

Mid-Atlantic Section, American Urological Association, Inc.
By-Laws (Track Changes for Approval March 2018)

Article I: Name and Scope of Activities

Section 1. Name

This organization is chartered by the American Urological Association, Inc. (AUA) as a component of AUA and of its affiliated entity, the American Urological Association Education and Research, Inc. (AUA/ER). The name of this regional organization shall be the "Mid-Atlantic Section of the American Urological Association, Inc.," (the "Section") and its members shall be members also of both national entities.

Section 2. Objectives

The objectives of this organization shall be:

- a) To benefit the general public in the region by encouraging the study of urological medicine, and by maintaining the highest standards for urological education, practice and research;
- b) To promote the publication and encourage contributions to medical and scientific literature pertaining to urology;
- c) To promote fellowship and professional cooperation among the Section membership, and to advance their legitimate professional interests.

Section 3. Geographical

The geographical boundaries of this Section shall be those stated in Article II, Section 2, of the AUA By-Laws.

Section 4. Limitations of Activities

- a) The Section shall not engage in business of any kind ordinarily carried out for profit; nothing in the By-Laws shall authorize the Section to, and the Section shall not in fact, enter into any transaction, carry out any activity or engage in any business for pecuniary purposes. Any income received by the Section shall be applied exclusively for the purposes of the Section as set forth herein, and no part thereof shall ever inure to the benefit of any private member or individual;
- b) The Section shall not engage in propaganda or political activities.

Section 5. Dissolution

Upon the termination or dissolution of the Section, any surplus of property or assets remaining after all of the debts and obligations of the Section have been paid and satisfied shall not either directly or indirectly inure to the benefit of any private member of the Section or individual, but all such property and assets shall be expended in their entirety, for the objectives and purposes set forth in Section 2 hereinabove.

Article II: Membership

Section 1. Categories of Members

The membership of this Section shall be composed of physicians and surgeons, advanced practice providers and allied medical providers, or other scientists in the following categories:

- (a) Active members

- (b) Associate members
- (c) Advanced Practice Provider members
- (d) Allied members
- (e) Affiliate members
- (f) Senior members
- (g) Honorary members
- (h) Candidate members

Only Active and Senior members are eligible for office, or have the right to vote. All voting members must also be members of the AUA. Active and Senior members who are elected to Honorary membership shall retain their voting status.

Section 2. Application Fees and Dues

All members except Senior and Honorary members shall be assessed dues in an amount determined by the Board of Directors.

Section 3. Election / Approval of Membership

Members shall be elected at the Annual Business Meeting with *one* exception. Associate members taking the ABU Certifying exam (Part 2) may be approved by the Board of Directors periodically throughout the year.

Section 4. Application and Qualifications for Membership

- a) Application for membership in the Section must be made on forms approved by the Board of Directors, and provided by the Secretary. Applications must be accompanied by a copy of the applicant's license to practice medicine and evidence of certification by the appropriate urologic specialty board.
- b) Qualifications for membership in each of the indicated categories shall be as follows:
 - i. **Active Members.**

Active voting membership in this Section shall qualify physicians for Active Membership in the AUA, under uniform membership requirements applicable to both. **Requirements for urologists (set by the AUA) are as follows:**

1. Possession of an unlimited license to practice medicine and surgery in the State of the applicant's residence.
2. Practice in the geographical boundaries of the Section.
3. Possession of an M.D. or D.O. degree and completion of an ACGME accredited urology residency or equivalent by the Royal College of Surgeons (RCS) in Canada or the Quebec Board of Urology or the Certifying Board of Urology in the country where practicing within the geographic boundaries of the AUA.
4. Limitation of practice to the specialty of Urology.
5. Certification by the American Board of Urology (ABU), the Royal College of Surgeons (RCS) in Canada or the Quebec Board of Urology or the certifying Board for Urology in the country where practicing.
6. Recommendation for membership by two Active or Senior members of this Section in good standing. Endorsements shall be from members with detailed knowledge of the applicant, preferably in a leadership position. Endorsement shall be sent to the Secretary.
7. All applicants will be reviewed and approved by the Membership Committee before submission to the Board of Directors. Upon approval by the Board of Directors, applicants will be recommended for election to Active Membership and their names presented to the membership for election at the next regularly scheduled Annual Meeting of the Section.

ii. Associate Members.

Requirements for Associate membership are *otherwise* the same as Active membership, except for Board certification.

1. Candidate Members Eligible for Fast Track Associate Status

Associate membership in the AUA and this Section will be offered to all Candidate members who have passed the qualifying examination (Part I) of the American Board of Urology.

2. Non-Members Eligible for Associate Status

Associate membership is available to non-member urologists who are practicing within the geographic boundaries of this Section, but are not certified by the American Board of Urology.

3. Waiver of First-Year Dues

Associate members who have passed the ABU certifying exam (Part II) will be transferred to Active membership in the AUA pending fulfillment of requirements mandated by the Mid-Atlantic Section By-Laws, and notified that AUA active membership dues are waived for the first year. Transfer to Active membership in the Section will be subject to the fulfillment of the requirements for Active Membership.

4. Active Member Failure of Recertification or Decertification

If an Active member fails to become recertified as required by the American Board of Urology (or other certifying Board), the Section will transfer the individual to Associate Member status and the transfer reported to the AUA. If an Active member becomes decertified by the American Board of Urology (or other certifying Board), the membership shall be automatically dropped for non-compliance with Section By-Laws, pursuant to Resignation, Expulsion and Reinstatement policies, and the removal from membership reported to the AUA.

iii. Advanced Practice Provider Members.

Advanced Practice Provider Membership is available to Physician Assistants and Advanced Practice Nurses specializing or concentrating in urology for at least one year. They shall be nominated by two Active or Senior members who shall furnish the Section Secretary with the curricula vitae and a copy of the applicant's professional license.

iv. Allied Members.

Allied Membership is available to nurses, medical assistants, and technicians providing urologic patient care. They shall be nominated by two Active or Senior members who shall furnish the Section Secretary with the applicant's curricula vitae. Nurse applicants shall also submit a copy of their current nursing license, medical technicians shall also submit a letter written by a practicing urologist confirming they have completed in-service training in the field of urology under his/her supervision, and medical assistants shall also submit written evidence of current CMA certification.

v. Affiliate Members.

Affiliate Membership is available to Non-Physician Scientists and is not usually available for physicians certified by medical boards. However, in exceptional instances, persons in related fields of medicine and science, who do not qualify for other categories of Association Membership, may be considered for Affiliate Membership provided they have contributed significantly to the specialty of Urology. They shall be nominated by two Active or Senior members who shall furnish the Section Secretary with the curricula vitae and other pertinent information.

vi. Senior Members.

1. Active members in good standing in the Section on reaching the age of sixty five (65) years are eligible for Senior Membership provided they have been Active Members of this or another AUA Section for at least twenty (20) years, or are permanently disabled, are also eligible for Senior Membership.
2. The Secretary shall present to the Board of Directors for its action the list of names of Active Members who are eligible and desire to become Senior Members.

vii. Honorary Members

Honorary Members shall consist of distinguished urologists or other scientists who have contributed significantly to Urology. This may include any active or associate member of the Section, who for distinguished merit or exceptional service to Urology, or to this Section, or any other reason are recommended by the Board of Directors for Honorary Membership and elected by a two-thirds vote of the members present and voting at any Annual Meeting of the Section.

viii. Residents and Fellows.

Residents and Fellows who are enrolled in ACGME or AOP certified programs are eligible for this membership category. They may remain as Post Graduate Candidate members for a maximum of two years after completion of residency or fellowship, during which time they are expected to apply for Active or Associate membership.

Section 5. Notification of Election

Every newly elected member of this Section shall be officially notified of his or her election by the Secretary and the AUA shall also be notified of the new member's election.

Section 6. Transfer of Membership

A member in good standing of the American Urological Association and of another Section of the AUA who moves his or her residence or practice into the territory of the Section, and who meets all membership qualifications, is automatically eligible for membership in this Section upon presentation of credentials to the Board of Directors of this Section. These credentials shall include his or her previous Section records and a letter from that Section's Secretary or staff indicating the applicant's membership status.

Section 7. Resignation, Expulsion and Reinstatement

- a) Any member who has complied with all the requirements of these By-Laws during the life of his or her membership may resign by written notification to the Secretary who shall officially acknowledge the receipt thereof. The Secretary shall notify the Secretary of the AUA of such resignation.
- b) Any member expelled by the AUA shall automatically have his or her Section membership terminated. In addition, a member may be expelled by the Board of Directors of the Section upon conviction of a serious crime, or upon revocation, suspension or surrender of his or her license to practice medicine for reasons of improper or unethical conduct, upon withdrawal of certification by the American Board of Urology, or on other grounds stated in Article IX of the AUA By-Laws. The expulsion of a Section member shall be promptly reported to the AUA Secretary, with a statement of reasons therefore.
- c) The reinstatement of suspended members to good standing in the Section shall rest in the hands of the Board of Directors of the Section, which may recommend the reinstatement of

expelled members who have been previously reinstated by AUA; but this action must be ratified by a three-fourths vote of the members of the Section present and voting at a regular meeting.

Article III: Officers and Board of Directors

Section 1. Officers

The officers of the Section shall be the President, President-Elect, Immediate Past President, Secretary, and Treasurer. The President, President-Elect, and Immediate Past President, shall be elected for terms of one year at the Annual Meeting. The Secretary and Treasurer shall be elected for a term of four years (non-renewable) at the Annual Meeting and serve staggered terms so as not to expire in the same year. All candidates for these officers must be Active or Senior members, nominated according to the procedures prescribed in these By-Laws, and elected by a majority of the members present and voting at the Annual Meeting.

Section 2. Board of Directors

The Section shall be administered by a Board of Directors comprised of the Section President, President-Elect, Secretary, Treasurer, Immediate Past President, Historian, and six Members-at-Large elected for terms of three years; two of whom shall represent the states of West Virginia and Virginia; two of whom shall represent the states of Pennsylvania and New Jersey; and two of whom shall represent the states of Delaware and Maryland and the District of Columbia, and one member shall be the representative or alternate to the AUA Board of Directors. The Historian will serve a non-renewable, four year term staggered from the Secretary and Treasurer. All thirteen (13) members of the Board shall be voting members. The Board of Directors shall meet periodically upon call of the President or a majority of its members, and shall have responsibility for administration of the Section, including evaluation of all financial affairs of the Section, preparation of a yearly budget, and updates to the membership at the annual business meeting of the Section regarding the finances and budget of the Section. The Board of Directors shall review the report of the Membership Committee and recommend applicants for membership in the Section. The Board of Directors may withhold recommendations of a candidate or candidates in accordance with these By-Laws. Finally, the Board of Directors shall comply with the conditions of the Section charter, as specified in Article II, Section 5 of the AUA By-Laws.

Section 3. The President

The Section President shall preside at all the meetings of the Board of Directors, and of the scientific and business sessions of the Section. He/she shall appoint members to standing and special committees, and he/she may call special meetings of the Board of Directors. The President may utilize a Local Host City Advisor who may offer insight about the meeting location, and suggestions regarding venues and activities.

Section 4. The President-Elect

The President-Elect shall serve for the President during his or her absence or incapacity, and shall attend all meetings of the Board of Directors. The President-Elect shall perform any duties assigned to him or her by the President that do not conflict with the By-laws of this Section.

Section 5. The Immediate Past President

The Immediate Past President shall attend all meetings of the Board of Directors, shall serve as a member of the Nominating Committee and of other standing or special committees as appointed, and shall assist the President in an advisory capacity.

Section 6. The Secretary

The Section Secretary shall be responsible for keeping accurate records of the business and activities of the Section and of its committees. He/she shall keep an accurate list of Section members and candidates proposed for membership. He/she shall send all Section members timely notice of general

and special meetings, and send members of the Board of Directors notice of their meetings, with a specific agenda; he/she shall keep minutes and record of all such meetings of the Board of Directors and membership. He/she shall prepare and present in a timely fashion all proposed amendments to these Section By-Laws. Finally, he/she shall give timely notice to the AUA Secretary of the members selected by the Section for appointment to the AUA Board of Directors, offices and committees for which they are eligible.

Section 7. Office of the Treasurer

The Section Treasurer shall oversee the collection of Section dues, assessments and charges, approve payment of the expenses of the Section, safeguard the assets of the Section, and keep an accurate statement of all Section revenues, expenses and assets for periodic presentation to the Board of Directors. The Treasurer shall serve as the Chair of the Investment Committee.

Section 8. Historian

The Historian shall prepare and present at the Annual Meeting a list of Section members who have died during the previous year, and he/she shall preserve the Section archives.

Section 9. Vacancies

Vacancies that occur for any reason in the various Offices, Board of Directors, Committees or Section representatives on any committee of the American Urological Association, Inc., may be filled until the next Annual Meeting by a majority vote of the Board of Directors.

Article IV: Committees and Representatives

The Standing Committees of the Section shall be as follows:

1. Membership Committee
2. Program Committee
3. Nominating Committee
4. By-Laws Committee
5. Health Policy Committee
6. Audit Committee
7. Residents Committee

Section 1. Membership Committee

The Membership Committee shall consist of three (3) Active or Senior Members of the Section, in good standing. One member of this Committee shall be appointed annually by the President to serve three (3) years and shall, in his or her third year, be Chair. The Membership Committee shall evaluate all applications for new membership and shall present its recommendations to the Board of Directors.

Section 2. Program Committee

The Program Committee shall consist of the President, the Secretary, Scientific Program Chair, Scientific Program Chair-Elect and at least one (1) other member in good standing appointed by the President, and shall arrange the scientific program for the Annual Meeting.

Section 3. Nominating Committee

The Nominating Committee shall consist of the three (3) most recent living Past Presidents, of whom the senior shall act as Chair, and two (2) Active members of the Section in good standing nominated and voted by two-thirds of the membership at the Annual Meeting to serve for the ensuing year. These two elected members shall serve for one term of one year only.

Section Officers. It shall be the duty of the Nominating Committee to select and present to the Section by mail thirty (30) days prior to the Annual Meeting a slate of nominees of Active Members of the Section in good standing for the office of President-Elect, Secretary, Treasurer, and Historian (when those offices are vacant) and two additional members to serve on the Board of Directors of the Section.

AUA Representation. The Nominating Committee shall also nominate members of the Section in good standing to serve on the AUA Board of Directors and other AUA Councils and Committees, for terms specified in the AUA By-Laws. Prior to the beginning of the AUA Board of Director Representative's term, the AUA Board may reject the appointee for a serious conflict of interest or other grave misconduct deemed by the Board in its sole discretion to bring discredit upon the AUA. The decision of the AUA Board shall be final. No member of the Nominating Committee shall be eligible for nomination to any office of the Section or of the AUA.

Annual Awards/Recognition. The Nominating Committee will also be responsible for creating for the annual slate of section nominees for sectional and national awards to be presented to the BOD at the Annual Fall Meeting.

AUA President-Elect. It shall be the function of the Section's Board of Directors to nominate a Section member in good standing to serve as candidate for the AUA President-Elect when it is the Section's turn in the AUA's 12-year rotation. The Nominating Committee shall poll the Board of Directors and Past Presidents of the Section requesting nominees and shall also solicit nominations from the general membership. Nominees will be requested to verify their willingness to accept the position and to provide a narrative of their contributions to the Section and the AUA. The Nominating Committee will vet all nominations and identify up to three finalists. The committee at this point will verify with each nominee his or her willingness to serve in this role. The finalists will be approved by the Section Board of Directors. At this point, the AUA will be asked to review and confirm that all three nominees are acceptable to the AUA. The list of nominees shall be sent to the voting members of the Section by electronic or paper ballot, with appropriate safeguards in place to ensure one vote per member. The winning candidate will have a plurality of the votes received. If a tie exists among candidates, the Section Board of Directors will vote with the winning candidate having a plurality of votes.

Section 4. The By-Laws Committee

The By-Laws Committee shall consist of the Secretary of the Section, who shall serve as Chair, and two (2) or more additional members appointed by the President to serve one (1) year. The Chair of the Committee will serve as the Section representative to the AUA By-Laws Committee. It shall be the responsibility of the Committee to review and make necessary changes to the Section By-Laws, as directed by the Board of Directors for approval by the Section membership.

Section 5. Health Policy Committee

The Health Policy Committee shall consist of a Chair, elected for a term of two (2) years, who shall serve as the Section representative to the AUA Health Policy Council, and at least one representative of each state within the Section boundaries. The Committee shall become familiar with and study all matters pertaining to the inter-professional problems associated with the delivery of urologic care to the public, including national and local legislative initiatives affecting urology, coding, and reimbursement issues, and peer review. The Committee shall report annually to the Section Board of Directors and/or membership on its own activities and on the proceedings of the AUA Health Policy Council.

Section 6. Audit Committee

The Audit Committee shall consist of the Treasurer who shall serve as Chair, and two current members of the Board of Directors to be appointed by the President. The Committee will perform internal (or external with an independent auditor) annual audits of the organizations' operating financial statements, tax returns and operating procedures. Additional functions include responsibility for adequacy of insurance and oversight of internal controls. The Committee shall report to the Board annually.

Section 7. Residents Committee

The Residents Committee shall consist of a Chair, the Section Secretary or a designated appointee as an ex-officio member, and one (1) representative from as many of the urology residency programs within the Mid-Atlantic Section boundaries as possible. All resident members of the Committee must be a candidate member in good standing. The Committee shall address the needs of junior and senior level urology residents; familiarize residents with the Mid-Atlantic Section leadership structure, practices, and value of involvement; and organize this community's concerns in a unified manner so that strategies to rectify any issues may be developed and the residency experience improved. The Committee will hold a meeting at the Section's Annual Meeting, conference calls upon necessity, and conduct regular email correspondence. The Chair must be currently enrolled in his/her residency program and must be available to facilitate regular correspondence among the Committee. The Committee Chair and all Committee member positions are 1-year terms and are renewable on an annual basis. The Committee will report to the Section Board of Directors.

Article V: Dues

All appropriate member categories shall be assessed application fees and dues as determined by the Board of Directors. Special assessments may be levied by the Board of Directors for special needs or extraordinary purposes. Initiation fees may be charged to persons applying for membership. Members may be dropped from the rolls, upon adequate notice, for non-payment of dues.

ARTICLE VII: MEETINGS

SECTION 1. Annual Meeting. The Annual Meeting of the Section shall be held at such a time and place as the Board of Directors shall elect, and may be cancelled by a majority vote of the Board of Directors.

SECTION 2. The Annual Business Meeting will held in conjunction with the Section's Annual Meeting. Official notice of the time, place and agenda of the Annual Business Meeting shall be provided at least thirty (30) days before the Meeting. Assuming that adequate notice of the Annual Business Meeting has been given to the voting members pursuant to these Bylaws, there shall be no quorum requirement at that Meeting.

The Order of Business at the Annual Business Meeting shall be: approval of the Minutes of the previous Meeting, reports of officers, report of the Membership, Bylaws and Nominating committees and other standing committees as requested. The Officers of the Association shall be installed at the Annual Business Meeting. If the business meeting is postponed, all changes in officers, Board members and other representatives in the Nominating Committee report will be re-presented or re-vetted at next business meeting

SECTION 3. Special Membership Meetings. Special meetings of the members of the Section may be called at any time by the President with the approval of a majority of the Board of Directors; or upon written request of 25 Active or Senior Members of the Section with the approval of the majority of the members of the Board of Directors. If a special meeting is to be held at some time other than during the Annual Session, a notice of the place, date, hour and reason for the meeting must be sent by the Secretary to all members so as to be received at least fifteen (15) days before the day selected for the meeting.

ARTICLE VIII: ELECTIONS

SECTION 1. Officers, Board of Directors Members, Committee Members and other Section Representatives will be presented by the Nominating Committee pursuant to Article IV, Section 3 above. The Nominating Committee report will be presented to the membership at the Annual

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Business Meeting, and a majority of votes shall be necessary to officially elect the slate of nominees presented.

Article VI: Amendments

These By-Laws may be repealed or amended by a two-thirds vote of the members present and voting at any Annual Meeting of the membership, provided notification has been given to the membership at least thirty (30) days in advance of the meeting at which the action is to be taken. The By-Laws may be suspended temporarily for a specific purpose by a two-thirds vote of those present and voting at any meeting of the Section membership, on adequate notice.

Article VII: Questions of Parliamentary Order

All questions of parliamentary order not provided for in these By-Laws shall be determined by the Parliamentary usage as contained in Sturgis Standard Code of Parliamentary Procedure.