminence in their field and who have made exceptional contributions to the art and science of plastic and reconstructive surgery. The Executive Committee shall award these individuals a Certificate of Honorary Membership in the Ohio Valley Society of Plastic Surgeons. Honorary members shall not pay dues, nor hold office, nor vote.
6. Alumni membership may be granted to previous Active or Candidate members of this Society who have moved out of the OVSPS region but wish to continue affiliation with this organization. Alumni members must live outside Ohio, Indiana, West Virginia, Kentucky, and western Pennsylvania. They would not pay dues, nor

hold, office, nor vote. They would be granted a reduced registration fee for the Annual Meeting as determined by the Executive Committee.

Section III. Method of Admission to Membership

Applicants for Active and Candidate membership shall fulfill the basic requirements of the By-Laws. The applicant shall be sponsored by two Voting Members of the Society. The applicant's name and proof of eligibility shall be forwarded to the Secretary-Treasurer of the Society not less than one month before the annual meeting. The Executive Committee shall consider the applications and shall submit to the annual meeting the names of the candidates for election by secret written ballot as stated in the By-Laws.

Associate members shall be nominated by the Executive Committee. Names for membership may be presented to the Executive Committee by any member of the Society and following recommendation by the Executive Committee to the membership shall require approval of two-thirds of all Voting Members present and voting at the annual business meeting.

Emeritus Membership shall be granted by Executive Committee approval following a written request by the eligible member.

Section IV. Termination of membership for unprofessional or unethical conduct may be effected by action of and the majority approval of all Members of the Executive Committee followed by recommendation of the Executive Committee to the membership and their approval of this action by a vote of two-thirds of those Voting Members present and voting.

The Member whose membership is so terminated may request appellate review by an appropriate body formed by the Society within 30 days after receipt of a notice of termination from the Executive Committee. The Member shall be permitted to submit a written statement in his behalf and be permitted to make an oral presentation to the appellate body. During the presentation before the appellate body the evidence that is the basis for the disciplinary action shall be presented. The decision of the appellate body with respect to termination shall be final.

ARTICLE IV

Officers

The officers of the Society shall consist of President, President-Elect, Past President, Vice-President, Secretary-Treasurer and Historian.

ARTICLE V
Annual Meeting

The time and place of the annual meeting of the Society shall be as specified in the By-Laws.

ARTICLE VI
Executive Committee

The Executive Committee shall consist of President, Vice President, Secretary-Treasurer, Historian, and five Members at Large, one from each component state when possible. In those instances where a qualified Member at Large cannot be elected from each of this organization's constituent states, a minimum of three Members at Large, each from separate states, must be elected. Thus the minimum number of Members at Large shall be three.

ARTICLE VII
Dues and Assessments

The expenses of the Society shall be met by dues and assessments as specified in the By-Laws.

ARTICLE VIII
Amendments

Amendments to the By-Laws may be made at the annual meeting by a vote of two-thirds of those Voting Members attending provided that the proposed amendment shall have been mailed to all such Members 30 days prior to the annual meeting.

ARTICLE IX
Executive Committee and Officers

Section I. Election of Executive Committee and Officers: The Executive Committee, composed as specified in Article VI of the By-Laws and including the officers of the Society shall be elected by secret written ballot by all Voting Members present and voting at the annual business meeting. The nominee for each office or position receiving a majority of votes cast shall be elected, and if there is no such majority for a particular office or position there shall be a run off election for that office or position between the two nominees receiving the greatest number of votes.

The Executive Committee will present to the membership nominations for President if the President-Elect is not available to succeed to the Presidency. Additional nominees may be proposed by the Voting Members. Separate nominations for each of the required number of additional members of the Executive Committee shall be proposed by the Voting Members. At least three different states shall be represented in the membership of the Executive Committee, and if this requirement is not fulfilled by the election of the officers it shall be in the nomination and election of the additional members of the Executive Committee, i.e. Members-At-Large.

Section II. Duties of the Executive Committee: The responsibility for the government of the Society shall be vested in the Executive Committee which shall supervise the affairs of the Society and act as a nominating committee for members of the Executive Committee and for new members of the Society. It will also act in such other capacities as shall be appropriate. A quorum of three shall be required for Executive Committee action. The President or his designated chairman shall preside at the Executive Committee meetings.

Section III. Duties of Officers.

1. Duties of the President: a) Preside at the meetings of the membership of the Society. b) Serve as chairman of the Executive Committee during his term as President and as a member of the Executive Committee as Past President the following year. c) Appoint committees as the need arises. d) Perform such duties as custom and parliamentary usage require. e) The term of office of the President will be one year.
2. Duties of the Vice-President: a) Perform such duties as custom and parliamentary usage require and succeed to the Presidency upon the death, retirement, removal or incapacity of the President. b) Serve as a member of the Executive Committee.
3. The Secretary-Treasurer shall oversee the activities of the Executive Secretary, if one is retained, and assist with those duties as needed. d) The term of office of the Secretary-Treasurer will be one year.
4. Duties of the President-Elect: a) Succeed to the Presidency after the Annual Meeting one year following his election. b) Serve as a member of the Executive Committee.
5. Duties of the Past President: Serve as a member of the Executive Committee.
6. Duties of the Historian: a) Perform all duties incident to the office of Historian. b) Serve as a member of the Executive Committee.

Section IV. The Executive Committee may appoint a salaried staff, headed by an Executive Secretary, or retain the services of an outside professional consultant whose terms and conditions as well as responsibilities shall be determined by the Executive Committee.

ARTICLE X

Initiation Fee, Annual Dues and Assessments

Section I. Initiation Fee: The amount shall be set by the Executive Committee and may be changed by recommendation of the Executive Committee to the membership at the annual meeting and a favorable vote of two-thirds of those Voting Members present and voting.

Section II. Annual Dues: The amount shall be set by the Executive Committee subject to the approval of the membership by an affirmative vote of two-thirds of those Voting Members present and voting. Notification of annual dues shall be made in timely fashion by the Executive Secretary of the Society and payment shall be due upon receipt of notification.

Section III. Assessments: Assessments including registration fees shall be set by the Executive Committee subject to approval of the membership by an affirmative vote of two-thirds of those Voting Members present and voting.

Section IV. No member shall enjoy any of the privileges of membership until he/she has paid his/her annual dues and assessments such as registration fees and is not in arrears for over one year. Dues and assessments other than registration fees shall be suspended for members on temporary active duty with the Armed Forces. Dues and assessments including registration fees may be suspended for members disabled by prolonged illness, or for other unusual circumstances deemed reasonable by the Executive Committee.

ARTICLE XI

Annual Meeting

Section I. The Annual Scientific Meeting shall be conducted in conjunction with the Annual Business Meeting. Arrangement for the program of the Annual Scientific Meeting shall be carried out by a committee appointed by the President of the Society.

Section II. Invitations of Guests: Each Active and Emeritus Member may invite guests to the non-business session of the annual meeting. The names of the guests shall be submitted to the Secretary-Treasurer in writing at least three weeks prior to the meeting. The Secretary-Treasurer will then send a written invitation to the guest.

Section III. The Annual Meeting shall be held at such time and place as the Executive Committee shall determine. Proper notice shall be mailed to the membership not less than 30 days prior to the date of the meeting.

Section IV. Quorum and Conduct of the Annual Business Meeting: Ten Active Members shall form a quorum. All meetings shall be conducted according to the Sturgis Standard Code of Parliamentary Procedure unless otherwise provided in the By-Laws.

Section V. Order of Business: 1) Reading of the minutes of the last meeting. 2) Report of Secretary-Treasurer. 3) Report of Committees. 4) Unfinished Business. 5) Nominations for and election of Executive Committee and officers. 6) New Business. 7) Election of New Members. 8) Announcement of venue for next meeting. 9) Report of the two appointed Auditors according to Article XII of the By-Laws.

ARTICLE XII

Auditor

At each Annual Meeting the President shall appoint two Auditors who shall make an audit of the financial affairs of the Society for the past fiscal year and report thereon to the meeting. Such Auditors shall be Voting Members of the Society.

ARTICLE XIII

Committees

Ad hoc Committees shall be appointed by the President. Special meetings of committees appointed by the President may be called at the discretion of the Chairman of said committee. A written report of the meeting will be submitted to the Secretary-Treasurer.

ARTICLE XIV

Society Assets

Upon the dissolution of the corporation, the Executive Committee shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, as the Executive Committee shall determine. Any of such assets not so disposed of shall be disposed of by the

Court of Common Pleas of the county exclusively for such purpose or to such organization or organizations of said court determine, which are organized and operate exclusively for such purposes.

**By-Laws
of the
OHIO VALLEY SOCIETY
OF
PLASTIC SURGEONS**

Revised May 2005

By-Laws Committee

**Ronald J. Taddeo, M.D., Chairman
Lisa A. Davis, M.D.**