

**BYLAWS**  
**OF**  
**THE AMERICAN SOCIETY FOR AESTHETIC PLASTIC SURGERY, INC.**

AMENDED AND RESTATED JANUARY 1, 2022

**Society Purposes**

- 1.1** To bring into close association those members of the medical profession who are actively engaged, wholly or partly, in the practice of aesthetic surgery or any of its phases including cosmetic medicine;
- 1.2** To advance the medical profession in general, and specifically, that area of the medical profession dealing with aesthetic surgery;
- 1.3** To promote and encourage the highest standard of ethical conduct and responsible patient care among aesthetic plastic surgeons;
- 1.4** To provide, through scientific meetings and other recognized means of communications for the interchange of ideas and knowledge among qualified aesthetic surgeons;
- 1.5** To gather and disseminate information concerning the development and application of modern aesthetic surgical techniques;
- 1.6** To promulgate the importance of training in aesthetic plastic surgery among younger surgeons and trainees; and
- 1.7** To promote and advance the name and purpose of this Society before the scientific body of medicine; and
- 1.8** To promote and advance the subspecialty of aesthetic surgery so that it may maintain its proper place within the field of plastic surgery.

**Membership**

- 2.1 General Qualifications and Categories.** The membership of the Society will consist of licensed physicians limiting their professional endeavors to the practice of plastic surgery and certain other physicians who have made outstanding contributions to aesthetic surgery who fulfill the requirements of these Bylaws and agree to comply with the Society's Code of Ethics and Conflict of Interest Policy. Categories of membership will consist of the following categories: Founding, Life, Active, International Active, and Honorary.
- 2.2 Specific Qualifications for Admission.**
  - 2.2.1 Founding.** Founding members are those individuals who, because of their outstanding qualifications and achievements, were elected to Founding membership during the first official meeting of the Society held in the City of New Orleans, Louisiana, on October 27, 1968. No additional Founding members will be added. Founding members will enjoy all the rights and privileges of Active or Life Membership.
  - 2.2.2 Life.** Requests for Life membership must be submitted in writing to the Secretary. Founding, Active, and International Active members who have completely and permanently retired from the practice of plastic surgery may apply for Life membership. Life members will receive all Society publications and mailings by payment of appropriate fees. They may serve on committees, excluding the Nominating Committee, by appointment and may sponsor applicants for membership. Life members will not pay dues, vote or hold office. They will

have the right, by payment of appropriate fees, to attend any and all functions of the Society. The granting of Life membership requires the approval of the Board of Directors. Application for Life membership may be made at any time. If a Life member re-enters the active practice of plastic surgery, the Life member is obligated to request reinstatement to Active membership in the Society.

**2.2.3 Active.** Active members will be plastic surgeons of high moral standing and professional qualifications who are citizens of the United States of America, or its territories, or Canada, who have been certified by the American Board of Plastic Surgery, Inc., or certified in plastic surgery by the Royal College of Physicians and Surgeons of Canada. They must be actively involved in the practice of plastic surgery and must devote a significant part of their professional effort to aesthetic surgery. Active members will enjoy all privileges of membership including the right to vote and hold office.

Citizens of other nations, who have actively engaged in the practice of plastic surgery in the United States or Canada for at least two (2) years, who indicate their intention to reside permanently in the United States or Canada and who meet all of the other requirements, may be admitted to Active membership.

Active members who cease to reside and practice in the United States or Canada may retain their Active membership. Upon recommendation of the Application Review Committee and approval of the Board of Directors, they may become International Active members or by invitation, Honorary members of the Society.

To be considered for election to Active membership, a surgeon must be sponsored by two Active or Life members, at least one of whom will be from the same geographical region as the applicant (as defined by the Board) and who will have personal knowledge of the applicant's competence and ethical standards. No sponsor may be a professional associate of the applicant. Only Active/Life members may sponsor applicants for Active membership.

The applicant's application and supporting documents will be reviewed by the Application Review Committee. The Application Review Committee will forward all names of applicants to the Board of Directors, which will consider and vote whether each applicant will be rejected, tabled, or voted into membership.

**2.2.3.1 Accredited Surgical Facilities.** All Active Members who perform surgery in the United States or Canada under anesthesia, other than local anesthesia and/or minimal oral or intramuscular tranquilization, must perform surgery in a surgical facility that meets at least one of the following criteria: a) accredited by National or State recognized accrediting agencies or organizations; or b) certified to participate in the Medicare program under Title XVIII and/or licensed by the state where the facility is located. Compliance is a requirement of membership and each member will annually sign and return to The Aesthetic Society a statement attesting to compliance. Upon request, compliance will be waived for Active Members serving in the military. Failure to comply with The Aesthetic Society's accredited surgical facility requirement will lead to sanctions up to and including expulsion from membership. After expulsion for one (1) year, a previous member may apply to the Trustees for reinstatement as a member.

**2.2.3.2 Breast Implant Device Registration.** All Active Members who perform breast implant

surgery must register the implant devices through any one of the manufacturers approved methods. Compliance is a requirement of membership, and each member will annually sign and return to The Aesthetic Society a statement attesting to compliance. Failure to comply with The Aesthetic Society's breast implant device registration requirement will lead to sanctions up to and including expulsion from membership. After expulsion for one (1) year, a previous member may apply to the Trustees for reinstatement as a member.

- 2.2.4 International Active.** International Active members will be surgeons of high moral, professional and ethical standing engaged in the practice of plastic surgery who have evidenced special interests and attainment in the field of aesthetic surgery. Applicants must be a member of a national plastic surgery society acceptable to the Board of Directors, or a member of the International Society of Aesthetic Plastic Surgery (ISAPS). Individuals under consideration for International Active membership must sign a pledge to adhere to the Society's Bylaws, Conflict of Interest Policy, and Code of Ethics.

To be considered for election to International Active membership a surgeon must be sponsored by an Active, International Active or Life member and obtain a letter of recommendation for membership by a member of ISAPS or a member of a national plastic surgery society acceptable to the Board of Directors. Qualifications must be reviewed and approved by the Application Review Committee and the Board of Directors, respectively. International Active members will enjoy all privileges of the Society except the right to vote and hold office. International Active members will pay dues to be determined annually by the Board of Directors.

- 2.2.4.1 Breast Implant Device Registration.** All International Active Members who perform breast implant surgery must register the implant devices through any one of the manufacturers approved methods. Compliance is a requirement of membership, and each member will annually sign and return to The Aesthetic Society a statement attesting to compliance. Failure to comply with The Aesthetic Society's breast implant device registration requirement will lead to sanctions up to and including expulsion from membership. After expulsion for one (1) year, a previous member may apply to the Trustees for reinstatement as a member.

- 2.2.5 Honorary.** This category of membership will be by invitation only and reserved for persons that the Society wishes to honor for their outstanding contributions, directly or indirectly, to the field of aesthetic plastic surgery in its widest sense. Honorary members will be physicians of high moral, professional, and ethical standing who do not qualify for Active or International Active Membership.

To be considered for election to Honorary membership the individual must be sponsored by two Active members and their qualifications must be reviewed and approved by the Application Review Committee and the Board of Directors, respectively. Honorary members will enjoy such privileges of the Society as determined by the Board of Directors except for the right to vote and hold office. Honorary members will pay dues to be determined annually by the Board of Directors. Only Active members may sponsor applicants for Honorary membership and an Active member may sponsor only one (1) applicant for Honorary membership each year.

- 2.3 Approval Procedures.** The names of the applicants will be submitted to the membership for

their review and comment at least 30 days in advance of the vote of the Board of Directors. The Application Review Committee will review all comments received from the membership and will then forward all names of applicants to the Board of Directors and will signify which applicants are recommended to be tabled for six (6) months or one (1) year, which applicants are recommended for rejection for two (2) years, and which applicants are recommended for membership. Applicants receiving approval of four-fifths (4/5) of the members of the Board of Directors will be admitted to membership. An applicant rejected for membership may reapply two (2) years thereafter. The Secretary will inform all applicants and each member of the Society of the action taken. New members must sign a pledge to adhere to the Society's Bylaws, Conflict of Interest Policy, Code of Ethics, Breast Implant Device Registration requirement, and for Active members, to operate only in accredited surgical facilities.

## **Board Officers**

**3.1 Officers.** The Society will have the following officers: President, President-Elect, Vice President, Secretary, Treasurer and Parliamentarian.

**3.2 Election and Term of Office.** The President-Elect, Vice President, Secretary, and Treasurer will be Active members elected at the annual meeting of the membership by a majority vote of the Active members present. The President-Elect will automatically succeed to the Office of President and will become President at a special ceremony held at a time specified by the Board of Directors. The Parliamentarian will be appointed to the office by the President when the President assumes office. All officers will serve for a term of one (1) year or until their successors will have been duly elected or appointed. All officers will be members of the Board of Directors with the power to vote on any and all matters before the Board.

### **3.3 Duties.**

**3.3.1 President.** The President is the principal executive officer of the Society and will serve as Chair of the Board of Directors and will also serve as a member, ex-officio with the right to vote, on all committees of the Society except the Nominating Committee. The President will preside at all meetings of the membership of the Society and will perform such other duties as are incident to the office of President or as may be assigned by the Board of Directors.

**3.3.2 President-Elect.** The President-Elect will perform such other duties as may be assigned by the President or the Board of Directors. The President-Elect will organize and chair strategic planning meetings and will succeed to the Presidency upon the expiration of the President's term or in the event of the President's death, resignation, absence, or inability to act. At the written request of the President and notification of the Board of Directors, the President-Elect will perform the duties of the President until such request is rescinded or the President-Elect is elevated to President.

**3.3.3 Vice President.** The Vice President will generally assist the President in the performance of the President's duties and will perform such other duties as the Board of Directors or the President may from time-to-time assign.

**3.3.4 Secretary.** The Secretary will oversee the official recordings, documentation, notifications, communications, and correspondences of the Society and the Board of Directors.

**3.3.5 Treasurer.** The Treasurer will oversee the collection and receipt of all dues and funds due the Society, for the proper deposit, investment, and dispersal of all funds held by the Society, and for document preparation and payment of all taxes related to the Society and its activities. The Treasurer, in conjunction with the Chair of the Finance and Investment Committee, will also be responsible to ensure that an audit by an independent certified public accountant be performed, analyzed, and reported to the Board of Directors not less than annually and to the membership at the annual business meeting.

**3.3.6 Parliamentarian.** The Parliamentarian will be appointed by the President when the President assumes office. The Parliamentarian's principal duties will be to advise the President, to rule on questions of parliamentary law, and to monitor conflicts of interest pursuant to the Conflict of Interest Policy. All meetings and other proceedings of the Society and its committees, except as otherwise provided in these Bylaws, will be governed by the parliamentary rules and usages contained in the current edition of *American Institute of Parliamentarians Standard Code of Parliamentary Procedure*.

### **Executive Committee**

**4.0 Executive Committee.** The President, President-Elect, Vice President, Secretary, Treasurer and Immediate Past President will constitute the Executive Committee. It will be the duty of the Executive Committee, upon call of the President, to consider and act upon such matters that may arise and require a decision between meetings of the Board of Directors. Any action considered and taken by the Executive Committee will be recorded in minutes presented to the Board of Directors at its next meeting that will indicate the members of the Committee present, the nature of the urgent business, and action taken by the Executive Committee. The Executive Committee is also charged with strategic planning in order to develop long-range goals, objectives, and programs for the Society.

### **Board of Directors**

**5.1 Powers.** The governing body of the Society will be the Board of Directors which will supervise, control and manage the affairs of the Society, including its committees and officers. It will receive reports at such times as may be required from each Commissioner, from the Chair of each standing committee, each officer, and from the Executive Director.

**5.2 Number and Qualifications of Directors.** The Board of Directors will consist of the following seventeen (17) voting members:

**5.2.1** All six (6) officers of the Society.

**5.2.2** The Immediate Past President, who is also a Trustee.

**5.2.3** The President or designated representative of the Aesthetic Surgery Education and Research Foundation.

**5.2.4** Nine members-at-large. Members-at-large will be elected by the Active Membership at the annual meeting and will serve for three (3) year terms and a maximum of two consecutive terms. The election of members-at-large will be staggered such that three members-at-large are to be elected at each annual meeting.

**5.3 Non-Voting Advisors and Auditors.** The Commissioners, the Chair of each of the standing committees and the remaining five trustees will serve as advisors to the Board without the right to vote. The Board of Directors may, at its discretion, invite other auditors who will attend without the right to vote.

**5.4 Meetings.** A meeting of the Board of Directors will be held in conjunction with the Annual Meeting of the membership. Additional meetings may be called by the President or upon the written request of any three (3) voting members of the Board. Notice of meetings will be given not less than five (5) days before the meeting. All meetings of the Board of Directors may be held by any means which permits all participants to hear each other.

**5.5 Quorum and Voting.** More than fifty percent (50%) of the voting Board members will constitute a quorum for the transaction of business and the action of a majority of the members present and voting at a meeting at which a quorum was initially present will constitute a valid action of the Board.

**5.6 Consent Calendar.** The consent calendar procedure will be an acceptable method for presenting relatively non-controversial or informational reports as a group for vote by the Board of Directors. Any items placed on the consent calendar will have been circulated in full text at least fifteen (15) days in advance, with any summary and recommendations as indicated. Any voting member of the Board of Directors may request removal of any item from the consent calendar for separate discussion and action.

**5.7 Vacancies.** Vacancies in any elected or appointed office, other than the office of the President and the President-Elect, may be filled for the balance of the term by the Board of Directors at any meeting. The office of President will be filled by the then incumbent President-Elect and the office of President-Elect will be filled by a vote of the membership.

## **Trustees**

**6.1 Composition.** The Trustees will consist of six (6) members of the Society, each of whom must be a past elected officer or director of the Society. The three (3) most immediate Past Presidents willing and able to serve will automatically be Trustees. The other three (3) will be elected by the Active Members. The most immediate Past President serving as a Trustee will be the Chair. Trustees will not serve on either the Ethics Committee or the Judicial Council during their term of office.

**6.2 Election, Term, and Re-election.** At each annual meeting of the Society, one (1) Trustee will be selected to serve a three (3) year term. In the event of a vacancy, the Board of Directors will appoint a replacement, whose term will expire at the next Annual Meeting when the position will be filled by a vote of the membership, except as provided by automatic appointment of a Past President. Any Trustee who has served a full three (3) year term will be ineligible to serve as a Trustee until at least one (1) year has elapsed between terms.

**6.3 Duties.** The Trustees will act as advisors to the officers of the Society and will determine or approve any awards or citations which the Society may make. The Trustees also will act as the appellate body for any appeals of adverse disciplinary decisions by the Judicial Council.

## **Society Advisory Bodies**

**7.1 Commissions.** The Society will have the following Commissions, which will report to the Board of Directors: Administrative, Communications, Education, and Membership. The charge of each commission is to develop, organize, oversee and coordinate the directives and activities of the standing committees and ad hoc bodies within their charge. Each Commission will function under the direction of the Board of Directors and will report through the Executive Committee. Each Commission will be headed by a Commissioner and a Vice-Commissioner who will be designated by the President and approved by the Board of Directors. The terms of the Commissioner and the Vice-Commissioner will not exceed three (3) years unless otherwise approved by the Board of Directors to address unusual or specific circumstances. Each Commissioner will be an *ex-officio* member of the Finance and Investment Committee, with vote.

**7.2 Standing Committees.** Those committees mandated within the Bylaws of the Society will be considered standing committees. Unless otherwise specified, each standing committee will consist of as many members as the President deems advisable. Members will be appointed to each standing committee by the President for a term of one (1) year. There will be no limit to the number of terms a member may serve and the President will attempt to maintain continuity of committee membership in making appointments. Unless otherwise specified, the President will also designate the Chair of each standing committee and, if deemed appropriate, may also designate a Vice-Chair.

**7.3 Ad Hoc Bodies.** The President, with the approval of the Board of Directors, will appoint or dissolve such other committees, subcommittees, work groups or task forces as may be necessary to carry out the purposes of the Society. Such ad hoc bodies will work in conjunction with and, be responsible to, the standing committee or Commission to which they may be assigned by the President.

**7.4 Resignation and Vacancies.** Committee members may resign by giving written notice to the President or the Secretary. Unless otherwise provided by these Bylaws, vacancies occurring between annual meetings will be filled by the officer making the original appointment, or by the Board of Directors if originally elected by either the Board of Directors or the Membership.

## **Commissions and Standing Committees**

**8.1 Administrative Commission.** The Administrative Commission is charged with the management of society finances, policies, procedures, industry relations, and technology investments. The Administrative Commission will consist of the following standing committees: Aesthetic One, Aesthetic Neural Network (ANN), Bylaws, Conflict of Interest, Ethics, Finance and Investment, Inclusion and Diversity, Industry Exhibits, Industry Policy, Industry Support and Product Development and Market Research.

**8.1.1 Aesthetic One.** The Aesthetic One Committee is charged with overseeing the development of, and recommending further refinements and improvements to, Aesthetic One, an integration of the Aesthetic App for Patients and the Aesthetic App for Surgeons.

**8.1.2 Aesthetic Neural Network (ANN).** The ANN Committee is charged with providing oversight on the development of the ANN platform for data collection as well as business and financial aspects with recommendations submitted to the Board of Directors. The Committee also makes recommendations regarding member educational products to assist

members to integrate ANN into their practice business decision-making.

- 8.1.3 Bylaws.** The Bylaws Committee is charged with the periodic review of the Bylaws and Code of Ethics and to recommend amendments to these documents to ensure that they remain current and properly reflect the growth and development of the Society.
- 8.1.4 Conflict of Interest.** The Conflict of Interest Committee is charged with review and oversight of compliance with the conflict of interest policies of the Society. The Committee is further charged with periodic review of the conflict of interest policies of the Society to maintain transparency and independence within the leadership of the Society and adherence with any laws, regulations, or statutes applicable to members, leadership, employees, consultants, or other agents as pertaining to Society function or involvement.
- 8.1.5 Ethics.** The Ethics Committee will consist of six (6) Active members. Members will be elected by majority vote of the Active members present at the annual meeting of the Membership. Members will serve a three (3) year term with two (2) members being elected each year to ensure continuity of the activities of the Committee. The Nominating Committee will select candidates for election to the Ethics Committee, so as to insure an equitable geographic representation by the Ethics Committee. Additional nominations may be made from the floor at the annual meeting of the membership, providing that equitable geographic representation is maintained. The President will designate the Chair of the Committee. The Ethics Committee will review, and if deemed sufficient, investigate complaints alleging violations of the Society's Code of Ethics, Conflict of Interest Policy, Bylaws, rules and regulations, or any conduct detrimental to the reputation and best interests of the Society or inconsistent with its purposes. The Committee may initiate investigations at its discretion without a formal complaint from a member. In the event that the Committee determines that a violation may have occurred, it will present to the Judicial Council and, in the event of an appeal, before an appellate body consisting of the Trustees. Such investigations and hearing will be governed by regulations established by the Society. The Board of Directors will attempt to maintain an equitable geographic representation in filling such vacancies.
- 8.1.6 Finance and Investment.** The Finance and Investment Committee will consist of the President-Elect, Vice-President, Secretary, Treasurer, commissioners, and up to eight (8) members appointed by the President for a term of one (1) year. The Committee will consider all matters concerning the financial affairs of the Society and make recommendations based on its considerations to the Board of Directors.
- 8.1.7 Inclusion and Diversity.** The Inclusion and Diversity Committee will proactively collaborate with other committees to review and implement programs and policies that support the Society's commitment to diversity and fostering an inclusive culture.
- 8.1.8 Industry Exhibits.** The Industry Exhibits Committee is charged with promoting, coordinating and evaluating companies, finances, and configurations for suitable commercial exhibits at the Society's meetings.
- 8.1.9 Industry Policy.** The Industry Policy Committee is charged with collecting and documenting issues related to compliance with the Society's Industry Relations Policies, to evaluate complaints or potential violations of appropriate industry conduct, and to promote appropriate and compliant industry relationships with the Society. The Committee is also



charged with periodic review of the Industry Relations Policies.

**8.1.10 Industry Support.** The Industry Support Committee will be responsible for obtaining and overseeing all industry support for Society activities and assuring compliance with governmental regulations and continuing medical education requirements which concern Society and corporate interactions.

**8.1.11 Product Development and Market Research.** The Product Development and Market Research Committee will develop member service products and marketing strategies appropriate for the Society and its members.

**8.2 Communications Commission.** The Communications Commission will study the Society's communications needs and make recommendations to the Board of Directors, with appropriate fiscal notes. The Communications Commission will develop, coordinate, and evaluate all communications activities under the direction of the Board of Directors. The Communications Commission will include the following standing committees: Media Relations, Publications, and Website.

**8.2.1 Media Relations.** The Media Relations Committee will function to coordinate national spokespersons resources for the Society including appearances and media publications, assist in development of original content for the Society's website and social media accounts, and generally supervise and carry out the public education program of the Society as directed by the Communications Commission. The Committee members will be responsible for advising on new developments, trends, or anything newsworthy that might benefit the Society in terms of coverage or content for traditional and social media purposes.

**8.2.2 Publications.** The Publications Committee will be responsible for matters related to the finances, production, and dissemination of all print and electronic publications and regular internal communications of the Society. *Aesthetic Surgery Journal*, *Aesthetic Surgery Journal Open Forum*, and *Aesthetic Society News* are the official publications of the Society.

**8.2.3 Website.** The Website Committee will be responsible for developing and recommending editorial policies, procedures, and guidelines for publishing and disseminating information on the Society's websites. The Committee will also be responsible for making recommendations to improve content, organization, discoverability, design, and accessibility, to meet the needs of members and consumers.

**8.3 Education Commission.** The Education Commission will evaluate and coordinate all educational activities of the Society under the direction of the Board of Directors. The Commission will also study the Society's educational needs and make recommendations to the Board of Directors with appropriate fiscal notes. The Commission will perpetuate the Society's accreditation status with the Accreditation Council for Continuing Medical Education, to sponsor continuing medical education. The Education Commission will include the following standing committees: Aesthetic Training, Continuing Medical Education, Program, and Symposium.

**8.3.1 Aesthetic Training.** The Aesthetic Training Committee will oversee the Society's Endorsed Aesthetic Fellowship Program and other activities to promote aesthetic surgery education in plastic surgery training programs.

**8.3.2 Continuing Medical Education.** The Continuing Medical Education Committee is charged

with overseeing that the rules and regulations governing the granting of Continuing Medical Education by the ACCME (Accreditation Council for Continuing Medical Education) and other bodies are in full observation and compliance, that the Society maintains its ability to grant Category 1 Continuing Medical Education Credits, the procedure for documentation and resolution of conflict of interest pertaining to educational functions are strictly observed, and that appropriate documentation is in place to support this endeavor.

**8.3.3 Program.** The Program Committee will supervise the program arrangements for the annual scientific meeting and make suggestions to the Education Commission. The Program Committee will also select the scientific exhibits to be shown at the annual meeting.

**8.3.4 Symposium.** The Symposium Committee will oversee all jointly provided, co-sponsored and endorsed symposia.

**8.4 Membership Commission.** The Membership Commission is charged with the promotion, facilitation, and development of membership at all levels, to identify and promote leadership within the Society, and to create a membership environment that is fair, open, diverse, and inclusive. The Membership Commission will consist of the following standing committees: Application Review, International, Nominating, Women Aesthetic Surgeons, and Young Aesthetic Plastic Surgeons.

#### **8.4.1 Application Review Committee.**

**8.4.1.1 Composition.** The Application Review Committee will consist of eleven (11) members; a Chair, who is a previous voting member of the Board of Directors, appointed by the President and who may be re-appointed for not more than two (2) additional years by succeeding Presidents; and ten (10) other members who will be elected for three (3) year terms by the Membership from nominees submitted by the Nominating Committee. Additional nominations may be made from the floor at the annual meeting of the membership, providing that equitable geographic representation is maintained. The Nominating Committee will propose one nominee for each expiring term from the following geographic areas:

|  |  |
|--|--|
| <b>Section 1: Northeast</b><br>Connecticut, Delaware, District of Columbia, Maryland, Maine, Massachusetts, New Hampshire, New Jersey, Pennsylvania, Rhode Island, Upstate New York, Vermont | <b>Section 2: Southeast</b><br>Alabama, Arkansas, Georgia, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, US Territories, Virginia |
| <b>Section 3: Midwest</b><br>Illinois, Indiana, Iowa, Kansas, Kentucky, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, West Virginia, Wisconsin                  | <b>Section 4: South Central</b><br>Arizona, Colorado, New Mexico, Oklahoma, Texas, Utah  |
| <b>Section 5: Northwest</b><br>Alaska, Idaho, Montana, Oregon, Washington, Wyoming   | <b>Section 6: Far West</b><br>Hawaii, Nevada, Northern California  |
| <b>Section 7: Canada</b>   | <b>Section 8: Southern California</b>  |
| <b>Section 9: New York Metro</b>   | <b>Section 10: Florida</b>   |

**8.4.1.2 Membership Election of Committee Nominees.** All nominees must have given their prior consent. The Membership will elect representatives from rotating geographical regions at each annual meeting. New members for the Application Review Committee will be elected annually from among nominees for the geographic areas whose representatives' terms expire.

The President, at the request of the Application Review Committee Chair, will appoint additional ad hoc members to the Committee from specific geographical areas as needed to help with the evaluation and investigation of applications for membership from those geographic areas. The term of these ad hoc members will expire at the subsequent annual meeting.

**8.4.1.3 Application Investigations.** It will be the responsibility of the Application Review Committee to investigate and act upon all applications for membership received. Before recommending an applicant for Active membership, the Committee will be satisfied as fully as reasonably possible that the applicant has complied with the laws of their state or territory in the United States or their province in Canada relative to the practice of medicine and that such applicant is of good and professional character, standing and reputation, that the applicant meets all requirements for Active membership and that this admission would serve the best interests of the Society. The Application Review Committee will also review the qualifications and the recommendations concerning applicants for Honorary and International Active membership. The Application Review Committee will submit the data assembled by it, together with its recommendations for or against each applicant, to the Board of Directors.

**8.4.2 International.** The International Committee will function as a liaison with the International Aesthetic Surgery Community and promote international outreach of the Society in terms of involvement, membership, and education.

**8.4.3 Nominating.** The Nominating Committee will select applicants for the various elective offices and other elected positions and for the at-large positions on the Board of Directors for submission to the Membership not less than fifteen (15) days prior to the annual business meeting. The Nominating Committee will consist of Nine (9) Active members: one (1) member will be appointed by the President-Elect; two (2) members will be elected by the Board of Directors; one (1) member who is the Immediate Past President of the Aesthetic Surgery Education and Research Foundation (ASERF); one (1) member appointed by the ASERF Board of Directors; and four (4) members elected by the Membership at the annual business meeting. The President of the Society will designate the chair. Members of the Committee will serve one (1) year terms, except for the members who are elected by The Aesthetic Society Board of Directors. The latter members will serve two (2) year terms which will be staggered in order to provide continuity in the Committee. Voting members of the current Aesthetic Society or ASERF Boards of Directors will not serve on this committee. One (1) alternate member will also be elected by the Membership at the annual business meeting, or any meeting called for this purpose. The alternate will audit meetings of the Committee, will be non-voting, and their presence will not contribute toward a quorum. In the event that a member-at-large resigns or is permanently unable to fulfill their obligation, then the alternate will be elevated to committee member, with full power to vote and contribute toward a quorum. For the Nominating Committee, a quorum is defined as seven (7) voting members present.

**8.4.4 Women Aesthetic Surgeons.** The Women Aesthetic Surgeons' Committee will be responsible for developing a campaign to increase female membership in the Society. The committee will promote networking and professional advancement including leadership within the Society.

**8.4.5 Young Aesthetic Plastic Surgeons.** The Young Aesthetic Surgeons' Committee will develop and execute strategies to establish contact with, and involvement by, medical students, residents, and fellows within the Society and to promote and facilitate the transition from residency, to candidate, to active membership. Along with the Education Commission, the Committee will work with organized aesthetic surgery training organizations, training programs, and other groups to accomplish its charge of improving resident and fellow education in aesthetic plastic surgery.

## **Membership Meetings**

**9.1 Annual Meeting.** An annual meeting of the membership of the Society will be held at such time and place as the Board of Directors will determine. The purpose of each annual meeting will be to provide a superior educational forum to advance the scientific purposes of this Society, to enhance the camaraderie and collegiality of the participants and for the transaction of such other business as may properly come before the meeting.

**9.2 Attendance at Educational Sessions During The Aesthetic Meeting.** Attendance at the scientific sessions and optional courses of the annual meeting will be limited to members of the American Society for Aesthetic Plastic Surgery, Inc.; members of the American Society of Plastic Surgeons, Inc.; residents in approved plastic surgery training programs who submit an affidavit from their chief of service; Candidates for Membership; Candidates for International Membership; Aesthetic Care Team Affiliates; members of ISAPS; members of ISPAN; plastic surgical nurses who submit a letter of verification of employment by a board certified plastic surgeon, and plastic surgeons who are recognized members of a national plastic surgery society acceptable to the Board of Directors. Other individuals may attend the meeting by special invitation of the Executive Committee or the Chair of the Program Committee, subject to consultation with the Executive and Deputy Executive Directors.

**9.3 Annual Business Meeting.** An annual Business Meeting of the Society will be convened during the course of the annual meeting, and at a time and place designated by the Board of Directors and communicated to the membership not less than fifteen (15) days prior.

**9.3.1 Attendance at the Business Meeting.** The Business Meeting may be attended by all members of the Society, but only the Founding Members and Active Members will have the right to vote.

**9.3.2 Order of Procedure.**

- i. Approval of the minutes of the last annual business meeting;
- ii. Annual reports of the officers and standing committees;
- iii. Matters requiring a vote of the membership;
- iv. Unfinished and new business.

**9.4 Special Meetings.** Special meetings of the membership of the Society will be called by the President upon the written request of (five) 5% of the Society's Active membership, or upon request of seven (7) voting members of the Board of Directors. The request for a special meeting will specify the particular business for which said meeting is to be called. Notice of all special meetings, together with a statement of the business to be transacted at such meeting, will be distributed not less than fifteen (15) days before the appointed time of such meeting. Issues submitted via electronic vote

to the membership will be open for voting for a minimum of fifteen (15) days.

**9.5 Quorum.** A quorum will consist of the total number of Active members of the Society participating, whether in person and/or virtually, which will be sufficient for the transaction of business at all annual and special meetings.

**9.6 Voting.** Voting, whether during in-person, virtual or electronic membership meetings, may be by any means designed to ensure an accurate tally, according to procedures set by the Board of Directors. Matters voted upon will be decided by a majority of the members who vote.

## **Finance and Dues**

**10.1 Fiscal Year.** The fiscal year of the Society will be from July 1 to June 30.

**10.2 Dues and Assessments.** Dues, application fees, and assessments, if any for all classes of membership will be established by the Board of Directors. Amounts will be reviewed annually by the Board and changes may be made at the Board of Director's discretion.

**10.3 Payment of Dues and Assessments.** The Treasurer or the Treasurer's designee will send to each member a statement of dues and assessments for the ensuing year. Any member delinquent for more than thirty (30) days will be subject to being dropped from the rolls of the Society and forfeit all privileges of membership in the Society.

**10.4 Suspension of Dues and Assessments.** Fees and dues may be suspended for members on temporary active duty with the Armed Forces and for members disabled by prolonged illness, or unusual and reasonable circumstances, as determined by the Board of Directors. Requests for such suspensions will be forwarded to the Treasurer in writing, accompanied by an estimate of duration. All requests for suspension of dues and fees may be renewed by a written request for an extension, approved by the Board of Directors. Copies of any and all publications of the Society will be sent to the members without charge during their period of approved dues suspension.

**10.5 Budget.** Within ninety (90) days following the end of each fiscal period, the Finance and Investment Committee will submit a financial report of the previous fiscal period to the Board of Directors, along with recommendations, so as to permit the Board of Directors to adopt an operating budget for the next fiscal period.

**10.6 Audit.** The accounts of the Society will be audited at least annually by an independent Certified Public Accountant who is selected by, and reports to, the Board of Directors. The time of the audit(s) will be set by the Board of Directors.

## **Judicial Council**

**11.1 Composition.** The Judicial Council will consist of five (5) Active members, one of whom will be elected Chair by vote of the Council members at their first organizational meeting after the annual business meeting.

**11.2 Election and Term.** At each annual meeting of the Society, consenting members will be elected to fill any expiring terms or vacancies, including those filled by interim appointments made by the Board of Directors. Each full term will be three (3) years. Any member of the Judicial

Council who has served a full term will be ineligible to election or re-election to the Council until at least one (1) year has elapsed.

**11.3 Nomination.** The Nominating Committee will select and list candidates for election in such manner as to ensure equitable geographic representation on the Council. Nominations from the floor must respect this geographic qualification.

**11.4 Duties.** The Judicial Council will conduct hearings and render decisions with respect to charges received from the Ethics Committee alleging violations of the Society's Bylaws, Code of Ethics, Conflict of Interest Policy, Rules and Regulations, or any conduct detrimental to the reputation or best interest of the Society or inconsistent with its Purposes. Such hearings will be conducted according to Rules and Regulations established by the Society.

**11.5 Resignations and Vacancies.** Any member of the Judicial Council may resign by giving written notice, with an effective date, to the President or Secretary. Vacancies occurring between annual meetings will be filled by the Board of Directors, with regard for geographic representation.

### **Resignations and Discipline of Members**

**12.1 Resignations.** Any member may resign from the Society after fulfilling all obligations and after giving written notice of such intention to the Secretary of the Society. The resignation will be effective upon receipt of such notice. In the case of members who have voluntarily resigned from membership in the Society, in order to be reinstated to Active membership the individual must follow the same procedures required of a de novo applicant.

**12.2 Disciplinary Procedures.** A member may be censured, suspended, expelled or otherwise disciplined by the Society for violation of its Code of Ethics, Bylaws, Conflict of Interest Policy, rules and regulations or for any conduct detrimental to the reputation and best interests of the Society, or inconsistent with its purposes. Should an International Active member be censured or in any way subjected to disciplinary action by their national plastic surgery society, or its equivalent, such member's name will be automatically placed before the Ethics Committee for appropriate action according to the policies and procedures established by the Board of Directors. In the event any International Active Member loses their national plastic surgery society membership, or ceases to be actively engaged in the practice of plastic surgery, such member will be automatically dropped from membership. Upon reinstatement of the member's national plastic surgery society membership, the former International Active member may reapply anew for membership.

### **Amendments to the Bylaws**

**13.1 Initiation.** Proposed amendments to the Bylaws may be initiated by any 25 Active voting members, or by the Bylaws Committee, or by any member of the Board of Directors. All proposed amendments will be submitted, in written or electronic form, to the Chair of the Bylaws Committee for that Committee's review and recommendation to the Board of Directors.

**13.2 Amendments Requiring Membership Vote.** If the proposed amendment restricts the rights or privileges of members of the Society, increases the quorum for membership meetings, or alters the procedures for amendment of the Bylaws, such proposed amendments must be placed before the membership for a vote.

**13.3 Amendments Requiring Board Vote Only.** When the proposed amendment does not meet the requirements of Section 2 above, following thirty (30) day prior written notice to the members of the Society accompanied by a copy of the proposed amendment, at any meeting of the Board of Directors thereafter held, the Board of Directors, by two-thirds vote of the quorum present, may adopt or reject such proposed amendment or may amend the proposal and adopt or reject it as amended.

**13.4 Appeal of Board Rejection of Amendment.** In the event the Board rejects the proposed amendment or fails to accept it within three (3) months, any twenty-five (25) Active members may make a written request that the matter be placed before the membership for a vote, which the Board of Directors will do within sixty (60) days. Proponents and opponents of the Bylaws proposal will provide statements to the membership of no more than 500 words each. The proposed amendment may be adopted only by a three-quarters (3/4) majority vote of the Active members voting.

### **Indemnification**

**14.0 Indemnification and Insurance.** The Society will indemnify its trustees, officers and employees, and may indemnify other persons described in Section 7237(a) of the California Corporations Code, including persons formerly occupying any such position, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any proceeding, as that term is used in that Section, providing such person had no reasonable cause to believe their conduct was unlawful. The Society may purchase insurance to protect itself against liabilities and expenses, but the Society doing so will not invalidate any policy conditions otherwise limiting coverage.

~End of Document~

Approve by the Membership January 2022.