

The Bylaws of the Pennsylvania Society of Oncology and Hematology

ARTICLE I: NAME

The name of the organization shall be the Pennsylvania Society of Oncology and Hematology.

ARTICLE II: PURPOSE

The Pennsylvania Society of Oncology and Hematology is an organization of physicians and health care professionals devoted to the improvement of hematologic and oncologic care of patients. The Society's specific missions include:

1. Communications -
 - a. To provide individual members and institutions with a forum and network for discussion of and exchange of information about cancer health care issues.
 - b. To disseminate information on appropriate cancer topics to members via newsletter and other means.
 - c. To communicate and cooperate with other appropriate organizations concerned with cancer.
 - d. To disseminate information to the public on issues related to health care.
2. Education - To disseminate information concerning cancer diagnosis, care and cancer-related issues to physicians, cancer care professionals, health care providers, governmental bodies and the public.
3. Leadership - To strive to review and set standards and guidelines for diagnosis and care of patients with hematologic and oncologic disorders.
4. Public Affairs - To provide nonpartisan multidisciplinary expert input to governmental bodies, legislators, third party payers, and other appropriate parties. To serve as an advocate for patient care issues.

ARTICLE III: MEMBERSHIP

Section 1: Membership Classes. Classes of membership shall be as follows: Professional (Physician, Non-physician, Resident/Fellow, and Emeritus); Institution/Organization; and Corporate.

Section 2: Professional Members

Physician Members. Physician members shall be physicians (MD or DO) licensed to practice medicine in Pennsylvania or adjoining states with a demonstrated interest and involvement in the care of patients with hematologic and oncologic disorders, as approved by the Membership Committee and the Board. Physician members are entitled to vote, serve on committees, and to hold office.

Non-physician Members. Non-physician members shall be allied health professionals, including registered nurses, nurse practitioners, physician assistants, pharmacists, cancer registrars and social workers or other health care professionals as approved by the Membership Committee and the Board, with a demonstrated interest and involvement in the care of patients with hematologic and oncologic disorders. Non-physician members are entitled to vote, serve on committees, and to hold office.

Resident/Fellow Members. Resident/Fellow members shall be physicians who are actively enrolled in a full time residency program in hematology or oncology in Pennsylvania or who are in a fellowship program deemed appropriate by the Membership Committee. Resident/Fellow members shall be exempted from dues. Resident/Fellow members may not vote, hold office, or serve on committees.

Emeritus Members. Emeritus members shall be physician or non-physician members who have retired, are over the age of 65, and who have requested emeritus status. Emeritus members shall be exempted from dues and shall enjoy all the privileges of membership except those of voting and holding office.

Section 3: Institutional/Organizational Members. Institutional/Organizational members shall be institutions or organizations that are active in the care of patients with hematologic and oncologic disorders. Institutions/Organizations may not vote, serve on committees, or hold office. Institutions/Organizations may send members of their institution/organization to meetings and seminars of the Society at the reduced member rate.

Section 4: Corporate Members. Corporate members shall be pharmaceutical companies and other companies that provide products or services to be used in the care of cancer and hematologic patients. Corporate members may not vote, serve on committees, or hold office. Corporate members' sole benefit will be to exhibit and attend the Society's annual scientific and other meetings at no charge.

Section 5: Election of Members. Applications for membership shall be approved by the Membership Committee and by a majority vote of the Board of Directors.

Section 8: Termination of Members. The Board may, by a two-thirds vote, suspend or expel a member for cause after an appropriate hearing, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default of the payment of any dues or assessments.

ARTICLE IV: OFFICERS

Section 1: Officers. The Officers of the Society shall consist of the President, the President Elect, and the Secretary/Treasurer.

Section 2: Eligibility to Hold Office. Only Board members are eligible to be officers.

Section 3: Method of Election. The Nominating Committee shall nominate for election a President Elect and a Secretary/Treasurer, biennially at the annual meeting of the Society. Additional nominations may be made from the floor at the annual meeting, provided the nominees are eligible for their offices and have consented to be nominated.

Section 4: Term of Office. The terms of President, President Elect, and Secretary/Treasurer shall be two years. The President Elect automatically becomes President unless he/she resigns or is incapacitated.

Section 5: Vacancies. Vacancies in elected offices shall be filled by the Board of Directors.

Section 6: Duties of Officers

- A. The business and activities of the Society shall be governed by the President and Board of Directors.
- B. The President shall be chief administrative and executive officer of the Society. He/she shall preside at all meetings of the Board of Directors, preside at the annual meeting, and shall be an ex officio member of all committees. Upon request of five members of the Board of Directors, the President shall call a special meeting of the Board. Upon the request of 25 percent of the membership, the President shall call a special meeting of the Society.
- C. The President Elect shall assume the duties of the President should circumstances prevent the President from performing his or her duties. That person shall also serve as or appoint the Program Committee Chairman.
- D. The Secretary/Treasurer shall oversee the following functions: proper notice of all meetings; minutes for meetings; recording of all transactions; maintenance of an up-to-date membership listing; recommended and necessary correspondence; collection of all membership dues; administration of the general funds, securities, and assets of the Society; and mailing of annual dues statements to members.

ARTICLE V: BOARD OF DIRECTORS

Section 1: Board of Directors. The Board shall consist of 11 elected voting members, including the President, President Elect, Secretary/Treasurer, and Immediate Past President. Additionally, the immediate past president shall serve on the board as a voting or non-voting member, depending on the expiration of his or her term.

Section 2: Eligibility to Hold Office. All members are eligible to be nominated to the Board of Directors. Non-physicians shall be allotted three seats on the Board.

Section 3: Method of Election. The Nominating Committee shall nominate for election two or three Board members at every annual meeting of the Society. Additional nominations may be made from the floor at the annual meeting, provided the nominees are eligible for their offices and have consented to be nominated.

Section 4: Term of Office. Board member terms shall be three years. Board members may serve a maximum of two consecutive terms, however, they may be re-elected following a three-year hiatus.

Section 5: Vacancies. Vacancies on the Board of Directors shall be filled by the Board.

Section 6: Ex officio Members. Ex officio members of the Board may be appointed by the Board at its discretion.

Section 7: Quorum. For the purpose of conducting a meeting of the Board of Directors, a quorum shall be five Board members present after appropriate notification of meeting site and date.

Section 8: Duties of the Board.

- A. The Board shall conduct the affairs of the Society during the interim between annual meetings of the Society.
- B. The Board shall, after review by the Membership Committee, act upon applications for membership, resignations from membership, and terminations of membership.
- C. Board members shall attend at least one Board meeting a year.

Section 9: Liability of Board Members and Officers. A Board member or officer of the Society shall not be personally liable for money damages as such for any action taken or failure to take action as a director or officer unless his/her action constitutes self-dealing, willful misconduct, or recklessness or unless liability is imposed pursuant to criminal statute or for payment of taxes. The Board of Directors may provide for indemnification of Board members and officers to the extent allowed by law.

ARTICLE VI: COMMITTEES

The President shall appoint all standing and ad hoc committees. The following standing committees shall be appointed biennially: Membership/Credentialing, Legislative and Nominating. The Nominating Committee shall be chaired by the Immediate Past President. Other committees shall be appointed as approved by the Board.

ARTICLE VII: MEETINGS

Section 1: The date and the place of the annual meeting shall be decided by the Board of Directors. The annual meeting of the Society shall consist of a meeting of the Board of Directors, a business meeting of members, and scientific sessions.

Section 2: A quorum for the annual meeting shall be the members present.

Section 3: Additional general member meetings may be called by the Board of Directors.

ARTICLE VIII: DUES

Annual dues shall be of three classes: individual physician member; individual nonphysician member; institutional/organizational member. Annual dues shall be fixed by the Board of Directors. Any member who has failed to pay his or her dues within six months after the statement has been issued shall be notified thereof by the Secretary/Treasurer, and, in the event of nonpayment within thirty days, shall forfeit all rights of active membership until the indebtedness is paid, unless otherwise ordered by the Board of Directors.

ARTICLE IX: FISCAL YEAR

The fiscal year shall be the twelve months ending December 31.

ARTICLE X: RULES OF ORDER

"Robert's Rules of Order, Revised" shall govern proceedings in all business meetings.

ARTICLE XI: AMENDMENTS

The bylaws may be amended upon recommendation of the Bylaws Committee subject to the approval of the Board of Directors. To become effective, an amendment must be circulated to the membership at least one month before any membership meeting and passed by a majority of the members attending that meeting.

Amended: 9/23/05