

# **Constitution of the Southern Epilepsy and EEG Society, Inc.**

## **ARTICLE I**

### **NAME**

The name of this society shall be "Southern Epilepsy and EEG Society, Inc."

## **ARTICLE II**

### **PURPOSE**

The purposes of this society (herein after referred to as the "Society" shall be as follows:

1. To promote scientific advancement in the field of epilepsy and EEG.
2. To promote the free exchange of information concerning epilepsy and EEG and the developments in this field in the South.
3. To encourage the development and maintenance of high scientific standards in the field of epilepsy and EEG in the South.
4. To establish a central source from which interested individuals may obtain information concerning training, education, technical support, etc, in the field of epilepsy and EEG.

The Society shall be empowered to receive and hold in trust or otherwise, funds, personal or real property received by gift, bequest, devise or otherwise, personal or real property, all in such manner and at such time or times and upon enumerated purposes. No part of the net earnings of the Society shall inure to the benefit of any of its members or of any individual. In the event of the dissolution of the society, any residual funds shall be allocated to the related professional society deemed appropriate by the Board of Directors at that time.

## **ARTICLE III**

### **MEMBERS**

**Section 1.** The members of the Society shall consist of the following:

- a. Full Members: Persons working in or otherwise qualified on epilepsy and electroencephalography or closely related fields who hold any of the following. degrees: M.D., PhD, or any equivalent qualifications as may be approved by the Board of Directors.
- b. Senior Members: Members of the Society of over 25 years, in good standing. These members are exempt from paying dues.
- c. Honorary Member: Unique or special individuals may be tendered membership in this category by the Board of Directors. These members are exempt from paying taxes.
- d. Sustaining Associate: A corporation or organization may have an interest in electroencephalography and clinical neurophysiology and wish to contribute financially or otherwise to the Society.
- e. Only full and senior members shall vote in any matter concerning the Society, each member being entitled to one vote. Voting may be by mail after proper notification.

**Section 2.** Application for full membership must be accompanied by the written letters of endorsement of two full or senior members of the Society. Applications shall be submitted to the Secretary-Treasurer of the Society, who shall forward them to the Credentials Committee for review and presentation to the Board of Directors meeting for action. The Board of Directors shall then recommend whether or not the application shall be admitted and advise the category of membership by which the Board of Directors recommends the person, corporation or organization should be admitted, if action is favorable. The application may then be elected to such a category of membership by approval of two-thirds of the members entitled to vote by means of a mail ballot or by means of the simple majority of members present at a meeting of the Society. The applicant shall then be admitted to the voted class of membership on payment of applicable dues. When voting is by mail the applicant shall not be declared elected until all those entitled to vote have done so or until thirty days after the ballots have been sent out.

**Section 3.** Qualified persons shall not be excluded from the Southern Epilepsy and EEG Society because of race, color, creed or sex and may attend all meetings and functions.

## **ARTICLE IV**

### **OFFICERS & COMMITTEE**

**Section 1.** The officers of the Society shall consist of a President, President-Elect, Secretary-Treasurer, and Board of Directors.

The Board of Directors shall consist of eight members as follows: three members of the Society, one elected each year for a term of three years; the President, President-Elect and Secretary-Treasurer; and the two past Presidents who shall serve for two years after their respective presidencies.

**Section 2.** Election:

a. The President and President-Elect shall be elected at the first meeting of the Society in each year and shall hold office for a term of one year and until their successors are elected and qualified.

b. The Secretary-Treasurer shall be elected every third calendar year and shall hold office for the term of three years or until a successor is elected and qualified.

c. The members at large of the Board of Directors shall be elected at the first meeting of the Society in any calendar year. Members of the Board of Directors shall hold office for a term of three years and until their successors have been elected and qualified.

**Section 3.** The Standing Committee of the Society shall consist of a Credentials Committee, Site Selection Committee, Education Committee, Constitution and Bylaws Committee, and Nominations Committee.

## **ARTICLE V**

### **DUTIES OF OFFICERS AND COMMITTEES**

**Section 1.** President - The duties of the President shall be to preside at all meetings of the Society and Board of Directors. The President shall appoint such special committees as the President may deem necessary or advisable. In case of emergency, the President is empowered to assume any and all of the functions of the Treasurer.

**Section 2.** President-Elect - The President-Elect shall discharge the duties assigned to the President in case of the President's absence. The President-Elect shall be responsible for the scientific program at the annual

meeting. The President-Elect shall appoint the members of the Standing Committees at the annual meeting at which the President-Elect is to assume the office of President.

**Section 3. Board of Directors -**

- a. The Board of Directors shall, through the elected officers of the Society, direct the activities of the Society in the interim between meetings. The Board of Directors shall have the power to fill vacancies occurring in the Board of Directors or in any other office of the Society and such appointees shall hold office until the next regular or special election by the membership.
- b. The Board of Directors may hold meetings at such time and place as it shall determine. A quorum of the Board of Directors shall consist of two-thirds of the member's thereof.

**Section 4. Secretary-Treasurer**

- a. The Secretary-Treasurer shall keep a true and careful record of the meetings of the Society and the Board of Directors, and shall issue notices for meetings and perform other such duties as usually pertain to his office.
- b. The Secretary-Treasurer shall have charge of the property of the Society, shall receive and collect donations, bequests, gifts and all other sums becoming due to the Society. The Secretary-Treasurer shall invest and dispose of the property of the Society subject to the approval of the Board of Directors and shall pay all wages, bills and other obligations of the Society and for that purpose shall sign checks and drafts in payment of money. The Secretary-Treasurer shall be responsible for maintaining complete records of all transactions.
- c. The Secretary-Treasurer shall have an audited Treasurer's Report prepared and submitted to the Board of Directors every three years or upon termination of his term in office.
- d. In the event the duties of the Secretary-Treasurer become excessive, the Board of Directors may empower him to appoint an Assistant Secretary-Treasurer to whom he may delegate such functions as the Secretary-Treasurer deems advisable.

**Section 5. Committees.**

- a. The Credentials Committee shall receive and investigate each application for membership. The committee shall report its findings and recommendations to the Board of Directors.
- b. The Site-Selection Committee shall recommend to the Board of Directors locations for an annual meeting three years in advance. The committee shall select and assist the local arrangements chairman.
- c. Education Committee shall arrange formal educational programs.
- d. The Constitution and Bylaws Committee shall study and make recommendations to the Board of Directors any revisions to the constitution and bylaws suggested by the Board of Directors or membership of the Society.
- e. The Nominations Committee shall provide for the nomination of Officers and council on a continuing basis, acting as an advisory body to the Board of Directors.

**ARTICLE VI**

**MEETINGS OF THE SOCIETY**

**Section 1.** The Society shall meet at such time and place and with such frequency as is affixed by the Board of Directors.

**Section 2.** The President, with the consent of the Board of Directors, may call special meetings of the Society whenever in their opinion it is expedient, and it shall be their duty to direct the Secretary-Treasurer so to call such meetings whenever requested to do so in writing by one-third of the members of the Society.

**Section 3.** Notice of all meetings of the Society shall be given by the Secretary Treasurer to each member of the Society by mailing such notice at least thirty days previous to the day of the meeting.

**Section 4.** The members present at a regularly scheduled or properly announced special meeting shall constitute a quorum for the transaction of business.

## **ARTICLE VII**

### **CONDUCT OF MEETINGS**

Rule of procedure shall be Roberts Rules of Order, Revised.

## **ARTICLE VIII**

### **DUES AND MEMBERSHIPS**

**Section 1.** The dues of the Society for each class of membership shall be fixed by the Board of Directors and approved by the membership at the annual meeting of the Society. Dues shall remain in effect until revised at any subsequent annual meeting.

**Section 2.** Members, who after due process of notification have not paid their dues by the end of the fiscal year, whether they have not responded to notification, or could not be reached, shall be dropped from the membership rolls. If, within the succeeding fiscal year, a delinquent member shall pay those of his dues which are in arrears, as well as his current dues, the shall be reinstated to membership in the Society by the Secretary-Treasurer without further action on the part of the Board of Directors, or the membership at large. If however, any member shall fail to pay his dues for a period of two fiscal years (having been dropped from the official membership roster at the end of the first year), he shall be ineligible for reinstatement in the Society, save by reapplication for membership in the usual way prescribed for any new applicant.

## **ARTICLE IX**

### **AMENDMENTS**

Proposals to alter, amend or repeal this Constitution shall be referred to the Board of Directors for consideration. The Board of Directors shall report in person or by mail the results of their consideration, together with their recommendation to the Society's members. After the report of the Board of Directors, an affirmative vote of not less than two-thirds of the members of the Society entitled to vote and voting, either in person or by mail with 30 days after notification, shall be required for the alteration, amendment or repealing of the Constitution.