

NEW ENGLAND SOCIETY FOR VASCULAR SURGERY

CONSTITUTION

ARTICLE I

Name

The name of this organization shall be the New England Society for Vascular Surgery.

ARTICLE II

Objectives

The objectives of this Society shall be:

1. To aid and encourage high quality and effective postgraduate education in vascular surgery in the New England area,
2. To enhance the exchange of ideas through regular scientific meetings and,
3. To contribute to the improvement of diagnosis and treatment of patients with vascular disease.

ARTICLE III

Membership

Section 1.

The Active membership of this Society shall be limited to physicians who are Board eligible in vascular surgery by the American Board of Surgery. Credentials shall indicate an acceptable commitment and competence in clinical practice or research in vascular surgery, exclusive of cardiothoracic surgery.

Section 2.

There shall be five types of membership: Active, Senior, Candidate, Associate (Allied Health) and Honorary. Admission to membership in the Society shall be by election by the members.

Section 3.

Active membership shall consist of the original charter members and all members subsequently elected until they are retired to Senior membership, as specified in Section 4 of this Article.

Section 4.

Senior members shall consist of Active members who have reached the age of 65 years or whom, for reasons of health or other just cause, the Executive Council recommends for classification in this category. At the age of 65, the Active member must request Senior member status – this update will not be made automatically.

Section 5.

Candidate membership shall be conferred upon vascular surgery residents and fellows in accredited vascular surgery training programs, as well as general surgery residents and medical students who have expressed interest in vascular surgery. Admission to Candidate membership shall be through election by members after Membership Committee determination that an applicant has satisfied the applicable

requirements. Requirements include a completed application, letter from the program director, mentor or current Active member stating that the individual is in good standing and a copy of their curriculum vitae.

Candidate members shall have such rights and obligations as may be approved by the Executive Council of the Society, including serving and voting on assigned committees. However, Candidate members shall not be eligible for nomination as an officer or voting on Society business. The Candidate members shall not be bound by the requirements for payment of dues and attendance at meetings. Candidate membership shall have a maximum term of three consecutive years following completion of training.

Section 6.

Associate membership shall be conferred upon podiatrists, doctorate scientists, nurse practitioners, physician assistants, registered nurses and vascular sonographers who have completed appropriate training programs and whose clinical or research activities are focused on vascular disease. Admission to Associate membership shall be through election by members after Membership Committee determination that an applicant has satisfied the applicable requirements. Requirements include a completed application, letter of support from current Active member and a copy of their curriculum vitae.

Associate members shall have such rights and obligations as may be approved by the Executive Council of the Society, including serving and voting on assigned committees. However, Associate members shall not be eligible for nomination as an officer or voting on other Society business. Associate members shall pay dues as determined by the Executive Council, but will not be bound by the requirements attendance at meetings.

Section 7.

Honorary members of the Society shall consist of individuals who have made outstanding contributions in the field of vascular disease. In addition, guest lecturers invited to speak at the Annual Meeting (Linton Lecturer and Distinguished Address) shall become Honorary members. Honorary members will have no voting privileges, may not hold office nor be required to pay dues.

Section 8.

All members of the Society, to remain in good standing, must abide by the rules and regulations as set forth in the Constitution and Bylaws.

Section 9.

Any member who has complied with all the requirements of the Constitution and Bylaws during membership may resign by written notification to the Secretary.

Section 10.

The administration of matters of discipline shall be the duty of the Executive Council.

ARTICLE IV
Officers

Section 1.

The officers of the Society shall consist of a President, President-Elect, Vice President, Secretary, Treasurer, Recorder and three Councilors-at-Large. These nine, together with the three available immediate past presidents, chairs of the standing committees and directors of the Postgraduate Course and Allied Health Program shall constitute the Executive Council.

Section 2.

All officers shall be elected at the annual business meeting of the Society. The term of office shall be one year each, except for the Councilors-at-Large, who shall serve an overlapping term of three years. The Nominating Committee shall prepare a slate of candidates for each office. The Secretary, Treasurer and Recorder shall be eligible for re-election.

Section 3.

Vacancies shall be filled as prescribed in the Bylaws.

ARTICLE V
Standing Committees

Section 1.

The standing committees shall be:

1. Program Committee
2. Issues Committee
3. Membership Committee
4. Nominating Committee
5. Diversity, Equity, and Inclusion Committee
6. Social Media Committee
7. Student/Resident Initiative Committee
8. Allied Health Committee
9. Medical Student Outreach Committee

ARTICLE VI
Meetings

The time, place and procedure of the meetings shall be determined by the Executive Council.

ARTICLE VII
Seal

The Society shall make, have, and use a seal bearing device and description as the Society shall deem proper, as well as the name of the organization. The seal will be used on new member certificates (if available). Otherwise, the Society will make use of the electronic branding logo.

ARTICLE VIII

Alterations and Repeal

Motions to alter or repeal any article of this Constitution or any portion thereof must be made in writing, endorsed by three members of the Society in good standing and delivered to the Secretary three months prior to the annual business meeting. The Secretary shall circulate the proposed amendments to the entire membership at least thirty days prior to the Annual Meeting. Adoption of the proposed changes shall be by a three-fourths affirmative vote of the members present at the annual business meeting.

Furthermore, if there are alterations or amendments deemed necessary and time-sensitive by the Executive Council, constitutional modifications can be made prior to the annual business meeting. Amendments, endorsed by three Active members in good standing, must be communicated to the membership at least thirty days prior to the scheduled vote. Adoption of the proposed changes shall be by a three-fourths affirmative vote of the members who participated in the voting process.

BYLAWS

ARTICLE I

Officers

Section 1.

The President-Elect, Vice President, Secretary, Treasurer, Recorder and Councilors-at-Large shall be nominated for the office by the Nominating Committee and shall be elected at the annual business meeting of the Society by a majority vote of those present and voting. They shall hold office from the termination of the annual business meeting at which they are elected until the termination at the next Annual Meeting when their successors are elected. Vacancies in any of the offices shall be filled for the unexpired term by a member appointed by the Executive Council.

Section 2.

The President of the Society shall preside at the opening scientific session of the Annual Meeting, the annual business meeting, and the Executive Council meetings, as well as preserve order, regulate debates, announce the results of the election, appoint committees not otherwise provided for, sign certificates of membership and perform all other duties legitimately appertaining to the office.

Section 3.

The Vice President, in the absence or incapacity of the President, shall perform all duties customarily pertaining to the office.

Section 4.

In the absence of both the President and Vice President, the chair shall be taken by the President-Elect. The President-Elect will appoint members to the standing committees and the delegate to the SVS prior to the Annual Meeting of the Society. Appointments will become effective following the annual business meeting.

Section 5.

The Secretary shall keep the minutes of the meetings of the Society and the Executive Council, attest to all official acts requiring certification, notify officers and members of their election, conduct

correspondence, take charge of all papers not otherwise provided for. The Secretary shall have charge of the routine business of the Society and may utilize such assistance in carrying on the business of the Society as may be authorized by the Executive Council. The Secretary will keep an accurate list of the members and their records and shall be ex-officio on all the standing committees, except the Nominating Committee, and on all the special committees as may be created. The Secretary will compile a written report to be read at the annual business meeting session of the Society.

Section 6.

The Treasurer, through the Society's Administrative Office, shall receive all monies and funds belonging to the Society and pay all bills, render bills for dues and assessments as soon as possible after the annual business meeting and report to the Executive Council at each Annual Meeting the names of members in arrears with dues. The Treasurer will compile a written report to be read at the annual business meeting session of the Society. The Treasurer, through the Society's Administrative Office, shall keep the bank accounts and investment accounts in the name of the Society.

Section 7.

The Recorder shall receive all manuscripts or abstracts and reports of discussion of papers presented before the Society or read by title in compliance with instructions of the Executive Council. The Recorder shall be an ex-officio member of the Program Committee and Membership Committee.

Section 8.

The Executive Council will nominate three Society members for the position of Liaison Delegate to the SVS, with final selection to be made by the SVS. The appointed Liaison Delegate to the SVS will serve a three-year term. Upon completion of the three-year term, the Executive Council will nominate three new members to present to the SVS for selection. In the absence or incapacity of the Liaison, the President will select either the Secretary or a Past-President to serve the remainder of the term.

ARTICLE II Executive Council

Section 1.

The Executive Council shall be composed of the officers of the Society, three immediate past presidents, three Councilors-at-Large, chairs of the standing committees and directors of the Postgraduate Course and Allied Health Program.

Section 2.

The President of the Society shall serve as chair of the Executive Council and the Secretary of the Society as its secretary.

Section 3.

Stated meetings of the Executive Council shall be held at the call of the President of the Society.

Section 4.

There shall be a spring meeting of the Executive Council, time and place to be determined by the President. A fall meeting of the Executive Council shall immediately precede the Annual Meeting and business session of the membership. The agenda shall be developed by the President and/or Secretary.

Section 5.

A majority of the members of the Executive Council shall constitute a quorum for the transaction of business.

Section 6.

In the interim, the President and Secretary shall have executive power in order to ensure the execution of all the measures required for the efficient conduct of the Society.

**ARTICLE III
Committees****Section 1.**

The standing committees of the Society shall consist of the Program Committee; Issues Committee; Membership Committee; Nominating Committee; Diversity, Equity, and Inclusion Committee; Social Media Committee; Student/Resident Initiative Committee; Allied Health Committee; and Medical Student Outreach Committee.

Section 2.

The Program Committee shall consist of five members who shall be appointed by the President to serve terms renewable up to five years. The Senior member in terms of service on this committee shall be the chair.

Section 3.

The Issues Committee shall consist of three members to serve terms renewable up to three years, with the Senior member of the committee serving as the chair. One member shall be appointed by the President each year for a three-year term.

It shall be the function of the Issues Committee to advise and make recommendations to the Executive Council on matters of interest and concern to the membership. It shall also have the responsibility to address issues with the concurrence of the Executive Council. In carrying out its responsibilities, the Issues Committee shall communicate on a regular basis with the membership of the Society to ascertain issues of importance to the members. It shall provide a report to be delivered at the Annual Meeting of the Society concerning matters with which it has been dealing. The Committee may deal with any matters of interest to the membership, including professional, clinical, educational or research issues.

Section 4.

The Membership Committee shall consist of six members. The President shall appoint a new member of the Membership Committee each year for a term renewable up to six years and designate the most senior member in service will serve as the chair annually.

Section 5.

The Nominating Committee shall consist of the three available Past Presidents with the most senior in terms of holding office serving as chair. Its function shall be to prepare a slate of officers and councilors-at-large no later than one month before the Annual Meeting. This slate shall be presented to the membership present at the annual business meeting of the Society.

Section 6.

The Diversity, Equity and Inclusion Committee will work to foster equity within the Society and beyond. The Committee will serve to advise the leadership and membership on advocacy for diversification and promotion of equity, regardless of race, ethnicity, religion, gender, age, sexual orientation, financial or social status.

Section 7.

The Social Media Committee generate and distribute Society vascular care-relevant communications – both among our members, as well as outside of our Society – using contemporary social media platforms.

Section 8.

The Student/Resident Initiative Committee shall consist of four members from the Executive Council. The Vice President shall be the chair, and the three Councilors-at-Large shall serve for the length of their terms. The Vice President, in the year of their term, will chair the Professors' Rounds session held at the Annual Meeting.

Section 9.

The Allied Health Committee will focus on the educational needs and professional issues related to the Associate (allied health) members of the Society.

Section 10.

The Medical Student Outreach Committee will be responsible for educational programs and mentoring for trainees in keeping with the objectives of the Society. The Committee will serve to coordinate efforts with the student, resident, and trainee initiatives.

Section 11.

The Audit Committee, which is not a standing committee of the Society, shall consist of the three Councilors-at-Large and will serve for the length of their terms. The Audit Committee will submit a report to the Treasurer who will, in turn, present the financial findings to the Executive Council.

Section 12.

Any vacancies occurring in the above committees shall be filled by appointment of the President, and the appointee shall serve until the next annual business meeting of the Society. Committee members who fail to participate or meet their obligations shall be replaced at the discretion of the President.

ARTICLE IV Election of Members

Section 1.

Applications for Active membership shall be available on the Society's website or by the request of an individual candidate.

Section 2.

To be eligible for Active membership, the applicant shall be a physician who focuses on the study, treatment, and cure of vascular disease. Applicants must be Board eligible in vascular surgery by the American Board of Surgery. Applicants who reside outside the New England states may be considered for

Active membership if they demonstrate interest in the Society by attendance and participation, provided such members do not exceed 10% of the total Active membership.

Section 3.

Applications with the curriculum vitae of the applicant and a letter of support from a sponsor submitted to the Society shall be considered for election. The sponsor letter should be from a member in good standing.

Section 4.

The Membership Committee shall review the applications and professional qualifications of the candidates and forward acceptable applicants to the Secretary.

Section 5.

A list of candidates with pertinent data shall be circulated to all members of the Society at least two weeks prior to a scheduled vote request.

Section 6.

The names of the applicants shall then be voted on by the membership within one week of notification.

Section 7.

Election to membership shall be by ballot (electronic or otherwise), by a three-fourths affirmative vote of the members present and voting.

Section 8.

An applicant who fails may be presented to the membership annually twice. If an applicant fails election a third time, the application shall be dropped from the list for membership. Such candidate's application may be resubmitted after an interval of two years.

Section 9.

Any Active member who has reached the age of 65 will be advanced to Senior membership at the request of the member. Senior members not in Active practice will not be required to pay dues.

Section 10.

Honorary members of the Society shall consist of individuals who have made outstanding contributions in the field of vascular disease. In addition, guest lecturers invited to speak at the Annual Meeting (Linton and Distinguished) shall also become Honorary members.

Section 11.

The Society shall furnish any newly elected members an official notification of election, as well as certificate of membership.

Section 12.

The certificate of membership shall be signed by the President and the Secretary in office at the time of election and shall bear the seal of the Society.

ARTICLE V
Nomination and Election of Officers

Section 1.

Officers of the Society shall be nominated by the Nominating Committee, which will present a slate to the members at the annual business meeting.

Section 2.

Additional nominations may be made from the floor at the annual business meeting.

Section 3.

The election shall take place at the annual business meeting.

Section 4.

The election shall be by a majority of the votes cast.

ARTICLE VI
Meetings

Section 1.

The meetings of the Society shall be held at a time and place to be designated by the Executive Council. One such meeting shall be designated as the annual business meeting of the Society.

Section 2.

Attendance at the Annual Meeting and participation in the scientific program shall be expected of all Active members and shall be optional for Senior and Honorary members. Any Active member who fails to attend three consecutive meetings of the Society without an acceptable explanation of absence made in writing to the Secretary of the Society may be dropped from the membership by a vote of the Executive Council at its subsequent meeting. The member may be reinstated by a vote of the Executive Council. Active members shall receive a warning letter from the Secretary, following two unexcused consecutive absences.

Section 3.

The Executive Council shall meet before the Annual Meeting of the Society at a time and place designated by the President.

Section 4.

An eminent investigator or physician in a field related to vascular surgery or allied sciences will be invited to give a lecture at the Annual Meeting of the Society. The name of the lectureship is the New England Society for Vascular Surgery Distinguished Address. The selection of the lecturer is to be made by the President. The lecturer will be honored with a suitably inscribed certificate.

An outstanding leader in a field related to vascular surgery will be invited to give a guest lecture at the Annual Meeting of the Society. The lecturer can be a member of the Society. The lecturer will be selected by the President. The title of the lectureship will be the Robert R. Linton Lecturer. The lecturer will be honored with a suitably inscribed certificate.

Section 5.

Special meetings of the Society may be called at any time by the President. The President may call a special meeting whenever he is requested to do so in writing by ten members of the Society in good standing.

**ARTICLE VII
Fees and Dues**

Section 1.

The fiscal year of the Society shall date from January 1 of each year.

Section 2.

Annual dues for Active and Associate members and other necessary assessments for the maintenance of the Society shall be set by the Executive Council.

Section 3.

Senior, Candidate and Honorary members shall be exempt from all dues.

Section 4.

Bills shall be rendered by the Treasurer within one month after the date of the Annual Meeting and shall be payable within one month.

Section 5.

Any member of the Society shall be deemed delinquent if dues are not paid for one year. The member shall be notified of the fact by the Treasurer that will contain this section of the Bylaws. After three years of delinquency in payment of dues, the member shall be dropped from membership by vote of the Executive Council. The delinquent member may be reinstated with full privileges, upon payment of past dues, by action of the Executive Council.

**ARTICLE IX
Order of Business**

Section 1.

The order of business at the annual business meeting of the Society shall be as follows:

1. Welcome members elected from the previous year (attending as members for the first time)
2. Report of the Secretary
3. Report of the Treasurer
4. Report of the Recorder
5. Update from the SVS
6. Update from the VSB-ABS
7. Report from the Standing Committees
 - a. Program Committee
 - b. Issues Committee
 - c. Student/Resident Initiative Committee
 - d. Membership Committee
 - e. Diversity, Equity, and Inclusion Committee

- f. Social Media Committee
- g. Allied Health Committee
- h. Medical Student Outreach Committee
- 8. Report of the Nominating Committee
 - a. Election of Officers
- 9. Adjournment

ARTICLE X

Resignations and Discipline

Section 1.

Any member who has complied with all the requirements of the Constitution and Bylaws during their membership may resign by written notification to the Secretary. Resignations may be accepted at any Annual Meeting of the Society by a majority vote of the members.

Section 2.

The administration and management of discipline shall be the duty of the Executive Council. Charges of unprofessional or unethical conduct against any member of the Society must be proffered in writing, be signed by three members of the Executive Council, and be acted upon within one year. The accused member shall have the right to appear, to hear and answer the charges. If the vote of the Executive Council is not decisive, the charges may be dropped or may be presented by the Secretary to the Society for action at the annual business meeting. A three-fourths affirmative vote of the members present shall be required for expulsion.

ARTICLE XI

Rules of Order

Section 1.

Any question of order not provided by these Bylaws shall be determined by parliamentary usage as contained under *Robert's Rules of Order* (revised).

ARTICLE XII

Amendments

Section 1.

Proposal for Amendments: The articles or portions thereof of these Bylaws shall be made in writing, endorsed by three members of the Society in good standing and presented to the Secretary at least three months prior to the Annual Meeting of the Society. Approved proposed amendments to the Bylaws shall be distributed to the membership thirty-days prior to the Annual Meeting for review. Proposed amendments shall be voted on during the annual business meeting of the Society.

Further, if there are alterations or amendments deemed necessary and time-sensitive by the Executive Council, modifications can be made prior to the annual business meeting. Amendments, endorsed by three members of the Society in good standing, must be communicated to the membership thirty days prior to the scheduled vote. Adoption of the proposed changes shall be by a three-fourths affirmative vote of the members who participated in the voting process.

Section 2.

Adoption of the proposed amendments shall be by a three-fourths affirmative vote of the members participating in the vote.

Amended – September 2001

Amended – September 2011

Amended – October 2015

Amended – September 2016

Amended – September 2017

Amended – September 2020

Amended – October 2022