

BYLAWS

KENTUCKY SOCIETY OF ANESTHESIOLOGISTS

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ARTICLE I – NAME OF THE SOCIETY AND MEMBERSHIP IN THE SOCIETY

This Society shall be known as the Kentucky Society of Anesthesiologists and is a state society of the Board of Directors of the American Society of Anesthesiologists, Inc. The members of this Society shall be physicians (MD's, DO's) with a license to practice medicine in the State of Kentucky and who practice anesthesiology or pain medicine with good standing and have made appropriate application. The members of this Society must be members of the American Society of Anesthesiologists. The categories and requirements of the Society shall be as defined in the Bylaws of the American Society of Anesthesiologists, Inc.

ARTICLE II – PURPOSES OF THE SOCIETY

It shall be the purpose of this Society to associate and affiliate into one organization all of the reputable doctors of medicine and osteopathy in the State of Kentucky, who are engaged in the practice of, or are otherwise interested in the medical specialty of anesthesiology; to encourage specialization in this field and in other ways to make available to more people the benefits to be derived from the services of qualified anesthesiologists; to raise the standards of the specialty by fostering and encouraging research and scientific progress in anesthesiology; to disseminate information in regard to anesthesiology; to protect the public against irresponsible and unqualified practitioners of anesthesiology; to promote editing and publishing in the field of anesthesiology and related fields; to safeguard the professional interests of its members, and in all ways to develop and further the specialty of anesthesiology for the general elevation of the standards of medical practice.

ARTICLE III – OFFICERS OF THE SOCIETY

Section 1. The officers of this Society shall be a President, a Vice President, a Secretary-Treasurer, and an Assistant Secretary-Treasurer, who shall be elected by the members of this Society in the manner and for the terms of office hereinafter provided.

Section 2. The Director and Alternate Director to the American Society of Anesthesiologists, Inc., shall be elected in the manner and for the terms of office hereinafter provided.

ARTICLE IV – ANNUAL SESSION

This Society shall hold an Annual Session which shall be open to all members, and during which there shall be held scientific and business meetings. The election of officers shall also take place at the Annual Session. The Annual Session shall be held at the time and place fixed by the Executive Committee. The President, or in his/her absence, the Vice President, shall preside at all meetings of the Society, including the Annual Session.

ARTICLE V – LEGISLATIVE AND GOVERNING BODY

Section 1. The membership in attendance at an Annual Session shall be the primary legislative and governing body of this Society.

Section 2. The Executive Committee shall meet at least once each calendar year and at the call of the President. It shall have authority to act in the interim between the meetings of the Society upon all matters. The Executive Committee shall consist of the President, Vice President, Immediate Past President, Secretary-Treasurer, Assistant Secretary-Treasurer, Director and Alternate Director to the American Society of Anesthesiologists, Inc.

Article VI – ELECTION, TERMS OF OFFICE AND DUTIES OF OFFICERS

Section 1. The term of office of the President, Vice President, Secretary-Treasurer, and Assistant Secretary-Treasurer shall be for one year. They shall be elected at the Annual Session of the Kentucky Society of Anesthesiologists and shall assume office at the end of the Annual Session of the Kentucky Society of Anesthesiologists. The Director and Alternate Director shall be elected to three (3) year terms by the membership at the Annual Session when the terms expire and shall assume office at the end of the Annual Session at which they are elected.

Section 2. It shall be the duty of the President to counsel with all Officers, Delegates, and members toward the best interests of the public and this Society; to attempt to further the aims and activities of this Society to the fullest extent and to perform such other services as custom, necessity and parliamentary usage require. The President shall serve as the Presiding Officer of the Executive Committee, as well as preside at all major social and business functions of the Annual Session.

Section 3. The Vice President shall counsel with the President on matters affecting the future of this Society and shall otherwise prepare for assuming the leadership of this Society. In the event of the

death, resignation, or removal of a President, the Vice President shall become President for the remainder of the President's one year term.

Section 4. The Secretary-Treasurer shall supervise and handle the administrative matters of this Society, and shall act as the corporate secretary insofar as the execution of official documents, or institution of official actions is required. He or she shall be the custodian of all moneys, securities and valuable papers of this Society, as well as ensure that all authorized financial obligations of this Society are paid. He or she shall ensure a detailed account of all receipts and disbursements, and make such reports about them as requested by the Executive Committee, as well as an annual financial report at the Annual Session of the Society.

Section 5. The Assistant Secretary-Treasurer shall assist the Secretary-Treasurer in the performance of his or her duties, and in his or her absence shall perform the Secretary-Treasurer's responsibilities. In the event of the death, resignation or removal of the Secretary-Treasurer, the Assistant Secretary Treasurer shall become the Secretary-Treasurer of the remainder of the one year term. In the event that the Assistant Secretary-Treasurer is elevated to Treasurer and the office of Assistant Secretary-Treasurer is vacant, the Executive Committee may appoint a member of the KSA to the office to fill the remainder of the one year term.

Section 6. The Director and Alternate Director shall represent this State Society to the Board of Directors of the American Society of Anesthesiologists, Inc. In the event of the death, resignation or removal of the Director, the Alternate Director shall become the Director for the remainder of the three year term. In the event that the Alternate Director is elevated to Director and the office of Alternate Director is vacant, the Executive Committee may appoint a member of the KSA to the office to fill the remainder of the three year term.

Section 7. All Officers and other members elected to office shall serve until the successors have been duly elected and have assumed the duties of their offices.

Section 8. Election of Officers and other Officials at the Annual Session shall be by secret ballot unless a single candidate is nominated for an office, whereupon the vote may be taken via voice. A majority of the votes cast shall be necessary to elect. If on any ballot no nominee shall receive a majority, the name receiving the smallest number of votes shall be dropped, and the balloting shall proceed in that manner until a majority is obtained.

Section 9. The Executive Committee shall present to the membership at the Annual Session the names of candidates for all officers whose term expires in that year or for vacancies in any office.

ARTICLE VII – FUNDS AND EXPENSES

Funds for this Society shall consist of monies paid by individual members, voluntary contributions, from bequests, patents and copyrights, by income from the Society's publications, investments and

in any other manner approved by the Executive Committee. Funds may be appropriated by the membership at the Annual Session and by the Executive Committee to defray the expenses of this Society and for such other purposes as will promote the welfare of anesthesiology.

ARTICLE VIII – REFERENDUM

The membership in meetings at the Annual Session may, by a two-thirds vote of the members present at a meeting thereof, order a general referendum on any questions pending before these bodies. The question shall then be submitted to the voting members of this Society who may vote by mail or electronic mail, and if the members voting shall comprise a majority of the members of this Society, a majority vote of the members shall determine the question.

ARTICLE IX – AMENDMENTS

The membership of this Society may amend the Bylaws in either of two ways: a. two-thirds majority of the members present at any Annual Session, provided that any such amendments shall have been recommended by the Executive Committee and forwarded in written form to the entire membership; b. by a three-fourths majority of those voting at any Annual Session.