

Revised July 1991

THE UROLOGICAL ASSOCIATION OF PENNSYLVANIA, INC.
BYLAWS

ARTICLE I
NAME

The name of this organization of physicians shall be The Urological Association of Pennsylvania, Inc.

ARTICLE-II
OBJECTIVES

The objectives of this association shall be: to ethically promote the practice of Urology in the best interests of the public and the medical profession standards of Urology; to study and evaluate all economic aspects of this specialty; to promote cooperation between all disciplines interested in Urology; and, to advise all other professional groups concerning Urology.

ARTICLE III
MEMBERSHIP

The membership of this Association shall consist of active, associate, senior, and inactive members. Only active members shall hold office, pay dues, and have voting privileges. Exceptions to the above requirements may be waived by a two-third vote of the active membership upon recommendation of the Executive Committee.

Section 1. Active Membership

An active member shall be licensed to practice medicine in Pennsylvania, have completed an approved residency or preceptorship in Urology and be actively engaged in Urological Research, the teaching of Urology, or the practice of Urology.

Section 2. Associate Membership

(a) Associate membership shall be restricted to (1) urologists in training who cannot fulfill the requirements for active membership but who may be eligible to become active members as soon as the requirements can be met; (2) scientists, physicians in research, and teachers interested in and contributing to the Science of Urology.

(b) Associate members may enroll all of the privileges of the Association except the right to vote and the right to hold office. They shall not be subject to regular dues and shall not be liable for any assessments.

(c) Associate members in training who do not qualify for and request active membership in a reasonable length of time shall be dropped from the membership.

Section 1. Senior Membership

(a) Active members in good standing who have reached the age of sixty-five (65) years, and are no longer in active practice, are eligible for senior membership. Application for such status shall be submitted to the Secretary and approved by the Executive Committee.

(b) Senior members are exempt from dues and assessments.

Section 4. Inactive Membership

(a) Active members who are incapacitated by illness, accident or for other reasons are unable to pursue the practice of their profession and/or to whom the payment of dues would be a hardship, are eligible for inactive membership. Application for such status shall be submitted to the Secretary and approved by the Executive Committee.

(b) Inactive members shall retain all the rights and privileges of active members but are exempt from the payment of dues and assessments, on the beginning of the next fiscal year immediately following the transfer of membership. The status of members in this classification shall be reviewed annually.

Section 5. Every newly elected member of the Association shall be furnished by the Secretary with an official notification of his election, together with a copy of the Bylaws.

Section 6. Membership application forms may be obtained from the Secretary. Approval of the Executive Committee will be necessary for all classifications of membership.

Section 7. Problems of resignation, reinstatement, and discipline shall rest with the Executive Committee.

Section 8. Any member in good standing in this Association may resign by submitting a letter of resignation to the Secretary. A resignation or suspension from the member's county medical society shall automatically terminate his membership in this Association. Membership may be suspended or terminated by action of the Executive Committee for failure to pay dues or assessments.

ARTICLE IV OFFICERS

The officers of this Association shall be a President, President Elect, and Secretary-Treasurer. They shall be elected bi-annually and shall hold office for two years or until their successors have been elected. They shall assume their offices immediately before the adjournment of the Annual Meeting. The President Elect shall assume the office of President at the end of two years without again being voted upon. The Secretary-Treasurer may be re-elected.

ARTICLE V THE EXECUTIVE COMMITTEE

There shall be an executive committee consisting of the President, President Elect, Secretary, Treasurer, Immediate Past President, Delegate to the Interspecialty Section of the Pennsylvania Medical Society and up to 10 additional members. The additional members shall be elected at large at the annual meeting for a term of 3 years and shall serve not more than 3 consecutive terms. The alternate delegate to the Interspecialty Section will be the President-Elect. The delegate to the Interspecialty Section will be appointed yearly by the executive committee.

ARTICLE VI
OFFICER'S DUTIES

Section 1. General

(a) The officers shall hold office from the conclusion of the Annual Meeting, at which they are elected, until the conclusion of the next Annual Meeting or until their successors are elected.

Section 2. President

(a) The President shall arrange for and preside at all meetings of the Executive Committee at the annual and special sessions of the Association.

(b) He shall call special meetings of the Executive Committee when warranted by matters of importance.

(c) The President shall direct the attention of the Executive Committee to any violations of Bylaws and to matters of discipline of members.

(d) He shall receive the reports of any standing and special committees and make recommendations.

(e) He shall appoint a Nominating Committee and designate the Immediate Past President as its chairman.

(f) He shall appoint any special committees needed.

Section 3. President Elect

(a) The President Elect shall serve for the President during his absence.

(b) He shall be a member of the Executive Committee.

(c) The President Elect shall automatically be elevated to the position of President without further vote.

(d) He shall perform such duties as may be assigned to him by the President.

Section 4. Immediate Past President

(a) He shall be a member of the Executive Committee

(b) He shall serve as chairman of the Nominating Committee

Section 5. Secretary-Treasurer

The Secretary Treasurer shall be a member of the Executive Committee.

(a) The Secretary-Treasurer shall receive and give prompt attention to all correspondence and keep accurate records of the same.

(b) He shall record the transactions of the Executive Committee and of all the meetings of the Association.

- (c) He shall receive and file records of the proceedings of all committees.
- (d) He shall keep an accurate list of all members alphabetically with a journal and ledger which shall show the credit or debit balance to the Association of each member.
- (e) He shall receive applications for membership and, when completed, bring them to the attention of the Executive Committee.
- (f) He shall send official notices of the time and place of the Annual Meeting of each member sixty (60) days prior to the opening date of the meeting.
- (g) He shall, by letter, furnish every newly elected member with official notification of his election and send him a copy of the Bylaws.
- (h) He shall make an annual report of his activities on behalf of the Association to the Executive Committee and to the Association at the Annual Meeting.
- (i) He shall keep a cash book and bank accounts in the name of the Association.
- (j) He shall dispense monies of the Association. Payments shall be made only by checks on the accounts of the Association.
- (k) He shall cause to be prepared an annual audit by a certified public accountant of the Association's books and shall present a report of such audit to the Executive Committee for their information prior to the Annual Meeting and report to the Association at each Annual Meeting.
- (l) He shall send all members, each year, bills for the succeeding year's dues.
- (m) He shall prepare a list of active members in arrears and present this list to the Executive Committee for action at each Annual Meeting of the Association.
- (n) With the approval of the Executive Committee, he shall employ such secretarial assistance as may be necessary.
- (o) Expenses incurred by the Secretary-Treasurer shall, with the approval of the Executive Committee, be paid by the Association.

Section 6. Executive Committee

The Board of Directors of the Association, herewith referred to as the Executive Committee, shall provide a reasonable geographic representation of the members with some relation to the number of members in the various areas.

- (a) The Executive Committee shall examine the annual reports of the Secretary-Treasurer, the standing and special committees, and make recommendations for the conduct of business of the Association.
- (b) The Executive Committee should scrutinize the applications for active, associate, senior, and inactive membership and may recommend them for election to membership or a change in members status.
- (c) Special meetings of the Executive Committee may be called upon the request of the President or a majority of its members.

(d) vacancies that occur, for any reason, in the office of any officer or member of the Executive Committee shall be filled by a majority vote of the Executive Committee. Such newly elected officer or Executive Committee member shall serve until the next annual election.

(e) All matters of discipline shall be prescribed by the Executive Committee. By a two-thirds vote, they may reprimand, suspend, or expel any member of the Association for violation of the Bylaws, for unethical or unprofessional conduct, or when found guilty in a court of a statutory crime or of a crime evincing moral turpitude.

(f) If the Executive Committee deems it advisable to expel a member, they shall notify him in writing to appear before the Committee during an official session to answer all charges brought against him. With the notification to appear before the Executive Committee, the specific charges shall be in writing and shall be sent by registered mail requiring return acknowledgment at least fifteen (15) days prior to the date set for action by the Executive Committee. If the accused member wishes, he may have counsel during his hearing. These counselors must not be more than two in number, and they must be active or senior members in good standing in the Association. Action of the Executive Committee at the official session will be final.

Section 7. Delegate to the Interspecialty Section

The duties of the delegate to the Interspecialty Section will be to communicate to the Section concerns raised by the executive committee of the Urological Association of Pennsylvania and to attend the Interspecialty Section meeting. The representative will report quarterly to the executive committee issues and resolutions made by the Interspecialty Section. The physician will also be the liaison person between the Urological Association of Pennsylvania and KePRO.

ARTICLE VII COMMITTEES

Section 1. Nominating Committee

(a) The President shall appoint a Nominating Committee consisting of four active members and the most immediate Past President, who should serve as chairman.

(b) The Nominating Committee shall nominate a President Elect, a Secretary-Treasurer, and members for the Executive Committee.

ARTICLE VIII MEETINGS

Section 1. The Annual Meeting may be held in conjunction with the Annual Business Meeting of the Pennsylvania Medical Society. A change in the time of the Annual Meeting may be made by the Executive Committee. The place of the meeting is to be selected by the Executive Committee if the meeting is separate from the Annual Business Meeting.

Section 2. A special meeting may be called at any time by the President, a majority of the Executive Committee, or upon written request of fifteen (15) members. A special notice of such a meeting will be sent to each member fifteen (15) days prior to the date set, stating the special business for which the meeting is called; and no other business shall be transacted except that stated in the call for the meeting.

Section 3. At all stated and special meetings, the members present shall constitute a quorum to legally transact the business of the Association.

Section 4. Annual Meeting Program

Presentation of the scientific or economic program arranged by the Program Committee.

Section 5. Order of Business at the Business Session of the Annual Meeting shall be:

(a) Approval of the minutes of the previous meeting. This may be dispensed with a majority vote of the Association members present.

(b) Reports of officers:

1. Treasurer
2. Secretary
3. Executive Committee
 - (a) Special meetings
 - (b) Annual meetings
 - c. Reports of nominating committees
 - d. Reports of special committees
 - e. Changes in membership status
 - f. Unfinished business
 - g. New business
 - h. Election of officers
 - i. Installation of officers
 - j. Adjournment

ARTICLE IX DUES

Section 1.

(a) The amount of the annual dues will be set each year by the Executive Committee.

(b) The annual dues shall be payable immediately upon the close of the fiscal year.

(c) The fiscal year shall be determined by the Executive Committee.

ARTICLE X ARREARS

Section 1. Any member who has failed to pay his dues within six (6) months after the statement has been issued shall be notified thereof by the Treasurer and, in the event of nonpayment within thirty (30) days, shall forfeit all rights of the active membership until the indebtedness is paid, unless otherwise ordered by the Executive Committee.

ARTICLE XI
ASSESSMENTS

Section 1. By two-thirds vote of the active members present and voting at a regular meeting, the Association may levy on each active member an assessment, the amount of which shall be proposed by the Executive Committee. This shall be due and payable immediately. Any active member not paying this assessment within two (2) months shall forfeit all rights of active membership until the indebtedness is paid, unless otherwise ordered by the Executive Committee.

ARTICLE XII
AMENDMENTS

Section 1. These Bylaws may be suspended, temporarily, for a specific purpose by a two-thirds vote of active members at any stated meeting of the Association. They may be amended by a two-thirds vote of the active members present and voting at any special meeting, provided that the proposed amendments shall have been printed on a notice of the meeting at which such action is to be taken.

ARTICLE XIII
PARLIAMENTARY ORDER

Section 1. All questions of parliamentary order not provided for in these Bylaws shall be determined by parliamentary usage in the latest revision of Robert's "Rules of Order."

The Urological Association of Pennsylvania was incorporated as a nonprofit corporation under the laws of the Commonwealth of Pennsylvania on May 15, 1967.