

Florida Vascular Society Bylaws

Article I

Section 1: Membership

There shall be eight categories of members: active, senior, honorary, corresponding, candidate, associate, resident/fellow, and medical student. There shall be no limit on the number of new members elected annually and membership is open to anyone meeting the membership criteria.

Section 2: Qualifications of Membership

Members must be licensed to actively practice vascular surgery within the State of Florida, or those individuals defined by Section Five (5). Members must continue in practice to maintain active membership. The Executive Council shall judge the qualifications of applicants for membership in the Society. Whenever the membership of any person in the Society terminates by resignation, death or any other manner all rights and privileges in the Society of such persons and the representatives of their estate shall automatically terminate.

Section 3: Candidates for Membership

Qualified individuals may request membership applications by writing the Secretary of the Society. Each application must be accompanied by letters of endorsement from at least two active members of the Society, one of which is from the applicant's geographic region of practice. At its option the Executive Council may accept letters of endorsement from individuals who are not active members of the society.

If the candidate is not elected, the candidate may be reconsidered the following year by submitting a written request for reconsideration to the Secretary. No additional letters of endorsement are required; however, the candidate may submit additional endorsing letters if desired. A candidate for membership in the Society shall be dropped from the roster if the Executive Council has not elected such candidate after three consecutive years of consideration. An interim waiting period of two years shall transpire before reapplication shall be considered.

Section 4: The Right to Accept or Reject Applications for Membership

The Executive Council shall have the right to accept or reject any application for membership in the Society. If approved by the Executive Council, applications will be presented at the next annual business meeting. Election to membership will require a majority of those present at the annual business meeting and if approved, each application shall be signed by the Secretary of the Society.

Section 5: Levels of Membership

(a) Active Members

Active membership may be conferred upon physicians who meet the following criteria:

1. Certification by the American Board of Surgery in general and/or general vascular surgery, or by the American Board of Thoracic Surgery, and
2. It is highly recommended, but not required, that an applicant who trained after 1988 complete a vascular surgery fellowship/residency; or be certified in vascular surgery by the American Board of Surgery, and
3. Be in the active practice of vascular surgery for the two preceding years, post-fellowship, and
4. Present documentation of all major vascular operations (minimum of 50 major reconstructions and endovascular procedures) performed in the prior 12 months.
5. Individuals with unique qualifications and expertise in the diagnosis and management of vascular diseases, who may not meet qualifications 1-5, will be accepted on an individual basis.

(b) Honorary Members

The Council may confer honorary membership upon certain physicians who have distinguished themselves by outstanding achievement. Honorary Members shall not be eligible for election as officers or directors.

(c) Senior Members

Active members who have reached the age of sixty-five (65) years and are no longer in surgical practice may request transfer to senior membership status.

(d) Corresponding Members

Corresponding membership may be conferred upon physicians who have been a previous active member of the Society and, having relocated outside the state, prefer to maintain membership in the Society. Corresponding members shall pay one-half active members dues. Corresponding members may participate in the annual business meeting, but are not eligible to vote on business of the Society nor may they hold office or serve on standing committees.

(e) Candidate Members

Candidate membership may be conferred upon physicians who satisfy criteria (1) and (3) for active membership and are in the process of satisfying (4); Candidate members may participate in the annual business meeting, but are not eligible to vote on business of the Society nor may they hold office or serve on standing committees.

(f) Associate Members

Associate membership may be granted to individuals who do not meet qualifications 1-5. This shall include physicians, non-physicians, vascular nurses, physician assistants, nurse practitioners, and registered vascular technologists. To obtain associate membership the candidate must demonstrate commitment, and expertise in the discipline of vascular disease.

Associate members shall pay yearly dues to the Society and may participate in the annual scientific sessions, but are not eligible to vote at the Annual Business Meeting nor may they hold office or serve on standing committees.

(g) Resident/Fellow Members

Resident/Fellow membership is available to any physician enrolled in an ACGME Accredited Program in General Surgery, Integrated Vascular Surgery, Vascular Surgery Fellowship Program in the State of Florida. This membership provides a platform for residents and fellows to gain access to valuable contacts in the specialty, and helps foster a community of like-minded, professional peers.

Resident/Fellow members shall pay yearly reduced dues to the Society but shall not be able to participate in the annual business meeting.

(h) Medical Student Members

Medical Student membership is available to students currently enrolled in an accredited allopathic or osteopathic medical school in the State of Florida. This membership provides a platform for medical students to cultivate their interest in vascular surgery and gain valuable contacts in the specialty.

Medical Student members shall pay yearly reduced dues to the Society but shall not be able to participate in the annual business meeting.

Section 6: Membership Certification

Members shall be certified by the Society and their certificates signed by the President and the Secretary. Those certificates shall designate active, honorary, candidate, associate,

resident/fellow, or medical student membership. Certificates will be given out to new members at the Annual Business Meeting following their election into membership.

Section 7: Suspension

Membership in the Society shall be forfeited by any member whose licenses have been suspended by the Florida Department of Health, or if said member fails to maintain ethical and moral standards as determined by the Executive Council.

Article II

Section 1: Annual Assembly

The Society shall hold an annual assembly of not more than four days. The time and place for holding the annual assembly shall be determined by the Executive Council.

Section 2: Registration

Each member in attendance at the Annual Assembly shall register with and secure a badge from the Secretary or a designated representative, to perform this duty. All other persons attending the Annual Assembly shall register and secure an admission badge.

Section 3: Executive Session

During the Annual Assembly, there shall be an Annual Business Meeting in order to elect officers and directors and transact other business that may come before the Corporation. The time and place of this meeting shall be announced in the program. The election of officers and directors shall be the last order of business. Incoming officers, directors, and Standing Committee members shall assume their respective posts at the conclusion of the Annual Business Meeting. For purposes of the Annual Business Meeting, two-thirds of the active members attending the Annual Scientific Sessions will constitute a quorum. If a quorum is not present, business may be conducted but will not be binding until a vote by the membership-at-large.

Section 4: Guests

Persons of distinguished scientific attainment, not members of the Society, may be invited to any Annual Assembly for the purpose of participating in the Scientific Program.

Article III

Section 1: Governance

The Executive Council shall function as the Board of Directors and is the governing body of the Corporation, which shall authorize the purchase of property, stocks, bonds, securities, make loans, and authorize and supervise the expenditure of the funds of the Corporation.

Section 2: Meetings of the Executive Council

The Executive Council shall meet during the annual assembly of the Society, and as often during the year as may be deemed necessary, to perform its duties. It shall be subject to called meetings at any time the President may elect, or on petition of more than 50 percent of the Executive Council membership.

Section 3: Presiding Officer

The President of the Society shall preside at all meetings for the Executive Council, and in their absence, the President-Elect shall preside. In the event of the absence of both the President and President-Elect, the Executive Council shall elect a presiding officer. A majority of the Executive Council shall constitute a quorum.

Section 4: Executive Council Membership

The Executive Council shall consist of the President, the President-Elect, the Secretary, the Treasurer, the Immediate Past-President, and four Councilors who represent four separate regions of the state. The Councilors shall be active members elected by the membership. The terms for Councilors will be staggered and are of three years duration.

Section 5: Nominations

The three Immediate Past-Presidents, the President and the President-Elect will serve as the Nominating Committee. The Nominating Committee will adhere to the nominating process for the selection of nominations to be presented at the Annual Business Meeting.

- a. Nominating Process
 1. Nominating Committee will present list of nominees to the Executive Committee at least 90-days prior to the Annual Business Meeting.
 2. The Executive Committee, upon approval of nominees from the Nominating Committee, will publish names of nominees to the active members within 60-days prior to the Annual Business Meeting.
 3. Active members may propose additional nominees. Each additional nominee submitted through an active member must have a minimum of five sponsors and the member being nominated must have already accepted the nominee.
 4. Nominations will be closed 30-days prior to the Annual Business Meeting.

Section 6: Report of the Board

The Secretary of the Society shall submit a report of the Executive Council's deliberations to the membership at the Annual Business Meeting of the Society for confirmations or changes that may be feasible.

Article IV

Section 1: Officers

The officers of the Society shall consist of a President, a President-Elect, a Secretary, and a Treasurer. The President-Elect shall be elected for a term of one year at each Annual Business Meeting. At the expiration of their term as President-Elect, (at the conclusion of the Annual Business Meeting), the President-Elect shall become President and shall serve for one year or until a successor is elected and qualified. If the President and President-Elect die, resign, or become otherwise disqualified, the Society shall elect both a President and a President-Elect at the next Annual Assembly. The President and President-Elect may serve for more than one term, but such terms may not be consecutive. A Secretary shall be elected for a two-year term at each Annual Assembly and may be re-elected to serve a maximum of one consecutive term. The Treasurer may be elected for a term of one year at each Annual Assembly and may be re-elected to serve a maximum of five consecutive terms.

Article V

Section 1: President

The President shall preside at the meeting for the Executive Council and may preside over scientific sessions and the Annual Assembly and shall perform such other duties as may be required. The President shall appoint special committees with approval of the Executive Council.

The President may call a meeting of the Executive Council, or any committee, for the consideration of such business as may be properly brought before it. If a member of the Council is unable to complete his the term of office, the President shall appoint a successor until a new Council member can be elected at the next Annual Assembly.

The President may, by and with the advice and consent of the Executive Council, relieve any member of any committee of their duties. When a member appointed to serve on any committee is unable to complete their term, the President shall appoint a successor to complete the term.

The President shall preside at all Executive Council meetings and appoint the Nomination Committee as herein provided. Vacancies in the Executive Council shall be filled by appointment by the President. Special committees shall be appointed by the President as the need for such committees arises either during the Annual Assembly or at other times.

Section 2: President-Elect

The President-Elect shall serve as a member of the Executive Council.

Section 3: Secretary

The Secretary shall be a member of the Executive Council and shall record the minutes of its meetings. The Secretary shall receive and care for all records and papers belonging to the Corporation. The Secretary shall keep a master record of the corporate documents and Bylaws and shall record amendments properly.

The Secretary shall make and keep a roster of all the members of the Society, noting the correct name, address, place and date of graduation and other pertinent data. The Secretary shall submit to the Executive Council at each Annual Business Meeting a brief report of the business of the Society for the preceding year.

The Secretary is an ex-officio member of all committees except when designated as a regular member of a specific committee.

Section 4: Treasurer

The Treasurer, under the direction of the Executive Council, shall collect from the members all monies due and shall demand and receive all funds due the Society together with bequests and donations. The Treasurer shall be custodian of all monies, securities and deeds belonging to the Society, which may come into the Treasurer's possession and shall hold the same subject to the direction and disposition of the Executive Council.

The Treasurer shall present an abstract of the annual report, or financial condition, to the members of the Society at their Annual Business Meeting, and shall submit to the Executive Council the complete financial report, stating in full all monies, stocks, bonds, securities, and other properties belonging to the Corporation, and the several amounts paid out during the year, to whom and on what account. The Treasurer shall transfer none of the monies, stocks, bonds, securities or other property of the corporation, except upon written order signed by the President showing that the Executive Council has taken action thereon.

The Treasurer shall, under the direction of the Executive Council, sell or lease property belonging to the Corporation. The Treasurer shall subject accounts to such examination as the Executive Council may order. All funds from whatever source shall be deposited in an approved bank to the credit of the Corporation, and the amount deposited shall be reported each year to the Executive Council.

The Treasurer is an e-officio member of all committees except when designated as a regular member of a specific committee.

Article VI

Section 1: Standing Committees

Standing Committees shall consist of three or more members, each of whom may or may not, be members of the Executive Council. Members of the Standing Committees (except the Nominating Committee) shall be appointed by the President and approved by the membership at the Annual Business Meeting. Terms of office shall be staggered in order to provide continuity so that only one new member will be appointed each year. Standing committees (in addition to the Nominating Committee) are to be:

1. Membership (3 members)
2. Program (3 members)
3. Communication/Education (3 members)

Terms of office shall be three years. The Chairman of each committee shall be selected by the President with concurrence by the Executive Council, but generally shall be the most senior member of the committee. An annual report shall be submitted by each committee to the Executive Council in writing at the time of the Executive Council Meeting and shall become part of the minutes of the Executive Council meeting. A summary of their findings shall be included in the Executive Council's report at the Annual Assembly of the Society.

(a) Program Committee:

The duty of this Committee is to arrange the scientific program at the Annual Assembly of the Society. A local arrangement member will be appointed to this committee each year at the discretion of the President to serve a one-year term.

(b) Membership Committee

The duty of this committee is to review the applications of candidates prior to the presentation to the Executive Council.

(c) Communication/Education Committee

The duty of this committee is to collect articles and information of interest to the Society for the Annual Newsletter.

(d) Special Committee:

Special Committees shall be appointed by the President as the needs for such committees arise either during the Annual Business Meeting or at any other time.

The terms of these committees shall be for one year, but may be extended by the Executive Council as appropriate. Other duties may be assigned to the standing committees as deemed necessary by the President with the approval of the Executive Council.

Article VII

Section 1: Annual Membership Dues

Annual membership dues for active members shall be determined yearly by the Society in its Annual Business Meeting, based upon the recommendation of the Executive Council. Dues will be billed by October 1 of the prior year and will be due by April of the current year.

Section 2: Reduced Dues Amount

Candidate, Associate, and Corresponding member dues shall be one-half the amount of active members. Resident/Fellows members shall be 20 percent of the amount of active members. Medical Student members shall be 10 percent of the amount of active members.

Section 3: Unpaid Dues

Any member whose dues remain unpaid for a period of one year shall be dropped from membership; provided, however, that such member shall be notified of their default at least two months in advance of termination of membership. The defaulted member may be reinstated upon payment of such dues both current and in arrears.

Article VIII

Section 1: Robert's Rules

All meetings of the Society shall be governed by parliamentary procedure as contained in Robert's Rules of Order, subject to the laws of the State of Florida.

Article IX

Section 1: Amendment

These Bylaws may be amended at the Annual Business Meeting of the members during the Annual Business Meeting of the Society by two-thirds vote of the members voting; providing, however, that a copy of the proposed amendment(s) shall be furnished to the membership at least thirty (30) days in advance, or by a two-thirds vote of members voting by return ballot.