

BYLAWS
FLORIDA SOCIETY OF CLINICAL ONCOLOGY

Article I
NAME

The name of this organization shall be the Florida Society of Clinical Oncology.

Article II
OFFICES and REGISTERED AGENT

Section 1. Principal Office:

The Corporation's principal office shall be fixed and located at such place as the Board of Directors shall determine. The Board is granted full power and authority to change the principal office of this Corporation from one location to another, but must be within the State of Florida.

Section 2. Other Offices:

The Board of Directors may at any time establish branch or subordinate offices at any place or places where the Corporation is qualified to do business.

Section 3. Registered Agent:

The Executive Director shall serve as the Registered Agent for the Florida Society of Clinical Oncology.

Article III
PURPOSE

The purpose of the organization shall be to facilitate and promote multidisciplinary efforts to improve patient care in Florida by:

1. Fostering access to quality cancer care to the citizens of Florida.
2. Assisting the cancer practitioners in providing the most cost effective quality care for their patients.
3. Acting as an advocate for Florida cancer patients and their families.
4. Coordinating the dissemination of information and providing an opportunity for oncologists, physicians and other health care professionals to network and exchange information on cancer care.

5. Serving as a resource to other organizations and agencies seeking to interact with the Florida cancer care community.

Article IV MEMBERSHIP

Section 1. Qualifications:

The qualifications for Regular Membership are physicians who are professionally committed to cancer care. This may be demonstrated by (but is not limited to) board certification or board eligibility in the following:

- Board of Hematology and/or Oncology
- Board of Radiation Oncology
- A surgical specialty board but with focused cancer care training or experience
- Gynecology/Oncology Subspecialty Boards

Also, eligible for Regular Membership are physicians and non-physician health care professionals involved primarily in cancer research or have documented involvement in the prevention, diagnosis, treatment, rehabilitation, hospice care or psychosocial care of the cancer patient.

Section 2: Classes of Membership:

There shall be four (4) classifications of membership:

1. Regular Membership:

Eligibility:

- A. Experienced physicians residing in the State of Florida and practicing full-time in the State of Florida who meet the requirements of Article IV, Section 1, in these Bylaws; and, whose major clinical interest is the diagnosis and management of neoplastic diseases, are eligible to apply for Regular Membership anytime.
- B. Exceptionally, non-clinicians residing in the State of Florida who meet the requirements of Article IV, Section 1, in these Bylaws; and, who have made significant contributions in the field of cancer care are eligible to apply for Regular Membership anytime.

Prerogatives:

May vote, hold elective office, attend Society business meetings, and receive society mailings.

Requirement:

Must pay dues as determined by the Board of Directors;

2. Associate Membership:

Eligibility:

Medical school students and physicians-in-training, residing in the State of Florida, who demonstrate dedication to cancer care by meeting requirements described in Article IV, Section 1, in these Bylaws; and, whose major clinical interest is the diagnosis and management of neoplastic diseases are eligible to apply for Associate Membership anytime.

Prerogatives:

May attend all membership meetings and have the privilege of the floor but may not vote or hold elective office.

Requirements:

No Dues Requirement

3. Retired Membership:

Eligibility:

Regular members in good standing with ten years of membership after retiring from active practice within the State of Florida are eligible for Retired Membership.

Prerogatives:

May attend all Membership meetings, have the privilege of the floor, but may not vote or hold elective office. They may serve on committees but not as chairman.

Requirements:

No Dues Requirement

4. Honorary Life Membership:

No new members will be entered into this membership category. Those previously so designated will continue to enjoy the right of attending meetings, but may not vote or hold elected office. There will be no dues requirement.

Section 3. Nominating Requirements for Regular Membership:

Applicants must be recommended by two (2) current members in good standing. If second Nominee is not initially provided, the Membership Committee Chairman is empowered to obtain or to act as a second Qualifying Nominee.

Section 4. Nominating Requirements for Associate Membership:

Applicants must be recommended by two (2) current members in good standing. If second Nominee is not initially provided, the Membership Committee Chairman is empowered to obtain or to act as a second Qualifying Nominee. A reference letter from the Training Program Director must be attached to Application.

Section 5. Nominating Requirements for Retired Membership:

Applicants in good standing must submit a written request to the President of FLASCO asking to change Membership status from Regular to Retired. Request must be reviewed and recommended by the Nominating Committee and approved by the Board of Directors at any meeting.

Section 6. FMA Membership:

Applicants shall be members of the Florida Medical Association; applicants who are not FMA members may be admitted to the Society under selective circumstances (see below).

Section 7. Application Procedures:

Application forms (and deadline schedule for the year) are available from the Executive Director of the Society. The completed form, together with a current curriculum vitae and letters of support shall be returned in duplicate to the Executive Director. Incomplete or inadequately documented applications will be returned to the applicant without prejudice; revised or completed applications must be re-submitted prior to the original deadline to be considered for action during the current year.

The Membership Committee will act on each application and make its recommendations to the Executive Committee, the Board of Directors or the General Membership.

Section 8: Nominator's Duties:

The nominating member (see Section 5) shall submit a type written letter substantiating the training, experience, and expertise of the applicant. This letter shall be objective, current, and based upon the nominator's personal contact with and observation of the applicant. If necessary, additional letters from colleagues, service chiefs, or other of the applicant's professional associates may be included or be solicited by the Membership Committee.

Section 9. Selective Circumstances:

In selective circumstances physicians who otherwise are qualified, but are not FMA members may be considered for membership. The Society will fulfill FMA Specialty Society requirements.

Section 10. Annual Membership:

The annual membership fee will be determined by the Board of Directors, subject to approval by the General Membership at the Annual Meeting. All memberships expire at the end of the fiscal year, December 31. Dues for the following year are due and payable by January 1, of each year. Notice will be sent to each member by the Executive Director.

**Article V
MEETINGS**

Section 1. Annual Meeting:

The annual meeting shall be held between April 1st and May 31st yearly. After the Board of Directors (or the Executive Committee) has determined the time and place of the annual meeting, it will invite attendance by all members of the Society.

Section 2. Other Scheduled Meetings:

The Board of Directors (or the Executive Committee) may call an additional meeting, ordinarily in the fall, to conduct necessary Society business; after setting the time and place for such meetings, the Board will invite attendance by all members of the Society.

Section 3. Special Meetings:

A special meeting shall be called by the President or the Secretary at the written request of at least six (6) members of the Society. Notice of the time and place (determined by the President) of such special meeting, together with an agenda stating the business to be considered, shall be sent to each member at least eight (8) days prior to the meeting date. No business other than that stated in the meeting notice shall be considered at special meetings. At all Membership Meetings held with appropriate notice, the membership business may be conducted with all those attending constituting a quorum.

Section 4. Notice:

Except for special meetings, written notice of Society meetings shall be mailed to each member by the Executive Director at least thirty (30) days prior to the meeting date.

Section 5. Executive Committee Meetings:

The Executive Committee shall meet at the call of the President, or of the Board of Directors, and at such times as it shall itself determine. Adequate notice of the time and place of such meetings shall be provided to each member by the Executive Director.

Article VI DUTIES OF OFFICERS

The Officers shall be a President, a Vice President, a Secretary, a Treasurer and the Immediate Past President. The President, Vice President and Immediate Past President shall hold office for two years or until their successors are elected and qualified. The Secretary and Treasurer shall hold office for one year or until their successors are elected and qualified. Their duties and responsibilities are defined below:

Section 1. President:

The President shall act as the chief responsible officer of the organization. It shall be his duty to preside at all meetings of the organization at which he is present and generally to perform such other duties as usually pertain to this office or as outlined in these Bylaws or as may be assigned to him from time to time by the Board of Directors or Executive Committee. The President shall appoint Standing Committee Chairmen whose appointments shall be for one year with the advice and consent of the Board of Directors and/or the Executive Committee. The President shall serve as an Ex-Officio Member on all committees except the Committee on Nominations.

Section 2. Vice President:

In the absence of the President, the Vice President shall have all the powers and perform all duties of the President.

Section 3. Secretary:

The Secretary shall keep minutes of all meetings of the organization and give notice of all meetings. He shall have charge of all documents except financial records belonging to the organization. He shall keep the seal of the organization and be responsible for affixing the seal to official documents. He shall perform such other duties as may from time to time be assigned to him by the Board of Directors and/or Executive Committee.

Section 4. Treasurer:

The Treasurer shall be the Chief Financial Officer of this organization, collect dues, expend funds, and safeguard all financial assets of the organization, and prepare periodic financial reports and statements as may be required by the Officers and Board of Directors. He is to maintain an accurate record of all financial transactions and shall be designated to sign checks, together with such co-signers as the Executive Committee or Board may authorize.

Section 5. Immediate Past President:

The Immediate Past President will serve two years on the Board, ex-officio, with voting privileges.

Section 6. Executive Director:

The Executive Director will be selected by the Board and shall serve as an employee of the Society without voting rights but has the privilege of the floor. The Executive Director cannot hold any other office. The Executive Director has fiscal, planning and coordination responsibilities. The Executive Director shall attend all meetings of the Membership, the Board, the Executive Committee, Standing Committees and shall work to ensure continuity of the Society's business.

**Article VII
DUTIES OF THE BOARD OF DIRECTORS**

Section 1. The business and affairs of the organization shall be managed by a Board of Directors composed of members elected at the annual meeting for three (3) year terms.

The terms of elected members are staggered so that at least one-third (1/3) expire each year. No elected member may serve more than two consecutive elected three year terms.

There shall be at least eighteen (18) members and not more than thirty-nine (39) members of the Board of Directors, with appropriate representatives and fair representation from each of the (9) Health Service areas of the state as a guiding principle but not as a fixed numerical mandate..

Section 2. At every meeting of the Board of Directors one-third (1/3) of the then current Board Membership shall constitute a quorum.

Section 3. No paid employee can be a full fledged member or be entitled to a vote at the Society's meetings.

Section 4. Attendance:

Board of Directors are expected to attend all Board meetings. A Board member absent at three consecutive meetings will be automatically relieved of Board membership until the next annual meeting at which time it will be filled by membership vote.

Section 5. Annual Dues:

The Board of Directors shall have the authority to authorize the temporary or permanent waiver of annual dues for a member for reasons of health, disability, retirement, or other unique circumstances. Members whose dues have been waived may attend all meetings but may not vote or hold office.

**Article VIII
DUTIES OF THE EXECUTIVE COMMITTEE**

Section 1. Between meetings of the Board of Directors, the business affairs of the organization shall be handled by the Executive Committee. This committee shall include Officers and Chairmen of Standing Committees, and the immediate Past-President.

Section 2. The Executive Committee shall not exceed twelve (12) members, each of whom must be an elected member of the Board of Directors with right to vote.

Section 3. At every meeting of the Executive Committee, five (5) or more members of the Executive Committee shall be a quorum.

**Article IX
DUTIES OF STANDING COMMITTEES**

Section 1. The Chairman of each Standing Committee shall be a member of the Board of Directors and Executive Committee.

Section 2. The Chairman and members of each of the following committees shall be appointed by the President with the approval of the Board of Directors or the Executive Committee:

(1) **Membership and Credentials Committee** which will be responsible for recommending membership requirements and policies and for making appropriate recommendations to the Board of Directors or the Executive Committee on each new applicant for final disposition by the general membership.

(2) **Program Committee** which will be responsible for developing and arranging the scientific programs held in conjunction with the Society's meetings with the advice and consent of the Board of Directors or the Executive Committee.

(3) **Constitution and Bylaws Committee** which will be responsible for considering and making recommendations to the Board of Directors on changes in By-laws and Articles of Incorporation.

(4) **Nominating Committee** of no less than (5) members shall be appointed each year by the President with the consent and approval of the Executive Committee or the Board of Directors approximately six (6) months prior to the annual meeting. The responsibilities of this committee will be to nominate Officers and members of the Board of Directors and of the Executive Committee. Nominations may come from the floor.

(5) **Committee on Clinical Practice** which will be responsible for compiling, monitoring and maintaining a library of oncology clinical practice parameters. The committee will act as a liaison with other agencies that deal with practice parameters and will serve as a resource to the membership.

Article X SPECIAL COMMITTEES

Special committees may be appointed by the President with the approval of the Board of Directors or the Executive Committee whenever it may be necessary.

Article XI FINANCIAL-FISCAL YEAR

Section 1. The Fiscal year of the organization shall be from January 1 to December 31 of each year.

Section 2. The Board of Directors or Executive Committee may require an annual audit report by a certified public accountant, covering all income and expenditures in the organization and financial condition as of December 31.

Article XII RULES OF ORDER

Sturgis Rules of Order shall govern all meetings except as superseded by these Bylaws. The President shall serve as parliamentarian to interpret these rules or shall designate a parliamentarian.

Article XIII AMENDMENTS

These Bylaws may be amended at any meeting of the membership by two-thirds (2/3) vote of those present, provided proposed amendments have been appended to the notice of said meeting, mailed to membership at least fifteen (15) days in advance of such meeting.

Adopted: November 5, 2000

