



# CONSTITUTION

(As revised March 2013)

## ARTICLE I

The name of this organization shall be Association for Academic Surgery.

## ARTICLE II

The object of this Association shall be to stimulate young surgeons and surgical scientists to pursue careers in academic surgery and support them in establishing themselves as investigators and educators. The Association shall provide a forum for senior surgical residents, fellows and junior faculty members to present papers on subjects of clinical, laboratory or educational research. Additionally, the AAS will offer programs to facilitate the development of young surgeons and surgical scientists as investigators and educators.

## ARTICLE III

### Section I

Membership in this association shall be under one of the following categories:

#### (1) Active Membership

An individual becomes eligible for active membership in the Association at the senior or chief resident level in approved training programs in general surgery or surgical specialties; or upon accepting a faculty position in surgery or one of the surgical specialties. The period of active membership shall last for a total of 10 years from the time the individual assumes his/her first faculty position. Any individual who joins the association as a senior, chief resident or fellow will enjoy full membership privileges during the remainder of his/her training program, and will still be eligible for 10 (additional) years of active membership from the time this individual assumes his/her first faculty position. Active members may vote in all elections and in all decisions pertaining to constitutional amendments, bylaws changes, or other questions before the Association.

Active members at the time of the amendment's passing [Nov. 2002] will be eligible for a total of 10 years of active membership from the time of their election to the AAS.

#### (2) Senior Membership

Following service as an Active member in the Association an active member will proceed to senior membership. First time applicants who are 10 or more years beyond their first faculty appointments may be admitted to senior status upon recommendation of their departmental chair and upon approval by the Executive Council and Membership Committee. Senior members can attend the general meeting of the Association and may discuss papers. They have no vote, cannot hold appointed or elective office other than to complete a term of office for which election occurred as an active member, or serve on the Executive Council in the capacity of past president. Senior members shall continue to pay dues only until the age of sixty.

First-time applicants over the age of forty may be admitted to senior status upon recommendation of their departmental chair and upon approval by the Executive Council and Membership Committee.

(3) Candidate Membership

A surgical resident interested in pursuing an academic surgical career is eligible for Candidate Membership. When the resident progresses to the senior or chief resident level, the individual may elect to apply for active membership in the Association. Candidate members may vote in elections for candidate member positions, but may not vote in decisions pertaining to constitutional amendments, bylaws changes, or other questions before the Association.

(4) Medical Student Membership

A medical student interested in pursuing a career in academic surgery is eligible for medical student membership. When the student becomes a surgical resident, the individual may elect to apply for candidate membership. Medical student members may vote in elections for medical student member positions, but may not vote in decisions pertaining to constitutional amendments, bylaws changes, or other questions before the Association.

## **Section II**

### **Procedures for Applications and Election**

Applicants must fulfill the requirements as outlined in Article III, Section I. Applications may be initiated by the Applicant and are to be filed three months prior to the date of the Council meeting at the time of the annual meeting.

The names of applicants and pertinent data concerning their applications will be forwarded to members of the Membership Committee for evaluation promptly upon receipt of a completed application packet.

The Membership Committee is empowered to evaluate and accept all qualified applicants for membership. Individuals meeting all criteria for membership and accepted by the Membership Committee will be presented to the Council and membership as a whole at the time of the annual meeting.

## **ARTICLE IV**

The Officers of the Association consist of: President, President-Elect, Secretary, Treasurer, and Recorder. Nomination for these officers will come from the Nominating Committee or from the floor at the Annual Business Meeting.

The President and President-Elect shall be elected for one-year terms. The Recorder and Secretary shall be elected for two-year terms. The Treasurer shall be elected for a three-year term. Elections for the Secretary and the Recorder shall be held on alternating years.

The President-Elect will exercise all the duties and prerogatives as currently constituted and shall, in addition, assume the office of President in the subsequent year.

One Councilor shall be chosen by election from each incoming group of active members. The term of office shall be two years and will commence at the next Annual Business Meeting. Re-election is not permitted. The incoming group of members shall elect by mail ballot a Councilor from a list of three names submitted by the Membership Committee. Every other year (i.e., their third, fifth,

seventh and ninth years) a group will elect a Councilor by mail ballot from a list of three names submitted by the Nominating Committee of the Association. A plurality of those voting will suffice to constitute a valid election.

One Councilor shall be chosen by election from the active members who are currently fellows or residents. The term of office shall be two years and will commence at the next Annual Business Meeting. Re-election is not permitted. Every other year, a group will elect a Councilor of the Association. A plurality of those voting will suffice to constitute a valid election.

## **ARTICLE V**

The governing body of the Association shall be called the Executive Council.

The Executive Council shall consist of the elected officers of the Association, the Councilors, the three most recent past presidents, the Deputy Treasurer, the representatives, and the chairs of all standing committees. Senior members may serve on the Executive Council only in the capacity of past president or if completing a term of office for which election or appointment occurred as an active member. Otherwise, only active members may hold positions on the Executive Council. All Executive Council members shall have voting privileges. The Executive Council will meet annually prior to the annual meeting of the Association for consideration of matters and policy to be presented to the Association. A quorum of the Executive Council shall consist of at least five of its voting members plus either the President or President-Elect.

The Executive Committee may meet at interim times from the regularly scheduled Executive Council meetings at the discretion of the President. All business brought before the Executive Committee shall be shared with the full Executive Council at the next regularly scheduled Council meeting.

## **ARTICLE VI**

### **Section I President**

The President is the chief elected officer of the Association and as such represents the membership. The President shall preside over the Executive Committee, the Nominating Committee and all scientific and business sessions of the Association. The President shall preside over all award/fellowship committees and may appoint any ad hoc committee or Council vacancy as he/she sees fit. In addition, the President shall provide the vital link between leaders and policy makers within the Association and those throughout the health care field and offer the appropriate guidance and counsel to the Executive Director and other officers.

### **Section II President-Elect**

In the absence or incapacity of the President, the President-Elect shall preside over the Association. The President-Elect shall automatically succeed as President of the Association in the year following his/her election to President-Elect. The President-Elect shall Chair the selection committee for Student Research Awards and shall sit on all award/fellowship committees and the Nominating Committee.

### **Section III Secretary**

It shall be the duty of the Secretary to keep an accurate record of the proceedings of all scientific and business meetings of the Association with the assistance of the Executive Director. The Secretary shall prepare, with the President, the agenda of the Executive Council meetings and attend to such other business as the Executive Council and the President may direct. The Secretary shall oversee the correspondence of the Association and be reimbursed for such expenses as may be encountered in the proper execution of the duties of the office. The Secretary shall be a member

of the Nominating Committee and awards/fellowship committees.

#### **Section IV Treasurer**

It shall be the duty of the Treasurer to be the custodian of all funds, securities and other properties of the Association. The Treasurer shall collect the dues of the Association and to make disbursements for proper expenses. The Treasurer shall submit an annual report of the financial condition of the Association to the Executive Council and to the membership-at-large. The accounts of the Treasurer shall be audited once yearly by a committee appointed by the President. The Treasurer shall be a member of the Nominating Committee and awards/fellowship committees.

#### **Section V Recorder**

It shall be the duty of the Recorder to manage the entire program for the annual meeting, in conjunction with other participating societies. The Recorder will be a member of the Program Committee and the Publications Committee. The Recorder shall be a member of the Nominating Committee.

#### **Section VI Executive Director**

The Executive Director, who need not be a physician or a member of the Association, shall be employed by the Executive Council. The Executive Director's duties shall be determined by the Executive Council and shall complement the duties of the President, Secretary and Treasurer and shall include but not be limited to:

- (a) Arranging with the President and the Secretary - the Agenda for the Executive Council meetings.
- (b) Coordination of all correspondence and communication dealing with the affairs of the Association.
- (c) Distribution of all dues and notices to the membership and reminding those in arrears.
- (d) Annual publication of the membership roster and the attending to new addresses for each changing year.
- (e) Attending to all details regarding the membership process including the attention of candidate applications, gathering letters of recommendation, and forwarding the completed applications on to the Membership Committee and Secretary prior to the meeting of the Executive Council.
- (f) Recommending sites for future meetings.
- (g) Representing the Association's interest at all meetings and with other associated bodies.
- (h) Answer all inquiries at the direction of the President and/or Executive Council.
- (i) Arrange for the publication and mailing of programs and newsletters.

#### **ARTICLE VII:**

##### **Dissolution**

Upon the dissolution of the corporation, the Council shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or

organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section (501)(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Council shall determine.

#### **ARTICLE VIII**

This constitution shall take effect immediately from the time of its adoption and shall not be amended except by written resolution. Amendments must be introduced to the Secretary prior to the October meeting of the Executive Council for consideration by the Council and presentation to the membership-at-large at the annual meeting. Amendments shall then lie for a period of one year after which they may be adopted by receiving a two-thirds vote of the members present at the time of the subsequent annual meeting.

# **ASSOCIATION FOR ACADEMIC SURGERY BY-LAWS**

## **ARTICLE I**

The Association for Academic Surgery shall meet annually.

## **ARTICLE II**

The members present shall constitute a quorum for business.

## **ARTICLE III**

The fiscal year of the Association shall begin on January 1. The annual dues of each active and senior member shall be determined by the Executive Council and are payable on January 1 of each year.

## **ARTICLE IV**

The usual parliamentary rules governing deliberative bodies shall govern the sessions of this Association.

## **ARTICLE V**

All questions before the Association shall be determined by a vote of the majority present at any regular meeting, except Constitutional Amendments which require a two-thirds vote.

## **ARTICLE VI**

The President shall deliver an address at the time of the annual meeting.

## **ARTICLE VII**

[Deleted February 2006.]

## **ARTICLE VIII**

The Program Committee for the annual meeting shall consist of the AAS Program Committee and the SUS Committee on Publications and shall consist of at least thirty (30) members with appropriate specialty representation appointed by the Presidents of both organizations to two-year terms. The chair of the AAS Program Committee will be appointed by the AAS President for a two-year term, to alternate years with the Chair of the SUS Committee on Publications. One half of the total number of the AAS Program Committee will be appointed by the AAS President each year. The combined Program Committee shall review the abstracts of all papers submitted and select those to be presented during the combined annual meeting.

## **ARTICLE IX**

The authors of papers shall provide the Chair of the Program Committee with the titles and abstracts three months prior to the annual meeting. The Program Committee will then be instructed to establish the final program and notify the authors six weeks in advance of the meeting so that papers may be presented in completed form to the Recorder at the time of presentation.

## **ARTICLE X**

The Nominating Committee for Executive Office of the Association shall consist of the President, President-Elect, Secretary, Treasurer, Recorder, and Councilors in the second year of their terms and three (3) members elected by the membership to serve a one-year term.

## **ARTICLE XI**

The Membership Committee shall consist of no less than six (6) members, and a Chair. The regular members will be elected by the membership to serve staggered two-year terms. One-half of the members will be elected each year. The chairperson will be appointed by the President for a two-year term. It shall be the duty of the Membership Committee to evaluate, establish eligibility, and accept all qualified applicants for active, senior or candidate membership and keep the Secretary informed of new members. In addition, the Membership Committee shall nominate three Candidates to stand for election as the Councilor representing the most recent class of applicants.

## **ARTICLE XII**

The Education Committee shall consist of no less than six (6) members elected by the membership to serve staggered two-year terms. One-half of the total number of members will be elected each year. The Committee will have two Co-Chairs that will serve staggered two-year terms. The Co-Chairs will be appointed by the President. It shall be the duty of the Education Committee to select a program and panelists for the Committee on Education Panel to be presented at each Annual Meeting.

## **ARTICLE XIII**

The Committee on Information and Technology shall consist of no fewer than six (6) members elected by the membership to serve staggered two-year terms. One-half of the total number of members will be elected each year. The Chair shall be appointed by the President for a two-year term. It shall be the duty of the Committee on Information and Technology to recommend and implement newer methods to optimize communication or dissemination of information within the organization. The committee's mission shall be to bring advances in Informatics to the benefit of the Association membership and to serve as liaison between the Association and industry in developing and showcasing new and emerging technologies as they apply to clinical care and research important to academic surgeons and surgical scientists.

## **ARTICLE XIV**

The Committee on Issues shall consist of no less than eight (8) members elected by the membership to serve staggered two-year terms. One-half of the total number of members will be elected each year. The Committee will have two Co-Chairs that will serve staggered two-year terms. The Co-Chairs will be appointed by the President. It shall be the duty of the Committee on Issues to select a program and panelists for the Committee on Issues Panel to be presented at each Annual Meeting.

## **ARTICLE XV**

The Audit Committee shall consist of two members appointed by the President. It shall be the duty of the Audit Committee to review the records of the Treasurer and to give a fiscal report at the Annual Meeting.

## **ARTICLE XVI**

Representatives to various organizations shall be as follows:

- (1) Association of American Medical Colleges – Two representatives shall be appointed by the President at the Annual Meeting for staggered three-year terms commencing after the Annual Meeting.
- (2) American College of Surgeons Board of Governors – A representative, who must be a Fellow of the American College of Surgeons, shall be nominated by the President for a three-year term which, pending approval by the College, will commence after the College's Annual

Clinical Congress.

- (3) National Association for Biomedical Research – A representative shall be appointed by the President to a two-year term, commencing after the Annual Meeting.
- (4) American College of Surgeons Surgical Research Committee – A representative, who must be a Fellow of the American College of Surgeons, shall be nominated by the President for a three-year term which, pending approval by the College, will commence after the College's Annual Clinical Congress.
- (5) American Board of Surgery – The American Board of Surgery will select a representative from three nominees, who must be Diplomats of the American Board of Surgery, to serve a six-year term commencing after the Annual Meeting. The President will select the nominees.
- (6) Association of Women Surgeons – A representative, who must be a member of the Association of Women Surgeons, shall be nominated by the President for a two-year term, which will commence after the Annual Meeting.
- (7) Society of Black Academic Surgeons – A representative, who must be a member of the Society of Black Academic Surgeons, shall be nominated by the President for a two-year term, which will commence after the Annual Meeting.
- (8) Association for Surgical Education – A representative, who must be a member of the Association for Surgical Education, shall be nominated by the President for a two-year term, which will commence after the Annual Meeting.
- (9) Surgical Outcomes Club – A representative, who must be a member of the Surgical Outcomes Club, shall be nominated by the President for a two-year term, which will commence after the Annual Meeting.
- (10) Plastic Surgery Research Council – A representative, who must be a member of the Plastic Surgery Research Council, shall be nominated by the President for a two-year term, which will commence after the Annual Meeting.

## **ARTICLE XVII**

The Association may drop from its roll, after evaluation by the Membership Committee, any members who:

- (1) Fail to assume an academic position within two years after the end of a training program providing an extended period of military service does not intervene;
- (2) Leave their position of academic appointment;
- (3) Fail to fulfill the obligations as set forth in the Constitution and Bylaws;
- (4) Fail to attend two consecutive meetings without justifiable excuse (with the exception of senior or candidate members);
- (5) Fail to pay their dues for more than one calendar year after appropriate notification;
- (6) Fail to retain good standing within the medical profession.



## **ARTICLE XVIII**

[Deleted February 2006.]

## **ARTICLE XIX**

Guests are encouraged to attend the Annual Meeting of the Association. Guests shall have the privilege of the floor at scientific sessions, but will not be invited to the business meeting.

Bylaws may be amended at any regular meeting of the Association by a simple majority vote. A proposed amendment must be submitted to the Secretary one month prior to the meeting of the Executive Council and be approved by that body before being recommended to the Association for vote.

## **ARTICLE XX**

The Executive Committee of the Association shall consist of the President, the President-Elect, the Secretary, the Treasurer, the Recorder, and the immediate past three (3) Presidents.

## **ARTICLE XXI**

The Committee on Leadership shall consist of no fewer than six (6) members elected by the membership to serve staggered two-year terms. One-half of the total number of members will be elected each year. The Committee will have two Co-Chairs that will serve staggered two-year terms. The Co-Chairs will be appointed by the President. It shall be the duty of the Committee on Leadership to recommend and implement newer curricula and advocacy to stimulate development of leaders from the membership of the Association. The committee's mission shall be to provide mentorship and development for individuals aspiring to serve as leaders in the new millennium of academic surgery.

## **ARTICLE XXII**

The Deputy Treasurer shall be nominated by the President for a three-year term, which will commence after the Annual Meeting. It shall be the duty of the Deputy Treasurer to raise funds to support AAS activities, and to assist the Treasurer in managing the finances of the AAS.

## **ARTICLE XXIII**

The Global Affairs Committee shall consist of no fewer than six (6) members elected by the membership to serve staggered two-year terms. One-half of the total number of members will be elected each year. The Committee will have two Co-Chairs that will serve staggered two-year terms. The Co-Chairs will be appointed by the President. It shall be the duty of the Global Affairs Committee to recommend and implement programs that enhance the exchange of educational opportunities between the AAS and international surgical organizations.

## **ARTICLE XXIV**

The Ethics Committee shall consist of no fewer than four (4) members elected by the membership to serve staggered two-year terms. One-half of the total number of members will be elected each year. The Chair shall be appointed by the President for a two-year term. It shall be the duty of the Ethics Committee to address issues related to academic ethics, including conflicts of interest, disclosure, and scientific professionalism.

## **ARTICLE XXV**

The Publications Committee shall consist of no less than fifteen (15) members of the AAS with appropriate specialty representation appointed by the President for a two-year term. The Chair of the

Publications Committee must sit on the Editorial Board of the affiliate journal and will serve as the AAS liaison to the Editor(s) of the journal. The Chair will be appointed by the President for a three-year term. It shall be the duty of the Publications Committee to review manuscripts submitted to the journal in association with the AAS for the annual meeting.

#### **ARTICLE XXVI**

The Outcomes Research Committee shall consist of no fewer than five (5) members elected by the membership to serve staggered two-year terms. One-half of the total number of members will be elected each year. The Chair shall be appointed by the President for a two-year term. It shall be the duty of the Outcomes Research Committee to address issues related to developing the outcomes research components of the AAS including but not limited to the annual meeting, educational courses, and awards.

#### **ARTICLE XXVII**

The AAS Historian will be responsible for constructing a historical record of the AAS and maintaining the web and/or print archives of the AAS. This individual will also provide continuity and offer historical perspective to the current leadership of the AAS. The historian will be a senior member and will be appointed by the President for a 5 year term. The historian will attend Executive Council meetings but will be a non-voting member.

#### **ARTICLE XXVIII**

The Senior Member Council will consist of at least 10 senior members who will serve in an advisory role to the Executive Council on issues related to fund-raising, scientific programming, programmatic development, scholarship, and strategy for the future direction of the society. This Council will have at a minimum 10 (10) members appointed by the President who will each serve a 5 year term. Subsequent to the initial formation, at least two (2) members will be appointed each year and their terms will be staggered. The President will also appoint a Chair who will serve a 5 year term. The Chair of the Senior Member Council will attend the Executive Council Meeting but will be a non-voting member.