

**CONSTITUTION OF THE
SURGICAL ASSOCIATION OF LOUISIANA
(Revised January 20, 2012)**

Article I
Name

The name of this organization shall be the Surgical Association of Louisiana.

Article II
Purpose

The purpose of this organization shall be to encourage and foster surgical knowledge and education of the members and future members in this branch of medicine; to aid and sponsor any movement to improve the surgical services in the hospitals in this State; to promote and maintain harmonious, moral and ethical standards among the members, so as to assure to people of this State of conscientious, progressive and efficient types of surgical service.

Article III
Membership

There shall be three (3) classes of membership: Active, Inactive, and Senior. Membership shall not be limited.

Article IV
Domicile

The domicile of this association shall be New Orleans.

Article V
Officers

Section 1. The Officers of this association shall be a President, First Vice President, Second Vice President, Secretary, Treasurer, and seven (7) additional members, one of whom shall be the retiring president, who together with the officers shall constitute the Board of Directors, a majority of whom shall constitute a quorum for the transaction of business.

Section 2. Term of Office – All officers excluding the additional members of the Board of Directors shall hold office for the period of one (1) year. At the first election of the additional members of the Board of Directors, two (2) members shall be elected for a period of one (1) year, two (2) for a period of two (2) years, and two (2) for a period of three (3) years. At the expiration of the respective terms of the present additional members of the Board of Directors, each member, thereafter, shall be elected for a term of three years.

Section 3. Nomination and election of officers and additional members of the Board of Directors of this association shall be held at the annual meeting of the association as specified in the By-Laws.

Article VI
Duties of the Board of Directors

The Board of Directors shall hold and exercise all powers not otherwise designated. They shall fill all vacancies between meetings, due to the death, resignation or other causes, and they shall act as the membership committee of this association.

Article VII
Meetings

- Section 1. The annual meeting of the association shall be held during the same weekend as the annual meeting of the Louisiana Chapter of the American College of Surgeons.
- Section 2. The Board shall meet at least twice a year; one meeting may be a conference call. Special meetings of the Board may be called by the President at any time. Special meetings of the whole organization may be called by the Board.
- Section 3. The association shall sponsor an annual banquet at which an important presentation will be made by an invited guest and that this dinner shall be held concomitant with, yet separate from the joint annual meeting with the Louisiana Chapter of the American College of Surgeons. Members in all categories attending the annual banquet shall pay a full pro-rata share of the banquet expenses.

Article VIII
Fiscal Year

The Fiscal Year of the association shall be the calendar year, January 1 - December 31.

Article IX
Amendments

This Constitution may be amended by a vote of two-thirds of the members present at any annual meeting, provided that notice of the proposed amendment has been submitted in writing to the Secretary in time for him to give a written notice of the proposed amendment to the membership two (2) weeks prior to the annual meeting at which time it is to be voted upon.

BY-LAWS

Article I
Membership

- Section 1. Eligibility – Any reputable surgeon who is a resident of the State of Louisiana and who is legally qualified by the Louisiana State Board of Medical Examiners to practice medicine in this State.

A prospective member may apply by completing an application form and submitting it. No letters of recommendation will be required.

- Section 2. Active Members Privileges – All Active Members shall be privileged to attend all meetings, take part in all proceedings and shall be eligible to hold any office within the gifts of the association.
- Section 4. Inactive Member: Eligibility – Any member of this association who is incapacitated by illness, retired from active practice, or called into extended active military service, or who moves to another section of the country, may be elected or transferred to inactive membership, after submitting a written request to the Secretary of the association, who shall refer same to the membership committee for action.
- Section 5. Inactive Members Privileges – Inactive members shall be notified of all scientific meetings and shall enjoy same rights and privileges of active members at these meetings. They shall have no voice in Executive Meetings nor be privileged to hold office. They shall be privileged to attend the banquet or other social functions.
- Section 6. Senior Members: Eligibility – Any member in good standing, upon his/her request, shall be transferred to senior membership status at the age of 75 or upon retirement and shall remain on the rolls of the association.
- Section 7. Senior Members Privileges – Senior members shall be notified of the annual meeting and all other meetings and shall be privileged to take part in all scientific proceedings and social functions of the Association. They shall not have any dues levied against them. They shall be privileged to attend the banquet or other social function.

Article II Mode of Elections

- Section 1. Members – Active membership to this association shall be open to all surgeons in good standing with the LA State Board of Medical Examiners.
- Section 2. Officers – Nomination and election of all officers and additional members of the Board of Directors shall take place at the annual meeting of the association. Nomination shall be made by the Nominating Committee or from the floor by an active member. The election shall be by ballot and a majority of all votes shall elect.
In the election of Officers and members of the Board of Directors where a nominee is unopposed, the Secretary shall cast the ballot for the association.

Article III Duties of the Officers

- Section 1. President – The President shall preside at all meetings of the association and shall perform all duties pertaining to his office as required by custom and parliamentary usage. He shall serve as chairman of the Board of Directors. No member who has served a full term as President shall be eligible to succeed himself, but at the expiration of his term as President shall by virtue of this office become one of the

additional members of the Board of Directors for a period of one (1) year. The President shall be empowered to invite the speaker or speakers for the annual meeting.

Section 2. Vice Presidents – The First Vice President shall in the absence of or by the request of the President assume and discharge the duties of the functions of the President. If for any reason the office of the President become vacant, the First or Second Vice President in rotation shall assume the duties of the President.

Section 3. Secretary – The Secretary shall perform all duties generally devolving on the Secretary of such an association or those delegated to him by the By-Laws. He shall keep all records of the association, give due notice to the members of the time and place of all meetings, together with scientific program or purpose thereof and shall notify all members of committees of their appointments and of the duties assigned.

Section 4. Treasurer – The Treasurer shall be the custodian of all funds and monies of the association and shall collect all dues from the members and issue notices of dues and delinquency. He shall keep a record of the finances of the association and render a report of the finances at the annual meeting of the association. He shall make disbursements by check.

Article IV Amendments

These By-Laws may be amended at any annual meeting of the association by a majority vote of all active members at that meeting, provided a quorum is present when the vote is taken

Article V Standing Committees

Membership Committee – The Board of Directors shall act as a Membership Committee. They shall investigate the moral, professional and ethical qualifications of the candidate and shall recommend to invite, defer or reject same, within 60 days of a completed application being submitted. The Membership Committee shall render a report at the annual meeting.

Nominating Committee – The Nominating Committee shall consist of the President and the two immediate past presidents. It shall present a slate of officers and additional directors to the membership at the annual meeting.

Article VI Quorum

Quorum for the presentation of any business shall consist of 25 active members of the association.

Article VII
Rules of Conduct

The principles and ideals of the current code of ethics of the American Medical Association shall govern the ethics of the members of this association.

Article VIII
Dues

Section 1. The annual dues shall be determined by the Board, and are payable on or before January 1st. Dues must be paid in order to participate in the scientific, social or executive functions of the association.

Section 2. Delinquencies – If dues are not paid prior to the annual meeting, the Treasurer shall notify each delinquent of his indebtedness. After the annual meeting, if no reply is received prior to the following January 1st, and the indebtedness is still unpaid, he shall automatically be suspended from membership.