



NEW ENGLAND DERMATOLOGICAL SOCIETY

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Last Updated: 05/02/2020

ARTICLE I – NAME

The name of this Corporation shall be the New England Dermatological Society, Inc., hereinafter sometimes referred to as the Society.

ARTICLE II – OBJECT

The object of this Society shall be to provide opportunities for the exchange of information and for the advancement of knowledge of Dermatology among the dermatologists of New England and its environs.

ARTICLE III – MEMBERSHIP

Section 1. There shall be six classes of membership: Active, Associate, Honorary, Affiliate, Adjunct and Resident. Membership in the first three classes shall be limited to reputable physicians who are graduates of Medical Schools approved by the Council on Medical Education and Hospitals of the American Medical Association or who have been accepted for examination by the American Board of Dermatology or by the American Osteopathic College of Dermatology.

Section 2. Active members shall be Diplomats of the American Board of Dermatology or the American Osteopathic College of Dermatology.

Section 3. Associate members shall be physicians who, although not Diplomats of the American Board of Dermatology or the American Osteopathic College of Dermatology, shall have devoted three years to full-time training in Dermatology, or its equivalent, and are devoting all of their time to the practice of or research in Dermatology.

Section 4. Any distinguished physician may be elected as Honorary member.

Section 5. Affiliate members shall be physicians or research workers with a doctorate degree or its equivalent who are connected with a Department of Dermatology of a medical school in New England or its environs or a physician who has passed the examination of special competence in Dermatopathology given by the Boards of Dermatology and Pathology.

Section 6. Adjunct members shall be nurse practitioners or physician assistants currently working under the supervision of a dermatologist who is an active member of New England Dermatological Society.

Section 7. Resident Members shall be current residents or fellows in Dermatology or in a Dermatology subspecialty training program in the New England area.

Section 8. Retired members shall be a dermatologist who is an active member working one day or less per week.

Section 9. Only active members may vote or hold any elective office.

Section 10. All complaints regarding members must be presented in writing to the Council, which shall investigate such complaints. It may request the member or members concerned to be present at a meeting called for the purpose of investigating such complaint. No member shall be censured, suspended or expelled without such a hearing and without a written notice of the charges mailed at least one month in advance of the hearing. No member shall be expelled except by a three-fourths affirmative vote by ballot of the Active members present at a business meeting of the Society.

ARTICLE IV – ELECTION OF MEMBERS

Section 1. A candidate for Active, Associate or Affiliate membership shall submit to the Secretary the properly completed application provided by the Society. A letter of endorsement for each applicant must be sent by one Active member from his locality directly to the Secretary. After due investigation by the Council, the Council will vote on the membership, and the President shall announce each approved applicant to the Society at a business meeting. A rejected candidate may not reapply within two years.

Section 2. An Associate member who becomes certified by the American Board of Dermatology shall notify the Council. Verification by the Council and its report to the Society shall constitute election to Active membership.

Section 3. Nominations for Honorary membership may be proposed by the Council only at the regular meeting preceding an annual meeting. Nominees shall require for election an affirmative vote by ballot of two-thirds of the Active members present and voting at said Annual meeting.

DELETED: [Section 4. A candidate for Resident membership shall submit a properly completed application provided by the Society. A letter or endorsement must be sent by the chairperson of the applicant's training program. Applicants will require a majority affirmative vote of the Council of the Society to be accepted. The Resident membership will terminate immediately upon the members completion or termination of residency or fellowship.]

ARTICLE V – MEETINGS OF MEMBERS

Section 1. There shall be three or four stated meetings of the Society during each business year between September and May. Meetings may be held at any place within any of the New England states.

Section 2. **The Council shall each year specify one meeting, which shall be known as the Annual meeting. The other meetings will be known as Regular meetings.**

Section 3. The Council may set the date of any meetings, may arrange for other meetings, or may cancel any meeting except the Annual meeting.

Section 4. A written notice of each meeting of members, stating the place, day, hour and purposes thereof, shall be given by the Secretary to each member, by leaving such notice, at least seven days before the meeting, with him or at his residence or place of business, or by mailing such notice, at least

seven days before the meeting, addressed to such member at his address as it appears upon the books of the Society.

Section 5. Forty-five Active members shall constitute a quorum for the transaction of business at any meeting.

Section 6. Regular attendance at meetings where patients are viewed shall be limited to members, paid applicants for membership, medical students and full-time physician house officers in the dermatology departments affiliated with the Society. Pre-clinical medical students must be accompanied by a NEDS member physician or by a NEDS dermatology resident and also must register prior to the meeting date. Other physicians and licensed advanced practice nurses and physician assistants who work under supervision by a member may attend as a member's guest provided that they register with the Secretary of the Society at the meeting, present verification of their professional status and pay admission fee as determined by the Council from time to time.

Section 7. The order of business at the Annual meeting shall be as follows:

1. Call meeting to order.
2. Report of the President.
3. Report of the Secretary.
4. Report of the Treasurer.
5. Report of the Auditing Committee.
6. Reports of the other committees.
7. Report of the Nominating Committee.
8. Nominations.
9. Election of officers, councilors
10. Recognition of new members.
11. Unfinished business.
12. New business.

ARTICLE VI – OFFICERS

Section 1. The officers of this Society shall be a President, a Vice-President, a Secretary, and a Treasurer. The President and Vice-President shall serve a one year term or until their successors are elected. The Secretary shall serve a three year term or until a successor is elected. The Treasurer shall serve a seven year term or until a successor is elected.

Section 2. The President shall preside at all business and clinical sessions; shall perform the duties pertinent to the office; and shall report at each Annual meeting upon the status and activities of the Society. After the completion of the term, the President shall serve on the Council of the Society for three additional years.

Section 3. The Vice-President shall perform the duties pertinent to the office. After the completion of the term, the Vice President shall be nominated to serve as the President for the following term.

Section 4. The Secretary shall keep permanent and adequate records; shall, with the advice and consent of the Council, have charge of the arrangements for meetings; and shall report at each Annual meeting. The Secretary shall be a resident of Massachusetts

Section 5. The Treasurer shall have charge of the collection and care of the funds of the Society; shall disburse such amounts as the Council may approve; and shall report to the Society at each Annual meeting.

Section 6. Nominations for each office shall be made by the Nominating Committee at the business meeting **of the** Annual meeting. Nominations from the floor may be made by Active members at the Annual meeting. Elections shall be by show of hands at each Annual meeting, a majority vote being necessary for election.

Section 7. The officers shall begin their duties at the close of the last spring meeting. The immediate past Treasurer shall conclude the reckoning for the current fiscal year and turn over completed books to the newly elected Treasurer within three months of the end of the current fiscal year.

ARTICLE VII – COUNCIL

Section 1. There shall be a Council composed of the officers of the Society, the three immediate past Presidents and three elected councilors. These councilors shall be elected at each Annual meeting for a term of three years.

Section 2. Nominations for each councilor shall be made by the Nominating Committee at the business meeting **of the** Annual meeting. Nominations from the floor may be made by Active members at the Annual meeting. Election shall be by show of hands at each Annual meeting, a majority vote being necessary for election.

Section 3. The Council shall administer and control the affairs of the Society in accordance with votes of the Society and the By-Laws. It shall have the power to determine the character and composition of the programs and to accept or to reject, without appeal, any contribution offered thereto; to choose the meeting place; to supervise and control the finances and the disbursement of moneys; and shall have the right to request any member to contribute to the clinical or scientific session of any meeting. It shall be the duty of the Council to receive and investigate applications for membership and to report to the Society those applicants who meet with its approval. It shall fill by appointment, for the unexpired term, any vacancies in elective offices. It shall have the power to invite Society members to attend council meetings on an episodic or ongoing basis to act in an advisory but non-voting capacity. It shall act on complaints as specified in Art. III, Section 7.

Section 4. The Council shall meet before each meeting and at the call of the President. It shall report to the Society at each business meeting. A written notice of each meeting of the Council, stating the time and place thereof, shall be given by the Secretary to each councilor in writing at least 14 days before the meeting. No notice of a meeting of councilors shall be required if each councilor waives such notice, either before or after a meeting, in writing. A councilor present at a meeting shall be presumed to have received due notice thereof.

ARTICLE VIII - COMMITTEES

- 1. Nominating Committee:* There shall be a Nominating Committee composed of three Active members who are not members of the Council, appointed by the President by January 1 of each year. **(DELETED: At the business meeting preceding the Annual meeting, this Committee shall present the names of candidates for all officers and councilors whose positions will be vacant at the end of the Annual meeting.)**
- 2. Auditing Committee:* The Auditing Committee of three Active members shall be appointed by the President annually, shall examine and audit the accounts of the Treasurer prior to the Annual meeting and shall report at the Annual meeting.
- 3. Program Committee:* The Council shall serve as the program committee.

ARTICLE IX – DUES

1. On or before the first day of October each Active, Associate, Affiliate and Adjunct member shall pay to the Treasurer annual dues. **The amount of the dues will be determined by the Council, however any increase in dues must be approved by a majority vote of those members in attendance at any regular or annual meeting.**
2. Honorary and Resident members shall be exempt from payment of dues and assessments.
3. The Society may make upon recommendation of the Council other assessments, as the need arises, for such sums and under such conditions as it may determine proper.
4. The Treasurer shall report to the Council any member two years in arrears in the payment of Annual Dues or of Assessments. Thereupon said delinquent member shall be automatically suspended from the Society and so notified in writing by the Secretary. A member so suspended shall then not be reinstated except by vote of the Council and upon payment of all arrears.
5. Active, Associate, and Affiliate members of the Society will be exempt from dues upon attaining the age of sixty five if retired and at the age of seventy if still in active practice or employment.

ARTICLE X – PATIENTS' TRAVELING EXPENSES

On the written request of a member of the society, the Council may at its discretion authorize the use of treasury funds for the purpose of paying the traveling expenses of patients to be presented at any meeting of the Society. Such request, together with an estimate of the expense, must be approved by the Council prior to the meeting at which the patient is to be presented.

ARTICLE XI – AMENDMENTS

These By-Laws may be amended at any meeting of the members, but the proposed amendment must have been submitted in writing to the Council prior to its meeting which precedes said meeting of the members. An affirmative vote by a majority of Active members present and voting shall be necessary for adoption.

ARTICLE XII – SEAL

The seal of the Society shall be circular in form and shall bear the name of the Society, the state of incorporation, and the year of incorporation.

ARTICLE XIII - FISCAL YEAR

The fiscal year of the Society shall commence with October 1.