

1
2
3
4 **BYLAWS OF THE COLORADO FOOT AND ANKLE SOCIETY**
5 Amended September 29, 2016
6
7

8 **ARTICLE I: NAME**

9
0 The name of this organization shall be the Colorado Foot and Ankle Society, hereinafter referred to
1 as "CFAS" or the "Society".
2

3 **ARTICLE II: PURPOSE**

4
5 The purpose of the Society is to promote the art and science of complete foot and ankle care and the
6 betterment of public health.
7

8 **ARTICLE III: MEMBERS**

9
0 **Section A. CLASSIFICATION**

1 The members of the CFAS shall be:

2 1. **Voting Classes**

- 3 a. Active
4 b. Life
5 c. Non-practicing
6 d. Permanently Disabled
7 e. Senior
8 f. Post Graduate
9

0 2. **Non-voting Class**

- 1 a. Honorary
2 b. Federal Services
3 1) Active US Military
4 2) Active US Military Reserves
5 3) Non-military DPM employed by a federal government agency
6

7 **Section B. QUALIFICATIONS OR ELIGIBILITY**

8
9 1. **Active Member:**

10 A doctor of Podiatric Medicine (DPM) licensed to practice in the state of Colorado.
1

- 2 2. **Federal Services Member:** A DPM (both military and non-military) licensed to practice in a
3 state, district, territory, or dependency of the United States whose sole employment in the field
4 of podiatric medicine is in the federal services or a federal government agency or institution. A
5 Federal Services Member may participate as an Honorary Member (receive all publications
6 and be admitted to educational sessions provided by CFAS). A DPM who changes

7 membership from Federal Services to Colorado shall be entitled to all membership privileges
8 as Active, Life, Non-Practicing, Permanently Disabled, Senior and Post-Graduate. A service
9 fee may be assessed by CFAS in lieu of dues.
0

1 **3. Life Member:**

2 A member in good standing other than an Honorary member may apply for classification as a
3 Life member if said member is:

- 4 a. A member who has completely retired and remains retired from the practice of podiatric
5 medicine, has attained the age of sixty-five (65) years, and has been a member in good
6 standing for fifteen (15) years; or
- 7 b. A member who has completely retired and remains retired from podiatric medicine and has
8 been a member in good standing for twenty-five (25) years; or
- 9 c. A member who has been in good standing for a minimum of fifty (50) years.

10 **4. Non-practicing Member:**

1 A DPM licensed to practice in the state of Colorado, and who has not been engaged in
2 practice or in dispensing of podiatric medical services for a minimum of one (1) year. To qualify
3 for this category, the DPM shall not have had their license revoked for any reason.

4 **5. Permanently Disabled Member:**

5 A member in good standing of CFAS who is permanently disabled, and for whom payment of
6 dues may constitute a hardship. Permanently disabled shall mean total disability that
7 continuously prevents the member from carrying out substantial and material professional
8 duties.

9 **6. Senior Member:**

10 A member in good standing other than an honorary member may apply for classification as a
1 Senior Member if said member has:

- 2 a. Reached retirement age as provided by the Social Security Administration, or
- 3 b. Been forced into curtailment because of illness and is actively engaged in practice for no
4 more than twenty (20) hours per week; and
- 5 c. Been a member of APMA for fifteen (15) consecutive years.

6 **7. Postgraduate Member:**

7 A DPM who is serving as an intern, resident or fellow in a postgraduate program granted
8 candidate status or full approval by the Council on Podiatric Medical Education, provided said
9 member is in good standing as a member of CFAS.

10 **8. Honorary Member:**

1 An individual who does not hold the DPM degree, determined by the CFAS Board of Directors,
2 who has made an outstanding contribution to the advancement of the art and science of
3 podiatric medicine or who has performed a distinguished service to the organization.
4
5

6 **Section C. Membership application Process**

7 **Requirements to apply for membership:**

- 8 1. Graduate of an accredited CPME College or University of Podiatric Medicine.
- 9 2. Complete and submit application form according to association procedure.

1 **Section D. Nondiscrimination Statement**

2 No person otherwise qualified for any classification of membership in CFAS shall be denied
3 such membership for reasons of age, sex, color, race, creed, national origin, sexual
4 orientation, political belief, or disability.
5

6 **Section E. Good Standing**

7 Any member of CFAS whose state dues and special assessments for the current fiscal year
8 are not past due shall be considered a member in good standing.
9

0 **Section F. Membership Privileges:**

1 **1. Active, Life, Non-Practicing, Permanently Disabled,
2 Senior and Post-Graduate**

- 3 a. Shall receive all publications of CFAS
- 4 b. Shall be eligible for admission to any educational session and such other
5 services as are provided by CFAS
- 6 c. Shall be eligible for election or appointment to any office, committee,
7 council, board, or similar position in CFAS as provided in these bylaws.
- 8 d. Shall be eligible to vote in any referendum.

9 **2. Honorary and Federal Services:**

- 10 a. May receive all publications of CFAS upon request.
- 1 b. Shall be eligible for admission to any educational sessions and such other
2 services as are provided by the CFAS.
3

4 **Section G. Suspension or Expulsion:**

- 5 1. Any member who violates these bylaws, the APMA Code of Ethics, or the rules established
6 by
7 CFAS may be suspended or expelled from membership.
- 8 2. A membership may be suspended or revoked by a two-thirds (2/3) vote of the entire
9 membership of the board of directors by secret ballot at a regular or special meeting of the
10 board.
- 1 3. Loss of membership or other penalties may be imposed as a result of delinquency or non-
2 payment of dues, fees and financial obligations as set forth in the article on dues, fees, and
3 finances.
4

5 **Section H. Right of Hearing and Appeal:**

- 6 1. Any member subject to disciplinary action shall have the right to a hearing by a special
7 committee of three (3) consisting of non-board members appointed by the executive
8 committee. The committee shall report their recommendations to the board of directors.
- 9 2. The member shall have the right to appeal the decision of the board of directors to the
10 APMA Board of Inquiry according to procedures adopted by CFAS and the APMA.
1

2 **Section I. Transfer of Membership:**

3 A member desiring transfer of membership from one association to another must do so
4 through proper application to APMA, providing the member is in good standing in the
5 current state association. No member shall be transferred from one association to another
6 until all dues are current in the association from which the transfer is being made. (APMA
7 bylaws)
8

9 **Section J. Requirements for Members:**

- 10 1. Each association shall require that every member be a member in good standing of the
1 APMA.
- 2 2. A member shall hold membership only in one state, district, territory, or dependency
3 wherein that member's principal practice or full-time faculty appointment is located. (APMA
4 bylaws)
5
6

7
8 **ARTICLE IV: DUES, ASSESSMENTS, FEES and FINANCES**
9

0 **Section A. Dues (funds collected from members for the operation of the CFAS)**

- 1 1. The state dues component shall be proposed by the CFAS board of directors and
2 determined by the membership at a regular or special meeting of CFAS. A two-thirds (2/3)
3 affirmative vote shall be required to approve a dues increase/decrease provided notice of at
4 least ninety (90) days shall have been given to all members prior to the annual meeting or
5 special meeting of the CFAS at which the increase/decrease will be considered.
6 2. The membership may, by two-thirds (2/3) vote, authorize the board of directors to modify,
7 alter, increase or decrease dues by a specific amount without additional membership
8 action.
9 3. Payment of dues shall be according to the dues schedule of payment used by the APMA.
10 4. Delinquent: In the event that a member has not paid all of his/her dues at the time the
1 next dues become payable, the member shall be deemed delinquent for a period of up to
2 three (3) months.
3 5. Forfeiture of Membership:
4 If after the three (3) month delinquent period the member has not paid all of his/her dues,
5 all membership benefits and privileges will be forfeited and the member would need to
6 reapply as a new member.
7

8 **Section B. Fees/Assessments (funds collected from members to be used only for a**
9 **specifically defined purpose)**

- 10 1. All special assessments shall be proposed by the board of directors and determined by the
1 membership at a regular or special meeting of the CFAS.
2 2. All special assessments shall be authorized for a one-year period with renewal to be
3 subject to
4 annual review by the membership at the annual meeting or a special meeting.
5 3. Registration fees for members, their families and guests, if allowed, at any convention,
6 meeting or
7 seminar of the CFAS shall be determined by the board of directors.
8 4. Notice of proposed assessments shall be given to all members at least ninety (90) days
9 prior to the
10 annual meeting or special meeting at which the assessment will be considered.
1 5. A two-thirds (2/3) affirmative vote shall be required to approve a special purpose
2 assessment.
3

4 **Section C. Rates:**

5 Dues rates shall be stated in the CFAS policies and procedures.
6

7 **Section D. Exemptions from Dues and Assessments**

8 The president or his appointee with the approval of the executive committee may be
9 authorized to excuse the payment of dues and or special purpose assessments, in part or
10 in whole, for such members for any of the following reasons:

- 1 1. A member called to military duty for the United States on a temporary basis during
2 times of national conflict, or
3 2. A member for whom payment of dues and/or special assessments would constitute a
4 hardship by reason of physical disability, illness, or other reasons, provided the reasons are
5 investigated and completion of APMA Form 5.4.
6 3. Any DPM as part of an incentive program for membership retention or recruitment.

7 4. Life Member

8
9 **Section E. Fiscal Year:**

10 The fiscal year for the CFAS shall be from January 1 through December 31.

1
2 **Section F. Audit/Review:**

3 A review or audit of all financial records shall be conducted at the end of each term of office
4 by a certified public accountant or accounting firm or a financial review/audit committee appointed by
5 the board of directors consisting of the immediate past president or a board member with no check
6 writing authority and two (2) non-board members at large.

7
8 **Section G. Financial Reports:**

9 A complete financial statement shall be presented at all meetings of the board of directors
10 and at the annual meeting.

1
2 **Section H. Signatories:**

3 The following officers shall have the authority to sign checks on behalf of the CFAS: the
4 president, the president-elect and the secretary/ treasurer.

5
6
7 **ARTICLE V: OFFICERS**

8
9 **Section A. Elected Officers**

10 Officers of the CFAS shall be a president, a president-elect, and a secretary-treasurer
1 elected by the board of directors from the elected directors. A member serving as a delegate
2 to the APMA House of Delegates is eligible to be elected as an officer of CFAS.

3 **Section B. Elected Delegates**

4 A delegate shall be elected every two (2) years to the American Podiatric Medical
5 Association House of Delegates by the membership at the annual meeting.

6
7 **Section C. Qualifications**

- 8 1. Only a member in good standing shall be eligible to serve as an elected director, officer or
9 delegate.
10 2. Members from the following membership classes shall be eligible to serve as an officer:
1 Active, Federal Services, Life, Permanently Disabled, Post-Graduate, Non-Practicing and
2 Senior.
3 3. One term on the board of directors, either current or in the past, is required to be nominated
4 for president-elect.
5

6 **Section D. Vacancies**

- 7 1. A vacancy in any office, except the president, shall be filled from the remaining board
8 members by appointment by the president with the approval of the Board of Directors. The
9 appointment shall be for the remainder of the term.
10 2. In case of a vacancy in the office of president, the president-elect shall serve as president
1 for the remainder of the term and the vacancy shall be in the office of president-elect. The
2 president-elect after filling the vacancy of president shall continue in the office of president
3 through the following term for which he was elected to serve as president. The president-

elect appointed to fill a vacancy in that office shall serve for the remainder of that term at which time a president-elect shall be elected by the membership.

3. Officers and/or members of the board of directors shall assume the duties and responsibilities of the president in the following order: president-elect, secretary/treasurer, immediate past president, ranking member (in number of years served) of the board of directors, APMA delegate.

Section E. Terms of Office.

1. Officers shall be elected every two (2) years to serve a term of two years or until their successors are elected and have assumed office. A person serving more than one-half (1/2) term shall be considered to have served one (1) full term except the president-elect in the case of filling the vacancy of president, in which case, he/she will serve the following term for which he was elected to serve as president.
2. No director shall serve more than four (4) consecutive two (2) year terms except the immediate past president who may serve an additional term as immediate past president. Three (3) years off the board shall be required to be eligible for reelection to a new term on the board of directors.
3. Directors and officers shall assume office at the close of the annual meeting.
4. No current member of the Colorado Podiatry Board shall be eligible for membership on the board of directors.
5. No member of the board of directors shall be a paid consultant to an insurance carrier.
6. Loss of active membership status while in office forfeits membership on the board of directors.

Section F. Removal from Office

Any elected officer may be removed from office, the board of directors or a committee position by a two-thirds (2/3) vote of the board of directors whenever, in their judgment, the removal will best serve the interest of the CFAS.

ARTICLE VI: DUTIES OF OFFICERS

Section A. President. The president shall:

1. Preside at all meetings of the Association and the Board of Directors.
2. Submit a report at the annual meeting.
3. Serve as ex-officio member of all committees except the nominating and audit committees.
4. Appoint all standing and special committee chairman (unless otherwise designated in these bylaws or specified by the membership) with the approval of the Executive Committee.
5. Be the official representative of the Association and may appoint a designee when necessary.
6. Be a signatory on checks and/or contracts.
7. Serve as APMA alternate or second delegate and may appoint from the board of directors an alternate or second delegate if needed. May serve, if elected, as the Chief Delegate to the APMA House of Delegates.
8. Perform such other duties as delegated by the board of directors, the executive committee and these bylaws.

2 **Section B. President-elect. The president-elect shall:**

- 3 1. Serve as an aide to the president.
- 4 2. Preside at meetings of the Association and the Board of Directors in the absence of or at the
5 request of the president.
- 6 3. Exercise all powers and discharge all duties of the president in the event of the president's
7 absence or disability.
- 8 4. Be ex-officio member of all committees except the nominating and audit committees.
- 9 5. Be a signatory on checks.
- 10 6. Serve as chairman of the education committee and the Annual Scientific Conference.
- 1 7. Perform such other duties as delegated by the president, board of directors, the executive
2 committee or these bylaws.
- 3 8. May serve, if elected, as Chief Delegate to the APMA House of Delegates.

4 **Section C. Secretary-Treasurer. The secretary-treasurer shall:**

- 5 1. Serve as chairman of the Budget/Finance Committee.
- 6 2. Serve as the primary signatory on checks.
- 7 3. Have the authority to approve expenditures and/or disburse funds up to the amount of the
8 approved budget without further approval of the president or board of directors.
- 9 4. Have accessible at all official meetings, a current copy of the bylaws, standing rules, policies
10 and procedures, and minutes of past three (3) years meetings.
- 1 5. Handle and retain all official correspondence.
- 2 6. Assure that financial records are available for audit.
- 3 7. Perform such other duties as delegated by the president, board of directors, the executive
4 committee and these bylaws.
- 5 8. May serve, if elected, as Chief Delegate to the APMA House of Delegates.

7 **ARTICLE VII: NOMINATIONS AND ELECTIONS**

9 **Section A. Nominating Committee**

10 1. Election of Nominating Committee

1 A nominating committee composed of three (3) members, one (1) of whom shall be a
2 member of the board of directors and two (2) shall be from the membership at large,
3 elected by the membership by plurality vote at the annual meeting in even-numbered years.
4 No member shall serve consecutive terms on the committee. The chairman shall be
5 elected by the committee at a meeting held on the same day as the meeting at which they
6 are elected. In the case of an incomplete election or a vacancy on the committee, the
7 executive committee shall appoint a person to fill the position.

9 2. Duties. The Nominating Committee shall:

- 10 a. Nominate one (1) candidate for each open position on the board of directors annually
1 and one (1) candidate for APMA delegate in odd-numbered years.
- 2 b. Submit the report of the committee to the board of directors at least thirty (30) days prior
3 to the annual meeting and publish to the membership with the notice of the annual
4 meeting.
- 5 c. Serve as the election committee at the annual meeting.

7 3. Nominations from the Floor.

8 Nominations may be made from the floor provided the nominee meets the eligibility
9 requirements and is present.

0
1 **Section B. Election of Directors**

- 2 1. Directors shall be elected by ballot at the annual meeting except that when there is but one
3 (1) nominee for an office, the vote may be by voice
4 2. A delegate to APMA shall be elected by ballot at the annual meeting every two (2) years to
5 serve for a two (2) year term except that when there is but one (1) nominee, the
6 vote may be by voice.
7

8
9 **ARTICLE VIII: MEETINGS OF THE ASSOCIATION**

0
1 **Section A. Meetings**

2 1. Annual Meeting

- 3 a. An annual meeting shall be held, the date and time determined by the board of
4 directors for the purpose of electing directors, APMA delegate, the nominating
5 committee, receiving reports, and transacting such other business as may properly
6 come before it.
7 b. Notice shall be sent to all members at least thirty (30) days prior to the date set.

8 2. Special Meetings

- 9 a) Special meetings may be called by the president, the majority of the board of
10 directors, or by twenty (20) of the active members of the association.
1 b) Notice shall be given to all members at least fourteen (14) days but not more than
2 twenty-one (21) days prior to the date of the special meeting.
3 c) The notice shall include: date, time, place and items of business to be considered.
4

5 **Section B. Resolutions**

6 Resolutions may be submitted by any active member, the board of directors, the executive
7 committee, or any standing or special committee. Proposed resolutions to be presented at the
8 annual meeting shall:

- 9 1. Be submitted to the president at least ninety (90) days prior to the convening of the annual
10 meeting
1 2. Distributed to all members at least thirty (30) days prior to the convening of the annual
2 meeting
3 3. The board of directors shall review all proposed resolutions and recommend to the voting
4 membership 1) adopt, 2) not adopt, or 3) no recommendation
5 4. The proposed resolution shall be accompanied by adequate documentation to support
6 action requested
7 5. The submitting body or member submitting the resolution shall have a designated member
8 prepared to speak to the resolution at the annual meeting
9
0

1 **Section C. Emergency Resolution**

- 2 1. Emergency resolutions may be brought to the annual meeting by a two-thirds (2/3) vote of
3 the voting members present and voting
4 2. The member(s) or body presenting such resolution shall furnish sufficient copies for all
5 voting members present.
6

7 **Section D. New Business**

8 New business may be brought to the floor at the annual meeting the following requirements
9 having been complied:

- 10 1. Submitted to the president at least five (5) days prior to the annual meeting date
1 or
2 2. By a two-thirds (2/3) vote of the voting members present and voting at the annual meeting
3

4 **Section E. Voting Body**

5 The voting body of all meetings of the membership shall be members in good-standing. Refer
6 to list of voting members in the Article on Members.
7

8 **Section F. Quorum**

9 The quorum for all meetings of the membership shall be twenty (20) voting members and at
10 least two (2) officers present.
1

2 **Section G. Proxy Voting**

3 There shall be no proxy voting.
4
5

7 **ARTICLE IX: BOARD OF DIRECTORS**

8
9 **Section A. Composition. The members of the Board of Directors shall be:**

10 Composed of ten (10) members as follows:

- 1 1. Eight (8) elected directors (including the president, president-elect, and
2 secretary/treasurer),
3 2. The immediate past president, and
4 3. The APMA Chief Delegate

5 In the event the immediate past president will be serving five (5) terms by virtue of his/her
6 position as immediate past president, the number of directors shall increase to ten (10) for that
7 term.
8
9

0 **Section B. Powers and Duties. The Board shall:**

- 1 1. Have full power and authority over the affairs of the CFAS during the interim between
2 annual meetings of the CFAS, except that of modifying any action taken by the
3 membership at the annual meeting. No debt or liability shall be incurred by the Board that
4 has not been provided for by the annual budget or approved by a two-thirds (2/3) vote of
5 the entire membership of the board of directors.
6 2. Require that the accounts of the CFAS are reviewed/audited at the end of each officer term
7 of office or every two (2) years. The audit/review may be performed by an internal
8 committee of CFAS or by a CPA approved by the CFAS Board of Directors.
9 3. Adopt the review/audit report at the first regular meeting of the board of directors following
0 the completion of the audit/review.
1 4. (May) Engage the services of an executive director or management staff to manage the
2 day-to-day affairs of the association.
3 5. Perform other duties as prescribed in these bylaws and shall perform such other duties as
4 are delegated to it by the membership.

5
6
7 **Section C. Terms of Office for Directors**

- 8 1. Directors shall serve for a term of two (2) years or until their successors have been elected
9 and have assumed office. No director shall serve more than four (4) consecutive two (2)
10 year terms. Following four (4) consecutive terms, a director shall be eligible for election
1 after a period of three (3) years since his/her last term served.
2 2. A director's term of office shall not be extended by virtue of being elected to serve as an
3 officer of the association or a delegate to APMA except that of the immediate past
4 president who may serve a fifth (5) term as the immediate past president.
5 3. Directors shall take office at the close of the annual meeting.
6 4. No current member of the Colorado Podiatry Board shall be eligible for
7 membership on the board of directors.
8 5. No member of the board of directors shall be a paid consultant to an insurance carrier.
9 6. Loss of active membership status while in office forfeits membership on the board of
10 directors.

1
2 **Section D. Meetings of the Board of Directors.**

3 Regular meetings of the board shall be held at least quarterly, the dates for the term to be set
4 by the president.
5

6 **Section E. Quorum**

7 A majority of the voting members of the board shall constitute a quorum.
8

9 **Section F. Special meetings of the Board of Directors.**

10 Special meetings may be called by the president or a majority of the members of the board. At
1 least three (3) business days notice shall be given members stating date, time, place and
2 agenda items.
3

4 **Section G. Rules and Procedures.**

5 The Board of Directors is authorized to adopt rules and procedures for the transaction of
6 business and the implementing of programs, provided they do not conflict with the bylaws of
7 CFAS or the American Podiatric Medical Association.
8

9 **Section H. Standing and Special Committees.**

10 The board may create additional standing and special committees as needed to carry out the
1 goals and purposes of the CFAS.
2

3 **Section I. Absences.**

4 Two (2) unexcused absences annually from scheduled meetings of the board of directors shall
5 be regarded as a resignation from that body. The chair is responsible for excusing members.
6 Appeal may be made to the Board of Directors.
7

8 **Section J. Removal from the Board of Directors**

9 Any elected officer or director may be removed from office and the board of directors, by the
1 board of directors by a two-thirds (2/3) vote of the board of directors whenever, in their
2 judgment, the removal will best serve the interest of the CFAS.
3

4 **Section K. Vacancy**

5 A vacancy on the board of directors shall be filled by the president with the approval of the
6 executive committee. The person appointed shall serve for the remainder of the term to which
7 he/she is appointed.
9

0 **Section L. Indemnification**

1 Any officer, employee or agent of CFAS who, acting on behalf of or as an authorized
2 representative of CFAS, who was or is a party to or has notice of becoming a party to any
3 contemplated, pending, or seemingly completed legal proceedings, may be defended and shall
4 be indemnified for all expenses and liabilities actually and reasonably incurred by such
5 individual in connection therewith to the extent permitted by applicable law of the jurisdiction in
6 which CFAS is incorporated.
7

8 **Section M. Electronic Voting**

9 If a vote on an issue is required of members of the board of directors between regular
10 meetings, such a vote may be taken electronically (i.e. by phone, email or other electronic
1 means). All members of the board of directors must be informed of the issue and be given
2 adequate time to cast a vote.
3

4 **ARTICLE X: EXECUTIVE COMMITTEE**
5

6 **Section A. Composition**

7 The executive committee of the CFAS shall be composed of the president, president-elect, and
8 the secretary/treasurer.
9

0 **Section B. Authority and Duties. The Executive Committee shall:**

- 1 1) Exercise the authority of the board of directors between meetings of the board but only to the
2 extent:
3 a. Necessary to take action on unanticipated business that requires action between board
4 meetings including the authority to approved expenditures beyond the approved budget; and
5 b. Action taken is not contrary to the instructions of the board of directors.
6 2) Other duties:
7 a) Perform the duties delegated to it in these bylaws.
8 b) Formulate and submit recommendations to the board of directors as it may deem
9 advisable.
10 c) Approve depositories prior to beginning of the fiscal year.
1 d) Approve the employment, fix the salary/compensation and define the duties of the
2 executive director or management services.
3 e) Review a proposed annual budget prepared by the executive director to be presented for
4 adoption by the board of directors at the first regular meeting of the board of directors of the
5 fiscal year.
6 f) Appoint special committees as necessary.
7
8

9 **Section C. Quorum**

10 A majority of the members shall constitute a quorum.

1
2 **Section D. Meetings**

3 Shall be at the call of the president or upon the request of two (2) members of the committee.
4 Two (2) days notice shall be given.
5

6
7 **ARTICLE XI: COMMITTEES**
8

9 **Section A. Standing Committees**

10 The following shall be the standing committees of the CFAS: Budget/Finance, Education, and
11 Nominating and Election.
12

13
14 **Section B. Composition.**

- 15 1. Each standing committee, except as otherwise provided in these bylaws, shall be composed of
16 a chairman appointed by the president subject to approval of the executive committee.
17 2. The president and president-elect shall be ex-officio a member of all committees except the
18 nominating and audit committees.
19 3. All committees shall be required to report to the board and shall be responsible to report to the
20 president between meetings of the board as requested.
21

22
23 **Section C. Duties**

- 24 **1. Budget/Finance:** The Budget/Finance committee in concert with the Executive Director
25 shall:
26 a. Have general supervision of the finances and investments subject to the approval of the
27 board of directors.
28 B .Review the financial status of the organization at least twice during the fiscal year.
29

30 **2. Education.** The Education Committee shall:

- 31 a. Plan and implement the Annual Scientific Conference.
32 b. Plan and implement other educational opportunities for the benefit of members.
33 c. Have the board of directors serve as the education committee with the president-elect
34 serving as chairman.
35

36 **3. Nominating** – see article on nominations and election.
37

38
39 **Section D. Term of Office**

40 The term for standing committee chairmen shall be two (2) years or until the appointment of a
41 successor. Terms of standing committee chairmen shall correspond to the term of elected
42 officers.
43

44 **Section E. Removal**

45 Any standing or special committee chairman or member may be removed from his/her
46 committee position according to the rules established in the article on board of directors.
47

48 **Section F. Special Committees**

Special committees may be created by the board of directors as needed to accomplish specific needs, projects, or programs of the Society.

A bylaws committee shall be appointed at least every three (3) years to review the bylaws, policies, and procedural rules.

An ethics committee shall be appointed by the board of directors as needed to process any complaints in accordance with provisions contained in the “Rules for Disposition of Complaints by the Ethics Committee.”

ARTICLE XII: ELECTRONIC MEETINGS

The board of directors, the executive committee and all committees and subcommittees shall be authorized to meet by telephone conference or through other electronic communications media so long as all members can simultaneously, as required by law, hear each other and participate during the meeting.

ARTICLE XIII: DISSOLUTION

In the event of dissolution, all assets after all obligations have been satisfied or provided shall be assigned in a manner and to the organizations authorized in accordance with Section 501 (c) (3) of the Internal Revenue Code. None of the funds shall inure to the benefit of individual members. The association charter shall be returned to the American Podiatric Medical Association headquarters.

ARTICLE XIV: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert’s Rules of Order Newly Revised* shall govern the proceedings of CFAS in all cases to which it is applicable and in which it is not inconsistent with these bylaws and any special rules of order CFAS may adopt.

ARTICLE XV: PRINCIPLES OF PROFESSIONAL CONDUCT

The principles of professional conduct of the members shall be governed by the Code of Ethics of the APMA that are incorporated as if they were a portion of these bylaws.

ARTICLE XVI: AMENDMENT

Section A. Provisions

These bylaws may be amended by a two-thirds (2/3) vote at any annual meeting of the CFAS or a special meeting called for that purpose provided the following criteria shall have been complied:

1. The amendment(s) shall have been proposed by any active CFAS member, the board of directors, the executive committee or any standing or special committee.
2. The amendment(s) shall have been submitted to the bylaws committee ninety (90) days prior to the date of the convening of the annual meeting or the special meeting.
3. The bylaws committee shall recommend to the voting membership 1) adopt, 2) not adopt, or 3) no recommendation.

- 9 4. All proposed amendments shall be accompanied by rationale for the proposed change.
10 5. A copy of the proposed amendment(s) shall have been distributed to each voting member and
1 to the board of directors not less than thirty (30) days prior to the convening of the annual
2 meeting or the special meeting.
3 6. The board of directors or the executive committee may by a majority vote authorize the bylaws
4 committee to submit a revised set of bylaws as a substitute for the existing set of bylaws
5 following the same procedure as set forth for amendments.
6
7

8 **Section B. Requirements**

9 The bylaws of the CFAS shall not be in conflict with the bylaws of the American Podiatric
10 Medical Association. Provisions required by the American Podiatric Medical Association shall
1 take effect automatically and shall require no further action by the CFAS. CFAS shall promptly
2 incorporate such provisions in their bylaws.