

CONSTITUTION AND BY-LAWS
Austin Society of Otolaryngology- Head and Neck Surgery

CONSTITUTION

Article I

NAME AND PURPOSE

Section A: Name -

The name of this organization shall be the "Austin Society of Otolaryngology-Head and Neck Surgery," hereby also referred to as "ASO" or "the Society."

Section B: Type of organization and Date of Adoption-

The society is a non-profit organization. The date of adoption occurred on October 29, 2012, as recognized by the Secretary of State of Texas, file certificate number 801677732.

Section C: Purpose -

The purpose of this Society shall be to promote scientific knowledge in Otolaryngology-Head and Neck Surgery (Oto-HNS), by discussion of these subjects, and to encourage good fellowship among the members of the Society.

Article II

MEMBERSHIP

Section A: Eligibility to Membership -

Any licensed physician that is board certified/board eligible in the Austin area, whose practice is limited to Oto-HNS, or any one or more of the recognized sub-specialties, shall be eligible for membership in this Society.

Section B: Classification of Members

The membership of this Society shall be divided into Emeritus members, Regular members and Associate members.

Emeritus members shall be those physicians practicing or having practiced Oto-HNS who have attained the age of 65 years and who make application to become Emeritus members. Emeritus members will be exempt from license and board certification

requirements, but still must be approved. These members will be invited to participate in the activities of the Society but will not be eligible to hold office or to vote.

Regular members shall be those who meet the eligibility criteria fully and are practicing in good standing in the community. These members shall have all the privileges of the Society including the ability to hold office and to vote.

Associate members shall be comprised of Physician Assistant, Nurse Practitioners, Residents and Fellows practicing in the field of Oto-HNS. These members will be invited to participate in the activities of the Society but will not be eligible to hold office or to vote.

Officers will review membership applications and present them to all members at a regular scheduled meeting.

Article III

OFFICERS

Section A: The Officers -

The officers of this Society shall consist of a President, Vice President and two members-at-large. Officers shall be eligible regular members or current regular members of the society.

Section B: Elections -

All the officers shall be elected at the business meeting and shall serve for two years after assuming office by the following meeting. Nominations for all offices shall be made at the time of election and may be made by any member from the floor. All elections shall be by secret ballot. A majority of votes of those present shall be necessary for election.

Article IV

MEETINGS

A minimum of three meetings per year shall be held throughout the year with one business meeting held in the fall. The annual meeting for reports and election of officers shall be the business meeting.

Article V

AMENDMENTS TO CONSTITUTION

The Society may amend any article of this constitution by a two-thirds vote of its members present at a regular meeting, provided that such amendment or amendments shall have been submitted in writing to the membership at least one month prior to the regular meeting.

BY-LAWS

Article I

MEMBERSHIP

Section 1: Applications for Membership -

A candidate for membership shall fill out an application form obtained from the Society stating his or her age; place and date of birth; college attended; degrees received; school and date of medical graduation; internships served; and give date and place of post-graduate study. The dues must accompany the application for the current year.

Section 2: Acceptance for Membership -

Application for membership shall be read before the Society during a meeting. The Society's officers, who will confirm eligibility, will review applications. The Society shall then vote on each application, the vote being by ballot. Two-thirds of the votes of those members present and voting shall be necessary for election. Application for membership from rejected candidates shall not be received within one year from such rejection.

Section 3: Emeritus Members -

Members who attain the age of 65 years may make application to become Emeritus members. Approval will be at the discretion of the officers. They shall be required to pay no dues to the Society but may be required to defray the expenses for their meals and other incidentals at Society functions.

Section 4: Associate Members -

Associate members may include Nurse Practitioners, Physician Assistants, Residents and Fellows in good standing, practicing in the field of Oto-HNS with licensure/certification.

Article II

OFFICERS AND THEIR DUTIES

Section 1: President -

The President shall preside at all meetings of the Society. He/She shall appoint committees, fill vacancies by appointment and perform such other duties as is customary for a presiding officer.

Section 2: Vice President -

The Vice President shall assist the President in performing his/her duties and shall preside in his/her absence. He/She shall succeed to the Presidency upon that office becoming vacant by death, resignation, or removal. He/She shall be equally responsible for preparation of the programming of the meetings and reviewing the financial statements of the organization.

Section 5: Members-at-Large

The Members-at-Large will provide support and guidance to the president and vice president as needed, including but not limited to planning meetings, arranging speakers, working with sponsors, taking minutes at meeting, and reviewing the society's financial statements.

Article III

MEETINGS

Section 1: Meetings -

A meeting of the Society shall hold a minimum of three meetings per year at a place designated by the President and confirmed by the Officers unless circumstances beyond the control the organization prevent the ability to have a meeting (for example acts of God, natural disasters, governmental action).

Section 2: Quorum-

One-third of the active members shall constitute a quorum.

Section 3: Order of Business -

The President shall call the annual business meeting to order. The agenda will include a financial report and may also include unfinished business, report of committees, new business, balloting on candidates, elections, scientific program, and adjournment

Article IV

FUNDS

Section 1: Dues -

Membership dues shall be \$150 annually. The annual dues of the Society shall be set by the Treasurer and approved by the Society and shall be due and payable to the Treasurer at the annual business meeting. Applications made outside of this time will have dues set and payable at the discretion of the Treasurer. Any member who shall fail to pay his/her dues shall be suspended until payment is made in full. Members two years in arrears shall be dropped from the roll and may be reinstated to membership only after making regular application.

Section 2: Definition of Fiscal Year-

The fiscal year of the Society shall be from the annual September business meeting to the next annual business meeting the following calendar year.

Section 3: Assessments for Funds -

Assessments for additional funds to meet fiscal deficiencies may be made by two-thirds vote of the members. Assessments shall be voted upon and the Secretary shall provide such ballots to the membership in advance of anticipated need. There may be events that cost extra outside of annual dues.

Section 4: Dissolution Clause -

In the event of dissolution of the Society, the officers shall, after paying and making provisions for the payment of all liabilities, distribute all the funds over to an organization dedicated to charitable and/or educational purposes and which has been recognized as a 501(c)(3) organization by the Internal Revenue Service.

Article V

AMENDMENTS TO BYLAWS

These by-laws may be amended at any regular meeting by a two-thirds vote of those

present and voting, provided such amendment shall have been read or proposed at the previous regular meeting and written notice mailed to each member in advance of the meeting itself.

*revised 2/23/2022

APPROVED