

New York City Society of Pediatric Otolaryngology (NYCSPO)

Official Bylaws

Adopted 3/18/25

1) **PURPOSE:** To provide an organization for the meeting of Pediatric Otolaryngology-Head and Neck Surgeons in the NYC area for the purposes of advancing knowledge, improving patient care and facilitating socialization and general fellowship between members. This organization will be known hereinafter in these bylaws as the Society or NYCSPO.

2) **MEMBERSHIP:**

i) **Categories:**

(1) Active Members

(a) Any Board-Certified Otolaryngologist who completed residency in 2000 or before, for whom 80% of their practice involves the care of children.

(b) Any Board-Certified Otolaryngologist who completed residency after 2000 and who completed a fellowship in pediatric otolaryngology.

(2) Emeritus Members: Any regular member who 1) has maintained continuous active membership for more than fifteen consecutive years, 2) who has served as a Director, 3) who is nominated for Emeritus Member status by a Director, and 4) whose Emeritus Member status is approved by a majority vote of the Board of Directors.

(3) Honorary Members: Honorary membership shall be in the sole discretion of the Board of Directors and may only be granted by a majority vote of the Board of Directors to individuals who have made noteworthy contributions to field of pediatric otolaryngology. Honorary member shall be entitled to participate in all activities of the society in the same manner as an Active Member except that they are not eligible for election to the Board of Directors

ii) **Application:**

(1) Candidates will submit their application in writing to the secretary, along with their first annual dues payments.

(2) Active membership applications will be approved by a vote of the board of directors.

iii) **Dues:**

(1) The annual dues shall be determined by the board of directors, initially set at \$150 on founding of the society.

- (2) Annual dues will be payable on January 31st of each calendar year for all active members
- (3) Non-payment of dues by March 1st will result in the loss of membership for any active member.

iv) **Expulsion:**

- (1) The Board may, on motion of any Director, consider the expulsion of any member for any non-discriminatory reason.
- (2) A member may be expelled from the Corporation only by a supermajority vote of the Board of Directors (four votes).
- (3) Before the Board of Directors votes on the issue of expelling a Member, the Member must be sent a written notice that sets forth in reasonable detail the reason(s) that expulsion is being considered.
- (4) Any incident(s) described in the notice should include the date, location, and witnesses known to the Board of Directors.
- (5) The Member shall have at least 20 days to respond in writing to the notice. If the Member requests an opportunity to address the Board in person as part of his or her response, the Board shall accommodate such request.
- (6) The decision of the Board concerning any expulsion shall be in writing and made part of the minutes of the Board meeting at which the vote occurs. The written decision shall be sent to the Member.

3) **ACTIVITIES:**

- i) The society will have an annual business meeting, which may be done either in person or via remote access, and which will be open to the entire membership. The agenda will be sent to the members at least 14 days in advance of this meeting. Minutes of this meeting will be recorded by the Secretary.
- ii) The society will have meetings of the board of directors as needed, at the discretion of the President. Minutes of these meetings will be recorded by the Secretary.
- iii) The society will have an annual academic conference, as well as other social and academic gatherings during the year, on a schedule determined by the board of directors.

4) **BOARD OF DIRECTORS**

i) **Officers:**

- (1) The society will have a voting board consisting of five elected officers, who will serve without compensation

- (2) President (2 year term). The president will preside over the annual business meeting and any other meetings conducted by the society. The president will be responsible for attending board meetings, vision, quality improvement, cohesion, communication, and membership satisfaction
- (3) Secretary (2 year term). The secretary will also be the president elect, assuming the office of presidency when the president's term is completed, or in the case that the president resigns or is removed from office. The secretary will also preside over any official activity in a situation when the president is temporarily unable to do so. The secretary will be responsible for attending board meetings, the membership database, the annual meeting calendar and the management of elections.
- (4) Treasurer (2 year term). The treasurer will be responsible for attending board meetings, collecting dues, monitoring the bank account, paying expenses, financial planning and communication with the NYCSP0 accountant. The treasurer will also be the secretary elect, assuming the office of secretary when the secretary's term is completed, or in the case that the secretary resigns or is removed from office.
- (5) First member-at-large (2 year term). A member at large will serve as a voting member of the board, will attend all board meetings, and will assume responsibilities on an ad hoc basis on the direction of the President.
- (6) Second member-at-large (2 year term). A member at large will serve as a voting member of the board, will attend all board meetings, and will assume responsibilities on an ad hoc basis on the direction of the President.
- (7) No individual serving as president, secretary or treasurer may run again for any board position for the two years following their term in office, unless no other qualified candidate is willing to run.
- (8) No individual serving as member-at-large may run again for this office for the two years following their term in office, unless no other qualified candidate is willing to run. However, they may run for treasurer immediately after finishing a term as member-at-large.

ii) **Elections:**

- (1) The board of directors will be elected by active members in good standing at the time of the election. This will be done by email voting, or by any other means of voting at the discretion of the Secretary, following the approval of the board of directors.
- (2) Active or Emeritus members in good standing wishing to run for any office will submit a notification of their candidacy in writing to the secretary no earlier than 60 days prior to the annual academic conference, and no later than 30 days prior to the annual academic conference.
- (3) The secretary will announce the members running for office once the window for candidate submission has closed.
- (4) Votes will be cast over a 14 day period ending at noon of the day prior to the annual academic conference.

- (5) The winning candidate for any office will be the one receiving a plurality of votes cast. In the unlikely event of a tie, the winning candidate will be determined by vote of the Board of Directors.
- iii) **Removal:**
 - (1) A Director may only be removed from office by unanimous vote of the remaining four board members, after which a special election will be called to replace this Director for the remainder of the term.
- iv) **Inaugural and subsequent board elections:**
 - (1) At the inaugural election in 2025, the membership will elect a president, a secretary and a treasurer.
 - (2) In 2026, the membership will elect two members-at-large.
 - (3) Subsequent to 2026, elections will be held for members-at-large in even number years and treasurer in odd number years. The treasurer will then ascend through the board positions as outlined above, barring any director's removal or resignation.

5) **AMENDMENT OF THE BYLAWS:**

- (1) These bylaws were adopted by the founding board of the society on February 10th, 2025, and subsequently edited for clarity on March 18th, 2025
- (2) Any subsequent changes or additions to these bylaws will require the approval of a two thirds majority of active members in good standing, with voting run in the same fashion as the board elections, by the Secretary.