



Constitution and Bylaws

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Groups audience: Delaware Valley Vascular Society

Constitution of the Delaware Valley Vascular Society

ARTICLE I - TITLE AND OBJECTIVES

Section 1:

The title of this organization shall be the Delaware Valley Vascular Society

Section 2:

The Delaware Valley Vascular Society shall be incorporated under the laws of the State of New Jersey.

Section 3:

The objectives of this organization shall be:

1. to enhance and disseminate education in vascular disease at the undergraduate, medical student, trainee, physician, advance practitioner, vascular technologist, and lay levels.
2. to encourage research in the etiology, diagnosis, and modalities of treatment of vascular disease.
3. to enhance the exchange of ideas through regular scientific meetings.

ARTICLE II - MEMBERSHIP

Section 1:

The active membership shall consist of those physicians in the Delaware Valley who are currently practicing medicine specializing in vascular disease. Qualifications shall be dependent on training; demonstrated skills; an acceptable commitment, and competence in clinical practice or research.

Section 2:

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There shall be categories of membership: Active, Senior, Honorary, Corresponding, Associate, and Candidate Members.

Section 3:

Active members shall consist of Founder Members and of all members subsequently elected.

Section 4:

Senior Members shall consist of Active Members who have retired from practice.

Section 5:

Honorary Members shall consist of individuals who have made outstanding contributions in the field of vascular disease. They shall have no voting privileges and may not hold office

Section 6:

Corresponding Members shall consist of Active or Senior Members who have left the Delaware Valley area. They shall have no voting privileges and may not hold office.

Section 7:

Associate members shall consist of medical professionals with a dedication to the study and/or treatment of vascular disease who are not physicians or surgeons. These may include allied health care professionals (e.g. nurse practitioners, physician assistants, vascular nurses and registered vascular technicians), scientists, and doctors of podiatric medicine. Associate members will be permitted to serve on committees and vote on these committees, but shall not be eligible to vote on other Society business or hold elected office.

Section 8:

Candidate members shall consist of physicians in training who are undergraduate or medical students, in postgraduate year I (PGY1) or greater within an approved general surgical residency program or who are vascular integrated residents or vascular surgery fellows. They shall have no voting privileges and may not hold office. Their status as a candidate member will cease after graduation from the general surgical residency, vascular integrated residency, or fellowship training programs at which point they are expected to apply for active membership after successful completion of said training program.

Section 9:

The privilege of holding office, membership on committees, and voting shall be limited to Active Members, except as specified for Associate Members.

Section 10:

Admission to membership shall be by a 3/4 positive vote of Active Members at the Annual Meeting, following recommendation by the Membership Committee.

Section 11:

Adherence to the regulations of the Society, as specified in the By-laws, is mandatory for continued membership in good standing.

ARTICLE III - OFFICERS

Section 1:

The Officers of the Society shall consist of a President, a President-elect, a Secretary/Recorder, a Treasurer, and three Councilors-at-large. These seven, together with the two available immediate past presidents, shall constitute the Executive Council.

Section 2:

The Term in office of the officers shall be:

- President 1 year
- President-elect 1 year
- Secretary/Recorder eligible for re-election
- Treasurer eligible for re-election
- Councilors-at-large (3) 1 year

Section 3:

The officers shall be elected by a majority of the Active Members present and voting at the time of the annual members' business meeting.

Section 4:

Vacancies shall be filled as prescribed in the By-laws.

ARTICLE IV - STANDING COMMITTEES

The standing Committees shall be:

1. Membership Committee
2. Program Committee
3. Constitution and By-laws Committee

ARTICLE V - MEETINGS

The time, place, frequency, and procedure of the meetings will be determined by the Council.

ARTICLE VI - SEAL

The Society shall make, have, and use a seal bearing such device and description as the Society shall deem proper, as well as the name of the organization.

ARTICLE VII: ALTERATIONS OR REPEAL

All proposals to alter or repeal any Article of the Constitution or any portion thereof, shall be made in writing, signed by

three Active or Senior Members of the Society in good standing, and delivered to the Secretary/Recorder at least three months prior to the Annual Meeting or the Winter Meeting. The Secretary/Recorder shall circulate the proposed alterations or repeals at least thirty days before this meeting to all Members who shall be specifically advised that such alterations or repeals shall be voted upon at the Annual Meeting or the Winter Meeting. Adoption of any proposed change shall be by a 3/4 affirmative vote of the members present and voting at the Annual Meeting or the Winter Meeting.

By-Laws of the Delaware Valley Vascular Society

Article I: Officers

SECTION 1:

The President-elect, President, Secretary/Recorder, Treasurer, and all other council positions shall be nominated for office by the Nominating Committee. Once nominated, election and confirmation shall take place at the annual members' business meeting by a majority vote of active members present at the business meeting. The term of office shall be from the conclusion of the spring meeting until the conclusion of the following year's spring meeting when the next slate of council members are elected by the membership.

If unforeseen circumstances arise that prohibit an in-person spring meeting, the Executive Council has the authority to make provisional accommodations including, but not limited to the conduction of a remote business meeting to elect new officers, continuing with the current slate of elected officers for an additional one year term, or conducting a business meeting to elect new officers at the fall meeting either in person or remotely. The decision of the Executive council shall be made by majority vote with each council member's vote weighted equally.

SECTION 2:

The President of the Society shall preside at the Scientific and Business Sessions of the Society and the Council, preserve order, regulate debates, announce the results of elections, appoint committees not otherwise provided for, appoint members to the Standing Committees, sign certificates of membership, and perform all other duties legitimately appertaining to his/her office.

SECTION 3:

The President-elect, in the absence or incapacity of the President, shall perform all duties customarily pertaining to the President's office.

SECTION 4:

In the absence of both the President and the President-elect, the chair shall be taken by a chairman pro-tem, elected by majority vote of such members of the Council as are present.

SECTION 5:

The Secretary/Recorder shall keep the minutes of the meetings of the Society and the Council, attest all official acts requiring certification; notify officers and members of their election; keep in their custody the Seal of the Society and affix it to all documents as the Society may direct; conduct correspondence; and take charge of all papers for which there is not other provision. He/she shall have charge of the routine business of the Society and may utilize such assistance in carrying on the business of the Society as may be authorized by the Council. He/she shall keep an accurate roster of the members and their records, and shall be ex-officio on all the standing Committees (except on the Nominating Committee) and all the Special Committees as may be created. At least thirty days prior to the Annual

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Meeting he shall issue to all members of the Society an agenda of the forthcoming meeting and such documents as shall be distributed to the membership prior to the meeting. He/she shall compile a written report to be read at the Annual Meeting of the Society, in which shall be included the list of the candidates proposed for membership, as approved by the Council.

SECTION 6:

The Treasurer is custodian of the funds and assets of the Society. He/she shall offer an annual report for audit.

Article II: Council

SECTION 1:

The Council shall be composed of the officers of the Society, three Councilors-at-large, and the two available immediate Past-presidents.

SECTION 2:

The President of the Society shall serve as Chairman of the Council and the Secretary of the Society as its Secretary.

SECTION 3:

Stated meeting of the Council shall be held at the call of the President.

SECTION 4:

The Annual Meeting of the Council shall precede the Annual Meeting. An agenda shall be developed by the Secretary/Recorder.

SECTION 5:

A majority of the members of the Council shall constitute a quorum for the transaction of business.

SECTION 6:

In the interim, the President and the Secretary/Recorder shall have executive power in order to ensure the execution of all the measures required for the efficient conduct of the Society.

Article III: Committees

SECTION 1:

The Standing Committees of the Society shall consist of a Membership Committee, Program Committee, Nominating Committee, and Constitution and By-laws Committee.

SECTION 2:

The Membership Committee shall consist of members representing all of the Delaware Valley area, plus the Secretary/Recorder ex-officio. The President shall appoint the members of the Committee and designate a chairman annually. The Committee shall pass upon the professional and ethical qualifications of applicants and advise the Council of its recommendation.

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SECTION 3:

The Program Committee shall consist of member(s) who shall be appointed by the President.

SECTION 4:

The Nominating Committee shall consist of three members, Past Presidents when applicable, who shall be appointed by the President one month before the Annual Meeting. Its function shall be to make up a slate of officers and Councilors-at-large to be presented at the Annual Meeting of the Council and to the members at the Annual Meeting of the Society.

SECTION 5:

The Constitution and By-laws Committee will be appointed by the President annually.

SECTION 6:

The President shall appoint Ad Hoc Committees as the need arises.

SECTION 7:

Any vacancies occurring in the above committees shall be filled by appointments by the President, and the appointee shall serve until the next Annual Meeting of the Society.

Article IV: Election of Members

SECTION 1:

To be eligible for active membership, the candidate shall have a dedicated interest in the field of vascular medicine diseases demonstrated either by his/her active clinical practice devoted to vascular (medicine or surgery) or active research in vascular diseases. He/she shall demonstrate a major interest in the field of vascular diseases after completion of residency or fellowship programs emphasizing the medical or surgical treatment of peripheral vascular diseases. The applicant shall be certified by The American Board of Surgery, The American Board of Thoracic Surgery, or a Board appropriate to the applicant's specialty.

SECTION 2:

An application form for active membership shall be available only by request of a member who shall act as the applicant's sponsor. Such form shall be provided to the applicant by the Chairman of the Membership Committee.

SECTION 3:

Each applicant shall be supported in their application by a sponsor who should be an Active Member of the Delaware Valley Vascular Society. If the candidate for active membership is already a candidate member, the sponsor letter can be waived for conversion to active membership.

SECTION 4:

The completed application form shall be submitted to the Chairman of the Membership Committee at least thirty (30) days prior to the Annual Meeting at which the candidate shall be considered for election.

SECTION 5:

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The Membership Committee shall review the qualifications of each applicant and shall develop a recommendation for election to membership. The Chair of the Membership Committee shall present this recommendation to the Council.

SECTION 6:

The Council shall formulate for each applicant a recommendation concerning election to membership. Names of applicants recommended for election to membership by the Council shall be circulated by the Secretary/Recorder to the membership of the Society at least thirty (30) days prior to the Annual Meeting.

SECTION 7:

The Chair of the Membership Committee shall report to the Society membership at the Annual Meeting the names of applicants recommended by the Council for election to membership.

SECTION 8:

The candidates recommended by the Council for election to membership shall be voted upon at the Annual Meeting. Election to membership shall be by 3/4 affirmative vote of the Active Members present and voting at the Annual Meeting.

SECTION 9:

A candidate who fails at one Annual Meeting may be presented to the membership at the next two Annual Meetings of the Society. If he/she fails election a third time, his/her name shall be dropped from the list of applications for membership. Such candidate's application may be resubmitted after an interval of two years.

SECTION 10:

An Active Member, having retired from active practice, shall notify in writing the Secretary/Recorder and shall become a Senior Member. The Secretary/Recorder shall record this change in membership status in the membership roster and shall report this change in status to the Council. Senior Members shall pay no dues.

SECTION 11:

Honorary Membership shall be reserved for such distinguished persons who have achieved prominence in the field of peripheral vascular disease. Such Honorary Membership must be conferred in person at a duly constituted meeting of the Society. The decision to confer Honorary Membership shall be made by the Society's Executive Council.

SECTION 12:

Corresponding Membership shall be reserved for Active or Senior Members who have left the Delaware Valley area permanently.

SECTION 13:

An application for Associate Membership requires sponsorship by an Active Member and submission of a curriculum vita. The application shall be submitted to the Chair of the Membership Committee at least thirty (30) days prior to the Annual Meeting at which the candidate shall be considered for election. Eligibility is determined by the individual's contributions to the field of vascular disease as well as attainment of a degree and possible certification in the chosen specialty. After review of the completed application by the membership committee, submission will be made to the Executive Council for consideration. A ¾ affirmative vote by the active members present and voting at the Annual Meeting will confirm the applicant as an Associate Member.

SECTION 14:

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Candidate members may request an application for membership, which shall be supported by a sponsor who shall be an active member of the Delaware Valley Vascular Society. Additionally, a letter from the director of the applicant's general surgery or vascular residency or fellowship program will be required confirming his/her status as a physician in training at a PGYI level or higher and in good standing.

SECTION 15:

The certificate of membership shall be signed by the President and the Secretary/Recorder in the office at the time of election and shall bear the Seal of the Society.

Article V: Nomination and Election of Officers

SECTION 1:

Officers of the Society shall be nominated by the Nominating Committee which shall present a slate of the Council at its annual members' business meeting. The Councilors-at-large shall be similarly nominated.

SECTION 2:

Additional nominations may be made from the floor at the annual members' business meeting each year.

SECTION 3:

The election shall take place at the annual members' business meeting.

SECTION 4:

Election of Officers shall be by a majority vote of the Active Members present and voting.

Article VI: Meetings

SECTION 1:

The meetings of the Society shall be held at a time and place to be designated by the Council. One such meeting shall be designated as the Annual Meeting of the Society.

SECTION 2:

Attendance at meetings and participation in the Scientific Program shall be expected from all Active, Associate and Candidate Members and shall be optional for Senior, Honorary, and Corresponding members.

SECTION 3:

The Council shall meet before the Annual Meeting of the Society at a time and place designated by the President. The Chair of each Standing Committee shall meet with the Council at this time.

SECTION 4:

From time to time, when deemed advisable by the Council, eminent investigators or surgeons in the field of vascular surgery, or allied sciences, may be invited to present a lecture. Each speaker who presents such a lecture shall receive an appropriate honorarium and a statement of appreciation from the Society.

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SECTION 5:

Special meetings of the Society may be called at any time by the President. The President may call a special meeting whenever he/she is requested to do so in writing by ten members of the Society in good standing.

Article VII: Fees and Dues

SECTION 1:

The fiscal year of the Society shall date from January 1 of each year.

SECTION 2:

Annual dues for each Active and Associate Members shall be set by the Council.

SECTION 3:

Senior, Honorary, Corresponding and Candidate Members shall be exempt from all dues.?

SECTION 4:

Associate Members shall pay ½ the dues required of the Active Members.

SECTION 5:

Bills shall be rendered by the Treasurer within one month after the date of the Annual Meeting and shall be payable within one month.

SECTION 6:

A member of the Society shall be deemed delinquent if his dues are not paid for one year. He/she shall be notified of that fact by the Treasurer, by registered letter, which will contain this section of the Bylaws. After one year of delinquency in payment of dues, a member shall be dropped from membership by action of the Council. The delinquent member may be reinstated with full privileges, upon payment of his/her arrears, by action of the Council.

Article VIII: Order of Business

The order of business at the Annual Meeting of the Society shall be as follows:

1. Approval of the minutes of the last Annual Meeting;
2. Report of the Secretary/Recorder;
3. Report of the Treasurer;
4. Report of the Program Committee;
5. Report of the Constitution and Bylaws Committee;
6. Report of Ad Hoc Committees (Committees specifically listed);
7. Unfinished business;Announcement of deaths;
8. New business;
9. Report of the Membership Committee;
10. Election of new members;
11. Report of the Nominating Committee;
12. Election of officers; and

13. Adjournment

Article IX: Resignations and Discipline

SECTION 1:

Any member who has complied with all of the requirements of the Constitution and By-laws during his/her membership may resign by written notification to the Secretary/Recorder.

SECTION 2:

The administration and management of discipline shall be the duty of the Council. Charges of unprofessional or unethical conduct against any members of the Society may be preferred in writing to the President of the Society who shall submit same to the Council. Council must act upon the charges within one year. The accused member shall have the right to appear, to hear, and to answer the charges brought against him. A 3/4 affirmative vote of the Council shall be required for Council action. If the vote of the Council is not decisive, the charges shall be dropped. Any recommendation of the Council for disciplinary action or expulsion shall be presented by the Secretary/Recorder to the Society for action at the next Annual Meeting. A 3/4 affirmative vote of the Active Members present and voting shall be required for disciplinary action or expulsion.

Article X: Rules of Order

Any question of order not provided by these By-laws shall be determined by parliamentary usage as contained under Robert's Rules of Order (revised).

Article XI: Amendments

SECTION 1:

All proposals to alter or repeal any Article of the By-laws or any portion thereof, shall be made in writing, signed by three Active or Senior Members of the Society in good standing, and delivered to the Secretary/Recorder at least two weeks prior to the Annual Meeting. The Secretary/Recorder shall circulate the proposed alterations or repeals at least one week before this meeting to all Members who shall be specifically advised that such alterations or repeals shall be voted upon at the Annual Meeting. Adoption of any proposed change shall be by a 3/4 affirmative vote of the members present and voting at the Annual Meeting.

SECTION 2:

Adoption of the proposed amendments shall be by a 3/4 Affirmative vote of the members present and voting at the annual members' business meeting.

Amended March 15, 2021