

The Bylaws of the ROBERT H. IVY SOCIETY OF PLASTIC SURGEONS

ARTICLE I. NAME

The name of this Society shall be "The Robert H. Ivy Society of Plastic Surgeons."

ARTICLE II. PURPOSES

The purposes for which this Society is formed shall be:

1. To promote and further medical and surgical research pertaining to Plastic, Aesthetic and Reconstructive Surgery.
2. To keep the Medical Profession informed of scientific progress in Plastic, Aesthetic and Reconstructive Surgery.
3. To provide a medium for the exchange of information, ideas and knowledge relating to the art, science and development of Plastic, Aesthetic and Reconstructive Surgery.
4. To stress the social, economic and psychological importance of this surgical specialty.
5. To insure the continued high standard of clinical practice which has been established by our predecessors.
6. To promote and encourage the highest standards of ethical conduct among Plastic Surgeons consistent with the Code of Ethics of the American Society of Plastic Surgeons, Inc.

ARTICLE III. ORGANIZATION

SECTION 1. Authority:

The Society shall function through:

- (a) Meetings of the Members including the Annual Meeting.
- (b) The Board of Directors.

SECTION 2. Supreme Power:

The supreme power of this Society shall be vested in the membership acting at the Annual Meeting or a Special Meeting called for a specific purpose. In the interim between such meetings, the management and control of the affairs of the Society shall be vested in the Board of Directors acting in conformity with the Bylaws.

ARTICLE IV. MEMBERSHIP

SECTION 1. Requirements:

Regularly licensed physicians in the practice of Plastic Surgery or actively enrolled as plastic surgery residents or specialty surgery fellows in a full time approved residency program in Plastic Surgery in Pennsylvania, New Jersey, or Delaware fulfilling the requirements as provided in the Bylaws may be admitted to membership in this Society.

SECTION 2. Classes:

There shall be eight classes of membership.

- (a) Active
- (b) Life
- (c) Candidate
- (d) Honorary
- (e) Associate
- (f) Retired Associate
- (g) Resident
- (h) Non-Physician

SECTION 3. Active Membership:

- a. Active Members shall be surgeons of high moral standing and professional qualifications who are actively engaged in the practice of Plastic Surgery. They shall be members of the American Society of Plastic Surgeons, Incorporated. Certification by the American Board of Plastic Surgery or its Canadian equivalent shall be a prerequisite for Active Membership. A candidate for Active Membership shall be proposed in writing to the Chairman of the Membership Committee by two Active Members. Upon favorable action by the Membership Committee and the Board of Directors, the name of the proposed Active Member shall be submitted to the vote of the Active Members of the Society at the next Annual Meeting or Special Meeting called for the purpose of electing candidates to Membership. Election shall be by secret ballot and shall require an affirmative vote of four-fifths (4/5) of the Active and Life Members present and voting.
- b. A proposed member shall become an Active Member upon election to Membership and payment of the Annual Dues.
- c. Active Members shall have all of the privileges of Membership, including the right to vote at all Meetings and to hold office in the Society.

SECTION 4. Life Membership:

- a. Life Membership can be conferred upon Active Members who have retired from active practice at the request of the member. Life Membership may be considered for individuals at the discretion of the Board of Directors even though the above requirements have not been met. Life Members shall neither pay dues nor hold office, but retain their right to vote. They may serve on committees of the Society.

SECTION 5. Candidate Membership:

- a. Candidate Membership shall require recommendation in writing by two Active Members to the Chairman of the Membership Committee. The requirements for Candidate Membership shall be the same as those for Active Membership, including the specific requirements of election, except that membership shall be extended to include surgeons who have completed their approved training in Plastic Surgery but who have not yet passed the examination of the American Board of Plastic Surgery, or its Canadian equivalent. An applicant for Candidate Membership in the Robert H. Ivy Society must be a "Candidate for Membership" in the American Society of Plastic Surgeons, Inc., or an active member of that organization.
- b. Candidate members will automatically be voted upon by the general membership at the next annual meeting to active status upon achieving certification by the American Board of Plastic Surgery or its Canadian equivalent, and achieving membership in ASPS.
- c. Candidate Members may not vote, may not hold office and are required to pay any dues after the end of their first year of membership. They shall have the privileges of attending scientific meetings, presenting papers and participating in discussions. They shall assume the registration fee when attending meetings. Acceptance into the Candidate Group does not imply election to Active Membership.

d. A Candidate Member who after a period of 5 years of Candidate Membership has not been certified by the American Board of Plastic Surgery or its Canadian equivalent or elevated to Active membership in the Society will be automatically dropped from the rolls unless an extension is granted by the Board of Directors. An individual dropped from the rolls for this reason can again be considered for Candidate Membership in the Society although engaged in the practice of plastic surgery for more than seven (7) years provided that all the qualifications for Candidate Membership including certification by the American Board of Plastic Surgery or its Canadian equivalent have been fulfilled. A Candidate Member who is dropped from the rolls may apply for Associate Membership in the Society upon the written request of two Active Members.

SECTION 6: Honorary Membership:

a. Honorary Membership shall be conferred upon physicians or scientists who have made substantial contributions to Plastic Surgery. Names for this classification may be presented to the Chairman of the Membership Committee by any member. Upon approval by the Membership Committee and by the Board of Directors, election shall be by unanimous vote of those Active Members of the Society present and voting at the next Annual Meeting or at a Special Meeting called for that purpose. Honorary Members may not vote, may not hold office, may not sit on committees unless specifically voted upon by the Board of Directors, and are not required to pay any dues. Honorary members are not invited to the business meeting but may otherwise attend all other aspects of the Annual meeting.

SECTION 7. Associate Membership:

Associate Membership shall be granted to plastic surgeons who have completed approved training for certification by the American Board of Plastic Surgery or its Canadian equivalent, but who have not achieved certification by the American Board of Plastic Surgery or its Canadian equivalent within five (5) years of completing their training.

Other qualifications for Associate Membership shall be recommendations by members of the Society upon individuals who have made significant contributions to Plastic and Reconstructive Surgery.

Basic Requirements:

Associate Members shall be individuals of high moral, ethical and professional competence. They shall be actively engaged in the practice of Plastic Surgery or certified in another medical specialty, which is related to Plastic Surgery, and shall have made a contribution which significantly furthered the art and the science of Plastic Surgery.

Application Procedure:

An applicant must have fulfilled all the requirements of training and are, or should be, Candidate Members of the Society: or the applicant must have made significant contributions to the field of Plastic Surgery. They must be recommended by two (2) Active or Life Members and must be approved by both the Membership Committee and the Board of Directors and receive a four-fifths (4/5) affirmative vote of the active and life members present at the next annual or special meeting of the Society. Dues for associate members shall be the same as active members.

Rights & Privileges:

After election to Associate Membership and after payment of entrance fees, dues and assessments, if any, Associate Members shall have the rights and privileges of the Society; however, they may not hold office or vote.

Associate members who leave the area may be exempt from payment of dues upon written petition, with approval of the Board of Directors.

SECTION 8. Retired Associate Membership:

Retired Associate Membership may be conferred upon Associate Members who have retired from active practice at the request of the member. Retired Associate Membership also may be considered for individuals at the discretion of the Board of Directors even though the above requirements have not been met. Retired Associate Members shall not pay dues, hold office, or vote at the Annual Meeting.

SECTION 9. Resident Membership:

a. Resident Members shall be physicians who are actively enrolled in an approved ACGME plastic surgery residency program or plastic surgery specialty fellowship in Pennsylvania, New Jersey, or Delaware. Those residents who are in plastic surgery specialty fellowships at institutions which are not part of an ACGME approved plastic surgery residencies must receive approval from the Board of Directors to be considered for Resident Membership.

b. Resident members may not vote or hold office nor attend the Annual Business Meeting.

c. One member of the Resident Membership group will serve on the Board of Directors in an ex-officio capacity. The Resident Members will chose their representative through their own election process to be done at the Annual Meeting. No resident member can serve as ex-officio Board member for more than two years.

SECTION 10. Non-Physician Membership

a. Non-physician members shall be ancillary and research staff in plastic surgery practices including but not limited to physician-assistants, nurses, estheticians, and office staff.

b. Non-physician members may not vote or hold office, or attend the Business Meeting.

ARTICLE V. RESIGNATION, SUSPENSION, OR EXPULSION OF MEMBERS**SECTION 1. Resignation:**

Any member may withdraw from the Society after fulfilling all obligations and giving written notice of such intention to the Secretary. This notice shall be presented to the Board of Directors at the first Meeting following its receipt.

SECTION 2. Suspension, Expulsion, Disciplinary Action:

A Member of the Society may be suspended, expelled or otherwise disciplined for conduct prejudicial to the best interests of this Society or for a violation of any provision of the Society's Bylaws. Conduct prejudicial to the best interests of the Society shall include, but not be limited to, any violation of the Code of Ethics of the American Society of Plastic Surgeons, Inc. Such disciplinary action shall require the recommendation of the Board of Directors and the affirmative vote of not less than 3/4 of the Active Members present and voting at an Annual or a Special Meeting called for that purpose at which such action is considered.

Before the Board of Directors may recommend to the Membership that a Member be suspended, expelled or otherwise disciplined, it shall conduct a hearing at which the Member may be present to determine whether or not such recommendation shall be made. Written notice shall be sent by the Board of Directors to the Member in question by registered or certified mail not less than 30 days prior to the Hearing:

- (a) stating the time and the place of the Hearing;
- (b) setting forth the nature of the alleged violations;
- (c) advising the Member that he or she may appear before the Board of Directors in person, with legal counsel or such other representative as he or she may choose and that he or she may present such information to the Board of Directors as he or she deems proper to show that disciplinary action shall not be recommended.

If the Board of Directors decides to recommend disciplinary action it shall submit the Member's name, together with the grounds of complaint and a statement setting forth its findings and recommendations to the Membership of the Society at any Annual Meeting or Special Meeting called for that purpose. Disciplinary action against the Member shall require the affirmative vote of not less than 3/4 of the Active Members present and voting at such Meeting.

SECTION 3. Simultaneous Action:

Should a Member be under consideration for suspension, expulsion or other disciplinary action by the American Society of Plastic Surgeons, Inc., for the same alleged offense, the Board of Directors of the Robert H. Ivy Society may accept the decision of the Ethics Committee and the Judicial Council of the American Society of Plastic Surgeons, Inc., and may summarily invoke the same action as recommended by the American Society of Plastic Surgeons, Inc., without notice or hearing.

ARTICLE VI. OFFICERS

SECTION 1. Names:

The Officers of the Society shall be: The President, The Vice President, The Secretary, The Treasurer and The Historian.

SECTION 2. Election and Term of Office:

The Vice President, Secretary and Treasurer of this Society shall be elected by secret written ballot and shall require a majority vote of those Active Members present and voting at the time of the Annual Meeting.

The terms of office of the Secretary and the Treasurer shall be three years. The term of the Historian shall be five years. The Vice President shall automatically succeed to the office of the President upon the expiration of the President's term, and in the event of his or her death, resignation, removal, inability to act or refusal to perform any proper act. The elected officers shall serve until their successors have been elected or appointed. The President may not succeed himself or herself but may be re-elected after a period of one year in case the office of Vice President is vacant or may be re-elected Vice President.

SECTION 3. President:

The President shall preside at the Meetings of the Membership of the Society and the Board of Directors. The President shall perform such other duties as are incident to the office of President or as may be prescribed by the Board of Directors. The President shall be a member ex-officio of all committees except the Nominating Committee. The President shall appoint, with the approval of the Board of Directors, as many subcommittees or special committees as may be necessary to carry out the functions to the Society. These subcommittees or special committees shall work in conjunction with and be responsible to the standing committees or the Board of Directors to which they may be assigned by the President.

SECTION 4. Vice President:

The Vice President shall perform such duties as are incident to the office or as may be prescribed by the President or the Board of Directors. In any case of absence of the President, the Vice President shall perform the duties of the President. The Vice President shall succeed the President in the event of death, resignation, removal, incapacity or refusal to perform any proper act. The Vice President shall act as Chairman of the Program Committee.

SECTION 5. Secretary:

The Secretary shall perform the duties generally pertaining to that office or as may be prescribed by the President or the Board of Directors. It shall be the duty of the Secretary to give notice of and to attend all meetings of the Society and to keep a record of such meetings; to conduct all correspondence; and to carry into execution all orders, votes, and resolutions not otherwise committed. The Secretary shall keep a roster of the members of the Society, together with such data with respect to the Members as may be of interest to the Society. The Secretary also serves as Chairman of the Membership Committee.

SECTION 6. Treasurer:

The Treasurer shall perform such duties as are incident to the office of Treasurer or as may be prescribed by the President or the Board of Directors. The Treasurer shall collect and receive all of the dues and other funds accruing to the Society. The Treasurer shall be accountable to the Board of Directors and the Society at such times as he or she shall be ordered by either body to present a statement of accounts. He or she shall keep proper books, records and accounts which shall be at all times open for examination by the Board of Directors or their approved representatives. The Treasurer shall deposit funds of the Society in the Society's name and in such depositories as shall be designated or approved by the Board of Directors.

The Treasurer shall insure that all necessary tax returns are properly filed and shall secure an adequate Fidelity Bond on officers and employees of the Society as the Board of Directors shall direct. The amount of such bonds shall be determined by the Board of Directors and the cost paid by the Society. No funds shall be drawn from the Treasury except for such purposes as shall have been duly authorized by the Board of Directors to provide for the successful management of the business of the Society.

SECTION 7. Historian:

The duties of the Historian shall be to record and maintain the Archives of the Society, and such other duties as may be prescribed by the President or by the Board of Directors.

ARTICLE VII. BOARD OF DIRECTORS

SECTION 1. Management and Control:

The management and control of the affairs of the Society shall be vested in the Board of Directors. This Board shall function as provided in the Bylaws of the Society and shall consist of the President, the Vice President, the Secretary, the Treasurer, the Immediate Past President, two Members-at-Large, and one resident (ex-officio).

The term of Member-at-Large is two years. One is to be elected each year by the majority of the Active and Life Members present and voting at the time of the Annual Meeting.

The term of the Resident is one year. The resident is to be elected each year by the majority of the Resident Members present and voting at the time of the Annual Meeting. As an ex-officio member of the Board, the Resident representative may attend Board of Directors meetings but may not vote. The Resident representative may attend the Business meeting but may not vote. The Resident representative to the Board of Directors may be an ex-officio member of standing committees of the Society.

The Board of Directors shall direct and supervise all affairs of the Society and act in all other capacities as shall be necessary.

SECTION 2. Duties:

The Board of Directors shall have the power to hold meetings at such times and places as they may think proper; and to devise and carry into execution such measures as they may deem proper and expedient to promote the objects of the Society and to best protect the interests and welfare of the members.

SECTION 3. Meetings:

The Annual Meeting of the Board of Directors shall be held at such time and place as the Members thereof shall determine. Notice of such meetings, signed by the Secretary, shall be mailed to the last recorded address of each member of the Board of Directors at least ten days before the time appointed for the Meeting. The President of the Society may, when he deems necessary, or the Secretary shall, at the request in writing of two members of the Board of Directors, issue a call for a Special Meeting of the Board, and only five days notice shall be required for such Special Meetings.

SECTION 4. Quorum:

Four members of the Board of Directors shall constitute a quorum for the transaction of business.

SECTION 5. Vacancy:

A vacancy on the Board of Directors may, but need not be filled by action of the Board of Directors until the next annual Meeting of the Members or until a Special Meeting is called for that purpose.

SECTION 6. Liability of Board Members and Officers:

A Board member or officer of the Society shall not be personally liable for money damages as such for any action taken or failure to take action as a director or officer unless his action constitutes self-dealing, willful misconduct, or recklessness or unless liability is imposed pursuant to criminal statute or for payment of taxes. The Board of Directors may provide for indemnification of Board members and officers to the extent allowed by law.

ARTICLE VIII. THE ANNUAL MEETING

SECTION 1. Description:

The Annual Meeting of the Members shall be held at a time to be decided by the Board of Directors. Additional meetings may also be called by the Board of Directors. Notice to the Annual Meeting and any additional meetings shall be mailed to each Member 30 days before the Meeting time. Under unusual circumstances, the Annual Meeting may be held by mail and a mail ballot used to elect members, officers and a member-at-large of the board of directors, but not to amend the Bylaws. Only Active and Life members who are in full compliance of payment of dues may attend the Business meeting and may vote. Associate members and the Resident representative to the Board of Directors may attend the Business meeting but may not vote.

SECTION 2. Purposes:

The Annual Meeting shall be for the purpose of electing officers, members-at-large of the board of directors, and new members of the Society, and for receiving annual reports of officers and committees and for such other business as may properly come before the Meeting. The Annual Meeting may also be held for the presentation of scientific communications and any other matters of professional interest to the members.

SECTION 3. Order of Procedure:

At the Business Session of the Annual Meeting, the order of procedure shall be as follows:

- (a) Reading of the Minutes of the last Annual Meeting.
- (b) Annual Reports of the Officers and Standing Committees.
- (c) Amendments to the Bylaws.
- (d) Election of Officers.
- (e) Election of new Members.
- (f) Unfinished and new business.
- (g) Adjournment.

The order of business may be altered or suspended at the Annual Meeting by the majority vote of the Active Members present and voting.

SECTION 4. Guests:

Non-member physicians who are members of the ASPS may attend Annual Scientific Meetings. Non-member physicians may not attend the Business meeting.

SECTION 5. Special Meetings:

Special Meetings of the Membership of the Society shall be called by the President upon the written request of ten Active Members of the Society or of two Members for the Board of Directors who shall specify in such request the particular business for which the said Meeting is to be called. No other business may be conducted at a Special Meeting unless included in the notice of the Special Meeting. Notice for all Special Meetings shall be mailed not less than 15 days before the time appointed for such meeting.

SECTION 6. Quorum:

At the regularly scheduled meetings, a quorum shall consist of those Active Members present at the time of the Meeting. At a Special Meeting, 60 percent of Active Members shall constitute a quorum. Only Active Members shall be entitled to vote.

SECTION 7. Vote:

All questions, whose manner of deciding is not otherwise described in the Bylaws, shall be decided by a majority vote of the Active Members present.

ARTICLE IX. DUES AND FEES

SECTION 1. Fiscal Year:

The fiscal year shall begin on the first of January and terminate on the 31st of December.

SECTION 2. Dues:

The Annual Dues of Active, Candidate, and Associate Members shall be determined by the Board of Directors. Annual Dues shall be waived for the first year of Candidate Membership.

SECTION 3. Payment of Dues:

The Annual Dues of Active, Candidate, and Associate Members are payable on the first day of January. No Active, Candidate, or Associate Member who is required to pay dues shall be entitled to the rights and privileges of membership after he shall have been suspended for non-payment of current dues. Dues may be suspended for members on temporary active duty in the Armed Forces upon recommendation of the Board of Directors. Only Active, Associate and those Candidate Members who have completed one year of membership are responsible for the dues and fees of this Society. Other members who are not required to pay dues must assume the registration fee when attending meetings. Dues may be suspended by a request of the member upon his professional retirement for prolonged illness or for those Associate Members who have moved out of the area on approval by the Board of Directors.

SECTION 4. Fees:

A fee to be determined by the Board of Directors to cover expenses for the regularly scheduled meetings will be made each year. This fee will be payable at the time of payment of the Annual Dues and will be payable by all Members whose residencies will enable them to attend regularly scheduled meetings. The Board of Directors shall have the power to decide whether a member shall be exempt from this fee.

SECTION 5. Penalty for Non-Payment:

Any member of the Society who shall be delinquent in the payment of dues, fees, or assessments for a period of sixty (60) days after said amounts become due, shall be notified in writing of such delinquency by the Treasurer, and suspended from membership in the Society. After such suspension, he shall be ineligible to vote or to hold office. If payment is not made within thirty (30) days after the mailing of such notice, the delinquent member shall be dropped from the membership rolls and thereupon forfeit all rights and privileges of membership. If a former member thus dropped from the membership rolls shall become current in the payment of dues, fees and assessments within the next calendar year, the Board may, in its discretion, reinstate said former member.

SECTION 6. Refunds:

No dues shall be refunded to any member whose membership terminates for any reason.

ARTICLE X. COMMITTEES

SECTION 1. Standing Committees:

The following committees shall function in the Society:

- (a) Membership Committee
- (b) Program Committee
- (c) Nominating Committee
- (d) Bylaws Committee
- (e) Medical Economics Committee
- (f) Communications Committee

SECTION 2. Additional Committees:

Additional committees may be appointed by the President from time to time as deemed necessary.

SECTION 3. Membership Committee:

This Committee shall consist of four members appointed by the President of the Society and is chaired by the Secretary of the Society. It shall be the duty of the Membership Committee to investigate and report on all proposals for members received by it. Before reporting favorably on any application for membership, the Committee shall be satisfied by proof deemed to be sufficient by it, that the applicant has complied with the laws of his state relative to the practice of medicine, and that such applicant is of good moral and professional character, standing and reputation, and that the applicant is a member of the American Society of Plastic Surgeons, Incorporated, and that his admission would serve the best interest of the Society.

The Membership Committee shall submit the data assembled by it, together with its recommendation for or against the admission of the proposed member, to the Board of Directors which shall pass on it. If the Board of Directors shall pass favorably upon the proposed member, his name shall be submitted to the vote of the Active Membership at the Annual Meeting.

SECTION 4. Program Committee:

The Program Committee shall consist of the Vice President as Chairman and four members appointed by the President of the Society. It shall encourage research work pertaining to Plastic and Reconstructive Surgery and allied subjects. It shall supervise the program arrangements for scientific meetings and make suggestions to the Board of Directors.

SECTION 5. Nominating Committee:

This Committee shall consist of four members, the Immediate Past President, the Preceding Past President, and two other members to be elected by the Membership at the Annual Meeting. The Immediate Past President shall serve as Chairman, and the Nominating Committee shall nominate the appropriate officers and Member-At-Large to the Board of Directors.

SECTION 6. Bylaws Committee:

The Bylaws Committee shall consist of three to five members, chaired by the Preceding Past President. They shall review the Bylaws at least annually and make suggestions to the Board of Directors and the membership concerning recommended changes. They shall review all suggested amendments submitted by the members and send these to the Board of Directors and the membership with their recommendations.

SECTION 7. Medical Economics Committee:

The President shall appoint a Medical Economics Committee with the approval of the Board of Directors to consist of at least five members. This committee shall be concerned with ongoing medical economic matters of importance to the Membership and can act in an advisory capacity to the Pennsylvania Medical Society and other appropriate organizations. Appointments include serving on Committees to the PMS and Medicare Carrier Advisory Committee.

SECTION 8. Communications Committee:

The Communications Committee shall consist of at least three members appointed by the President at least one of whom is the Resident representative to the Board of Directors. The committee shall be responsible for the public relations activities of the society and its membership. The committee shall be responsible for the publication of the newsletter of the society, the *Ivy Leaf*.

ARTICLE XI. ELECTIONS

At the Business Session of the Annual Meeting of the Members of the Society, there shall be an election by secret written ballot for the officers of the Society, the Member-at-Large to the Board of Directors and for the proposed new members. A majority vote of a quorum of the Active Members present and voting shall be necessary to constitute an election.

ARTICLE XII. PARLIAMENTARY AUTHORITY

The rules contained in Sturgis' Standard Code of Parliamentary Procedure shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE XIII. AMENDMENTS

The Bylaws may be amended only at the Annual Meeting of the Membership of the Society or at a Special Meeting called for that purpose. A two-thirds vote of the Active Members present and voting at such meeting will be needed. An amendment must be submitted by an Active Member. It must be reviewed by the Board of Directors and the Bylaws Committee following which it is to be submitted to the membership with the recommendation of the Board of Directors. It must be mailed to the membership at least 30 days before the Annual Meeting or at least 30 days before a Special Meeting called for that purpose of considering the Amendment.

Amended April 18, 2009.