

Limb Lengthening and Reconstruction Society: ASAMI–North America

BYLAWS

ARTICLE I

Name, Objectives

Section 1. The name of the Society shall be “The Limb Lengthening and Reconstruction Society: ASAMI–North America.”

Section 2. The objectives of “The Limb Lengthening and Reconstruction Society: ASAMI–North America” herein after referred to as “the Society” shall be:

To furnish leadership, foster advances, and enhance the study of distraction histogenesis and limb reconstruction as applied to diseases and disorders of the musculoskeletal system.

To function as an educational body responsible for the development of scientific programs, for the organization of current knowledge, for the standardization of nomenclature, and for the publication of scientific materials.

To act as a stimulant to research by providing a forum for presentation of new scientific advances and offering awards for special achievement.

To conduct meetings that will serve as a place where persons interested in this field of medicine can meet, discuss new ideas, and present scientific material.

To become a point of origin for individuals interested in obtaining post–graduate training in the clinical and scientific aspects of distraction histogenesis and limb reconstruction.

To recognize those who have contributed to the field of distraction histogenesis and limb reconstruction by extending to them membership in the Society.

ARTICLE II *Membership*

Section 1. Classes of Membership

There shall be five classes of membership in The Society:
Active, Associate, Senior, Corresponding, and Honorary.

An active member is an orthopedic surgeon (MD or DO) who demonstrates a proven interest in distraction histogenesis and limb reconstruction by either documenting surgical cases involving bone regeneration by distraction, or show evidence of active ongoing research in the field of mechanically induced osteogenesis and limb reconstruction. The members shall reside and practice in the United States or Canada and be a member in good standing of either the American Academy of Orthopaedic Surgeons, or the Canadian Orthopaedic Association.

An active member may vote, hold office, and serve on the committees of the Society. They shall be required to pay dues of the Society, and may be required to pay a fee for attending meetings.

An associate member is an orthopedic surgeon, physician, podiatrist, oral surgeon, veterinarian or research scientist with a doctoral degree (MD, DO, DPM, DDS, DVM or PhD) with a proven interest in distraction histogenesis and limb reconstruction. An associate member shall reside in the United States or Canada. The person with DO, DPM, DDS and DVM degrees should be trained in musculoskeletal surgery or the equivalent in their disciplines and Board certified by their own respective discipline. He or she may serve on Society committees, but cannot vote or hold office.

Active or associate members may, upon reaching the age of 65 or upon retirement from active medical or other scientific practice, apply to the Secretary for transfer to senior membership. This application must be approved by a majority of the Executive Committee. Senior members cannot vote, hold office, or serve on committees of the Society. Senior members need not attend meetings or pay dues but may be required to pay a fee for the meetings they attend. Senior members may be reinstated to active or associate membership upon application to the Secretary and approval of the Executive Committee.

Corresponding members are individuals who would be considered for active or associate membership but who reside and practice outside the United States or Canada. If applicable, a corresponding member shall be a member of a major specialty Society of the member's country. A corresponding member may not vote or hold office, but may serve on the committees of the Society and shall be required to pay dues, and are required to pay a fee for attending meetings. A corresponding member may request active membership status upon the relocation of the member's practice to the United States or Canada.

Honorary members shall be people who the Executive Committee feels are worthy of special honor because of notable contributions to the field of distraction histogenesis and limb reconstruction or because of long-term activity in the interests of the Society. They are not required to attend meetings, but are required to pay meeting registration. They cannot vote or hold office.

Membership in good standing for active, associate and corresponding members requires prompt payment of dues; first year of non-payment will be considered as delinquent, second year of non-payment of delinquent dues will be automatically dismissed from the Society.

Section 2. Election of Members

Membership in the Society shall be considered to be a privilege. A letter of support from an active member of the Society in good standing is required for all applications for active and associate memberships and should support character, credentials and interest in distraction histogenesis and limb reconstruction. A list of operative procedures or a personal interview may be required. The Secretary will send an application to any individual interest in joining the Society which must be returned to the Membership Committee by a date decided upon by that committee.

The Membership Committee, after due deliberation, will recommend to the Executive Committee those individuals who should be considered for Active, Associate, or Corresponding membership. The Executive Committee, at their business meeting, may agree or not agree to recommend an individual to the Society for membership in these categories. A two-thirds affirmative vote by the voting members present is necessary for the Executive Committee to then recommend an individual to the Society for membership.

At least 30 days prior to the annual Society meeting, the Secretary will forward to the Society members the names of those individuals recommended by the Executive Committee for membership. Voting members attending the annual meeting may then elect an individual to any class of membership by a two-thirds affirmative vote. Those so elected will receive a certificate of membership in the Society and a copy of the bylaws.

Honorary membership may be recommended by the Membership Committee or the Executive Committee. The Executive Committee by unanimous agreement of the voting members in attendance will then recommend these individuals to the Society for membership.

Section 3. Dues and Fees

Annual dues shall be determined by the Executive Committee. Active and associate members may pay these dues to the Treasurer.

Registration fees for each annual or interim meeting shall be paid by all registrants and guests. The amount shall be determined by the Executive Committee.

An initiation fee may be required for new active, associate, corresponding and honorary members to the Treasurer. The amount of the fee shall be determined by the Executive Committee.

Any request for exemption from dues or fees shall be directed to the Treasurer and shall be decided upon by the Executive Committee. The Executive Committee shall have the power to request a special assessment to be paid by the membership or any one or more categories of membership.

Section 4. Ethics and Discipline

Each member shall be expected to comply with the principles of Medical Ethics of the American Medical Association and with the bylaws and Amendments to the bylaws of this Society. The Executive Committee has the right to censure, suspend, or expel any member.

Any recognized violation of these rules should be directed in writing to the President of the Society. Upon receipt of a complaint, the President shall forward a copy of the complaint to the member in question for his or her response.

The complaint and member's response, if available, will be considered at the next Executive Committee meeting. If the Executive Committee feels that the complaint should not be pursued further, the member in question and the member initiating the complaint shall be notified. If two-thirds of the voting members present believe the alleged violation merits further investigation, the Secretary shall so inform the member and further inform the member that he or she has the right to appear before the Executive Committee on a specified date or submit further evidence or rebuttal to demonstrate why disciplinary action should not be taken against the member.

If further action by the Executive Committee is deemed to be necessary, the notified member in question shall respond by a registered, or certified letter to the Secretary within 30 days of receipt of the notice.

The Executive Committee shall then formally consider this complaint and the arguments against it. A majority of the voting members of the Executive Committee present at the meeting shall be convinced of the need before discipline of a member of this Society is undertaken. If discipline is deemed to be necessary, the Secretary will notify the member as to the type of discipline and the reason for it within 15 days of the Executive Committee decision.

ARTICLE III
Executive Committee

Section 1. Composition of the Executive Committee.

The Executive Committee shall be composed of eleven members: The President, the First Vice-President, the Second Vice-President, the Secretary, the Treasurer, the two immediate past-Presidents, Editor of the Society Newsletter and three members-at-large.

Each past-President shall serve a two-year term on the Executive Committee after completing his or her year as President.

The three members-at-large shall be nominated by the Nominating Committee and presented to the Society at the annual business meeting. Additional nominations may come from the floor. They shall be elected to this three-year position by a majority of the voting members in attendance at the annual business meeting. The three members-at-large are staggered over three years to maintain continuity. They shall be ineligible for re-election to a consecutive term to this position.

Section 2. Duties of the Executive Committee

The Executive Committee shall be the administrative authority of the Society.

The Committee will conduct an annual Executive Committee business meeting prior to or during the annual meeting of the Society. It may conduct special meetings called by the President or a majority of the voting members of the Executive Committee. Notice of any special meetings must be given to each Executive Committee member. The attendance of an Executive Committee member at any meeting shall constitute a waive of notice except where an Executive Committee member attends for the express purpose of objecting to the meeting because it is not lawfully called or convened.

The Committee shall be responsible for membership selection and for the discipline of members.

The Committee shall receive and consider the reports of committees and review their activities.

The Committee shall invite who it wishes to attend Executive Committee meetings. A quorum shall consist of a majority of the voting members of the Executive Committee.

Vacancies in the Committee may be filled by the Executive Committee should they so select.

The Society shall indemnify every member of the Executive Committee or other administrator against expenses reasonably incurred by that person in connection with any action to which he or she may be a party by means of his or her being an administrator of the Society.

ARTICLE IV *Officers*

Section 1. Officers

Officers of the Society shall be the President, First Vice-President, Second Vice-President, the Secretary, the Treasurer, the Secretary-Elect and the Treasurer-Elect. The President shall serve one-year term of office. The First Vice-President, the Second Vice-President, Secretary-Elect and Treasurer-Elect shall serve one-year terms of office. The Secretary and the Treasurer shall serve a three-year term and may be elected for one successive full term of office.

Section 2. Election of Officers

The Nominating Committee shall prepare a list of nominees for the positions which will become vacant at the close of the annual meeting at which time the list presented. Additional nominations may be made from the floor. Each voting member in attendance shall have one vote for each position being considered. There shall be no cumulative voting. Positions shall be elected by the majority of the voting members in attendance at the annual business meeting. The term of office for those selected shall commence at the close of the annual meeting at which they are elected.

The Nominating Committee shall prepare the following list of nominees at the first annual meeting:

President
First Vice-President
Second Vice-President
Secretary
Treasurer

Two members-at-large to the Executive Committee (two positions shall be available at the first annual meeting, one having only a one year term).

Two members of the Nominating Committee

The Nominating Committee shall subsequent to the first annual meeting prepare the following list of nominees annually.

Second Vice-President
One Member-at-large to the Executive Committee

The Nominating Committee shall prepare a list of nominees for Secretary-Elect and Treasurer-Elect each third year at the annual meeting preceding the termination of the offices of the current Secretary and Treasurer by one year.

Section 3. Vacancy and Removal

A vacancy in any office, in the Executive Committee, or in the two elected positions of the nominating committee may be filled by the Executive Committee for the unexpired portion of the term or until the next annual meeting.

Any officer, committee member or agent of the Society may be removed by the Executive Committee when in its judgment the best interests of the Society would be served thereby.

Section 4. President

The President shall be the principal executive officer. The term of office is one year. During that time he or she shall have the following duties:

Preside at all meetings of the Society and Executive Committee.

Deliver an address at the annual meeting.

Appoint all committees not otherwise provided for in the bylaws and fill all vacancies which occur on committees between annual meetings.

Serve as an ex-officio member of all committees except the Nominating Committee.

Sign documents as directed by the Executive Committee.

Act in the event of any contingency or emergency not covered by the bylaws and in general perform all duties incident to the office of President or such other duties as may be prescribed by the Executive Committee from time to time.

Section 5. First Vice-President

The First Vice-President shall serve for one year and then assume the duties of President. During the term as First Vice-President, he or she shall act as the President in the President's absence. He or she shall perform other

duties as may be assigned to him or her by the Executive Committee or the President. The First Vice-President shall advance to the President of the Society at the end of a one-year term.

Section 6. Second Vice-President

The Second Vice President shall serve for one year and then assume the duties of the First Vice-President. During the term as Second Vice-President, he or she shall act as the First Vice-President in the First Vice-President's absence. He or she shall perform other duties as assigned to him or her by the Executive Committee or the President. The Second Vice-President shall advance to the First Vice-President at the end of a one-year term.

Section 7. Secretary

The Secretary shall be elected for a three-year term. During his or her term of office he shall:

- A. Maintain a membership roster.
- B. Record and keep minutes of meetings of all members and the Executive Committee.
- C. Keep records of committee meetings.
- D. Duly give notices in accordance with the provision of the bylaws, including notification of candidates elected into the Society, nominees of their election, members of their appointment to committees, and members of any disciplinary action against them.
- E. Perform all duties incidental to the office of Secretary and such duties as assigned by the President or by the Executive Committee.

Section 8. Treasurer

Be responsible for all funds or other properties of the Society and endorse all financial statements.

Collect all funds and dues.

- C. Receive funds due to the Society and deposit them as may be designated by the Executive Committee.
- D. Pay all expenses of the Society.

Maintain an itemized account of receipts and expenditures and present an annual financial report to the Executive Committee. This report shall be audited by a Certified Public Accountant.

- F. Perform all duties incidental to the office of Treasurer and those duties assigned by the President or by the Executive Committee.

Section 9. Secretary Elect

The Secretary Elect shall be elected for a one-year term prior to the termination of office of the incumbent Secretary. He or she shall then assume the office of Secretary. During the year as Secretary Elect, he or she shall serve as ex-officio member of the Executive Committee and serve as assistant to the Secretary.

Section 10. Treasurer Elect

The Treasurer Elect shall be elected for a one-year term prior to the termination of office of the incumbent Treasurer. He or she shall then assume the office of Treasurer. During the year as Treasurer Elect, he or she shall serve as ex-officio member of the Executive Committee and serve as assistant to the Treasurer.

Section 11. Representatives to COMSS

There shall be two representatives to COMSS. The term of representative is three years. In a three year cycle, two consecutive Second Vice Presidents shall be each appointed to a three term of COMSS representative. The third consecutive Second Vice President shall not be appointed to COMSS representative.

ARTICLE V

Standing Committees

Section 1. Nominating Committee

The Nominating Committee shall consist of two active members nominated and elected each year by the members present at the annual meeting of the Society, and the immediate past President of the Society. The immediate past President will serve as chairman of the committee. No person may serve two consecutive terms. Responsibilities of the committee are defined in Article IV, Section 2.

Section 2. Membership Committee

The Membership Committee shall consist of three active or associate members appointed by the President as vacancies arise. The initial

appointment will be for one, two or three years. Each year thereafter, a new member will be appointed by the President. Appointment to the committee will be for three years. The chairman of the committee shall be the most senior member of the committee. The Membership Committee shall receive and consider applications for active, associate and corresponding memberships. A report will be presented annually to the Executive Committee for their consideration. The committee may elect to recommend, not recommend, or defer decision on an application pending more full investigation of the applicant's qualifications.

Section 3. Program Committee

The members of the Program Committee will be appointed by the President including First and Second Vice-Presidents. The appointment to the committee will be for one year, but members may serve three successive full terms. The First Vice-President shall chair the committee. The committee shall be responsible for the organization and conduct of the annual meeting of the Society.

Section 4. Research and Development Committee

The Chairman and the members of the Research Committee will be appointed by the President with the approval of the Executive Committee. The appointment to the committee will be for one year, but members may serve three successive full terms. The committee will encourage research in the field of distraction histogenesis and limb reconstruction, establish funds for grants and set up a grant review process. The committee Chairman will report to the members at the annual meeting of the Society.

Section 5. Bylaws Committee

The Bylaws Committee shall consist of three members appointed by the President. After an initial appointment of one, two and three year terms, the President will appoint one member each year for a three year term. The most senior member shall serve as chairman of the committee. The charge of the committee is to review the bylaws from time to time and suggest amendments deemed necessary for the Society.

Section 6. Ad-Hoc Committee

Ad-hoc Committees shall be appointed by the President with the approval of the Executive Committee.

ARTICLE VI
Amendments

Section 1. All proposed amendments to the bylaws of the Society must be signed by five active members and submitted to the Secretary—~~Treasurer~~ three months prior to the annual meeting of the Society. The amendment shall be accepted if a two-thirds affirmative vote is obtained by the voting members present at the annual business meeting of the members of the Society.

ARTICLE VII

Seal

Section 1. The Executive Committee shall provide a seal for the Society to be approved by a majority of the members present at an annual business meeting.

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