

Bylaws of the Aerospace Medical Association

(Revised May 7, 2019)

ARTICLE I. NAME

The name of this association shall be the Aerospace Medical Association.

ARTICLE II. VISION, MISSION, AND GOALS

A. Vision: The international leader in aerospace medicine and human performance.

B. Mission: Apply and advance scientific knowledge to promote and enhance health, safety, and performance of those involved in aerospace and related activities.

C. Definition: As used in this document, Aerospace Medicine is the multi-disciplinary application of professional and scientific knowledge, training, and research to promote and maintain the health, well-being, safety, and performance of those involved in aerospace activities.

D. Goals:

(1) Provide opportunities for education and promote research.

(2) Provide members opportunities for professional growth and development.

(3) Represent the discipline of Aerospace Medicine to professional, commercial and governmental organizations and advocate policies and standards.

Governance of the Association is necessary to maintain a sound financial structure and ensure continuity of the Association in service to its goals.

ARTICLE III. MEMBERSHIP

SECTION 1. Categories, Qualifications, and Election for Membership.

A. Categories: There shall be the following categories of membership: (1) Member, (2) Life Member, (3) Emeritus Member, (4) Honorary Member, (5) Corporate and Sustaining Member, (6) Technician Member, (7) Student Member, and (8) Resident Member.

B. Qualifications: An applicant for membership shall have one or more of the following minimum qualifications:

(1) Be a duly licensed physician or nurse in the country of residence; or

(2) Hold a designation as an aviation medical examiner, a flight medical officer, an aviation medical director, a flight nurse, or a submarine or diving medical officer, or have held such rating in federal or national government services and normally shall be actively engaged in related capacities; or

(3) Be a graduate of a college or commissioned in the armed services with equivalent qualifications, working in or contributing to the field of aerospace medicine, aeronautics, astronautics, undersea medicine, or environmental health; or

(4) Be a scientist or engineer concerned with the life sciences in the field of, or related to, aerospace medicine, aeronautics, astronautics, undersea medicine, or environmental health; or

(5) Be engaged in teaching, research, or the applications of such research in the field of, or related to, aerospace medicine, aeronautics, astronautics, undersea medicine, or environmental health.

C. Election for Membership

(1) Application for membership shall be accompanied by the full amount of the annual membership dues. The Executive Director shall review the application. If it meets all requirements for qualification without question, the applicant shall be notified that the application has been approved in the appropriate category. If there is a question as to the qualification or category of the applicant, the application shall be referred to the Executive Committee. The Executive Committee shall review the application and shall take such action as its findings warrant. The Executive Committee may refer the application to the Council, which shall then determine whether the applicant meets requirements and in which category. Any applicant refused membership for any reason will be informed of the refusal and the reason for the refusal in writing from the Executive Director and shall be informed of their right to appeal the refusal to the appropriate level.

(2) Members shall have the rights to attend all meetings of the Association, shall be entitled to vote at the business meeting and hold office and to receive the official journal.

(3) Those on the list of active members shall continue as active members as long as they retain their membership in good standing to include payment of dues appropriate to their membership category as established by the Council.

D. Life Member: The Executive Director shall have the authority to grant Life Membership in this Association as consistent with the conditions and appropriate fee for Life Membership as established by the Council. These Life Members shall be entitled to vote and hold office and to receive the official journal.

E. Emeritus Member: The Executive Director shall have the authority to grant Emeritus Membership in this Association as consistent with the conditions and appropriate fee for Emeritus Membership as established by the Council. At age 65, those individuals who have been members for a minimum of 25 years are eligible to apply. Such Emeritus Members shall be entitled to vote and hold office and shall retain all rights and privileges of regular members in good standing. Membership entitles Emeritus Members to the electronic version of the official journal of the Association via the Aerospace Medical Association website. The print version of the official journal of the Association shall be available to Emeritus Members via a subscription at a rate to be determined by the Executive Committee.

F. Honorary Member:

(1) Honorary Members shall be elected from among those individuals who have made outstanding contributions to the advancement of aerospace medicine, aeronautics, astronautics, undersea medicine or environmental health activities. Honorary Members shall not receive the official journal of the Association except by personal subscription.

(2) The Council shall have the power to select not more than four Honorary Members in any one year. The President of the Association, with the concurrence of the Executive Committee, shall propose nominees to the Council for approval. However, any member of this Association may submit such nominations in writing to the Executive Director for transmittal via the Executive Committee to the Council.

G. Corporate and Sustaining Member:

(1) The Executive Committee shall admit as Corporate and Sustaining Members those companies, associations, foundations, groups, or individuals contributing minimum annual dues and who meet other eligibility requirements as established by the Executive Committee.

(2) Upon their approval and acceptance by the Executive Committee, Corporate and Sustaining Members shall receive such other services as the Executive Committee may deem appropriate.

(3) Corporate and Sustaining Members shall have the privilege of attending all meetings of the Association. However, they shall not be eligible to vote or hold office.

H. Technician Member:

(1) An applicant for Technician Membership must be a technician in the field of, or related to, aerospace medicine, aeronautics, astronautics, undersea medicine, or environmental health.

(2) Technician Members shall make application in the prescribed ways indicated in Section 1, C of this Article.

(3) Technician Members shall pay prescribed dues, receive the official journal of the Association, and may participate in all activities of the Association including the Annual Business Meeting, holding office and voting.

I. Student Member:

(1) An applicant for Student Membership must be enrolled full-time in an accredited college or university and have an express interest in aerospace medicine or allied sciences.

(2) Student Members shall make application in the prescribed ways as indicated in Section 1, C of this Article. Members seeking Student

status beyond five years shall submit evidence of full-time student status at the time of application.

(3) Student Members shall pay prescribed dues and are entitled to the electronic version of the official journal of the Association via the Aerospace Medical Association website. Student Members are entitled to participate in all activities of the Association including the Annual Business Meeting, holding office and voting.

J. Resident Member:

(1) An applicant for Resident Membership must be enrolled full-time in an accredited residency or equivalent training program and have an express interest in aerospace medicine or allied sciences.

(2) Resident Members shall make application in the prescribed ways as indicated in Section 1, C of this Article. Members seeking resident status beyond five years shall submit evidence of full-time resident status at the time of application.

(3) Resident Members shall pay prescribed dues, receive the official journal of the Association, and may participate in all activities of the Association including the Annual Business Meeting, holding office and voting.

SECTION 2. Expulsion of Members and Appeal

A member may be expelled for cause or conduct which the Council deems contrary to the best interests of the Association. For any cause other than non-payment of dues, expulsion may occur only after the member in question has been advised in writing of the complaint and been given an opportunity to respond. Such member shall be notified by the Executive Director and entitled to a hearing before the Executive Committee. The Executive Committee shall hear the case and provide a ruling. The Executive Committee shall have, but not be limited to, the following powers: dismissal of the complaint, censure, probation for a period not to exceed two years, suspension for a period not to exceed three years, or expulsion of a member, as the findings warrant. A two-thirds vote of the full membership of the Executive Committee is required for any ruling. The aggrieved member shall have the right of appeal to the Council. A two-thirds vote of the full membership of Council is required to modify or reverse the action of the Executive Committee. Failing to achieve modification or reversal from the Council, the action of the Executive Committee is confirmed. Action of the Council is final.

ARTICLE IV. Corporate Forum

SECTION 1. Titles, Structure, Representation, and Relationship to AsMA Committee

A. Titles: The Corporate Members shall constitute the Corporate Forum.

B. Structure: The Corporate Forum may have an internal governance structure of its choosing, with officers and procedures appropriate to its activities.

C. Representation: The Corporate Forum shall choose one of its members to represent the Forum at Council meetings. The representative shall serve as a liaison between the Council and the Forum. The Corporate Forum is aligned under the Vice President of Member Services.

D. Relationship to Corporate and Sustaining Membership Committee: The Corporate Forum will work in coordination with the Corporate and Sustaining Membership Committee as described in Article XII of these Bylaws.

SECTION 2. Membership

All members of the Corporate Forum shall be Corporate Members as determined in Article III of these Bylaws.

SECTION 3. Activities

A. Forum Events: The Corporate Forum will plan and conduct an Advisory event, in coordination with Council, at the Annual Scientific Meeting. The purpose of the Advisory will be an exchange of information and goals between the Association leadership and the Forum to facilitate good relations and advances in the field of Aerospace Medicine and Human Performance. The Forum may also sponsor a speaker or other similar event(s) for the general Association membership.

B. Forum Budget: The Association budget will consider and plan for reasonable expenses in connection with Forum events.

ARTICLE V. FELLOWSHIPS

A. There shall be the following categories of Fellows: (1) Fellow, (2) Associate Fellow, and (3) Honorary Fellow.

B. Fellow:

(1) Fellows of the Aerospace Medical Association will be selected from among the active members who have made outstanding contributions to aerospace medicine, aeronautics, astronautics, undersea medicine, or environmental health, in the practical usage of research, or by precept and example.

(2) All those now holding the grade of Fellow, or who may be hereafter elected to such, shall constitute the group of Fellows. The group shall meet and shall elect annually during the Annual Scientific Meeting, its chair, who shall hold office until a successor is elected.

(3) Nominations for Fellows shall be made by the Fellows who are active members.

(4) Fellows shall be elected annually through a published process developed by the Fellows and approved by Council.

C. Honorary Fellow:

(1) Honorary Fellows shall be elected by the Fellows from among persons who have rendered outstanding service or made outstanding achievements in aerospace medicine, aeronautics, astronautics, undersea medicine or environmental health activities. Honorary Fellows shall not normally be elected from members in good standing. Honorary Fellows shall be nominated and voted upon as prescribed for the election of Fellows. However, a two-thirds majority of votes cast shall be required for election. If required for any reason, additional voting may be conducted at the time of the annual meeting of the group of Fellows.

(2) Honorary Fellows shall not be entitled to vote or hold office. They shall pay no dues and shall not receive the official journal of the Association except by personal subscription.

(3) The election of Honorary Fellows is limited to no more than two in any one year.

D. Associate Fellow:

(1) Selection as an Associate Fellow shall honor members of the Aerospace Medical Association who have contributed to the Association in a positive manner.

(2) All those holding the grade of Associate Fellow, or who may hereafter be elected to such, shall constitute the group of Associate Fellows. The group shall meet annually during the Association's scientific meeting during which the election of officers will be announced.

(3) A candidate for Associate Fellow shall have been a member for at least five years.

(4) Applications for Associate Fellowship shall be reviewed by the Associate Fellows and submitted to the Executive Committee for approval.

ARTICLE VI. OFFICERS

SECTION 1. Elected Officers

The elected officers of this Association shall be a President, President-Elect, four Vice Presidents, Secretary, and Treasurer. The President-Elect shall be elected annually to serve one year or until a successor is elected and assumes office at the close of the Annual Business Meeting of the Association. The Vice Presidents, Secretary, and Treasurer shall serve for two years or until their successors are elected and assume office at the close of the Annual Business Meeting of the Association. The President-Elect shall automatically succeed to the office of President at the close of the Annual Scientific Meeting.

SECTION 2. President.

The President shall chair all meetings of the Council of the Association and the Executive Committee. The President shall appoint chairs of Association committees unless provided otherwise in these Bylaws. The President has the authority and obligation to provide specific tasking to committees and other functionaries doing work for the Association. The President is an *ex officio* member of all Standing Committees except the Nominating Committee. In the event an officer or elective member re-

signs, is incapacitated, or is otherwise unable to act, the President may appoint, with approval of the Executive Committee, an acting officer or elective member to perform those duties until the next Annual Business Meeting or for the period of such incapacity.

SECTION 3. President-Elect.

The President-Elect shall become familiar with the duties of the President and shall perform such other functions as the President may designate. In the event that the President is incapacitated or otherwise unable to act, the President-Elect shall perform the functions of and act as President for the period of such incapacity.

SECTION 4. Vice Presidents.

The four Vice Presidents shall perform such duties as designated by the President.

SECTION 5. Secretary.

The Secretary shall be responsible for reviewing the minutes of the Council and Executive Committee meetings and shall perform those duties as directed by the President. The Secretary shall have other duties usually performed by a Secretary which are not accomplished by the home office staff.

SECTION 6. Treasurer

The Treasurer shall have duties usually performed by a Treasurer and shall perform those duties as directed by the President, Council, or Executive Committee. The Treasurer shall be the chair of the Finance Committee and custodian of all monies and securities and hold same subject to the direction and disposition of the Executive Committee under the direction of the Council. The Treasurer shall perform the duties in cooperation with the Executive Director.

SECTION 7. Unbudgeted Expenditure of Funds.

No Officer may make or authorize any unbudgeted expenditure without approval of the Executive Committee or the Executive Director. The Executive Director shall not make or authorize any unbudgeted expenditure exceeding the amount stipulated by the Policy and Procedures Manual without approval of the Executive Committee.

ARTICLE VII. EXECUTIVE DIRECTOR.

SECTION 1. Appointment

The Executive Director shall be appointed by the Council, and shall not hold an elective office.

SECTION 2. Duties.

A. The Executive Director shall be the chief operating officer of the Association and shall keep its records, and a file of its publications. The Executive Director shall notify all members of the time and place of meetings, notify Council members of the time and place of Council meetings, and shall prepare the programs of the meetings under the direction of the Council.

B. The Executive Director shall cooperate with the chairmen of various groups and committees of the Association in the execution of the policies of the Association as outlined by the Council, shall coordinate the work performed by the various committees of the Association, shall perform such duties as are assigned by the Council, and shall act under instruction of the Executive Committee.

C. The Executive Director is authorized to provide such assistance as is necessary for the proper conduct of the Association headquarters office, subject to the directives of the Executive Committee and the Council. The Executive Director shall employ and supervise the staff, authorize purchase of supplies and equipment, arrange for office and other facilities for operating purposes, within the budget and as approved by the Executive Committee, and is empowered to sign contracts and enter into agreements on behalf of the Association and within the policies established by the Council and the Executive Committee.

D. The Executive Director shall, with the Treasurer, prepare a budget covering estimated annual expenses, to be submitted to the Council for adoption.

E. The Executive Director shall serve as the general coordinator and organizer for the Annual Scientific Meeting and shall direct the chairmen of the committees appointed for the planning, preparation, and operation

of the Annual Scientific Meeting of the Association subject to the supervisory authority of the Executive Committee.

F. The Executive Director may retain legal and professional services as may be required with the prior approval of the Executive Committee.

G. The Executive Director shall prepare for the Annual Business Meeting a concise and summarized report on the activities of the Association for the year, its membership, and other matters of importance to the Association.

H. The Executive Director shall report in writing the total membership of the Association as of January 1 each year to the chair of the group of Fellows prior to the annual meeting of the Fellows.

I. The Executive Director shall be insured in an amount approved by the Executive Committee.

ARTICLE VIII. COUNCIL OF THE AEROSPACE MEDICAL ASSOCIATION AND EXECUTIVE COMMITTEE

SECTION 1. The Council of the Aerospace Medical Association.

The governing body of this Association shall be the Council of the Aerospace Medical Association, hereinafter referred to as the Council. Council members shall conform their conduct and perform their duties in a manner consistent with a published Ethics Policy adopted by the Council.

SECTION 2. Membership of the Council.

Membership of the Council shall consist of the President, President-Elect, the immediate Past President, the four Vice Presidents, the Secretary, the Treasurer, 12 elective members, one member selected by each of the Constituent Organizations, one member selected by the Fellows group, one member selected by the Associate Fellows Group, the Aerospace Medical Association Delegate to the American Medical Association, the Aerospace Medical Association Delegate to the American Osteopathic Association, a student or resident representative selected by the Aerospace Medicine Student Resident Organization, the Editor-in-Chief of the Association's official journal (*ex officio* member without vote; appointed by the President and approved by Council), a representative from the Corporate Forum (*ex officio* member without vote), and the Parliamentarian (*ex officio* member without vote; appointed by the President and approved by Council). The Executive Director shall be an *ex officio* member without vote. Of the 12 elective members, 4 shall be elected to the Council each year for three-year terms. No such elected member shall be eligible for more than two successive terms as an elective member. In the event an elected member of the Council resigns or is otherwise unable to complete a term on the Council, the Nominating Committee shall propose a nominee or nominees for election to fill the remaining year or years in that term. In the event a non-elected member resigns, is incapacitated, or is otherwise unable to attend a Council meeting, the appointing entity may designate an alternate by notifying the Executive Director or Secretary. All voting members of the Council must be members of the Association.

SECTION 3. Powers of the Council.

A. The Council establishes policy for the Association. The Council shall be vested with the management of the funds, properties, and the affairs of the Association and shall act in the capacity of a board of directors. The Council shall adopt such regulations as may be appropriate for governing the Association including an Ethics Policy for its members. It shall have the power to approve proposed budgets, authorize expenditures, seek and accept contributions, authorize contracts in the name of the Association, define and promote the activities of the Association, approve applications for constituency or affiliation with the Association, determine special classifications of membership and the eligibility of applicants for membership, authorize employment of auditors, and provide for issuance and distribution of the official educational scientific publications of the Association, including the official journal of the Association. The Council shall have the power to approve the appointment of an Executive Director and the Editor-in-Chief of the official journal of the Association, or any educational or scientific journal or other publication, on recommendation of the Executive Committee.

B. The Council shall provide for the business and conduct of the annual special meetings, and through its Executive Committee shall be re-

sponsible for the program of the annual scientific sessions and shall approve and grant any award given by the Association.

C. The Council shall establish such rules and regulations for the election of Associate Fellows as it deems advisable and which are not in conflict with the provisions of the Bylaws

D. The Council may delegate powers and duties to officers and employees of the Association.

E. The Council may assign responsibility to the Executive Committee for the management of the Association's finances and the investment of the Association's funds.

F. The Council may establish standards and procedures for certification of the professional competence of individuals within the special disciplines of the Association. Certification shall be made by action of the Council.

G. The Council may, at any time, on its own initiative, propose resolutions.

H. The Council shall perform such other duties as provided by the Bylaws.

SECTION 4. Meetings of the Council.

A. Regular Meetings: The Council shall have at least three regular meetings a year at the time and place called by the President as follows:

(1) Not more than 30 days before the Annual Business Meeting of the Association.

(2) Not more than two days after the Annual Business Meeting of the Association. If such a meeting is called before the close of the Annual Scientific Meeting, the President for the succeeding year shall be installed as Chair of the Council by the then President. The new Chair, the succeeding President, shall preside during the reorganization of the Council and consider any new business or items directed to the Council by the membership at the Annual Business Meeting.

(3) Not more than eight months nor less than four months after the Annual Business Meeting.

B. Special Meetings: Special meetings of the Council shall be held at the time and place called by the President, or the Executive Director may call a meeting upon written request of any 12 members of the Council.

C. Attendance and Quorum:

(1) Attendance at any regular or special meeting of the Council may be in person or in any manner consistent with procedures published in the Policies and Procedures Manual.

(2) Forty percent of the Council shall constitute a quorum at any duly called meeting of the Council.

SECTION 5. Executive Committee.

A. The Executive Committee shall consist of the President, the President-Elect, the four Vice Presidents, Secretary, Treasurer, Executive Director (*ex officio* without vote), and three members of the Council nominated by the President for the succeeding year, who shall be elected by a majority vote of the Council at its first meeting following the annual election of officers and councilors.

B. Except as otherwise provided in these Bylaws, the Executive Committee shall have the power to exercise all the functions of the Council between annual meetings of the Association and when the Council is not in session. The Council may delegate to such Executive Committee any or all of the powers granted to the Council by law or by these Bylaws, and not specifically delegated to any other committee or reserved to the Council by law.

C. The Executive Committee shall act as a Committee on Credentials.

D. The Executive Committee shall be responsible to the Council for the program of the scientific sessions. The Executive Committee shall follow the guidelines in the Policy and Procedures Manual for review and acceptance of proposed exhibits for the Annual Scientific Meeting.

E. The Executive Committee shall be in charge of the finances of the Association and the investment of funds of the Association under the direction of the Council. It shall regulate and approve the budgets of all other committees.

F. The Executive Committee shall have the power to appoint the Editor of the official journal of the association, or any educational scientific journal or other publication, with the approval of the Council, and may

recommend the members of the Editorial Board to the Council after consulting with the Editor.

G. The Executive Committee shall have the power to appoint a Managing Editor and such Assistant Editors as it deems necessary.

H. The Executive Committee shall approve changes to the Aerospace Medical Association Policies and Procedures Manual as necessary to be consistent with the Bylaws and Council direction.

I. The Executive Committee shall select the time and place of the Annual Scientific Meeting.

J. Meetings: Attendance at any meeting may be in person or in any other manner consistent with procedures published in the Policies and Procedures Manual. A majority of the Executive Committee shall constitute a quorum at any duly called meeting of the Committee. The President shall call such meetings of the Executive Committee as the business of the Association may require, or a meeting shall be called by the Executive Director upon written request of a majority of the Executive Committee.

ARTICLE IX. ORGANIZATIONS.

SECTION 1. Constituent and Affiliated Organizations.

A. Qualifications:

(1) All Constituent and Affiliated Organizations shall have a similar mission and goals to those of the Aerospace Medical Association as outlined in Article II; have the objective of furthering the goals of this Association through local meetings, acquaintanceship, and discussion by the members, embraced within the group, of matters relating to aviation, space, or undersea medicine, or their allied sciences; increasing the value of this Association to its members, and helping maintain and increase its membership. The mission, goals, limitations, and activities of such group shall not be inconsistent with those of the Aerospace Medical Association. The Bylaws or other instruments of organization of such group shall be in conformance with the general provisions of the Bylaws of this Association and shall be approved by the Council of the Aerospace Medical Association.

(2) Constituent and Affiliated Organizations shall make formal written application through its responsible officers to the Association through the Council of the Aerospace Medical Association. Such application shall indicate the name of the group and the proposed area of its jurisdiction.

(3) A copy of the Constitution, Bylaws or other instruments of organization and amendments thereto of such group shall accompany its application. The application shall be presented to the Council of the Aerospace Medical Association. When the Council has approved the application by a two-thirds vote, a formal notification recognizing the Constituent or Affiliated Organization shall be issued to the group by the Council and such notification shall include a statement of the mission and goals of the Aerospace Medical Association as set forth in Article II.

B. Discontinuance of Constituency or Affiliation: Discontinuance of an existing organization shall be referred to the Executive Committee for study, whereupon the Executive Committee shall make a recommendation to the Council for appropriate action.

C. Constituent Organizations:

(1) Constituent Organizations must have a minimum membership equivalent to 2% of the active membership of the Aerospace Medical Association as determined and communicated in accordance with the Policies and Procedures Manual. With its application for constituency, each Constituent Organization shall furnish the Executive Director a current roster of its members in good standing, giving name, residence, and connection with aerospace medicine or its allied sciences. All members of the Constituent Organization shall be members of the Aerospace Medical Association. A Constituent Organization may have sustaining partners, however, that are not active members of the Aerospace Medical Association. These sustaining partners are not members and do not count toward the 2% criterion for Constituency status. By January 1 of each calendar year, each Constituent shall furnish the Executive Director a current roster of its members.

(2) Each Constituent Organization shall be represented on the

Council by an individual who is a member of the Association designated by the Constituent Organization. Each such organization shall present the name of its designated primary representative to the Executive Director during the Annual Scientific Meeting. In the event the primary representative cannot attend a Council Meeting, the name of an alternative representative shall be presented to the Executive Director or Secretary.

D. Affiliated Organizations:

(1) Each Affiliated Organization shall furnish the Executive Director with a current demographic description of its membership with its application for Affiliated status.

(2) Each Affiliated Organization shall communicate with the Association at least once per year to indicate its desire to remain an Affiliated Organization of the Association.

SECTION 2. Regional Subdivisions and Chapters.

It is the policy of the Association to encourage and recognize the establishment of local chapters and subdivisions of its members. The Council shall have the authority to control the establishment, guidance, and termination of regional chapters and subdivisions and may establish regulations for this purpose upon such terms and conditions as it may deem appropriate in order to further the mission and goals of the Association. The provisions of the certificate of incorporation and of these Bylaws shall be equally binding upon the Association and all its regional sections, subdivisions, or chapters.

ARTICLE X. CERTIFICATION BOARDS.

SECTION 1. Certification Boards.

A. Titles: The Association may sponsor Certification Boards.

B. Qualifications: All Certification Boards shall have a similar mission and goals to those of the Aerospace Medical Association as outlined in Article II; have the objective of furthering the goals of this Association through evaluation and examination of individuals seeking certification by the Association on matters relating to aviation, space, undersea medicine, or their allied sciences; increasing the value of this Association to its members, and helping maintain and increase its membership.

SECTION 2. Membership.

All members of a Certification Board must be members of the Association and be approved by Council. The Council shall select one of its members to represent each Certification Board at Council meetings. The representative should be certified in an appropriate field and will serve as a liaison between the Certification Board and the Council.

SECTION 3. Discontinuance of a Certification Board.

Discontinuance of an existing Certification Board shall be referred to the Executive Committee for study, whereupon the Executive Committee shall make a recommendation to the Council for appropriate action.

ARTICLE XI. ELECTIONS.

Elections shall be held at the annual business meeting of the Association. Only active members in good standing shall be entitled to vote in the election of officers and members of the Council. These shall be elected by a majority vote of those voting members present at the Annual Business Meeting. If there is more than one nominee for an office, the nominees shall be excused and the vote shall be by show of hands.

ARTICLE XII. COMMITTEES

SECTION 1. Standing Committees.

A. There shall be the following standing committees:

(1) Aerospace Human Performance, (2) Aerospace Safety, (3) Air Transport Medicine, (4) Arrangements, (5) Awards, (6) Bylaws, (7) Communications, (8) Corporate and Sustaining Membership, (9) Education and Training, (10) Finance, (11) Global Liaison and Outreach, (12) History and Archives, (13) Membership, (14) Nominating, (15) Registration, (16) Resolutions, (17) Science and Technology, and (18) Scientific Program.

B. Other committees of the Association may be established as provided in the Bylaws or determined by the Council.

SECTION 2. Appointment and Duties.

A. The President, in consultation with the President-Elect and with the concurrence of the Executive Committee, shall appoint all chairs of

standing committees except as otherwise provided in the Bylaws.

B. The chair of each committee may be directed by the President of the Association to accomplish specific tasks and reports relative to the area of expertise of that committee. Committee Chairs shall identify at least one Deputy Chair. Committees may have such subcommittees as the President and the committee may deem necessary to carry out their purposes. The Policies and Procedures Manual describes the committees' reporting responsibilities and details of their activities and function.

SECTION 3. Standing Committees Functions.

A. Aerospace Human Performance Committee: This committee shall be responsible for establishing an integrating function and forum sponsoring panels and seminars, preparing reports, resolutions, and recommendations concerned with personnel selection, human performance, and human factors input in the concept, design, development, test and evaluation, and operational deployment of aerospace programs and systems. The committee will seek to promote research and application of human performance knowledge in every phase of systems development and deployment. Human performance and systems integration require a multidisciplinary approach involving decision-making, behavioral, biomedical, psychosocial, physiological, and engineering factors. The goal of the committee is to produce recommendations for improving aerospace systems performance.

B. Aerospace Safety Committee: The goal of this committee shall be to improve the safety of aviation and space activities. The committee shall direct its efforts to identifying specific, important aviation and space safety issues, national or international in scope that represents a significant threat to the health and safety of people involved in aviation and space activities, either as crew members or passengers. The objective of the committee shall be the resolution of aviation and space safety issues through either educational or regulatory processes. The committee may, with approval of the Council or Executive Committee, recommend research projects, prepare reports and scientific papers, sponsor panels and seminars, or formulate recommendations and resolutions to accomplish this objective.

C. Air Transport Medicine Committee: This committee shall be responsible for performing studies and preparing reports, resolutions, and recommendations on biomedical aspects of air transport operations. This committee shall concentrate its efforts on the promotion of international health, safety, and care through the mechanism of collecting information, analyzing data, and recommending solutions leading to improving health and safety in air transport operations.

D. Arrangements Committee: The Arrangements Committee works with the Association Headquarters Staff to make logistical arrangements for the Annual Scientific Meeting.

E. Awards Committee: The Awards Committee shall obtain and review all nominations for the various awards and honorary citations presented by the Association and make recommendations to the Council in such manner as the Council may prescribe.

F. Bylaws Committee: This committee shall be a fact-finding committee on matters pertaining to the Bylaws. The committee shall study proposed amendments to the Bylaws referred by the Council, and make its recommendations to the Association through the Council. If deemed necessary, this committee shall revise or develop new Bylaws for submission or approval in turn by the Council and the Association subject to proper publication, notification, and approval by a two-thirds vote of members attending the Annual Business Meeting as set forth in Article XVI.

G. Communications Committee: This committee shall oversee the communications program of the Association including brochures, books, and electronic media. The Communications Committee, at the request of the President or Council, prepares, reviews, and publishes publications sponsored by the Association other than the journal. The Committee may propose other projects related to communications that must be approved by Council.

H. Corporate and Sustaining Membership Committee: This committee shall be responsible for initiating programs and activities whose purposes and objectives are to increase and represent the interests of the

corporate and sustaining members. This committee shall assist the Executive Director and the Executive Committee in reviewing the applications for corporate and sustaining membership referred to it, secure all available information concerning such applicants, and submit its recommendations to the Executive Committee through the Executive Director.

I. Education and Training Committee: This committee shall promote international aerospace medicine and allied disciplines through excellence in education and training conducted or cosponsored by the Association and consistent with the Association's objectives. It shall establish procedures to ensure the dissemination of educational and training related information and materials to the membership; coordinate the Association's education and training needs with the Scientific Program Committee; and coordinate the Association's Continuing Medical Education (CME) role.

J. Finance Committee: this committee shall update and review the Association's financial balance sheets on an ongoing basis, provide an overview of the Association's financial position to the Council at its regular meetings, and bring forward or review potential new courses of financial action. The committee is comprised of a Chair and four regular members. The Chair will appoint the regular members of the committee. The President-Elect of the Association is an *ex officio* member of the Finance Committee.

K. Global Liaison and Outreach Committee: This committee shall be responsible for initiation, coordination, and promotion of the Association's global perspectives, namely: 1) to promote coordination, cooperation, and harmonization of efforts associated with global aerospace medicine and human performance challenges, 2) to promote the importance of and opportunities in aerospace medicine and human performance in each country or region, 3) to identify and promote global best practices in aerospace medicine and human performance research and applications, and 4) to strengthen the connection between AsMA and its global membership, its global constituents and affiliated organizations.

L. History and Archives Committee: This committee shall be responsible for acquiring, preserving, and maintaining those items of historical significance that represent and depict the achievements of the Association and its members. This responsibility shall be exercised through historical research, commemorative presentations, and fostering the preservation of library, archival, and museum collections.

M. Membership Committee: This committee shall be responsible for initiating programs and activities whose purposes and objectives are to increase membership in the Association and to promote public relations. This committee shall act in an advisory capacity to the Executive Committee and the Council in matters relating to the establishment of eligibility requirements for all classes of membership.

N. Nominating Committee: Elected officers and the elective members of the Council shall be nominated by a Nominating Committee made up of the five most recent living Past Presidents of the Association and a representative selected from each Constituent Organization of the Aerospace Medical Association. The immediate Past President shall serve as a member of the Nominating Committee for a one-year term, and shall become Chairperson of that committee in the subsequent year. A Chairperson or any Past President who is unable or unwilling to discharge their associated responsibilities shall be replaced by the President with another Past President. The Nominating Committee shall conduct its activities by electronic communication. Each individual nominated shall have been approved by at least a simple majority vote of the Nominating Committee members. The report of the Nominating Committee shall be made prior to the Annual Scientific Meeting as stipulated in the Policies and Procedures Manual and orally at the opening ceremony of the Annual Scientific Meeting. Any member may offer additional nominations, including name of nominee and office for which nominated, from the floor at the Annual Business Meeting; however, the Executive Director must be provided written notice of the nomination no less than twenty-four hours before the Annual Business Meeting. Such nominations must be accompanied by a petition of at least 2% of the active mem-

bers of the Association and must be accepted by a two-thirds majority vote of members attending the Annual Business Meeting, before the nominee can be a candidate in a vote for a named position.

O. Registration Committee: The Registration Committee assists with onsite registration activities associated with the Annual Scientific Meeting. This includes distribution of registration materials and coordination of tickets for events.

P. Resolutions Committee: Resolutions may be proposed to the Resolutions Committee by individual members, standing and special committees, Constituent Organizations, the Executive Committee, and the Council. Proposed resolutions that have been reviewed and coordinated by the Resolutions Committee shall be submitted to Council. If disapproved by Council, the resolution will be returned to the Resolutions Committee for further review and coordination. If approved by Council, the resolution will be presented to the Association membership. Proposed resolutions will be published on the Association's website for a period of at least 60 days to offer members the opportunity for review and comment. Members of the Association will be notified by electronic means when resolutions are posted on the website for review and when posted for a vote. Members may submit comments to the Resolutions Committee within the 60-day comment period. Comments received from members may be incorporated into the proposed resolution by the Resolutions Committee, after which the revised resolution shall be re-submitted to Council. After final review and approval by Council, the draft resolution will be posted on the Association's website for a vote by the membership. Association membership shall have final approval of resolutions. Voting on resolutions by the Association members can be performed remotely by electronic means or in person during Annual Business Meetings of the Association. Electronic voting on proposed resolutions will be open for a period of at least 30 days. A quorum of 100 Association members is necessary for a vote, and a majority of those voting members is required for final approval of a proposed resolution. Voting will not be terminated prematurely when a quorum is achieved but will remain available for the entire 30-day period. If a quorum is not met at the end of the 30-day period, the voting period may be extended up to an additional 30 days.

Q. Science and Technology Committee: This committee is responsible for informing and educating the Association regarding interdisciplinary problems in the areas of systems analysis and technology utilization, as well as aeromedical, biomedical, and human factor requirements.

R. Scientific Program Committee: The Scientific Program Committee is responsible for the development and execution of the scientific program for each year's Annual Scientific Meeting. The Chair, with the help of committee members, arranges for abstract submission and review, scheduling of scientific sessions, and presentation of the scientific program.

SECTION 4. Special Committees.

The Council or the President may create special committees as may be deemed necessary with such membership and for such a period of time as may be considered appropriate. The Council or the President shall establish and define the functions of such committees.

ARTICLE XIII. MEETINGS

SECTION 1. Required Meetings.

The Association shall conduct at least one Annual Business Meeting which shall be open to the general membership and devoted to the reception of annual reports, the nomination and election of officers, consideration of amendments to the Bylaws, consideration of resolutions, and any other such business as decided by the Council. The Association shall conduct at least one scientific meeting each year.

SECTION 2. Time and Place of Meetings.

The Annual Scientific Meeting shall be conducted at a time and place selected by the Executive Committee. Meetings shall be held as provided for in these Bylaws. In cases of emergency, the Council shall have the authority to cancel, postpone, or change the site of an annual meeting, or a special Association meeting may be authorized or called by the Council.

SECTION 3. Quorum.

The Annual Business Meeting shall require a minimum of one hundred (100) active members to constitute a quorum.

SECTION 4. Parliamentary Authority.

The current edition of Robert's Rules of Order Newly Revised shall cover the procedure at all meetings unless otherwise provided by these Bylaws. Unless provided otherwise by Robert's Rules of Order Newly Revised or by these Bylaws, all elections and questions shall be decided by a majority of votes cast.

SECTION 5. Parliamentary.

The duties of the Parliamentarian will be as specified in the Parliamentary Authority, with the intent to help ensure the orderly progress of meetings and the fair and equitable treatment of all participants.

ARTICLE XIV. DUES AND SUBSCRIPTIONS

SECTION 1. Annual Dues.

A. Annual dues for all classes of membership shall be set by the Council with the proposed change becoming effective no sooner than 60 days following advance notice published in the journal of the Association, during which time members may register their comments with the Executive Director of the Association and such comments shall be given due consideration by the Council.

B. Membership dues are payable on the last day of the month in which the applicant is selected for membership and annually thereafter.

C. Annual dues shall include subscriptions to the official scientific journal of the Association and to such other records, reports, proceedings, and publications as authorized by the Council except where otherwise provided.

D. The Executive Committee may authorize suspension of dues or subscriptions on the part of any member.

SECTION 2. Exemption from Dues.

A. Honorary Member: Honorary Members shall be exempt from the payment of dues.

B. Life Member: Following payment of the appropriate fee, the Life Member shall thereafter be exempted from the payment of annual dues.

SECTION 3. Active Member.

An active member (a member in good standing) is one who is qualified for membership and is current in the payment of dues. Active members are entitled to all the rights and privileges of membership including voting and holding office.

SECTION 4. Delinquency.

A member is delinquent if Association dues are not paid within 60 days of the due date. If dues are not paid within 30 days after notification of delinquency, the member shall be removed from the active membership role of the Association for nonpayment of dues.

SECTION 5. Reinstatement.

Any member dropped for nonpayment of dues may be reinstated to member-in-good-standing status on payment of dues for the current year in advance.

ARTICLE XV. FUNDING AND FINANCES

SECTION 1. Funding.

Funds may be raised (a) by dues; (b) by assessments on active members on recommendation of the Council and after approval by the membership; (c) from the publications of the Association at a rate established by the Council; and (d) in any other manner approved by the Council. Funds may be appropriated by the Council to defray the expenses of the Association.

SECTION 2. Finances.

A. Fiscal Year: The fiscal year shall begin on January 1 and end on December 31 each year.

B. Insurance: The Executive Director shall procure Directors' and Officers' Liability Insurance in an amount determined by the Council, the cost to be paid by the Association. The Executive Director, Treasurer, and other persons approved by Council may sign checks.

C. Budget: The Council, at its fall meeting, shall adopt an income and expense budget covering all activities for the next fiscal year. No officer may make or authorize any unbudgeted expenditure without approval of the Executive Committee or the Executive Director. The Executive Director shall not make or authorize any unbudgeted expenditure exceeding the amount stipulated by the Policy and Procedures Manual without approval of the Executive Committee.

D. Audit: An audit shall be made by a certified public accountant at a frequency and time described in the Policy and Procedures Manual. The audit shall be submitted to the Executive Committee at its meeting prior to the Annual Scientific Meeting of the Association. The report of the audit shall be made available to the membership at the Annual Business Meeting of the Association.

ARTICLE XVI. AMENDMENTS.

The Bylaws of the Association may be amended at any Annual Business Meeting of the Association by a majority vote of active members present at such meeting. Association Bylaws amendment proposals may be submitted by any member of Council or a petition of at least 2% of the active membership of the Association. Proposed amendments must be communicated to the Association Headquarters by the end of December and approved by two-thirds vote of the Council members for consideration at the Annual Business Meeting. The membership must be notified of the proposed amendments no less than 60 days prior to the Annual Business Meeting. The Policy and Procedures Manual will describe the process for review, modification, and presentation of amendment proposals for the membership vote on each amendment at the annual meeting.

ARTICLE XVII. DISTRIBUTION OF ASSETS UPON DISSOLUTION.

In the event that the Association shall be dissolved, its assets at the time of dissolution shall be distributed to one or more organizations exempt from Federal Income Tax in accordance with Section 501(c)(3) of the Internal Revenue Code of 1954 or subsequent provisions to be used for purposes identical or similar to those of the Association.