

# CONSTITUTION

## AMERICAN SOCIETY FOR PERIPHERAL NERVE (A.S.P.N.)

### ARTICLE I

(Name)

The name of this organization shall be "AMERICAN SOCIETY FOR PERIPHERAL NERVE"

### ARTICLE II

(Purpose)

1. Stimulate and encourage study and research in the field of neural regeneration.
2. Provide a forum for the presentation of the latest research and relevant clinical information.
3. Serve as a unifying authority on all areas of neural regeneration and restorative neuroscience.

### ARTICLE III

(Membership)

There shall be six (6) membership categories in the Society.

1. Founding Members
2. Active Members
3. Associate Members
4. Senior Members
5. Honorary Members
6. Candidate Members

### ARTICLE IV

(Leadership)

1. The Governing Body shall be called the "Executive Council" and shall be composed of the following members:

Most recent two (2) Past Presidents  
President  
President-Elect  
Vice President  
Secretary  
Treasurer  
Historian  
Three (3) Council Members at Large

### Article V

(Amendments)

1. The proposed amendment to the Constitution shall be submitted in writing to the Secretary and reviewed by the Executive Council. It shall require for passage a fifty-one percent (51%) affirmation of active members present and voting at the next Business Meeting which will constitute a quorum.

## BYLAWS

### AMERICAN SOCIETY FOR PERIPHERAL NERVE

#### ARTICLE I: RESTRICTIONS

The Society shall be a corporation, not for profit. No part of the net earnings of the corporation shall inure to the benefit of any individual. Furthermore, the corporation will not participate and/or intervene in any political campaign on behalf of any candidate for public office. On any material prepared by the Society or others for use in activity under the sponsorship, co-sponsorship or other auspices of the Society, the following disclaimer shall be prominently displayed:

"The view expressed and the subject material presented in the course of any activities sponsored by the American Society of Peripheral Nerve including lectures, seminars, instructional courses, or otherwise, represent the personal views of the individual participants and do not represent the opinion of the American Society for Peripheral Nerve. The Society assumes no responsibilities for such views or materials, and hereby expressly disclaims any and all warranties, expressed or implied, for the content of any Society sponsored presentations. Further, the Society hereby acknowledges that while the broad purpose is to promote the development and exchange of knowledge pertaining to peripheral nerve regeneration, it does so only in the context of a private forum without making any representations to the public whatsoever. Accordingly, the Society declares that its primary purpose is to benefit only its members, and responsibility of the Society for acts or omissions of Society members dealing with the public is hereby expressly disclaimed."

#### ARTICLE II: MEMBERSHIP

Section 1. There shall be six (6) membership categories in the Society:

- A. Founding
- B. Active
- C. Associate
- D. Senior
- E. Honorary
- F. Candidate

Section 2. Founding Members.

The "Founding Council" has selected an initial group of members to be called "Founding Members". These members will have the same rights and privileges as the active members. The Founding Members will be listed in each Scientific Program to signify their vision and dedication in the field of neural regeneration and for the impetus in the foundation and purpose of the Society.

Section 3. Active Members.

- A. Hold M.D. or Ph.D. Degree
- B. Have an interest in peripheral nerve and/or neural regeneration.
- C. Should demonstrate documented evidence of continuing research in neural regeneration.
- D. Candidates must be proposed and seconded by active members in good standing.
- E. Rights and duties:
  - 1. They may vote, hold office, and serve on Committees of the Society.

Section 4. Associate Members.

- A. Shall consist of individuals with an interest peripheral nerve and/or neural regeneration who do not qualify for active membership.
- B. Rights and duties:
  - 1. May attend scientific meetings and social functions
  - 2. May serve on Committees
  - 3. Cannot vote or hold offices

Section 5. Senior Members.

- A. The Executive Council shall confer Senior Membership upon Active Members who have retired.
- B. Rights and Privileges:
  - 1. Senior Members shall neither pay dues nor hold office; however, they shall have all the other rights of Active Membership including the right to vote and to serve on Committees of the Society.

Section 6. Honorary Members.

- A. Honorary Membership may be conferred upon outstanding individuals who have achieved exceptional contributions to the field of peripheral nerve and/or neural regeneration. There shall be no citizenship or residence requirements.
- B. Rights and Privileges:

Honorary Members shall enjoy the rights and privileges of the Society; however, they shall not pay dues nor hold office nor vote.

Section 7. Candidate Members.

- A. Qualifications: Candidate Membership.
  - 1. Shall express an interest in peripheral nerve and/or neural regeneration.
  - 2. Applicants must be enrolled in or have completed a residency/PhD program that includes neural regeneration training or research or peripheral nerve.
  - 3. Candidate membership status may be extended or granted while a candidate continues in training such as research or clinical fellowships.
- B. Application Procedure.
  - 1. Are to be sponsored by an active member
  - 2. Are to fully complete the application and submit it to the ASPN office.
- C. Rights and Privileges for Candidate Membership.
  - 1. Candidate members receive reduced ASPN membership fees and reduced scientific meeting registration fees.
  - 2. May attend scientific meetings and social functions.
  - 3. May not serve on Committees.
  - 4. May not vote or hold office.
  - 5. This category is valid for up to five (5) years.

Section 8. Membership Application.

The Executive Council will receive a list of candidates for membership following membership review by the Membership Committee. The Executive Council will submit candidates to the membership, on a rolling basis throughout the year (approximately every quarter), for approval by a fifty-one percent (51%) vote of Active Members who submit votes.

ARTICLE III: OFFICERS

Section 1. Officers shall consist of President, President-Elect, Vice-President, Secretary, Treasurer, and Historian.

Section 2. Election of Officers

- A. A term of office shall extend from the close of the current Scientific Meeting until the conclusion of the next Scientific Meeting of the Society.
- B. The President, President-Elect, Vice President, Secretary, Treasurer, and Historian shall serve one (1) year terms, unless majority vote of the Executive Council extends one's term for an additional one (1) year term upon necessity.
- D. At the Business Meeting, a candidate shall be nominated by the Nominating Committee for each office. Additional nominations may be made from the floor except for the position of President-Elect which is automatic for progression to the Presidency.
- E. Election of officers shall be by ballot of the voting members in attendance at the Business Meeting and a majority shall elect.
- F. In the event of death, resignation or incapacitation of the President, President-Elect, Vice-President, Secretary or Treasurer, the Nominating Committee shall be reconvened to select a nominee for the vacant office. The Society shall be empowered to elect the nominee to office.

Section 3. Duties.

A. President.

The President will serve from the time of his/her election to the end of the next Scientific Meeting. He/she will be responsible for the scientific and business affairs of the Society. He/she shall appoint all Committee chairpersons other than those automatic appointments covered in the Bylaws. He/she shall appoint Committee members. He/she will oversee and coordinate all the activities of the meeting. He/she will serve ex-officio on all Committees. He/she will endorse all financial statements and forward them to the Treasurer for payment.

B. President-Elect.

The President-Elect shall perform all duties incident to the office and shall automatically succeed to the Presidency upon expiration of the President's term. In the event that the office of the President becomes vacant for any reason before the end of that President's term, the President-Elect shall succeed to the office of the President. In such circumstances, that individual will serve both the unexpired term and the term for which he/she was originally elected. The President-Elect shall preside at the meetings of the Society or Council in the absence or upon request of the President. The President-Elect shall succeed to the Presidency at the close of the Scientific Meeting the year following election to the office of President-Elect. The President-Elect shall be Chairperson of the Membership Committee. The President-Elect shall nominate a Program Chair-Elect.

C. Vice President.

The Vice President shall perform all duties incident to the office and any other duties prescribed by the Council. If the President or President-Elect is absent or unable to act, the Vice President shall perform all duties and exercise all powers of the President. The Vice President shall be Chairperson of the Time and Place Committee for determining future meeting sites (at least three years in advance).

D. Secretary.

The Secretary shall manage all the communicative affairs of the Society and keep a record of the proceedings of all Society meetings. The Secretary shall keep a roster of members of the Society and record membership attendance at the Business Meetings. He/she shall present a Business Report of the Society's activities to the membership at the Business Meeting. He/she shall send out notices of meetings to Society members and shall conduct such other correspondence that may be requested by the President of the Executive Council. He/she shall notify all Committee members of their appointments. He/she shall notify candidates of their election to membership. He/she shall prepare and distribute certificates of membership and a copy of the Society Bylaws to all new members. The Secretary shall serve a one (1) year term.

E. Treasurer.

The Treasurer shall establish a permanent treasury. He/she shall manage the financial affairs of the Society for finances related to the Scientific Meeting. He/she shall keep records of dues paying members. He/she shall present an annual financial report of the membership at each Business Meeting. He/she shall be Chairperson of the Grant Generating Committee. The Treasurer shall serve a one (1) year term.

ARTICLE IV: COUNCIL

Section 1. The Executive Council shall consist of the Officers of the Society, the two (2) Immediate Past Presidents, and three (3) Members at Large. The President is the Chairperson of the Council.

Section 2. Election of Members at Large

- A. Shall be nominated by the Nominating Committee. Additional nominations for this position may be made from the floor.
- B. The length of office will be two (2) consecutive years.
- C. Must be elected to the position by the voting members in attendance at the Business Meeting.
- D. Members at Large may not serve consecutive terms.

Section 3. Duties of the Executive Council

- A. The Council shall serve as the administrative authority of the Society.

- B. The Council shall receive and consider Committee reports.
- C. Recommend to the membership future Scientific Meeting sites.
- D. Establish a Nominating Committee to form a list for the office of President-Elect, Vice President, Secretary, Treasurer, Historian, and three (3) Council Members at Large.
- E. Three (3) Council Members at Large will be chosen by the membership to serve for a period encompassing two (2) Scientific Meetings. They will serve with vote. They cannot be immediately re-elected for Council Members at Large. One or two Council Members at Large shall be changed at each meeting to ensure continuity and to provide experience. The number elected depends on the number of Council members at Large with expiring terms. If a Council Member-At-large terminates office prior to the end of the two year tenure, the Executive Council shall appoint a replacement to serve the remainder of term for that Council Member At Large.
- F. If unforeseen circumstances arise that make it necessary to change the Scientific Meeting site or the Chairperson, the Executive Council will have the right to appoint a new site or Program Chairperson.

Section 4. Council Quorum.

- A. A majority of the Council shall constitute a quorum.

ARTICLE V: NOMINATING COMMITTEE

Section 1. A Nominating Committee will be established and function separately from the Council. The Immediate Past President will automatically be Chairperson of this Committee.

Section 2. The Nominating Committee will be composed of five (5) members total, which shall include the Chairperson and four (4) members. Members of the current Nominating Committee are not eligible for nomination by the Committee.

Two (2) members will be selected by the President and need to be approved by the Executive Council. Two (2) members must be selected by the active membership through vote during the Business Meeting. The previous Chairperson (now past President twice removed) will act as an Ex-Officio member of the Nominating Committee.

Section 3. Duties:

Solicits nominations for Officer and Member(s)-at-Large from the Society membership. All eligible nominations will be considered by the Nominating Committee. The Nominating Committee will prepare a slate for Officers and Member(s)-at-Large, send the slate to the membership at least one (1) month prior to the annual business meeting, and present the slate to the membership during the annual business meeting for election by vote.

ARTICLE VI: MEMBERSHIP COMMITTEE

Section 1. Composition.

- A. This Committee shall consist of five (5) Active Members as follows:  
 The President-Elect shall be the Chairperson of the Committee.  
 The President shall appoint two (2) members.  
 Two (2) additional members shall be nominated and elected by the membership at the Business Meeting
- B. Members of the Committee may not serve for more than two (2) consecutive one (1) year terms.

Section 2. Duties.

- A. This Committee shall consider all applications for membership, on a rolling basis.
- B. They shall recommend candidates for Membership to the Council, as they come in.
- C. Following Council approval, they shall circulate the names of proposed members to the Active Members of the Society, with a vote of the membership to be determined by the Committee and Council.

ARTICLE VII: NEWSLETTER COMMITTEE

Section 1. Composition.

- A. The Council will appoint the Editor and two Associate Editors of the Newsletter of the Society.
- B. Each individual may be appointed for more than one term.

Section 2. Duties.

- A. The Editor will attend the Council meeting and report annually to the membership. The Editor is present in a non-voting capacity.
- B. Organize and edit publication of the ASPN Newsletter.

ARTICLE VIII: BYLAWS COMMITTEE

Section 1. Composition.

- A. This Committee will consist of four (4) active members.
- B. The President shall name the Chairperson and the composition of the Committee.
- C. Members of the Committee may serve for additional terms.

Section 2. Duties.

- A. This Committee shall review the Bylaws yearly.
- B. They shall recommend any Bylaws changes and circulate this information to the membership one month prior to the Business Meeting.
- C. Bylaws changes will be approved by the membership at the Business Meeting by a majority vote of those present.

ARTICLE IX: FINANCE COMMITTEE

Section 1. Composition.

- A. This Committee shall consist of the President, President-Elect, Vice President, Treasurer, and three additional (3) active members.
- B. The Chairperson and members shall be named by the President.

Section 2. Duties.

- A. The Finance Committee shall review the budget as submitted by the Treasurer and make recommendations to the Executive Council as to the financial position of the Society.
- B. The Committee shall also select an outside auditor to complete an audit of the Society when there will be a changeover in the position of Treasurer.

ARTICLE X: TECHNICAL EXHIBITS COMMITTEE

Section 1. Composition.

- A. The Chairperson and members shall be named by the President.

Section 2. Duties.

- A. The Committee will oversee the establishment and maintenance of the American Society for Peripheral Nerve website.
- B. The Committee will bring issues regarding the website to the attention of the Executive Council.
- C. Linking our own website is allowed only within the "members only" section.
- D. The Committee shall encourage participation by industry and science in the exhibit area of the ASPN Scientific Meetings.
- E. The Committee shall introduce new technological developments among the industry for review by the membership in all aspects of peripheral nerve injuries.

ARTICLE XI: EDUCATION COMMITTEE

Section 1. Composition.

- A. The Committee shall consist of two (2) to four (4) active members.
- B. The Chairperson and members shall be selected by the President for one (1) year terms.
- C. Members are eligible to serve for up to three (3) consecutive terms.

Section 2. Duties.

- A. The Committee shall be responsible for establishing the educational goals for the Society and make recommendations as to the educational activities of the Society.
- B. The Committee shall work closely with the Scientific Program Committee of the Society and assist in developing a vision for long-term curriculum goals and coordination across meeting years.
- C. The Committee will publish Society educational goals for the upcoming meeting in the ASPN newsletter.
- D. The Committee will solicit suggestions and publish long-term curriculum goals in the ASPN newsletter.

ARTICLE XII: TIME AND PLACE COMMITTEE

Section 1. Composition.

- A. The Committee shall consist of the members of the Executive Council.
- B. The Executive Council Vice President shall be the chairperson of the Committee.
- C. Additional members may be added to the Committee upon recommendation of the Council and/or the membership.

Section 2. Duties.

- A. The Committee shall explore future sites for Scientific Meetings.
- B. The Committee shall evaluate joint meetings with the American Association for Hand Surgery and/or the American Society for Reconstructive Microsurgery.

ARTICLE XIII: PROGRAM COMMITTEE

Section 1. Composition.

- A. This Committee shall consist of not fewer than four (4) and not more than eight (8) active members.
- B. The President and the Chairperson shall determine the composition of the Committee.
- C. The President-Elect shall name the Chairperson-Elect.
- D. The Chairperson-Elect shall be a regular member of the Committee, and shall assume the role and duties of the Program Chairperson the following year. (The purpose of this arrangement is to add continuity to the Scientific Program, and for the upcoming Program Chairperson-Elect to have been named prior to the meeting that precedes his/hers.)
- E. Members of the Committee may serve for additional terms.

Section 2. Duties.

- A. The Committee will organize Scientific Meetings of the Society.
- B. The Committee will review submitted abstracts for consideration for presentation at Scientific Meetings.
- C. The Committee will insure that a Scientific Meeting is at least one (1) day in duration.
- D. The Committee will score Scientific Meeting presentations and posters for meeting awards.

ARTICLE XIV: CODING COMMITTEE

Section 1. Composition.

- A. This Committee will consist of at least three (3) active members.
- B. The President shall name the Chairperson and the composition of the Committee.
- C. Members of the Committee may serve for more than one term.

Section 2. Duties.

- A. The Committee will review coding classifications and current reimbursements relative to peripheral nerve.
- B. The Committee will formulate suggested coding and reimbursement schedules for submission to ICD-9, DRG, CPT, or APC governing bodies or other medically affiliated groups when the Society deems it advisable to prepare a public statement.

ARTICLE XIV: GRANT GENERATING AND DISTRIBUTION COMMITTEE

Section 1. Composition.

- A. This Committee will consist of at least six (6) active members.
- B. The Treasurer shall be the Chairperson of the Committee.
- C. The President shall name the additional members of the Committee.
- D. Members of the Committee may serve for more than one (1) term but not for more than three (3) consecutive terms.

Section 2. Duties.

- A. The Committee is charged with developing policy, exploring funding sources, and establishing a mechanism for requesting and evaluating grant applications.

ARTICLE XVI: EXECUTIVE COMMITTEE

Section 1. Composition

- A. This Committee will consist of the five (5) Officers, the President, President-Elect, Vice President, Secretary and Treasurer.
- B. The President shall be the Chair of the Committee.

Section 2. Duties

- A. The Committee is charged with oversight of the Society's management and activities during the interim between meetings of the Executive Council.

ARTICLE XVII: MEETINGS.

Section 1. There shall be one (1) or more scientific meeting(s) of the Society each year. There shall be at least one (1) Business Meeting of the Society each year.

Section 2. The meeting shall be of at least one (1) day duration.

Section 3. A quorum shall be defined as fifty-one percent (51%) of active members present.

Section 4. The rules contain Sturgis' Standard Code of Parliamentary Procedures which shall govern the Society.

Section 5. The Scientific meeting may be attended by members in good standing and all other individuals interested in the advancement of neural regeneration. All must pay a registration fee to attend the meeting; however, the Program Chairman of the Scientific Meeting has the right to invite special guests (non paying) to the Scientific Meeting.

ARTICLE XVIII: AMENDMENTS

Section 1. The proposed amendment to the Bylaws shall be submitted in writing to the Secretary and reviewed by the Executive Council. Amendments to the Bylaws may be enacted by a vote of fifty-one percent (51%) of the Active Members present at the Business Meeting.

Section 2. Proposed amendments must be circulated to the membership one (1) month prior to the Business Meeting.

ARTICLE XVIII: DUES AND FEES

Section 1. The entrance fee for new members shall be determined by the Executive Council.

Section 2. Annual dues for members and the method of payment shall be determined by the Executive Council.

- Section 3. The Treasurer shall notify all members in arrears of dues. Active members delinquent for more than one (1) year may be dropped from membership by action of the Executive Council. Failure to pay dues for two (2) years shall result in termination of membership.
- Section 4. Guest fees and registration fees for the Scientific Meetings shall be determined by the Executive Council.
- Section 5. A special assessment may be recommended by the Executive Council. It may be voted upon at the next occurring Business Meeting and it must be approved by fifty-one percent (51%) of the voting members in attendance before it can be levied on the members of the Society.
- Section 6. If the Society is disbanded, remaining funds will be contributed towards neural regeneration research as determined by the Council.

ARTICLE XIX: ETHICS AND DISCIPLINE.

- Section 1. The Executive Council may recommend to the membership expulsion of a member for actions deemed detrimental to the Society.

Updated January 2016