

The Puerto Rico Urological Association

By-Laws

Revised and approved

Puerto Rico Urological Association

By-Laws

ARTICLE I: MEMBERS

SECTION 1: MEMBERSHIP

Physicians duly authorized to practice medicine in Puerto Rico, as well as physicians from other countries as specified below, are eligible to become members of the Puerto Rico Urological Association in one of the following categories:

- A. Active Members
- B. Associate Members
- C. Senior Members
- D. Honorary Members
- E. Corresponding Members
- F. Candidate Members
- G. Junior Members

SECTION 2: APPLICATION FOR MEMBERSHIP

Application for membership must be made on application blanks provided by the Secretary.

SECTION 3: ACTIVE MEMBERS

Applicants to active membership shall fulfill the following requirements:

- A. Graduation from a medical school acceptable to the Puerto Rico Urological Association.
- B. Receipt of a medical degree, at least five (5) years before election to membership. The applicant must have been engaged in active practice or in the teaching of medicine during this five year period. Have a current unrestricted license to practice medicine in Puerto Rico.

- C. All applicants must have completed the post-graduate training required for eligibility for certification as specified by the American Board of Urology.
- D. Limitation of the applicant's practice to at least 95 percent urology for no less than one (1) year prior to admission.
- E. Endorsement of the applicant by two members of the Association. Each endorser shall submit confidential information, in writing, concerning the applicant, directly to the Secretary.
- F. Applicants for Active Membership must be recommended by the Membership Committee.
- G. Their names will be included in the notification of the scheduled meeting where they will be presented for possible election.
- H. They will be elected if they receive the majority vote of the members present and voting at any regular meeting.

SECTION 4: ASSOCIATE MEMBERS

Physicians, who are not urologists, but who are actively involved in the practice of a specialty closely related to Urology, and who have made a special contribution to this specialty, may apply for Associate Membership. Applicants for Associate Membership shall fulfill the following requirements:

- A. Graduation from a medical school acceptable to the Puerto Rico Urological Association.
- B. The applicants must have been engaged in the active practice of their specialty for no less than five (5) years prior to their application. Have a current unrestricted license to practice medicine in Puerto Rico.
- C. All applicants must be certified by the American Board of their particular specialty.
- D. Endorsement of the applicant by two members of the Association. This endorsee shall submit in writing, confidential information concerning the applicants, directly to the Secretary.
- E. Applicants for Associate Membership must be recommended by the Membership Committee.
- F. Their names will be included in the notification of the scheduled meeting where they will be presented for possible election.
- G. They will be elected if they receive the majority of votes of the members present and voting at any regular meeting.

- H. Associate Members shall pay dues and assessments as Active Members.

SECTION 5: SENIOR MEMBERS

- A. Active Members in good standing who after a period of at least ten (10) years of Active Membership are fully retired from the active practice of medicine may be appointed Senior Members. In the event of sudden medical disability the ten years requirement may be waived.
- B. Candidates will request in writing a change of status to the Membership Committee or may be presented by any Active or Associate Member.
- C. They will be presented by the Secretary in the next Annual Meeting with the recommendation of the Membership Committee.
- D. Their names will be included in the notification of the Annual Meeting in which they will be presented for change of status.
- E. They shall be elected by a simple majority of the members present and voting.
- F. They shall have all the rights of Active Members except that they will not hold office.
- A. They shall pay no dues or assessments.

SECTION 6: HONORARY MEMBERS

- A. Scientists who have worked for the interest of Urology, whether they have engaged in the practice of medicine, in the teaching of the basic sciences, or in medical research, may be nominated for Honorary Membership.
- B. Active or Senior Members of the Association who have achieved acknowledged prominence in Urology, and who have been actively involved in the affairs of the Puerto Rico Urological Association, may be nominated for Honorary Membership.
- C. Any member may propose a candidate by writing to the Membership Committee specifying his/her qualifications.
- D. Candidates shall be presented by the Secretary in the next annual meeting with the recommendation of the Membership Committee.

- E. Their names will be included in the notification of the Annual Meeting in which they will be presented for election.
- F. They shall be elected by three-fourths of the members present and voting at the annual meeting.
- G. Honorary Members who were formerly Active or Senior Members shall retain their previous right in the Association, but other Honorary Member shall have no title or interest in the property or funds of the Association.
- H. They shall be exempt from an initiation fee and from all dues and assessments.
- I. They shall be given the Honorary Membership certificate of the Association.
- J. The number of Honorary Members will not exceed one-third of the number of Active Members.

SECTION 7: CORRESPONDING MEMBERS

- A. Physicians who are actively engaged in the practice of Urology but who are not permanent residents in Puerto Rico may be nominated for Corresponding Members.
- B. This membership should be reserved for those urologists, not residing in Puerto Rico, who have had personal influence or aided the practice of Urology here or who have shown a special interest in our Association.
- C. They must be urologists recognized as specialists by the medical authorities in their respective countries of residence.
- D. They must have attended and participated in the scientific sessions of at least one of our annual meeting.
- E. Any Active Member may propose a candidate by writing to the Membership Committee specifying his/her qualifications.
- F. Candidates will be presented by the Secretary in the next annual meeting with the recommendation of the Membership Committee.
- G. Their names will be included in the notification of the Annual Meeting in which they will be presented for election.
- H. A majority of three-fourth of the members present and voting at the Annual Meeting is required for election.
- I. They shall be exempt from initiation fees and from the annual dues, but they will pay registration fees at the same rate as Active Members.

- J. They shall be given the Corresponding Membership Certificate of the Association.
- K. The number of Corresponding Members will not exceed one-third of the number of Active Members.
- L. Corresponding Members shall have no right to vote or hold office and shall have no title or interest in the property and funds of the Association.

SECTION 8: CANDIDATE MEMBERS

Applicants to Candidate Members shall fulfill the following requirements:

- A. Graduation from a medical school acceptable to the Puerto Rico Urological Association.
- B. Receipt of a medical degree, at least five (5) years before election to membership. The applicant must have been engaged in active practice or in the teaching of medicine during this five year period. Have a current unrestricted license to practice medicine in Puerto Rico.
- C. All applicants can request membership as Candidate Members three (3) months prior to completing the post-graduate training required for eligibility for certification as specified by the American Board of Urology. Membership will become active when the post-graduate training is completed.
- D. Endorsement of the applicant by two (2) members of the Association. Each endorser shall submit confidential information in writing, concerning the applicant, directly to the Secretary.
- E. Applicants for Candidate Membership must be recommended by the Membership Committee.
- F. Their names will be included in the notification of the scheduled meeting where they will be presented for possible election.
- G. They will be elected if they receive the majority vote of the members present and voting at any regular meeting.

SECTION 9: JUNIOR MEMBERS

Applicants to Junior Members shall fulfill the following requirements:

- B. Graduation from a medical school acceptable to the Puerto Rico Urological Association.
- C. Have an active or temporary license to practice medicine in Puerto Rico.
- D. Must be holding a residency or fellowship, in Urology, at an institution approved for training by the Joint Commission on Accreditation, and under the supervision of an Active or Honorary member of the Puerto Rico Urological Association.
- E. Their names will be included in the notification of the scheduled meeting where they will be presented for election.
- G. Junior Members will pay no dues, and may be invited to all business and scientific meetings of the Association, but they will have no voting rights.

SECTION 9: DUES

- A. Dues and assessments may be determined and varied by the Executive Committee with the approval of a majority of Members present and voting in any Regular Meeting.
- B. A member is delinquent if his/her dues are not paid by March 1 of the year for which dues are prescribed and should forfeit his Active Membership automatically in the Association if he/she fails to pay delinquent dues within 90 days after notice of his/her delinquency has been mailed by the Secretary or the Treasurer of the Association.
- C. Late charge fee: 50% of dues.

SECTION 10: NEW MEMBERS

- A. Every newly elected member of the Association shall be furnished by the Secretary with an official notification of his/her election and a copy of the Constitution and By-Laws.

ARTICLE II: OFFICERS

SECTION 1: NOMINATION OF OFFICERS

- A. The President, President Elect and Historian will be nominated for office by the Nominating Committee and must be elected at an Annual Meeting by a majority vote of those present and voting at the Executive Session. Nomination from the floor will be also considered. The Secretary and Treasurer will be elected by the President Elect.
- B. They shall hold office from the termination of the Annual Meeting at which they are elected until the termination of the next Annual Meeting, or until their successors are elected.
- C. Vacancies in any of these offices may be filled temporarily or for the unexpired term by a majority vote of the Executive Committee.

SECTION 2: DUTIES OF THE PRESIDENT

- A. The President shall act as Chairman of the Executive Committee. He/she shall preside all meetings of the Executive Committee and at the scientific and business sessions of the Association.
- B. The President shall appoint members to any special committee as needed.
- C. He/she may call special meetings of the Executive Committee.
- D. He/she shall be a member of the Program Committee.
- E. The President shall direct the attention of the Executive Committee to violations of the Constitution and By-Laws and to matters of discipline of member.

SECTION 3: DUTIES OF THE PRESIDENT-ELECT

- A. The President Elect shall serve for the President during his/her absence.
- B. He/she shall be a member of the Executive Committee.
- C. He/she shall perform any duties concerned with the Association which are assigned to him/her by the President.

SECTION 4: DUTIES OF THE PAST PRESIDENT

- A. The three immediate Past Presidents shall be members of the Executive Committee and will constitute the Nominating Committee.

SECTION 5: DUTIES OF THE SECRETARY

- A. The Secretary shall, with the approval of the Executive Committee, employ secretarial assistance as deemed necessary.
- B. The Secretary shall be a member of the following committees:
 - 1. Executive Committee
 - 2. Program Committee
- C. He/she shall keep an accurate list of members, will maintain a file of all minutes, committees report and correspondence.

SECTION 6: DUTIES OF THE TREASURER

- A. The Treasurer shall be a member of the following committees:
 - 1. Executive Committee
 - 2. Program Committee
- B. He/she shall keep a bank account in the name of the Puerto Rico Urological Association.
- C. He/she shall collect and deposit in the account of the Association all membership dues, registration fees and all other funds received by the Association.
- D. He/she shall pay all bills from the above mentioned bank accounts.
- E. He/she shall submit a complete and thorough financial report in the first business meeting after the Annual Meeting or upon his/she resignation. Reports of the financial situation will also be presented at every business meeting.
- F. Upon conclusion of the fiscal year, he/she shall deliver to the President of the Educational Fund Committee at least 50% of the net balance of all the Associations funds generated during the year, plus all the funds accumulated prior to the creation of this Committee, after all the outstanding bills and debts have been settled.

- G. He/she shall take care of all the matters pertaining to his office.

SECTION 7: DUTIES OF THE HISTORIAN

- A. The Historian shall be a non-voting member of the Executive Committee.
- B. He/she shall compile, organize and maintain all past and present information, written or graphic, that has to do with the history of the Puerto Rico Urological Association. This will include copies of all proceedings and reports issued by all the officers and Committees.
- C. He/she shall compile and maintain a list of all members, past and present indicating their respective sites of work and training.
- D. He/she shall write the History of the Association, which shall be reviewed at least every ten years.
- E. With the permission of the Executive Committee, he shall be allowed to obtain and manage funds, seek the help of members and clerical personnel, to aid him/her to the performance of these duties.
- F. Shall be elected by the majority of members (50% +1) at an Annual Meeting.
- G. His/her term will be for 5 years.

ARTICLE III: COMMITTEES

SECTION 1: THE EXECUTIVE COMMITTEE

The duties of the Executive Committee shall be:

- A. To administer the affairs of the Association.
- B. To order the disbursement of money for special purposes.
- C. To select the time and place of the Annual Meeting of the Association.
- D. To examine the yearly report of the Secretary and to make recommendations for the conduct of the Secretary and Treasurer business.

- E. To scrutinize the report of the Membership Committee and to recommend desirable applicants for election to membership.
- F. To receive the report of the standing and special committees and to make recommendations.
- G. To fill, by a majority vote, all vacancies in any offices or in the personnel of the elected committees until the next annual meeting.
- H. To act on all problems of membership:
 - 1. Resignations of members shall be received, recorded and acted upon.
 - 2. Reinstatement: A two-thirds vote shall be necessary to recommend to the Association the reinstatement of an applicant. The request for reinstatement must be in writing and sent to the Secretary at least sixty (60) days before an annual meeting.
 - 3. All matters of discipline shall be prescribed by the Executive Committee. They may reprimand, suspend, or expel any member of the Association for violation of the Constitution and By-Laws, for unprofessional conduct, or when found guilty in a court of law of a statutory crime evincing moral turpitude. With the exception of non-payments of dues, whenever the members of the Executive Committee deem it advisable to expel a member, they shall notify him/her in writing to appear before the Committee during a official session to answer all charges brought against him/her. The notification to appear before the Executive Committee and the charges shall be in writing and shall be sent by registered mail requiring return acknowledgement at least fifteen (15) days prior to the date set for action by the Executive Committee. If the accused member so wishes, he/she may have counsel during his/her hearings.
- I. To transact any other necessary business not specified in the By-Laws.

SECTION 2: THE MEMBERSHIP COMMITTEE

- A. The Membership Committee shall consist of three members who shall serve for three years but whose tenure shall not coincide. The President shall appoint a new member every year.
- B. The duties of the Membership Committee shall be:
 - 1. To examine applications for Active, Associate and Junior Membership which have been filed with the Secretary.
 - 2. To present to the Executive Committee the names of applicants whom it recommends for election to membership. This list of names shall be read by the Chairman of the Membership Committee at any regular or annual meeting.
 - 3. To examine the qualifications of the candidates for Honorary and Corresponding Members and to submit their recommendations on the next annual meeting.

SECTION 3: THE PROGRAM COMMITTEE

- A. The Program Committee shall consist of the President, immediate Past President, and a member appointed by the President who shall act as Chairman.
- B. The Program Committee shall arrange the scientific and social program of all meetings.

SECTION 4: NOMINATING COMMITTEE

- A. The Nominating Committee shall consist of the three immediate Past Presidents and will be presided by the most recent Past President.
- B. They will consider all possible candidates for all the elective positions as suggested by members throughout the year and will confirm the appointments made by the President to the Educational Fund Committee.
- C. They will present their nominating report at the Annual Meeting.

SECTION 5: EDUCATIONAL FUND COMMITTEE

- A. The Educational Fund Committee shall consist of three members appointed by the President, with the advise and consent of the Nominating Committee, as follows: the first three members will be appointed for a period of two, four and six years, from then on, one will be appointed every two years for a period of six years, as each term expires. Vacancies will be filled in the same way, but the member thus appointed, will serve until the expiration of the member he or she replaces. A member may not be appointed for more than two terms. The first President of this Committee shall be selected by the members for two years, and from then on, the presidency will rotate among all the members, every two years.
- B. The duties of the Educational Committee shall be:
1. To receive from the Treasurer of the Association the funds described in Article II Section 6 paragraph (f) of the By-Laws.
 2. To invest such funds in recognized bank accounts and conservative securities. The Committee may not invest these funds against margin, nor in the Option and Futures Market and it may not sell securities short.
 3. The yearly earnings from these funds shall be used exclusively for educational purposes or reinvested as decided by the unanimous vote of the three Committee Members, following the recommendation of the Executive Committee.
 4. The capital of this fund shall be held in perpetuity or until the dissolution of the Association when it will be donated to a similar non-profit, medical or educational organization, with comparable objectives as the Puerto Rico Urological Association.
- C. The Committee shall keep records of all its transactions and minutes of all its meetings, they will be available for inspection by any member of the Executive Committee. A detail written report will be presented at the Annual Meeting.
- D. The Educational Fund Committee may accept donations restricted toward a specific educational purpose from any legal source. These funds will be clearly identified but will be held, invested, managed and disposed by the Committee following the same guidelines specified above in section B-2 and B-4. The monies derived from these restricted donations and its

investments will be exclusively toward the intentions specified by the donor.

SECTION 6: HEALTH-PLANS, INSURANCE ANALYSIS & LIAISON COMMITTEE

- A. The Health-Plans, Insurance Analysis & Liaison Committee shall consist of three active member selected in the Annual Meeting by simple majority. They will serve for three years; however, their tenure shall not coincide. The first three members will be appointed for a period of one, two, or three years, from then on, one will be appointed every year for a period of three years, as each term expires. Vacancies will be filled in the same way, but the member thus appointed, will serve until the expiration of the member he or she replaces. The first President of this Committee shall be selected by the members for two years, and from then on, the presidency will rotate among the committee members, every two years.
- B. The duties of the Health-Plans, Insurance Analysis & Liaison Committee shall be:
1. Evaluate requests and questions from the members regarding conditions and matters related to medical health plans and insurances. Provide analysis, comments and counseling services to members who request it in relation to matters pertaining to health plans & insurances, from the perspective of the urological medical profession.
 2. Provide tools requested by the members that will help them in the decision making regarding health plans & insurances, including assisting members with individual and collective inquiries, including but not limited to referring the matter to legal experts on the given subject-matter at hand.
 3. Offer consultation services to the diverse health plan & insurance industries, which may properly request them in writing, for matters related to the urology field.
 4. Provide information of interest to the members related to health policies.

5. Prepare and present a report to the members on each regular meeting.

ARTICLE IV: MEETINGS

SECTION 1: ANNUAL MEETING

- A. The Annual Meeting may be omitted by two third vote of the members present at any regular meeting, if the intention to cancel the Annual Meeting is specified in the official notification of the meeting.
- B. Official notice of the time and place of the Annual Meeting shall be sent by the Secretary to each member, at his last known address, no less than sixty (60) days before the meeting.
- C. The Executive Session shall be held at the close of the Scientific Session on the afternoon of the last day.
- D. The Annual Dinner shall be held on the evening of the last day.
 1. The order of business at the Scientific Session shall be arranged by the Program Committee.
 2. The order of business at the Executive Session of the Association shall be:
 - a. Reading of minutes of the previous meeting.
 - b. Reports of the Secretary, the Treasurer and the Executive Committee.
 - c. Reports of other committees.
 - d. Election of Honorary and Corresponding Members.
 - e. Unfinished business.
 - f. New business.
 - g. Election of officers.

SECTION 2: REGULAR MEETINGS

- A. Regular meeting shall be held at the date, time and place selected by the Executive Committee.
- B. Official notice of the time and place of each regular meeting should be sent to each member no less than fifteen (15) days prior to the date of the meeting.
- C. The order of business of the regular meeting shall be:
 1. Reading of minutes of the previous meeting.

2. Report of committees.
3. Election of new Active, Associate and Junior Members.
4. Unfinished business.
5. New business.

SECTION 3: SPECIAL MEETING

- A. Special meeting of the members of the Association may be called at any time by the President with the approval of a majority of the members of the Executive Committee, or upon written request of 10% of the Active and Associate Members of the Association. Notice of the place, date and hour and reason for the meeting must be sent by the Secretary to all members no less than fifteen (15) days before the day selected for the meeting.

SECTION 4: QUORUM

- A. For all meetings quorum shall consist of 20% of the Active and Associate Membership.

SECTION 5: PROXY

- A. Voting members may exercise their right to vote by signed proxy in all meetings.

ARTICLE V: PAPERS

SECTION 1: PAPERS TO BE READ AT THE ANNUAL MEETING

- A. Titles and abstracts of papers to be read at the annual meeting must be filed with the Program Committee at least sixty (60) days before the opening of the annual meeting.
- B. Titles and abstracts shall be sent to the Program Committee for consideration and approval.

ARTICLE VI: INCOME

SECTION 1: SOURCE OF INCOME

- A. The income of the Association shall be derived from the following sources:
1. Initiation fees, annual dues and other assessments from members.
 2. Registration fees from the Annual Meeting and seminars as determined by the Executive Committee.
 3. Income derived from bank accounts.
 4. Interests and dividends on investments.
 5. Surplus money derived from the annual meeting.
 6. Voluntary contributions.
 7. Legacies.
 8. Grants from the Educational Committee Fund.

ARTICLE VII: DISSOLUTION

SECTION 1: IN CASE OF DISSOLUTION

In case of dissolution the net assets will be donated to similar non-profit educational or medical organization with comparable objectives as the Puerto Rico Urological Association.

ARTICLE VIII: AMENDMENTS

SECTION 1: AMENDMENTS TO THE BY-LAWS

A quorum being present, these By-Law may be amended by a two thirds vote of the members present and voting at any annual meeting, provided that the proposed amendment shall have been printed on the notice for the meeting at which such action is to be taken.

ARTICLE IX: PARLIAMENTARY ORDER

SECTION 1: QUESTIONS OF PARLIAMENTARY ORDER

All questions of parliamentary order not provided for in these By-Law shall be determined by parliamentary usage as contained in Robert's "Rules of Order".