

# DRAFT ONLY- Alan Synn, MD

## ROCKY MOUNTAIN VASCULAR SURGICAL SPECIALTY SOCIETY CONSTITUTION AND BY-LAWS OF THE ROCKY MOUNTAIN VASCULAR SURGICAL SPECIALTY SOCIETY

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### CONSTITUTION

#### ARTICLE I: NAME AND OBJECTIVES

Section 1. The name of this organization shall be:  
THE ROCKY MOUNTAIN VASCULAR SURGICAL SPECIALTY SOCIETY

Section 2. Objectives:

- a. To improve the quality of vascular health care delivery and practice of vascular surgery as a specialty in the Rocky Mountain region.
- b. To maintain high standards in the practice of vascular health care delivery practice of vascular surgery.
- c. To promote the professional development of those physicians and allied health care providers who specialize in vascular health care delivery surgeons specializing in the field of vascular surgery and to encourage and sponsor those surgeons who have recently entered the field in the Rocky Mountain region.
- d. To provide a forum for scientific presentations and discussions.

#### ARTICLE II: MEMBERSHIP

Section 1. Membership in this Society shall be limited to physicians and allied health care professionals of good professional standing who have a major interest and an active practice in vascular surgery health care delivery.

Section 2. Candidates for membership must be Diplomats of the American Board of Surgery. Equivalent training may be acceptable in lieu of formal certification in cases for individual consideration.

Section 3. There shall be six five types of membership: Active, Senior, Corresponding, Non-Resident, Honorary and Associate Member as provided in the By-Laws.

Section 4. To remain in good standing, all members must abide by the rules and regulations of the Society.

Section 5. Any numerical limit to membership will be specified in the By-Laws,

Section 6. All surgeons granted membership in 1979 and 1980 shall be considered Charter Members.

### ARTICLE III: OFFICERS, COUNCIL

- Section 1. Officers of this Society shall consist of a President, a President-Elect, a Secretary-Treasurer, a Scientific Coordinator and Councilmen.
- Section 2. The Officers shall be elected at the Annual Meeting of the Society in accordance with the procedures set forth in the By-Laws.
- Section 3. The composition and duties of the Council shall be defined in the By-Laws.

### ARTICLE IV: MEETINGS

- Section 1. An Annual Assembly of the Society shall be held in accordance with the By-Laws
- Section 2. Special meetings of the Council may be called at the discretion of the President, provided that special meetings which are called to act on an amendment to the By-Laws are approved by the Council.

### ARTICLE V: AMENDMENTS

- Section 1. The Society may alter or repeal any article of this Constitution or amend the By-Laws by two-third affirmation vote of members present at the Annual Assembly, plus those voting by proxy, provided that a copy of the proposed change has been delivered to each voting member 60 days in advance of the Assembly Meeting.

- Section 2. Amendments to the By-Laws may be made at the Annual Meeting provided a quorum, as defined in the By-Laws, is present.

## CONSTITUTION AND BY-LAWS OF THE ROCKY MOUNTAIN VASCULAR SURGICAL SOCIETY

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### BY-LAWS

#### ARTICLE I: ELECTION OF MEMBERS

- Section 1. Members shall be physicians or allied health care providers who fulfilling membership requirements who reside in the states of Arizona, Colorado,

Idaho, Montana, New Mexico, Nevada, Utah, West Texas, Eastern Washington and or Wyoming at the time of joining the Society.

Section 2. Accepted qualifications for membership into the RMVSS requires the active practice of vascular health care delivery shall consist of, at least, one of the following:

- a. Membership in the Society of Vascular Surgery or the International Cardiovascular Surgical Society.
- b. Completion of an approved Vascular Surgical Fellowship or its equivalent (to be confirmed by a letter from the Fellowship Program Chairman).
- c. The submission of 70 consecutive, reconstructive vascular surgical cases to the Membership Committee for consideration. The cases shall be dated and their initial outcome shall be recorded.
- d. Certificate of Special Competence in General/Vascular Surgery

Section 3. Membership shall be initiated by invitation only. Membership application forms shall be available on request of an Active or Senior member and shall be provided by the Secretary-Treasurer. Completed application forms, signed by the candidate, and one member sponsor and two member-endorsers, shall be delivered to the Secretary-Treasurer at least three months before the Annual Assembly at which the candidate is to be considered for election. A completed application for membership shall consist of:

- a. A completed membership application form signed by the applicant, and a sponsor and two endorsers.
- b. Proof of membership in the Society for Vascular Surgery, or the International Cardiovascular Society or proof of completion of an approved Vascular Surgical Fellowship Program, or proof of Certificate of Special Competence in General/Vascular Surgery, or submission of a list of 70 consecutive reconstructive, vascular surgical cases.
- c. A letter of recommendation from the applicant's sponsor.
- d. The Curriculum Vitae of the applicant.
- e. Completed applications shall be reviewed by the Membership Committee, which has the right to accept or reject any application for membership in the Society. Names of candidates recommended for election by the Membership Committee shall be submitted to the membership at the Annual Assembly. Election shall be by secret ballot, and by a three-fourths affirmative vote of the members present. A candidate who fails to be

elected at one meeting will be considered annually at two additional meetings, if necessary. If election fails a third time, the candidate's application may be resubmitted after a two-year interval for a single additional consideration.

Section 4. Candidates for Active Membership shall be those individuals who meet the criteria for selection with Section 2 and 3, Article 1, and meet the geographic requirements described in Section 1. An Active Member who moves outside the Rocky Mountain Vascular region shall continue as a member in good standing, contingent upon continued payment of dues and attendance at one Annual Meeting every three years. An exemption to this attendance requirement may be granted by a majority vote of the Assembly in response to a written request on a case by case basis.

Section 45. Candidates for Corresponding Membership shall be those individuals who meet the criteria for selection consistent with Section 2 and 3, Article 1, but live outside of the geographic region described in Section 1. A corresponding Member who moves into the Rocky Mountain Vascular region shall automatically become an Active Member of the Society and cease to be a Corresponding Member. The total number of Corresponding Members shall be limited to 20% of the active membership at any given time. Corresponding members are required to pay dues, have the right to vote, but may not hold an elective office in the Society.

Section 56. Candidates for Honorary Membership shall be proposed in writing to the Membership Committee through the Secretary-Treasurer with final approval by Council. Honorary members shall consist of individuals who have made significant contributions to the field of vascular health care delivery discipline of vascular surgery or to this Society. Honorary members shall be excused from paying dues and minimum annual meeting attendance requirements.

Section 6. Members in good standing who subsequently relocate outside the geographic area of the Society may continue their membership in the Society. They shall be designated as Non Resident Members, they shall be required to attend one of every three meetings and shall be required to pay annual dues. They may retain their voting privileges and complete their terms as an officer of the society, but may not be newly elected to office. An exception is made for the President-Elect who, at the discretion of the Council, will be allowed to ascend to the Presidency. The attendance requirement may be waived for certain non-resident members in recognition of unique contributions to the Society at the discretion of the Council.

Section 7. An Active Member who reaches the age of 60 in any given year and no longer practices in the field of vascular health care delivery shall be elevated to Senior Member status at the next meeting of the Council. This change in status shall then be announced at the next Executive Session of the Society. He may still be

elected to office in the Society. He shall be excused from paying dues. Annual meeting attendance requirements shall be waived, unless he is an officer or a Councilor at the time of any given annual meeting, in which case he shall be required to attend unless he receives an excused absence from the Council.

Section 8. Membership designated as Associate Member is open to non-surgical non-physicians or surgeons whose primary area of practice is that other than vascular health care delivery surgery. These non-physicians Associate Members will have distinguished themselves as dedicated providers in the field of vascular disease. Associate Members may attend the social, business and scientific functions of the Society but they shall be non-voting members of the Society and shall not hold office.

## ARTICLE II - OFFICERS, COUNCIL

Section 1. Composition of the Council: The Council shall consist of the officers, the three Immediate Past Presidents, and four Councilors-at-Large; a total of the eleven ten members, with quorum of five. The Senior Officer present will vote twice in the event of a tie vote.

Section 2. The President and President-Elect of the Society shall be elected for terms of one year each. The Secretary-Treasurer shall be elected for a three-year term. The Scientific Coordinator shall be the most senior of the four Councilors serve a four-year term. The incoming and outgoing Secretary-Treasurer shall share duties for a period of six months. Councilors-at-Large shall be elected for four year terms, with election of one Councilor occurring annually and with due consideration given to regional representation.

Section 3. The President shall preside at Council meetings and the Annual Assembly. He shall prepare and present an address at the Annual Assembly. The President shall appoint the members of all standing and ad hoc committees, and shall serve as an ex-officio member of such. Successions to vacated offices of the Society shall be appointed by the President until the position is filled at the next Annual Assembly.

Section 4. The President Elect, in the absence or incapacity of the President, shall perform the duties of the President. In the absence or incapacity of both the President and the President-Elect, the chair shall be assumed by a President Pro Tem, elected by such members of the Council as are present.

Section 5. The Secretary-Treasurer shall keep minutes of the annual business meetings of the Society and of the Council, receive and care for all records belonging to the Society, and conduct the correspondence of the Society. This office will issue to all members a written report of the preceding year's transactions to be read to the Council and Membership at the Annual Assembly meeting. The Secretary-Treasurer shall receive all moneys and funds belonging to the Society, pay all bills, render bills for dues and assessments and report to the

Council and Membership at the Annual Assembly meeting. The Secretary-Treasurer will prepare an annual Treasurer's Report for the membership and for audit by the Auditing Committee. Said Auditing Committee shall be appointed by the President before each annual meeting and shall audit the books of the Society and prepare their report to the Membership at the time of each business meeting of the Society.

Section 6. The Scientific Coordinator shall make an annual report to the Society on coordinated, cooperative research. In addition, the Scientific Coordinator shall be the primary organizing/coordinating physician for cooperative scientific research within the Rocky Mountain Vascular Surgery Society. Any publications originating from such cooperative research shall be organized, reviewed and published through the office of the Scientific Coordinator on behalf of the Society.

### ARTICLE III: COMMITTEES

Section 1. Committees of the Society shall consist of a Membership Committee, a Nominating Committee, a Program Committee, a Committee on Arrangements for the Annual Assembly, and an Auditing Committee.

Section 2. The Membership Committee shall consist of the Senior Councilman, the Secretary-Treasurer as Chairman, and the President-Elect of the Society. This committee will recommend to the Council for approval, the individuals to be proposed as members to the Society at its annual meeting.

Section 3. The Nominating Committee shall be composed of the most recent Immediate Past President and second and third year Councilors-at-Large.

Section 4. The Program Committee shall consist of the four Councilors, the Committee on Arrangements for the Annual Assembly, and the A The Auditing Committee shall be appointed each year by the in-coming President for that year with advice from Council.

Section 5. Other committees may be designated by the President with the advice of the Council.

Section 6. All committees shall be chaired by a member appointed by the President with the advice of the Council.

### ARTICLE IV: MEETINGS

Section 1. An Annual Assembly of the Society shall be held at the time and place to be determined by the Council.

Section 2. During the Annual Assembly, there shall be an Executive Session of the membership. The business of the Society shall be conducted at this time. The deliberations of the Council shall be reported by the Secretary-Treasurer to the membership. The report of the Nominating Committee shall be presented to the Membership during the Executive Session. Nominations of the officers may be made from the floor. Officers of the Society and Councilors-at-Large shall be elected by a majority vote of the Active, Senior, and Corresponding, and Non-Resident Membership members present during the Executive Session. provided a quorum is present. From time to time, other business may be transacted by ballot, allowing one month from mailing date to response, subject to ratification by the full membership at the next Annual Meeting.

Section 3. Any Active, Corresponding or Non-Resident Member who is absent from three consecutive Annual Assembly Meetings without excusable cause accepted by Council shall be dropped from membership. Membership may be reinstated by vote of the Council.

Section 4.3. Unless otherwise determined by Council upon recommendation of the Program Committee, any member of the Society may invite any number of guests one practicing vascular surgeon to attend the Annual Assembly. Additional Attendance by surgical residents and/or vascular surgical fellows shall be encouraged and not limited.

#### ARTICLE V: FEES, DUES

Section 1. Initiation fees, dues and assessments shall be levied by the Council and approved by the membership at the Annual Assembly.

Section 2. An Active Member whose dues remain unpaid for a period of one year shall be dropped from membership, provided that notification of such lapse be given at least three months prior to its effective date. The member may be reinstated following payment of the dues in arrears upon approval of the Council.

Section 3. Senior Members, and Honorary Members shall be exempt from dues.

#### ARTICLE VI: RESIGNATION, EXPULSIONS

Section 1. Resignation of members otherwise in good standing shall be accepted by the majority vote of the Council.

Section 2. Charges of unprofessional or unethical conduct against any member of the Society, challenging that physician's right to continued membership, must be specific and proffered in writing and submitted to the Council for action. The challenged member must be provided with an opportunity to reply to the charges. Concurrence of two-thirds or more Council members with the charges shall result in expulsion. Such action must be announced at the

Society's next Executive Session and may be overruled only by a three-fourths vote of those present in support of a motion from the floor for reversal.

#### ARTICLE VII: QUORUM

Section 1. A minimum one-third of, jointly, all A The sum of all Active, Senior, and Corresponding Members, and Non-Resident Members present at the Annual Assembly shall constitute a quorum at the Annual Assembly, empowered to effect changes in the Constitution and By-Laws of the Society, to make assessments, conduct the routine transactions of business, to authorize appropriations or expenditures of money other than those required in the routine business of the Society, to elect officers and members, and to expel members.

Section 2. For the transaction of business, the members present at any Annual Assembly shall constitute a quorum.

#### ARTICLE VIII: ALTERATIONS, REPEAL

These By-Laws may be altered or repealed at the Annual Assembly by a two-thirds affirmative vote or members present, provided a quorum exists.

#### ARTICLE IX: PROCEDURE

Proceedings of the Society shall be conducted in accordance with the current edition of Roberts' Rules of Order, Newly Revised.

The foregoing document comprises the Constitution and By-Laws of the Rocky Mountain Vascular Surgical Society, as officially approved by vote of the membership at the Annual Business Meeting held April 19, 1985, in Albuquerque, New Mexico.

Jack A. Cannon, M.D.  
Secretary-Treasurer  
Rocky Mountain Vascular Surgical Society

The foregoing Constitution and By-Laws of the Rocky Mountain Vascular Surgical Society as approved by official vote of the membership on April 19, 1985 was SUBSCRIBED and SWORN to before me, a Notary Public, by Jack A. Cannon, M.D., Secretary-Treasurer of said society on August 8, 1985.

Bette B. Holloway, Notary Public

My Commission Expires:  
05/31/87

The foregoing document comprises the Constitution and By-Laws of the Rocky Mountain Vascular Specialty Society, as officially approved by vote of the membership at the Annual Business Meeting held July 31, 2009 in Sun Valley, Idaho and confirmed by the membership absent from the Annual Business Meeting.

Alan Y. Synn, MD  
Past President  
Rocky Mountain Vascular Surgical Society

## ROCKY MOUNTAIN VASCULAR SURGICAL SOCIETY

### SCIENTIFIC PROGRAM FORMAT

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**OBJECTIVE:** The purpose of the scientific portion of the annual meeting is to educate each other in an enjoyable and painless way. To this end, the program should involve members in discussion to solicit the wide personal experience of the members and guests. The meetings will be informal with no efforts to present manuscripts for publication. Three methods of presentation can be used.

1. **TOPIC DISCUSSION:** A currently controversial topic will be selected by the program chairman and a topic moderator will be chosen (it may be the program chairman himself.) The moderator may give a 2-3 minute introduction to the topic. He will have picked several discussants who will cover a certain aspect of one topic (for or against, as in a debate). After a 5-minute argument by each panelist, the discussion will be open to the membership. The moderator should try to come up with a consensus of the panel and/or the members present. A discussion topic should last 30-45 minutes and audience participation is encouraged.
2. **CASE PRESENTATIONS:** Another interesting method is to use case presentations which bring out diagnostic or therapeutic problems that are common to vascular surgeons. A moderator is chosen who will solicit interesting case material from members weeks or months before the meeting. After the case is presented in 2-3 minutes with a minimum of slides - either a pre-selected panel or the general membership will discuss the case. Three or four cases should be prepared but only one or two may use up the hour.
3. **LECTURE:** This should be the least used method of presentation since it involves the audience the least, and is less fun for the membership. The main use of a lecture is to present new material that cannot be effectively presented any other way. Adequate time for membership discussion should be allowed.

The special guest lecturer will be chosen yearly by the President and will be asked to give a 30-40 minute presentation of new material, followed by a discussion led by the President.

The program chairman is requested to keep the program to a small number of topics with plenty of discussion time on each subject.

If these principles are followed, the scientific programs of the Rocky Mountain Vascular Surgical Society will continue to be educational and enjoyable.

This program format was originally proposed by Sterling Edwards, M.D. and outlines the thoughts of the founders of the RMVSS. Nothing is engraved in stone. As needs change, this program may be altered.



