

**BY-LAWS
of the
NEW ENGLAND SECTION
of the
AMERICAN UROLOGICAL ASSOCIATION, INCORPORATED**

**ARTICLE I
General Provisions**

Section 1. Mission: The mission of the New England Section of the American Urological Association, Incorporated (hereinafter referred to as the NE-AUA or the Association) is to support the New England urological community in providing the highest quality patient care.

Section 2. Vision: The vision of the NE-AUA is to be the premier professional association for the advancement of professional urologic patient care and to provide professional educational opportunities and advocacy on behalf of its members.

Section 3. Purposes: The primary purpose of the Association is to organize urologists and urology practice professionals in order to advance the legitimate professional interests of its members, as well as the medical needs of the public. The subsidiary purposes, pursued in conjunction with the AUA and the AUA Education and Research, Inc., and other affiliated entities, are as follows: To encourage research, experimentation, investigation and analysis of diseases, abnormalities and other conditions of the genitourinary tract, their treatments and corrections, and to make the results known to physicians and the public, to develop, and assist in developing, scientific methods for diagnosis, prevention and treatment of such diseases, and to make the results known to physicians and the public, to benefit the general public by encouraging the study and maintaining the highest possible standards of Urological education, practice and research, and to promote the publication of, and encourage contributions to, medical and scientific literature pertaining to the specialty of urology.

Section 4. Management: Management and control of the Section shall at all times be vested in its Board of Directors, pursuant to Article III, Section I of the Section By-Laws, acting through the officers having powers described in that Article.

Section 5. Geographical Scope: The New England Section shall consist of urologic surgeons, physicians of affiliated disciplines and urology practice professionals. Voting members must practice their professions in one of the six New England States.

Section 6. Fiscal Year: The fiscal year of the Section shall date from January first to December thirty-first.

Section 7. Amendments: These By-Laws may be amended by a two-thirds (2/3) vote of the members present and voting at any Annual Business Meeting. The proposed amendment(s) shall be sent to the membership by the Secretary no later than 60 days before its Annual Business Meeting. Amendments shall be reviewed by the By-Laws Committee who may make a recommendation to the Board of Directors which may be considered and/or revised at that meeting by the Board of Directors.

Section 8. Seal of Corporation: The Corporate Seal shall have inscribed thereon the name of the Corporation and the corporate seal of St. Louis, Missouri. Said Seal may be altered at the pleasure of the Section and may be used by causing it, or a facsimile thereof, to be impressed or affixed or otherwise used.

Section 9. Rules of Order: Roberts Rules of Order of Parliamentary Procedure, current edition, shall govern the proceedings of the Section unless otherwise provided for in these By-Laws.

Section 10. 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 objects and purposes set forth in Sections 1 & 2 hereinabove.

ARTICLE II Membership

Section 1. Categories of Membership: The membership of the New England Section of the American Urological Association, Inc. shall consist of the following categories:

- A. Active members
- B. Senior members
- C. Associate members
- D. Honorary members
- E. Candidate members
- F. Affiliate members
- G. Advanced Practice Provider members
- H. Allied members
- I. Corporate members

Section 2. Applications: Application for membership in the New England Section must be made upon forms provided or approved by the Secretary. They must be received by the Secretary of the Section before a meeting in order to be considered by the Board of Directors at that meeting.

Section 3. Requirements: The basic requirements for admission to this Section for Active or Associate members are:

- A. Membership Mandatory: Each member of the NE Section, with the exception of Affiliate, Allied, and Honorary members, must be a member of the AUA and vice-versa.
- B. Practice in one of the six New England states (Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island or Vermont), which comprise the geographic jurisdiction of the New England Section.
- C. Be a graduate from a medical school approved by the Council on Medical Education of the American Medical Association, or from a medical school of comparable standing, in the opinion of the Board of Directors of this Section and have completed an ACGME accredited urology residency.
- D. At the discretion of the Board of Directors the certificate of the American Board of Urology, Inc., the certificate in Urology of the Royal College of Surgeons of Canada, or a certificate in Urology of the Province of Quebec may be accepted in lieu of part or all of the requirements of (C) above.
- E. Must limit practice to the specialty of Urology.
- F. Have an unlimited license to practice medicine in one of the New England states.
- G. If a candidate is approved by the Board of Directors, he/she shall be voted upon by the membership at that Annual Business Meeting. A two-thirds vote of the Active and Senior members present shall be necessary for election.
- H. The candidate will be subject to annual dues as determined by the Board of Directors, and to special assessments as determined by the Board of Directors and vote of the Section membership.
- I. Expulsion, Suspension, Resignation and Reinstatement: Any member who has been expelled from the Section, shall automatically be expelled from the national organization. Likewise, any member expelled

by the national organization shall be expelled from the Section. A member who has resigned or whose membership has been suspended for non-payment of dues, or for other reasons, may, after payment of any back dues owed, request reinstatement, subject to the approval of both the AUA and Section Board of Directors. As outlined in Article II, Section 7, if an Active member fails to become re-certified as required by the American Board of Urology, or other certifying Board, for reasons of failing to take or pass a re-certifying exam, the individual's Active membership will transferred to Associate member status. If a member becomes decertified for reasons other than failing to take or pass a re-certifying exam by the American Board of Urology, or other certifying Board, the member shall be expelled for non-compliance with Section and AUA By-Laws, pursuant to Expulsion and Reinstatement policies.

Section 4. Active Membership: A candidate for Active membership:

- A. Must fulfill the requirements listed under Article II, Sections 2 and 3.
- B. Must limit his/her practice entirely to the specialty of Urology.
- C. Must practice for a minimum of one year after completion of his/her residency.
- D. Must be certified by the American Board of Urology, Inc. (ABU), the Royal College of Surgeons (RCS) of Canada, or the Quebec Board of Urology.
- E. Fulfill the requirements for Active membership in the AUA.
- F. Associate members receiving ABU certification shall become Active members of the Section, 45 days after their approval for Active membership by the AUA Board of Directors unless contested by the NE-AUA Board of Directors.

An individual who has been an Active member for 20 or more years and elects not to recertify may remain in the Active member category for 5 years. All other Active members must recertify as required by the ABU (or other certifying Board) or they shall be transferred to Associate Member status.

Section 5. Membership by Transfer from Another Section: Should a member in good standing of another Section of the American Urological Association, Inc. change his/her location of principal professional activity to one of the states of the New England Section, and be licensed to practice therein, he/she may request transfer of his/her membership to the New England Section. The transfer candidate shall submit the transfer request in writing to the Secretary of the New England Section. The New England Section Secretary must confirm the transfer candidate is a member in good standing and a copy of his/her dossier must be forwarded to the New England Section. Upon receipt of this material the Secretary of the New England Section shall present it to the Board of Directors for its consideration at its next regular meeting. The transfer candidate shall be assigned to the category of membership for which he/she qualifies, in accordance to these By-Laws. If the transfer candidate is approved by a majority vote of the Board of Directors he/she shall be accepted as a member by transfer without initiation fee or the necessity of being voted upon by the Section at the next Annual Business Meeting.

Section 6. Senior Member: An Active member in good standing for at least 20 years in the AUA and who is retired or an Active member who is permanently disabled may apply in writing to the Secretary for Senior membership. Such requests will be acted on at the next regular meeting of the Board of Directors. Senior members retain their rights of Active membership but are exempt from paying dues or special assessments.

Section 7. Associate Member: Associate membership in the New England Section shall consist of physicians who have contributed to and are interested in Urology, and who fulfill all other qualifications for Active membership, except for Board certification.

If an Active member fails to become re-certified as required by the American Board of Urology (or other certifying Board), the AUA will transfer the individual to Associate member status.

Section 8. Honorary Member: Honorary members are those whom the Section wishes to honor. They shall be nominated by the Board of Directors and elected at a meeting of the Section. A two-thirds vote of the Active and Senior membership present shall be necessary for election. They shall not be subjected to dues, assessments nor shall they have the right to vote or hold office. However, they shall enjoy all other privileges of the Section.

Section 9. Candidate Member: Candidate membership is established to extend educational and professional advantages of the Section and the AUA to urological residents. The Candidate member must be practicing and studying within the geographic boundaries of the Section and must be enrolled in a residency program approved by the Residency Review Committee for Urology or the appropriate credentialing body, or have graduated from an approved residency program within three (3) years. When a Candidate members passes the qualifying examination (Part I) of the American Board of Urology they will be transferred to Associate membership.

Section 10. Affiliate Member: 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 Associate membership, may be considered for Affiliate membership provided they have contributed significantly to the specialty of Urology.

Section 11. 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.

Section 12. Allied Members: Allied membership is available to non-physician professionals, including nurses, technicians and medical assistants specializing or concentrating in urology and serving in a health care setting. 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.

Section 13. Corporate Members: Corporate membership is available to organizations with special interests in urology to demonstrate support of the Section. Corporate membership benefits are to be determined by the Board of Directors.

Section 14. Questions Concerning membership not covered in these By-Laws shall be decided by the Board of Directors.

ARTICLE III Officers, Board of Directors, and Representatives to the American Urological Association, Inc.

Section 1. Officers-Election-Term

- A. Roster of Officers: The officers of the New England Section of the American Urological Association, Inc. shall be a President, President-Elect (Vice President), Immediate Past President, Secretary and Treasurer. They shall also serve as ex-officio members of the Board of Directors. In the year preceding the end of the term of the Secretary or the Treasurer, there shall also be a Secretary-Elect or a Treasurer-Elect. The Secretary-Elect or Treasurer-Elect shall also serve as non-voting ex-officio members of the Board of Directors. Seven other members of the Board of Directors hereafter known as the Board of Directors representing their respective states, shall be elected and serve as directed in the Eighth Article of Incorporation and Paragraph B, C and D below. The Section Representative to the Board of Directors of the American Urological Association, Inc. shall be a member of the Board of Directors. The Section's Alternate Representative to the Board of Directors of the American Urological Association, Inc., shall be a non-voting ex-officio member of the Section Board of Directors for the two years prior to his/her

becoming the Section Representative to the AUA Board of Directors. The Historian shall be an ex-officio member of the Board of Directors.

- B. **Nomination:** Officers and State Representatives shall be nominated by the Nominating Committee in accordance to the procedures prescribed in these By-Laws. Nominations may also be made from the floor of the Annual Business Meetings.
- C. **Election:** A majority vote at the Section's Annual Meeting of the Active and Senior members present provided there is a quorum, shall be necessary for election.
- D. **Duration of Time:**
 - 1. The President, President-Elect, Secretary, Treasurer and Historian shall hold office for one year from the completion of the Annual Meeting at which they are elected until the termination of the next Annual Meeting or until their successors are duly elected.
 - 2. The Secretary and Treasurer shall ideally serve staggered terms of 5 years so as not to expire in the same year. Both offices shall require annual re-nomination. In the year preceding the end of the term of the Secretary or the Treasurer, there shall also be a Secretary-Elect or a Treasurer-Elect who will serve a one-year term.
 - 3. The representatives from the respective states to the Board of Directors shall serve a non-renewable three year term. A representative from Eastern Massachusetts and New Hampshire shall be elected starting in 2012. The next representatives shall be elected three years later. A representative from Western Massachusetts and Vermont shall be elected starting in 2013. The next representative shall be elected three years later. A representative from Rhode Island shall be elected starting in 2014. The next representatives shall be elected three years later. A representative from Maine and Connecticut shall be elected starting in 2015. The next representatives shall be elected three years later.
- E. **Representatives to the AUA and/or AUA Education and Research, Inc.:** Conforming to the By-Laws of the AUA, Inc. Active and Senior members of the New England Section who are Active or Senior members in good standing of the AUA, Inc. shall select, from among its Active or Senior members who reside or practice in the geographic jurisdiction of this Section, representatives and alternates to designated committees of the AUA and/or the AUA Education and Research, Inc., These representatives and their alternates assume their responsibilities at the conclusion of the Annual Meeting of the AUA following their selection by the Section. Committee representation will be outlined by the Board of Directors of the AUA, Inc. and/or the AUA Education and Research, Inc. in accordance with their respective By-Laws.
- F. **Vacancies:** In the event an Officer of the Section is either unable or unwilling to complete his or her term of office, the Secretary shall notify the members of the Nominating Committee who will designate a nominee to replace the said individual within 30 days.

The Board of Directors will then be notified and will vote on the nominee within 14 days. A simple majority will be required for confirmation. If no majority is achieved, the Nominating Committee will be asked to submit another nominee within 14 days.

If the replacement individual assumes office with less than half of the term of the office remaining, he/she will have the option of seeking reelection. If the replacement individual assumes office with more than half of the term of office remaining, he or she may not seek reelection.

Section 2. Duties of the Officers:

- A. **Duties of the President:**

1. Shall preside at all meetings of the Board of Directors and at all Business and Scientific Meetings of the Section.
2. May call special meetings of the Board of Directors, notice of such meetings are to be sent to the contact information on record of each member of the Board of Directors not less than 15 days prior to the date of said meeting. Such meetings shall be held in person, via conference call, or by electronic means provided that appropriate notice has been given and a quorum is present to participate.

If in the President's judgment, there is a matter that requires a vote or consultation with the full Board of Directors, that cannot be delayed until one of the two semi-annual scheduled Board of Directors Meetings, he or she may call for an emergency meeting of the Board of Directors. Such a meeting may be convened by conference call or in person. Nine voting members shall be considered a quorum necessary for convening a meeting and for votes.

3. Shall appoint standing committees and such special committees as are related in Article IV, Sections I and II, and as are needed to carry out the business of the Section. These appointments should be made within 60 days of taking office. The President shall receive committee reports, review and make recommendations to the Board of Directors.
4. Shall direct to the attention of the Board of Directors violations of the Articles of Incorporation and By-Laws. In matters of discipline of members, a recommendation of the Judicial and Ethics Committee should be received and considered.
5. Shall have the prerogative of selecting the guest speakers at the Annual Meetings of the Section.
6. Shall officially notify officers and representatives promptly after the annual meeting of their election and tenure of office.

B. Duties of the President-Elect:

1. Shall serve for the President during his/her absence and shall assist the President in the performance of his/her duties. In the event of the President's death, resignation or removal, a new President-Elect shall be elected at the next Annual Business Meeting.
2. Shall attend all meetings of the Board of Directors.
3. Shall become knowledgeable in the administration of the Section, the functions and activities of the committees, and prepare to promptly name committee appointments on assuming the office of President.
4. Shall succeed to the office of President on completion of the term as President-Elect without further nomination or election.

C. Duties of the Immediate Past President:

1. Shall assist the President in the performance of his/her duties and actively participate in other committee duties as specifically outlined in these By-Laws.

D. Duties of the Secretary:

1. Shall receive, give prompt attention to, and keep accurate records of all correspondence relating to Section business.

2. Shall be an ex-officio member of all standing and special committees.
3. Shall ensure accurate records of all categories of membership including maintenance of lists of new applications, transfers, resignations, disqualified members and deaths.
4. Shall monitor applications for membership and bring them, when complete, to the attention of the Board of Directors. He/she will notify the Board of Directors of those Associate members certified by the ABU and approved for Active membership status by the AUA within the 45 day response period provided for in the AUA By-Laws.
5. Review and approve Associate members eligible for elevation to Active status after notification of certification by the ABU within the 45 day waiting period specified by the AUA.
6. Shall be custodian of all records of the Section.
7. Shall send notices of all regular and special meetings of the Section or of the Board of Directors to the members concerned.
8. Shall officially notify the Secretary of the American Urological Association, Inc. promptly after the Annual Meeting of the names of the newly elected officers, and those selected as representatives and alternates of the Section to the various committees of the AUA, Inc.
9. Shall notify the Secretary of the AUA, Inc. of the members of the Section who have been endorsed for membership in the new AUA Education and Research, Inc.
10. Shall read the names of members who have died since the previous Annual Meeting together with appropriate remarks, if any, during the Annual Business Meeting.
11. Shall report to the Chair of the Nominating Committee of the Section at least six weeks before the Annual Meeting, the list of vacancies which will occur in the officers, representatives and alternates of the Section and to the A.U.A.
12. Shall prepare with the President the agenda for all meetings of the Board of Directors.
13. Shall publish and send newsletters to all members on a regular basis.
14. Shall attend all meetings of the Section and with the Executive Director keep minutes of the respective proceedings which are to be preserved by his/her successors as a permanent record of the organization.
15. Shall serve as Chair of the By-Laws Committee and shall serve as the Section's Representative to the AUA By-Laws Committee.
16. Shall conduct a comprehensive survey of the Section membership in the final year of his/her term.

E. Duties of the Secretary-Elect:

1. The Secretary-Elect, after serving one year in this office, shall be elevated to the office of Secretary automatically without again standing election.
2. Shall perform any duties concerned with the Section which are assigned by the Secretary.
3. The Secretary-Elect shall be a non-voting member of the Board of Directors.

F. Duties of the Treasurer:

1. Shall be the custodian of all funds and property of the Section and under the supervision and control of the Board of Directors, shall carry out all the financial transactions of the Section.
2. Shall notify the Board of Directors of members whose dues are one year in arrears as prescribed in Article V, Section III of the By-Laws.
3. Shall have an audit by a certified public accountant at least every 5 years or at the conclusion of the Treasurer's term of office, and present a report of this audit to the Board of Directors and to the members of the Section at the Annual Business Meeting.
4. Shall serve as a member of the Board of Directors and other committees as directed by the Board of Directors.
5. The Treasurer shall serve as the Chair of the Finance Committee during his or her term of office.
6. The Treasurer shall submit two names to the President to serve as members of the Finance Committee. The members of the Finance Committee shall serve terms concurrent with those of the Treasurer.

G. Duties of the Treasurer-Elect:

1. The Treasurer-Elect, after serving one year in this office, shall be elevated to the office of Treasurer automatically without again standing election.
2. Shall perform any duties concerned with the Section which are assigned by the Treasurer.
3. The Treasurer-Elect shall be a non-voting member of the Board of Directors.

H. Duties of Historian:

1. Shall be an officer and member of the Board of Directors.
2. Shall prepare an accurate history of the Section and keep records of changes in the Section pertinent to its history. He/she shall make a report of these to the Board of Directors at its Annual Business Meeting on request.
3. Shall prepare for publication historical issues relative to the Section upon request of the Board of Directors.
4. Shall cooperate with the Historian of the American Urological Association, Inc. in the compilation of such material as is requested.

Section 3. Duties of the Board of Directors:

A. The Board of Directors shall meet semi-annually.

1. Special meetings of the Board of Directors may be called by the President, or upon request of the majority of the members of the Board of Directors. Notice of special meetings of the Board of Directors must be sent to each member of the Board at least 15 days prior to the proposed meeting.

B. The duties of the Board of Directors shall be:

1. To administer the affairs of the Section.
2. To select a time and place of each stated meeting.
3. To receive the reports of officers, committees, and representatives and to make appropriate recommendations for the conduct of the business of the Section.
4. To act on all matters relating to membership. Specifically, they shall survey the ethical, moral and professional qualifications of candidates for all categories of membership. They shall act as a Membership Committee including:
 - a. Recommend to the Section all applicants judged to be properly qualified for election to the appropriate category of membership.
 - b. Endorse for membership in the American Urological Association those members of the Section whose applications and qualifications merit this endorsement.
 - c. Receive and act on nominations or requests for special memberships (Senior and Honorary members).
5. To exercise supervision over Annual Meetings of the Section in cooperation with the officers and the Arrangements Chair to insure each meeting achieves a healthy surplus.
6. To exercise supervision and control of all funds and property of the Section. The Board of Directors may:
 - a. Alter when necessary the dues and/or initiation fees.
 - b. Omit dues or financial obligation of members on request in individual cases where circumstances warrant.
7. To appoint, when indicated, a representative and alternate representative to the various committees of the AUA and/or AUA Education and Research, Inc.
8. To appoint representatives of the Section to such other bodies as they direct, unless otherwise specified in these By-Laws.
9. To prescribe in all matters of discipline. They should receive and consider the recommendations of the Judicial and Ethics Committee. They must proceed in accordance with the articles in these By-Laws.
10. To take action in case of vacancy in the office of Secretary and/or Treasurer and at its discretion in case of vacancy of other Representatives on the Board of Directors.
11. To transact any and all other business not specified in these By-Laws.
12. To employ an Executive Director to assist it in carrying out its duties in the administration of the Section.

Section 4. Duties and Terms of the Representatives of the New England Section to the AUA

- A. Qualifications and Selection-All representatives and their alternates must be Active or Senior members of the Section who are also Active or Senior members of the AUA, Inc. in good standing. These representatives shall be selected by the membership of the Section.

- B. Term Assignment-Their term of office begins at the conclusion of the next annual meeting of the AUA unless otherwise designated.
- C. Duties-Representatives are expected to participate actively and to attend all meetings of their respective committees of the AUA and/or AUA Research and Education, Inc. when requested to do so by its Chair. Representatives are expected to submit an annual written report to the Section Board of Directors at its annual meeting and to keep the officers of the Section fully informed of any significant developments or committee activities in the interim.
- D. Committee assignments and duties shall be specified by the AUA and /or the AUA Education and Research, Inc. in accordance with their respective By-Laws.

Section 5. Duties of the Executive Director:

- A. Shall not necessarily be a physician or member of the Section but may be employed by the Board of Directors.
- B. Shall complement the duties of the Secretary and the Treasurer, carrying out the duties routine to those offices under the direction of the Secretary and Treasurer such as but not limited to the following:
 1. Dissemination of all dues and notices to the membership and reminding those in arrears individually.
 2. Maintenance of the roster of membership and attending to new addresses for each changing year.
 3. Attending to the details of forwarding applications to candidates, gathering letters of recommendation, and forwarding completed applications to the Secretary prior to the meeting of the Board of Directors.
 4. Arranging with the President and Secretary the agenda of the Board of Directors meeting.
 5. Recommending sites for future meetings.
 6. Representing the Section's interest at all meetings, and be an ex-officio member of the Arrangements Committee for all meetings.
 7. Answer all inquiries that the Secretary or Treasurer directs with the necessary suggestions.
 8. Arrange for the publication and dissemination of newsletters.

**ARTICLE IV
Committees**

Section 1. The Standing Committees of the Section shall be:

- A. Arrangements Chair
- B. By-Laws Committee
- C. Judicial and Ethics Committee
- D. Long Range Planning Committee
- E. Nominating Committee
- F. Residents Research Committee
- G. Scientific Program Committee
- H. Socio-Economics Committee

- I. Finance Committee
 - A. The Arrangements Chair shall work with the Section administrative office and make recommendations for the Annual Meeting of the Section. The Chair shall be appointed annually by the President and its term of office shall expire after the Annual Meeting.
 - B. The By-Laws Committee shall become familiar with the activities of the Section and the efficacy of the Articles of Incorporation and the By-Laws and shall make a yearly report to the Board of Directors which shall include any recommended amendments. The Section Secretary shall serve as the Chair. The Committee will consist of three additional Active or Senior members.
 - C. The Judicial and Ethics Committee shall consist of three Active or Senior members appointed by the President one of whom is designated by the President as Chair. They shall concern themselves with matters of ethics and discipline or violation of the Section's Articles of Incorporation or By-Laws when asked by the President or the Board of Directors. They should be guided by these By-Laws and the Code of Ethics of the A.M.A. (Appendix A), and report their conclusions and recommendations to the Board of Directors.
 - D. The Long-Range Planning Committee should consist of three Active or Senior members appointed by the President, one of whom is designated by the President as Chair. They shall report annually their recommendations to the Board of Directors.
 - E. The Nominating Committee shall consist of the three most recent Past Presidents, the Immediate Past President shall serve as Chair.

Members of the Nominating Committee are not eligible for nomination by the Committee, but may be nominated from the floor during the Annual Business Meeting.

Decisions of the Nominating Committee must be unanimous. If unanimity cannot be achieved, the Board of Directors assumes the authority to make a nomination to the membership.

If a member of the Nominating Committee wishes the endorsement of the Committee for an available position, he/she must resign from the Committee at least 60 days prior to the Annual Business Meeting. The Secretary will fill the vacancy on the Nominating Committee until the available position is filled at which time the member will be reappointed.

1. The Nominating Committee shall present a report for the approval of the Board of Directors at its annual meeting. It shall also present to the membership at its Annual Business Meeting a slate of nominees of Active or Senior members in good standing, for each of the following offices:

President Elect (to serve one year)

Secretary (to serve one year, but recommended to serve five consecutive years)

Secretary-Elect (in the year preceding the end of the term of the Secretary)

Treasurer (to serve one year, but recommended to serve five consecutive years)

Treasurer-Elect (in the year preceding the end of the term of the Treasurer)

Historian (to serve one year – renewed annually or until a successor has been elected)

A representative of the Section and an alternate to the Nominating Committee of the American Urological Association, Inc. (to serve a two year term and shall be eligible for re-election for one additional two-year term.)

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2. Representatives from the seven districts of the Section will be nominated in the rotation outlined Article III, Section 1, Number 3.
 3. At the request of the Editor of the *Journal of Urology*, the Nominating Committee will present the names of three (3) candidates based on a needed area of expertise to be defined by the Editor of the *Journal of Urology*. The Editor shall then select the representative for a four (4) year term.
 4. During a designated year, pre-determined by the American Urological Association, Inc., all AUA Sections will be notified of vacancies for AUA Secretary-Elect or AUA Treasurer-Elect. The New England Section Board of Directors and Nominating Committee will forward the announcement to the New England Section membership, receive and review documentation from eligible Section members, and endorse candidates appropriate for the position(s). The AUA will also send announcement regarding the Secretary-Elect and Treasurer-Elect vacancies to the general AUA membership; interested members also have the option to apply directly to the AUA without Section endorsement.

In other designated years,, pre-determined by the American Urological Association, Inc., the Nominating Committee will supervise the process of nominating a representative of the Section to serve as AUA President, Representative to the AUA Board of Directors, or other Officer of the AUA.

- i. Nominations must be made, in writing, to the Chair of the Nominating Committee of the Section. Nominations must include a profile of the nominee's qualifications and reasons for desiring the AUA leadership position, along with any other documentation required by the AUA. No nominations will be accepted after the published deadline.
- ii. Nominations will be presented to the Board of Directors by the Nominating Committee. Nominees must be Active or Senior members in good standing, have been a member of the Section for a minimum of 10 years, and provided significant contributions to the Section.
- iii. If two or more members are certified as eligible by the Nominating Committee and Board of Directors, the Nominating Committee shall send the nominees' profiles and a ballot to each voting member of the Section for a run off vote. Ballots must be received by the published deadline. The Secretary will certify the results. The Chairman of the Nominating Committee will announce the winner to the membership..

When more than two nominees are certified as eligible, in the event a winner can not be declared based on the ballots cast in the initial round of voting because two nominees have received an identical number of votes, the profiles of the two nominees ranked highest shall be resent to the voting members of the Section along with a subsequent ballot for a second round run off vote. This second round of ballots must be received by the published deadline. The Secretary will certify the results. The Chairman of the Nominating Committee will announce the winner to the membership.

- iv. Every nominee for representative of the Section on a committee of the American Urological Association, Inc. or the AUA Research and Education, Inc., must be an Active or Senior member in good standing of the American Urological Association, Inc. and practice within the geographical limits of the Section.
- v. The term of office of the Nominating Committee of the Section shall terminate after the Annual Meeting.

- F. The Residents Research Committee shall be composed of the three immediate Past Presidents, Chaired by the member out of office the longest. They should stimulate participation of residents in training within the Section or out of residency less two years. They should select a first, second and third resident essay prize winner and submit their final report in writing to the Secretary at least sixty days in advance of the annual meeting.
- G. Scientific Program Committee Chair and members shall be appointed by the President and shall consist of Active and Senior members who shall prepare the scientific program for the Annual Meetings of the Section. .
- H. The Socio-Economics Committee shall concern itself with governmental, private, professional and socio-economics issues affecting the delivery of urological care as requested by the Board of Directors. The President shall appoint at least 3 Active or Senior members to serve a two-year term and appoint one (1) of his/her appointees to serve as Chair for a two (2) year term. The Treasurer shall serve as an ex-officio member of the Committee.
- H. The Finance Committee shall be composed of a Chair, who shall be the Treasurer of the Section, and at least two other members of the Section, who shall be recommended for appointment by the Treasurer. The President may make additional appointments to the Finance Committee. Members shall serve terms concurrent with the Chair. The Committee shall be responsible for reviewing the Section's finances, for making recommendations of allocations and uses of funds by the Section corporate entities, for recommending ways to utilize the New England Section endowment, and for recommending ways to raise funds for the New England Section endowment.
- J. Special Committees of the Section shall be appointed as necessary by the Board of Directors.

ARTICLE V Meetings

Section 1. Meetings. There shall be at least one meeting of the Section held annually and other meetings as determined by the Board of Directors.

Section 2. Quorum. At all regular and special Business Meetings, ten percent of the Active and Senior members registered on record for the meeting shall constitute a quorum. At all Board of Directors Meetings, the Directors in attendance shall constitute a quorum, except if an emergency meeting is called where there must be 9 Board members present to constitute a quorum.

ARTICLE VI Dues, Fees and Assessments

Section 1. Annual Dues and Fees. The annual dues fees shall be established by the Board of Directors.

Section 2. Special Assessments. Special assessments on Active and Associate members may be levied on recommendation of the Board of Directors and shall require a majority vote of the Active and Senior members present and voting.

Section 3. Collection of Dues and Fees

- A. The fiscal year of the Section dates from January 1st through December 31st of each year. In December, the Secretary shall send to each member a notice of his dues for the coming year. A member who has not paid his/her dues by April 1st shall be in arrears and may, at the discretion of the Board of Directors, be suspended from membership if not paid current within one year from April 1st.

- B. Members attending a meeting of the Section shall pay the appropriate registration fee. Failure to do so may result in suspension of membership by the Board of Directors.
- C. A member suspended for non-payment of dues or assessments may be reinstated by vote of the Board of Directors upon payment of all dues and assessments in arrears.
- D. A member suspended for non-payment of AUA dues or assessment is automatically suspended by the Section.

ARTICLE VII
Discipline

Section 1. Discipline. Matters of discipline, suspension and reinstatement shall rest in the hands of the Board of Directors, after receiving the recommendation of the Judicial and Ethics Committee.

Section 2. The Board of Directors and the Judicial and Ethics Committee shall be guided in their actions by these By-Laws, the By-Laws of the American Urological Association, Inc., and the Principles of Medical Ethics of the American Medical Association.

Approved by the membership October 2016.