

The Arizona Dermatology and Dermatologic Surgery Society Constitution and Bylaws

ARTICLE I

Name

The name of this organization is the Arizona Dermatology and Dermatologic Surgery Society (ADDSS).

ARTICLE II

Objective

The objective of the Society is to encourage the advancement of dermatology and dermatological Surgery in Arizona; to promote high ethical standards; and fraternal relations among its members and to participate in activities which shall further the welfare of the medical profession and the patients we serve.

ARTICLE III

Vision

The Arizona Dermatology and Dermatologic Surgery Society will provide members with educational opportunities, awareness of advocacy issues directly impacting the practice of dermatology and dermatological surgery, address pertinent professional issues and many opportunities for unifying the professional networking, while being committed to providing the best patient care.

ARTICLE IV

Membership

Classes and Qualifications:

- a) Fellows. Members in this class shall be limited to physicians duly licensed in the State of Arizona, whose practice or professional activities are limited to dermatology and dermatological surgery. A fellow must have been certified by the American Board of Dermatology or similar national dermatologic certifying board. Fellows shall have full membership rights, including the right to participate in discussions, to vote, to hold office and to serve on Committees.
- b) Associates. Associates shall be limited to physicians duly licensed in the State of Arizona who have demonstrated a serious interest in dermatology. This will generally be evident by having studied sufficiently at an accredited institution to be qualified to take the examination of the American Board of Dermatology or similar national certification by a board. Associates shall enjoy all privileges of Fellows, including that of participation in scientific discussions, except that they shall not hold elective office.
- c) Affiliates. Affiliates shall include those persons who show active support to the field of dermatology. They will generally be professionals working for the industry or in allied health professionals under active employment by a fellow of the society. They will be able to attend meetings and participate in discussions.

The above classes of membership shall be obligated to pay all dues and assessments imposed on Fellows as described in Article VIII.

- e) Arizona Dermatology Residents. Shall have all the privileges of Fellows, except the right to vote or hold elective office. They shall be exempt from the payment of all dues and assessments.

- f) Emeritus Members. Fellows in good standing who have reached the age of sixty-five may, at their discretion, request transfer to emeritus status. Emeritus members shall have all the privileges of Fellows, except the right to vote or hold elective office. It is expected that they will continue to share their experiences and knowledge. They shall be exempt from payment of dues and assessments.
- g) Honorary Members. Honorary membership may be granted by the Society to any physician or independent person who has preformed distinguished service for dermatology. Honorary members shall have all the privileges of fellows, except that they shall not have the right to vote or hold elective office. They shall be exempt from the payment of dues and assessments.

Article V

Election to Membership

- a) An applicant for membership shall complete an official Society membership application form. The application must be approved by a majority of the Executive Board present during the meeting at which the application is voted on. Approval or disapproval of an application shall be reported by the Executive Board to the applicant within 60 days after the meeting at which such action was taken.
- b) Honorary members may be proposed by the Executive Board at any membership meeting of the society. Election shall require an affirmative vote of the majority of the Fellows present.

Article VI

Termination of Membership

- a) Any member in good standing may tender his/her resignation in a written communication to the Secretary, which shall be read at the next meeting.
- b) Any member who has failed to pay dues for a period of six months after initial billing without adequate explanation therefore shall be declared not in good standing. Written notice of this change in status shall be sent by the Secretary to the member. He shall then be ineligible to participate in the discussion of regular business, to vote, or to hold office. Failure to pay dues for a period of twelve months from the date of initial billing without adequate explanation thereof shall result in termination of membership, and written notice of this change of status shall be sent by the Secretary to the member. Upon payment of delinquent dues and assessments, a member may be reinstated at any regular meeting by affirmative vote.
- c) The Board may vote at a regular or special meeting to censure, suspend for a definite period, or expel any member when such action is deemed to be in the best interest of the Society. However, before such action shall be taken, due notice in writing shall be sent by registered mail to the accused member at least fourteen days prior to the date of the proposed meeting, at which time he/she may appear to defend him/herself and appeal. The voting on a motion to censure, suspend, or expel, shall be by affirmative vote of three-fourths of the Board shall be required for the motion to pass.

Article VII

Officers

- a) The officers shall be President, Vice President, immediate Past President and Secretary-Treasurer, all of whom shall be Fellows of the Society. The Vice

President shall automatically succeed to the Presidency for the year immediately following his/her term as Vice President.

b) Election. Election of officers shall take place at any membership meeting of the society. Board meeting, at which time the Chairperson of the Membership Committee shall read the list of proposed candidates. Additional nominations may then be made from the floor. The voting on all candidates shall be by voice vote, unless a closed ballot is requested by a majority of Board members present. An affirmative vote of the majority of members present shall be required to elect.

c) Term of Office. The term of office of all elective officers shall normally be for two years. They shall enter upon their duties at the close of any membership meeting of the society at which they shall have been elected. Neither the President nor the President-Elect shall be eligible to succeed him/herself for the year immediately following his term of office.

d) Duties. The officers shall have the authority and shall perform the duties customarily appertaining to their respective offices, and such other authority and duties as shall be in conformity with this constitution and bylaws. It shall be the obligation of retiring officers to transfer all records and property of the Society into the possession of their successors as soon as appropriate.

e) Removal from Office. The Society may vote at a regular or special meeting to remove any officer from office when action is deemed to be in the best interest of the Society. However, before such action shall be taken, due notice shall be sent by registered mail to the accused officer at least fourteen days prior to the date of the proposed meeting, at which time he/she may appear to defend him/herself and appeal. The voting on a motion to remove from office shall be by ballot, and an affirmative vote of three fourths of the members of the Board present shall be required for the motion to pass.

f) Vacancies. In the even of a vacancy occurring in the office of the President, the Vice President shall assume the vacant office immediately and shall serve for the unexpired term. Other vacancies occurring between any membership meeting of the society may be filled by appointment of the Executive Board for the unexpired time. Service in office to fill a vacancy shall not preclude candidacy for the same or other elective office in the following year.

Article VIII

Dues and Assessments

a) Annual Dues. The annual dues shall be in the amount of \$150.00 and any increase in this amount will be determined and voted on by the Executive board. Dues are payable when billed, generally at the start of each year.

b) The Society shall have the power to levy an assessment on each member with a ballot vote of the membership. The passage is dependent upon majority of votes received.

c) The Executive Board shall have the authority, at its discretion, to absolve from the payment of dues and assessments any member in good standing.

d) No part of earning or assets will inure to the benefit of any individual, other than reimbursements for expenses incurred in the Society's behalf.

Article IX

Committees

a) Executive Board/Committee. The Executive Board shall consist of the President, who shall be the Chairperson, the Vice President and

Secretary-Treasurer. The immediate Past President is an ex-officio member. The board shall include representation by an appointed member from each of the local dermatology societies. The board shall include the Chair of each permanent committee and any ad hoc committees as deemed necessary. The President shall announce appointments to committees and discuss plans for the ensuing year at the first meeting following election. The Executive Board shall confer at regular intervals to advise the President in the formulation of general policy; to transact necessary interim business; and to transmit recommendations to the Society in order that the meetings may be unencumbered by administrative details. The Board shall also perform such additional duties as may be in conformity with this constitution and bylaws. Should the Society disband it is the Committee's task to see that all significant assets be transferred to the American Academy of Dermatology.

b) Membership Committee. Shall consist of a Chair and up to three members in good standing. It shall be the duty of this committee to manage membership database, send out membership renewals and track what dermatologists are members of local dermatology societies. It is also the responsibility of this committee to work with the Program and Education Committee on any membership meeting held by the society.

c) Program and Education Committee. Shall consist of a Chair and up to three members in good standing. It shall be the duty of this committee to prepare plans for any membership meeting and to supervise the arrangements for any special events which may be proposed by the society. The committee will oversee, coordinate and organize, foster and nourish Dermatologic Education in the state. The Committee will report on its proposed activities to the Executive Board.

d) Government Affairs Committee. Shall consist of a Chair and up to five members in good standing. It shall be the duty of this committee to work with the Society Legislative Coordinator on state legislative issues and advocacy as well as work with the grassroots efforts for the state of Arizona in conjunction with the American Academy of Dermatology and the Arizona Medical Society. This Committee will monitor legislation that impacts the practice of dermatology or dermatologic surgery and will serve as advocates before the legislature or state board of medical examiners.

e) Finance Committee. Shall consist of a Chair and up to three members in good standing. It shall be the duty of this committee to work with the Membership Committee to ensure all dues and other fees as it pertains to the Society are incurred and properly allocated. This committee is also responsible for any contributions to SkinPAC and the creation of a state PAC for ADDSS.

f) Public Relations Committee. Shall consist of a Chair and up to three members in good standing. It shall be the duty of this committee to work with the Membership Committee on communication to the membership, including promoting any membership meetings, brochures, newsletters, and any other communication between the society and the membership. This committee is also responsible for disseminating information from the American Academy of Dermatology to the general Arizona membership and messages from ADDSS to the public in Arizona.

g) Young Physicians Committee. Shall consist of a chair and up to three members in good standing. It shall be the duty of this committee to work with residents and young physicians and address issues specific to their concerns.

They may hold meetings or social events, as well as recruit young physicians and residents to become involved in the society.

h) Ad Hoc Committees. Shall consist of a Chair and as many members deemed necessary for the committee to function properly and the life of the committee will be determined by the Executive Board.

Article X

Meetings

a) Executive Board Meetings. The Executive Board shall meet in person or via teleconference three times a year to discuss the direction on the Society and to conduct any necessary business.

b) Any Membership Meeting. If an Annual Meeting or any other membership meeting is held, it should be designated by the Executive Board. The meeting will be an educational, legislative, and professional networking meeting. The Program and Education Committee will be responsible for the educational sessions, the Legislative Advocacy Committee will be responsible for an advocacy session, and any other Committee may propose to the Executive Board a session to be held. It is recommended that the Annual Meeting have an exhibit hall with vendors to cover costs of the meeting along with a registration fee for attendees. A business meeting (including regular meeting business) will take place at the Annual Meeting.

Article XI

Amendments

A proposal to amend the constitution and bylaws may be presented in writing by any member in good standing, and read to the members at any designated membership business meeting. The voting on a motion to amend the Constitution and by-laws shall be by voice vote unless a closed ballot is requested by a majority of members present or by mail. An affirmative vote of two-thirds of the members present or voting by ballot shall be required for the motion to pass.

Article XII

Conduct of Meetings

a) Quorum: a quorum shall consist of a simple majority of the Executive Board, committee or ad hoc committee that is meeting.

b) The order of business at meetings shall be as follows:

- 1) Call to order.
- 2) Reading of the minutes of the preceding meeting.
- 3) Unfinished Business.
- 4) New Business.
- 5) Reports of the Committees.
- 6) Statement of Retiring President.
- 7) Statement of Incoming President.
- 8) Presentation of awards and Honorary Membership.

Article XIII

Procedure in the Event of the Death of a Member

Upon the notification of the death of a member, the Secretary shall immediately proffer to the family the sympathy and counsel of the Society. The Secretary shall inform the Membership by an appropriate notice in the Newsletter or meeting.

Article XIV

Newsletter

An official communication or Newsletter shall be sent to all members quarterly or as directed by the Executive Board. It shall contain all information required by this constitution and bylaws and such additional material as may be deemed of general interest to the Membership.

Article XV

In all matters not specifically covered in this constitution and bylaws, the procedures established in the latest edition of "The Standard Code of Parliamentary Procedure", by Alice Sturgis, published by McGraw-Hill Company, shall prevail.