

CONSTITUTION AND BY-LAWS

of the

Australian Orthopaedic Association Medicolegal Society

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Of the

**AUSTRALIAN ORTHOPAEDIC ASSOCIATION MEDICOLEGAL
SOCIETY**

SECTION 1 **NAME**

The name of the organization shall be “The Australian Orthopaedic Association Medicolegal Society and hereinafter called “The AOA MLS

SECTION 2 **LOCATION**

The principle office of the AOA MLS shall be located at the address of the Australian Orthopaedic Association (AOA) Rooms.

SECTION 3 **OBJECTIVES AND PURPOSES**

3.1

The AOA MLS is a section organized and existing under the rules of the AOA, and is intended to be tax exempt.

At such an exempt organization, (1) The AOA MLS shall be operated exclusively for educational purposes; (2) the income and property of the Society whensoever derived shall be applied solely to the promotion of the objectives of the Society and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Society provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Society or to any member of the Society in return for any services actually rendered to the Society or reasonable and proper rent for premises let by any member of the society; (3) The AOA MLS shall not engage in any activity that is unlawful under applicable Federal, State and local law; (4) The AOA MLS shall not operate for the purpose of carrying on a trade or business for profit.

3.2

The purpose of The AOA MLS is to bring together fellows of the Australian Orthopaedic Association who have an interest and an expertise in the assessment of physical impairment, disability and other related matters for the purpose of litigation or otherwise.

3.3 Specific objectives of the AOA MLS are:

3.3.1 To promote a high standard of general medico-legal assessment, especially musculoskeletal, and reporting within the membership and the profession.

3.3.2 To establish and maintain appropriate programmes of continuing education in relation to advances in industrial, occupational and other branches of medicine and associated matters pertinent to the speciality of medicolegal assessment of disability.

3.3.3 To promote study and research within the speciality of orthopaedic assessment of disability.

3.3.4 In conjunction with other associated professions in Law and Medicine, to organize and correlate scientific programmes on such occasions as may be decided upon from time to time by the Executive of the AOAMLS

3.3.5 To liaise with and be prepared to advise a relevant body, professional or otherwise in regard to matters pertinent to members of the AOAMLS and in the medical profession.

3.3.6 To develop and produce relevant educational offerings including conferences, journals and books for its members and for other non-member interested parties.

3.3.7 To foster a multidisciplinary approach to the timely issues at the interface of Law, Medicine and health care.

3.3.8 To develop and publish reports, surveys, position papers and comments on government regulations, legislation and judicial proceedings within its area of interests.

3.3.9 To further efforts to stimulate national and international medico-legal education.

SECTION 4DISSOLUTION

The AOA MLS shall not be dissolved except at a general meeting of the Society convened for the purpose and by a resolution carried by a majority of four-fifths of the votes recorded in respect of the same. If, upon the winding up or dissolution of the Society, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given to the A O A to use at its absolute discretion.

SECTION 5MEMBERSHIP QUALIFICATIONS

5.1

Members must be duly qualified medical practitioners registered in Australia, and be a fully paid member of the Australian Orthopaedic Association.

5.2

Members shall have an interest and expertise in medico-legal assessment of physical impairment and disability.

5.3

Members should be involved in the work of medico-legal assessment as some regular part of their practice.

5.4

Nomination for membership shall be made and seconded by any two existing members at least 28 days prior to the next meeting of the Society and be promptly referred to the Executive Committee.

5.5

The Society may, from time to time, elect distinguished persons as honorary life members.

SECTION 6OFFICE BEARERS

6.1

There shall be a Chairman and Secretary/Treasurer

SECTION 7EXECUTIVE AND OTHER COMMITTEES

7.1

The Executive shall consist of:

7.1.1 The Chairman

7.1.2 The Secretary/Treasurer

7.1.3 State Representatives (6)

7.2.1

All members of the Executive Committee shall serve for a period of two years and shall be eligible for re-election in continuity, except the Chairman who must step down at the completion of his/her two-year term. The terms of the chairman and secretary/treasurer should not run for the same period.

7.3

Election of the Executive and State Representatives shall take place at the Annual General Meeting at The AOA MLS.

7.3.1

Nominations for the positions of Chairman, Secretary/Treasurer and State members of the Committee shall be made and seconded by any two members at least four weeks prior to the relevant meeting for its consideration. In the event that insufficient nominations are received, nominations may be accepted at the Annual general meeting of the AOA MLS.

SECTION 8MEETINGS

8.1.1 Notice of meetings shall be given in writing, stating the date, time and place of any such meeting, as well as the purpose for which said meeting is called. This notice shall be sent by mail to each member on record .

8.1.2 Quorum for membership meetingsAt any meeting of the membership of The AOA MLS, the presence in person or by proxy of fifteen (15) members in good standing shall be necessary and sufficient to constitute a quorum.

8.1.3 Membership's action upon general meetings: action upon matters before the membership may be taken or authorized by membership resolution unless otherwise provided by law.

8.1.4 Record of votes: The Secretary shall keep a record of votes taken at annual , special meetings and extraordinary general meetings of the membership.

8.1.5 Proxy voting by members: Members shall be permitted to vote by written proxy provided it or notice thereof is received by the Hon Secretary not less than one week prior to the next scheduled membership meeting. No proxy shall be valid for more than three months from its date of execution unless otherwise stated therein. Any proxy shall be revocable unless otherwise stated therein.

8.1.6 Chairing of General Business and other Meetings:

The general business and other meetings of shall be chaired by the Chairman of the AOA MLS, and an appropriate record of the same will be taken by the Secretary. In the absence of the Chairman, a member of the Executive Committee will be elected at the meeting take the Chair.

GENERAL MEETINGS

8.2.1

The Annual General Meeting shall be held during the period of the Annual Scientific Meeting of the Australian Orthopaedic Association . . . The agenda of this meeting shall include reports by the outgoing Chairman, Secretary/Treasurer and State Representatives, and a filling of Executive and other Committee vacancies resulting from the expiration of terms. Election of new members.

8.2.2 Extraordinary general meetings shall be held whenever called, in writing by the Chairman or by the Secretary or as otherwise provided.

8.2.3

Not less than two and not more than four weeks notice shall be given to each member of all general meetings of the Society.

EXECUTIVE MEETINGS

8.3

Meetings of the Executive Committee shall be held throughout the year at times to be determined. At least one executive meeting and educational meeting will be scheduled each year.

8.3.1

The AOA MLS Executive Committee shall meet as often as required so as to arrange all relevant aspects of matters pertaining to the construction and implementation of continuing medical education requirements of the Society, contact with the AOA Continuing Professional Development (C.P.D.) Committee of the AOA, if and to the extent required, certification of satisfactory completion of continuing medial education by members, and all other matters of and incidental to the proper discharge of these any other relevant/necessary activities as required by the CPD Committee.

The chairman of this Society shall work closely with the CPD Committee so as to inform the latter of all relevant matters regarding this aspect of activities of The AOA MLS on a timely basis.

EDUCATIONAL MEETINGS

8.4

Educational meetings will be held during each year either in association with the Continuing Orthopaedic Education meetings on at any time determined by the Executive

SECTION 9SUBSCRIPTIONS

Annual dues, dates of payments and grace periods shall be determined by the Executive for each category of member or such other categories that may, from time to time, be established by the Executive Committee.

SECTION 10RESIGNATION OR REMOVAL OF A MEMBER10.1 Resignation

Any member may resign by notice in writing to the Secretary of The AOA MLS and said resignation shall take effect at the time specified therein or, if no time is specified, at the time of its receipt by the Secretary, who shall acknowledge receipt of that notice to the member concerned.

10.2 Removal

Any member may be removed by two-thirds vote of the Executive Committee.

10.3 Refunds

No refunds of dues shall be made on resignation or removal.

10.4 Disciplining of Members and Resolution of Disputes between Members

The disciplining of members or resolution of disputes between members will be at the discretion of the Executive Committee.

10.5 Appeals

An appeal by members in respect of By-Law 12.4 supra will be heard, upon request by the Executive Committee plus two (2) other members nominated therefore by the membership. A majority decision of the same shall determine the outcome of the appeal.

SECTION 11MANAGEMENT OF FUNDS

11.1

The management of the funds of The AOA MLS shall be at the discretion of the Executive Committee.

11.2

The funds shall be banked with an accepted banking organization in the name of 'The AOA Medicolegal Society' and signatories for withdrawal of money by cheque on behalf of the Association shall be the Chairman or Secretary/Treasurer at the time.

11.3

Investment of the surplus funds of The AOA MLS shall be at the discretion of the Executive Committee.

The MLS must provide an annual report to the AOA by the end of October each year and a full financial report to the AOA each year at the end of the financial year.

SECTION 12POWERS AND DUTIES OF OFFICERS12.1 Chairman

The Chairman shall preside at general meetings, and at meetings of the Executive Committee. The Chairman shall exercise general supervision over the activities of the Association and shall, when appropriate, present opening remarks at AOA MLS functions and conferences and shall perform such other duties as may be assigned to him or her from time to time by the Executive Committee.

12.2 Secretary

The Secretary, or such other person as is nominated by the Executive Committee, shall be the 'Public Officer' of The AOA MLS.

The Secretary shall have charge of such books, documents and papers as the Executive Committee may determine and shall have custody of the Seal of The AOA MLS. The Secretary shall attend and, with the assistance of other necessary staff, shall keep the Minutes of all meetings of the Executive Committee and of the members and shall receive from the Chairman of each standing and ad hoc committee of the Board, a written record of proceedings thereof.

The Secretary shall keep separate listings showing the addresses and other relevant contact particulars of all members, which log shall be open for inspection and copying to the extent required by law.

When necessary or proper, the Secretary may sign, together with the Chairman or Executive member, in the name and on behalf of The AOA MLS any contracts or

agreements authorized by the Executive Committee. The Secretary shall, in general, perform all duties incidental to the office of Secretary, subject to the supervision of the Chairman and Executive Committee, and shall do and perform such other duties as may be assigned to him or her from time to time by the Executive Committee.

The Secretary may act through a designee selected and supervised by him or her.

12.3 Treasurer

The AOA shall have custody of all funds, property and securities of The AOA MLS Subject to such regulations as may be imposed by the Executive Committee. When necessary and proper, the Treasurer may endorse for collection in the name of an on behalf of The AOA MLS, cheques, notes and other obligations and shall deposit the same to the credit of The AOA MLS at the AOA.

The Treasurer shall sign all receipts and vouchers, sign all cheques of The AOA MLS (with or without the Chairman) and unless instructed otherwise by the Executive Committee or by these by-laws. The AOA shall keep full and accurate account of all monies and obligations received and paid or incurred on account of The AOA MLS. Said books shall be open by appointment to inspection by any member of director at all times during the AOA's usual hours of business.

The AOA shall obtain annually a full financial report of the AOA's MLS books from the treasurer. The AOA may seek an audit if it believes this is appropriate by an independent certified public accountant The Treasurer shall also present the financial report to the Annual General Meeting of The AOA MLS.

12.4

If, for any reason, the Office of Chairman, or Secretary/Treasurer shall become vacant, it shall immediately be filled by a member of the Executive Committee. Any other office of The AOA MLS that becomes vacant by death, resignation, retirement, disqualification or any other cause, may be filled for the unexpired portion of the term by Executive Committee resolution. The officer elected shall hold office and service for the duration of the unexpired term noted.

12.5 Executive Committee

The Executive Committee during the intervals between meetings of the membership may act in the name of and with the full power of the same. The Chairman shall be the Chairman of the Executive Committee. The Executive Committee shall meet as necessary. Telephone or letter polls are permitted when requested by any member of the Executive Committee. The Executive Committee shall meet whenever called by the Chairman or on request of not less than two (2) of its members. Three members shall constitute a quorum, and a majority vote of those members present shall be sufficient for all matters.

12.6 Membership Committee

Shall apply Section 5 and Section 8.2.1

SECTION 13 AFFILIATION

The AOA MLS may, at the discretion of the Executive Committee, enter into agreements, or joint venture with organizations , whose objectives and programmes are compatible with the purpose of The AOA MLS contained in the Certificate of Incorporation and these By-Laws.

The essence of such agreements shall be presented with appropriate details by the Secretary to the Executive Committee at regularly scheduled meetings of the Committee. If approved, they will be negotiated and executed by the Secretary.

SECTION 14 FISCAL YEAR

The Fiscal Year of The AOA MLS shall begin on July 1 and end on the following June 30 or shall be such other time interval as shall be determined by Executive Committee resolution.

SECTION 15 BOOKS AND RECORDS

There shall be kept at the principal office of the AOA correct books of account of all the business and transactions of the AOA MLS . Said books shall be open by appointment by any member at all times during the usual working hours of business. Complete summaries of the proceedings of all regular and special meetings of the Executive Committee and any other standing or ad hoc committees established by the Executive Committee and a membership list of each such body, shall be maintained by the secretary and made available by the Executive Committee consistent with applicable procedures regarding confidentiality.

SECTION 16 AMENDMENT OF OBJECTIVES , RULES AND BY-LAWS

Unless a greater vote is required by law or any provision, these rules or objectives, may be amended, repealed or altered, in whole or in part, and additional objectives, rules or by-laws may be adopted at any annual or special meeting of the members. Such amendments shall require an affirmative two –thirds vote of those members present in person or proxy. No amendment may authorize the Executive Committee to conduct the affairs of the AOA MLS in any manner or for any purpose contrary to the Federal or State law or to the certificate of incorporation.

Notice of any proposed changes in said rules or objectives or by-laws stating the substance of said change shall be given to all members not more than 60 days prior to the scheduled meeting of the membership.

Amendments, alterations or repeal, in whole or in part, of the objectives, rules or by-laws of the AOA MLS shall be initiated by the Executive Committee or by written request to the Secretary/Treasurer of the AOA MLS by 30 active members.

SECTION 17 DISBURSEMENT COSTS

Any costs incurred by the Chairman or Secretary/Treasurer or any other members of the Executive Committee in the conduct of the business of the AOL MLS by way of rental accommodation, clerical staff salary, stationary, postage and telephone or any other reasonable and necessarily incurred costs, shall be borne by the AOA MLS in the normal course of management of the funds of the AOA MLS under the charge of the Treasurer.

Suitable records of such expenditure and costs shall be maintained by the Treasurer and be available for inspection by members, if requested, during normal business hours.