



OTA Membership Proposed Revisions

31 August 2019

Dear OTA Membership:

The OTA Membership Committee and Bylaws Committee propose the following membership revisions. The purpose of the revisions and bylaws amendments is to clarify and streamline OTA membership categories and the membership application and review process. These changes were proposed by the Membership Committee, chaired by Milan Sen, and developed in conjunction with the Bylaws Committee.

A summary and timeline of the review process includes:

- Review and Approval by Membership Committee, Bylaws and Hearings Committee and Governance Council May 2019
- Approval by Board of Directors June 5, 2019
- Review and Approval by Bylaws and Hearings Committee June 6, 2019
- Final Review by the Board of Directors July 10, 2019

- Presentation for Membership Approval September 26
(Requires 3/4 majority vote of the voting members present)

Summary of proposed changes:

1. Categories and Classes to include the following (eliminated 7 membership categories)

<i>Categories</i>	Classes	Voting Eligibility	<u>Elected</u> Office & Committee Positions	<u>Appointed</u> Committee Positions
<i>Statutory Members</i>				
	Active	Yes	Yes	Yes
	Research	Yes	Yes	Yes
<i>Non-Statutory</i>				
	Clinical	No	No	Yes
	International	No	No	Yes
	Candidate	No	No	Yes
	Trauma Practice Professional	No	No	Yes
	Emeritus	No	No	Yes
	Honorary	No	No	Yes

2. Streamline the qualifications for membership and consolidate classes.

Examples: the time restriction on publications was eliminated; Candidate members can be US or International.

+ Existing members did NOT LOSE any voting rights, ability to hold appointed office, apply for research grants, submit proposals for symposia at annual meeting, etc.

3. Application process details to move out of Bylaws and into Policies and Procedures.

The following page includes a detailed summary of the proposed changes. In addition, specific changes to the bylaws have been prepared using track changes. Questions from the membership regarding the proposed bylaws amendments can be submitted to ota@ota.org prior to the Business Meeting, or can be brought forth at the Business Meeting taking place September 26, 2019 at 5:15pm MT at the Colorado Convention Center.

Respectfully submitted by,

Thomas A. DeCoster, M.D. (Chair)

Eric Meinberg, M.D.

Robert Reddix, Jr., M.D.

OTA Bylaws and Hearings Committee

Detailed Summary of proposed OTA membership revisions

Submitted by: Milan Sen, Membership Committee Chair and Thomas DeCoster, Bylaws Committee Chair

The OTA Membership Committee proposes a reduction in the number of OTA membership categories with a goal of decreasing application review time and the overall simplification of the application process.

I. **Categories** (Reduced from 15 to 8 categories)

CHANGE: Remaining 8 categories:

Active, Research, Clinical, Trauma Practice Professional, International, Candidate, Honorary, Emeritus

Categories removed: Associate, Allied Health, International Active, International Clinical, International Associate, International Candidate & International Research.

- > Those who qualified for Associate will now qualify for Clinical
- > All International Members rolled into one "International Member" category
- > Allied Health and Advanced Practice Professional rolled into one category: "Trauma Practice Professional"

A. Statutory Members (may vote and hold elected office): Active & Research

(dues Active - \$750/ Research - \$600):

- a. Retain voting rights and the eligibility to serve on the OTA BOD, and elected committees (Membership and Nominations).
- b. Only Statutory Membership will require a sponsor to apply, and only Statutory Members may sponsor an applicant.

Membership Requirement Changes:

- Decrease sponsorship requirement from 2 sponsors to 1
 - Eliminate sponsorship requirement from all other membership categories (non-statutory member categories will no longer require sponsorship for application)
- c. Statutory Membership will continue to require publication for application.
 - Active Members - Lead author of 1 or co-author of 3 trauma publications
 - Research Members - Author of 5 publications relating to trauma

Change: Timeline restriction of qualifying publications to be eliminated.

Current requirement for Active states:

~~"Act as the lead author of at least one, or co-author of at least three, scientific publication(s) in the field of or related to orthopaedic trauma, published in a peer reviewed journal within the sixty months immediately preceding the application deadline". (research is 48 mos).~~

- d. Must be a Fellow of the American Academy of Orthopaedic Surgeons, the Canadian Orthopaedic Association or a Diplomat of the American Osteopathic Association (no change).

B. Non-Statutory Members: Clinical, Candidate, International, Trauma Practice Professional, Emeritus, Honorary

Changes:

- No sponsorship needed for application
- No publication requirement for any non-statutory member class (previously Associate Membership included the publication requirement)
- Professional trauma practice of 50% + removed (there is no avenue to validate this, and it opens the category up to the “generalist”)
- Must be Board eligible, but not Board certified (for Clinical and Associate this replaces the requirement of passing the boards, and being an AAOS Fellow/COA Fellow)

Non-statutory members may continue to serve on appointed committees (as a member or chair), and as is current bylaws policy, they may not vote or hold elected office.

Clinical: (dues \$650) (combination of current Clinical, Associate, Post Candidate) Post Fellows/Residents move to this category automatically after 2nd year out of Fellowship and/or Residency.

Candidate (dues \$100): includes US/Canada PGY 1-5, fellows

Trauma Practice Professional (dues \$150)
includes NP's, PA's, Allied Health & Research Coordinators
(Advanced Practice Professional and Allied Health combined)

International (tiered dues: \$50 to \$325, plus \$50 dues for those in an international residency)

Revised Bylaws

BYLAWS OF THE
ORTHOPAEDIC TRAUMA ASSOCIATION, INC.
A California Nonprofit Corporation

ARTICLE I

Name

The name of this Corporation shall be the Orthopaedic Trauma Association, Incorporated.

ARTICLE II

Purposes

This Corporation is organized and shall be operated exclusively for charitable, educational, and scientific purposes, including without limitation, fostering, developing, supporting, and augmenting investigative knowledge of orthopaedic trauma and the prevention of disorders of the musculoskeletal system related to trauma; encouragement of teaching and education in orthopaedic trauma by developing, publishing, and copywriting educational materials; and by promoting specialized training for medical and paramedical personnel in orthopaedic trauma.

This Corporation shall be a nonprofit public benefit corporation under the laws of the state of California.

ARTICLE III

Offices

The Corporation shall have and continuously maintain in the state of California a registered office and a registered agent whose office is identical with such registered office and may have such other offices within or without the state of California as the Board of Directors may from time to time determine.

ARTICLE IV

Status and Categories of Membership

Section I. Status

Membership in the Corporation is a privilege, not a right, and is dependent upon the applicant adequately demonstrating compliance with the requirements for membership as contained in the Articles of Incorporation, the Bylaws, the rules and regulations, and the policy statements as adopted by the members of the Board of Directors.

ARTICLE V

Members

Section I. Categories and Classes of Members

There shall be two categories of membership, statutory and non-statutory. Statutory member classes shall include active and research. Non-statutory member classes shall include candidate, clinical, emeritus, honorary, international, and trauma practice professional. Only active and research members are statutory members of the Corporation under Section 5056 of the California Corporations Code, and have the right to vote and hold elected office in the Corporation.

Section II. Rights of Statutory and Non-Statutory Members

Statutory Members

Statutory members of the Corporation under Section 5056 of California Corporations Code, have the right to:

- a) Vote *
- b) Hold elected office
- c) Serve on committees (elected and non-elected)
- d) Serve as committee chair (elected and non-elected committees)

* Voting privileges include the right to vote in elections of the Nominating Committee, and Officers and Directors as well as voting for amendment of Articles of Incorporation and Bylaws, the dissolution, merger, or disposition of all or substantially all of the Corporations assets, and such other matters as specified in these Bylaws for the consideration of the voting membership from time to time by the Board of Directors.

Non-Statutory Members

Non-Statutory members have the right to:

- a) Serve on committees
- b) Serve as chair to non-elected committees

Non-Statutory members may not:

- a) Vote
- b) Hold elected office or elected committee positions

Section III. Requirements of Statutory Members

Active Membership

Active membership shall be limited to those individuals who, at the time of admission, meet the following qualifications:

- a) Certified by the American Board of Orthopaedic Surgery, the American Osteopathic Board of Orthopaedic Surgery, or the Royal College of Surgeons of Canada-Orthopaedics and hold a current certificate.
- b) Be a Fellow of the American Academy of Orthopaedic Surgeons, the Canadian Orthopaedic Association or a Diplomat of the American Osteopathic Association.
- c) Be a citizen of or in practice in the United States or Canada.
- d) Act as the lead author of at least one, or co-author of at least three, scientific publication(s) in the field of or related to orthopaedic trauma, published in a peer reviewed journal.
- e) Spend 50% of his/her professional time in clinical practice, teaching and/or research regarding matters directly related to orthopaedic traumatology.

- f) Maintain a full and unrestricted license to practice medicine in the United States or Canada or give evidence of full time medical service in the federal government, which does not require licensure.
- g) At the time of application for active membership, the applicant must be actively participating in their hospital call panel and personally provide emergency on-call services.

Research Membership

Research membership shall be limited to those individuals who, at the time of admission, meet the following qualifications:

- a) Be a citizen or resident of the United States or Canada.
- b) Spend at least 50% of his/her research effort in programs involving trauma and related research.
- c) Have been an author on a minimum of five (5) peer reviewed published articles dealing with orthopaedic trauma and related research.
- d) Attain application approval by a 2/3 vote of the Research Committee.

Section IV. Requirements of Non-Statutory Members

Non-Statutory membership shall be limited to those individuals who, at the time of admission, meet the following qualifications. (Non-Statutory membership class applications shall not include a publications requirement, nor membership sponsor(s) requirement)

Candidate

- a) Be a citizen or resident of the United States or Canada.
- b) Must be participating in an ABOS, or Canadian Board equivalent, approved Orthopaedic Surgery Residency Program or Fellowship Training at the time of application.

Note: Candidate members will automatically be transitioned to clinical membership 2 years out of residency or fellowship (this transition does not require an application). Alternatively candidate members may apply to transition to statutory membership (active or research).

Clinical

- a) Be a citizen or resident of the United States or Canada.
- b) Must be ABOS Board eligible (or the Canadian Board equivalent).
- c) Maintain a full and unrestricted license to practice medicine in the United States or Canada or give evidence of full time medical service in the federal government, which does not require licensure.

International

- a) Be certified by the appropriate licensing body and specialty review board of the country of the applicant's practice and hold a current certificate of qualification.
- b) Maintain a full and unrestricted license to practice medicine and surgery in his/her country of residence or practice.
- c) Be a citizen or resident alien and practice in the country of residence.
- d) Be a member, if available, of the country's trauma organization including orthopaedic trauma organization.
- e) Alternatively, participation in an international residency or fellowship program will qualify residents for International Membership.

Trauma Practice Professional

- a) Must be a non-physician health care provider involved in the care of patients with musculoskeletal trauma injuries, or involved in current coordinated research efforts directed toward musculoskeletal trauma.
- b) The applicant must hold a valid license to practice as applicable.

Emeritus

- a) Must have been an OTA dues-paying member for a minimum of 3 years prior to submitting a request to transition to emeritus membership.
- b) Attain the age of sixty (68) years, and/or retirement status.

Honorary

- a) Demonstrated major involvement in trauma and major contributions to the science and application of trauma care.
- b) Nomination to honorary membership may be made by a member of the Board of Directors or by the Chair of the Membership Committee.
- c) Election to honorary membership will be by a two-thirds (2/3) vote of the Membership Committee and a two-thirds (2/3) vote of the Board of Directors at a duly held meeting.

Section V. OTA Membership Application Procedures

Application for OTA membership must be made via the online application in accordance with all application requirements and instructions.

Statutory membership class candidates must be sponsored by 1 statutory (Active or Research) member (sponsorship form to be submitted with the online membership application. Non-statutory membership application shall not require sponsorship.

Section VI. Approval of Membership based on Exceptional Circumstances

In recognition of occasional exceptional circumstances, OTA membership may be granted to an individual with an affirmative vote of 2/3 of surviving OTA Past Presidents, and unanimous consent of the OTA Board of Directors.

Section VII. Reapplication

Rejected candidates shall, upon notification of the adverse action by the OTA, have the option of reapplying for active membership. Reapplication may be commenced in accordance with the regular application schedule without a specifically defined waiting period.

Section VIII. Deferral

Applicants for membership may be deferred by the Membership Committee or Board of Directors for either of the following reasons:

1. Incomplete or inadequate information; or
2. Evidence that remedial activity on the part of the applicant may diminish a perceived deficiency in qualification. Each deferred application shall be considered within the membership review cycle if requested by the applicant.

Section IX. Confidentiality of Proceedings

Every aspect of the application and election procedure shall be treated as confidential.

Section X. Standards for Continued Membership

- a. Requirements for continued membership are the same as those outlined for initial membership, with the exception of the requirement for active members to actively participate in their hospital call panel and personally provide emergency on-call services.
- b. Members shall demonstrate continued compliance with the Corporations Articles of Incorporation, Bylaws, rules and regulations and policy statements as adopted by the membership or the Board of Directors.

Section XI. Transfer of Membership Prohibited

Membership in this Corporation is not transferable or assignable, whether by sale, gift, bequest, devise, operation of law, or otherwise.

ARTICLE VI Discipline

Section I. Forms of Disciplinary Action

All disciplinary action of a member of the Corporation shall be taken by the Board of Directors which may censure, reprimand, suspend, expel, or otherwise discipline such member.

Section II. Grounds for Disciplinary Action

A member of the Corporation may be disciplined for any of the following reasons:

1. Failure to comply with the requirements contained in the Articles of Incorporation, Bylaws, and the rules, regulations, and policy statements of the Corporation as adopted by the voting membership and/or the Board of Directors;
2. Failure to continually comply with the particular classification of membership which the individual possesses, except as permitted by these Bylaws;
3. Being in arrears in dues as determined by the Chief Financial Officer in accordance with notice and collection procedures adopted by the Board of Directors.

Section III. Complaints and Procedures

An adverse decision of the Membership Committee, Fellowship Committee, or Fellowship Compliance Committee may be appealed to the Board of Directors under procedures established by the Board.

Section IV.

Notices under this Article shall be given either personally or by first-class, registered, certified mail, or courier delivery services, email communications, or by other means of written communication, charges prepaid, and shall be addressed to each member entitled to vote, at the address of that member appearing on the books of the Corporation or at the address given by the member to the Corporation for purposes of this Article.

This Article of the Bylaws shall be made available to all OTA members via the OTA website, or upon request.

ARTICLE VII Board of Directors

Section I. General Powers

The affairs of the Corporation shall be managed by the Board of Directors. Subject to the limitations of the Articles of Incorporation, these Bylaws and the laws of the State of California with respect to powers granted to members, the activities and affairs of the Corporation shall be conducted, its property shall be controlled and all corporate powers shall be exercised by and under the authority of the Board of Directors.

Section II. Number, Tenure, and Qualification

The Board of Directors shall be composed of nine (9) - eleven (11) voting members, which may include the following: current President, the Immediate Past President, the Second Past President, the First President-Elect, and the Second President-Elect, the Secretary, the Chief Financial Officer, three Members-at-Large, and the Annual Program Committee Chairperson.

Bylaws Amendments displayed with changes tracked

BYLAWS OF THE
ORTHOPAEDIC TRAUMA ASSOCIATION, INC.
A California Nonprofit Corporation

ARTICLE I
Name

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ARTICLE II
Purposes

This corporation is organized and shall be operated exclusively for charitable, educational, and scientific purposes, including without limitation, fostering, developing, supporting, and augmenting investigative knowledge of Orthopaedic trauma and the prevention of disorders of the musculoskeletal system related to trauma; encouragement of teaching and education in orthopaedic trauma by developing, publishing, and copywriting educational materials; and by promoting specialized training for medical and paramedical personnel in orthopaedic trauma.

This Corporation shall be a nonprofit public benefit corporation under the laws of the State of California.

ARTICLE III
Offices

The Corporation shall have and continuously maintain in the state of California a registered office and a registered agent whose office is identical with such registered office and may have such other offices within or without the state of California as the Board of Directors may from time to time determine.

ARTICLE IV
Status and Categories of Membership

Section I. Status

Membership in the Corporation is a privilege, not a right, and is dependent upon the applicant adequately demonstrating compliance with the requirements for membership as contained in the Articles of Incorporation, the Bylaws, the rules and regulations, and the policy statements as adopted by the members of the Board of Directors.

ARTICLE V
Members

Section I. Classes of Members

There shall be ~~thirteen~~ eight classes of members in the Corporation: active, ~~associate~~, candidate, clinical, emeritus, honorary, international, research, ~~active, international research, international candidate, international clinical, allied health, and advanced practice professionals~~, and trauma practice professional. Only active and research members shall be statutory members of the Corporation under Section 5056 of the California Corporations Code, having the right to vote and hold elected office in the Corporation.

Section II. Rights of Statutory and Non-Statutory Members

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Statutory Members (Active and Research Members)

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Statutory members of the Corporation under Section 5056 of California Corporations Code, have the right to:

- a) Vote *
- b) Hold elected office
- c) Serve on committees (elected and non-elected)
- d) Serve as committee chair (elected and non-elected committees)

* Voting privileges include the right to vote in elections of the Nominating Committee, and Officers and Directors as well as voting for amendment of Articles of Incorporation and Bylaws, the dissolution, merger, or disposition of all or substantially all of the Corporations assets, and such other matters as specified in these Bylaws for the consideration of the voting membership from time by the Board of Directors.

Non-Statutory Members (candidate, clinical, international, trauma practice professional, emeritus, honorary)

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Non-Statutory members have the right to:

- a) Serve on committees
- b) Serve as chair to non-elected committees

Non-Statutory members do **not** have the right to:

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- a) Vote
- b) Hold elected office or elected committee positions

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Section III. Requirements of Statutory Members

Active Membership

~~Active members shall be statutory members of the Corporation under Section 5056 of the California Corporations Code, having the right to vote in elections of Directors, amendment of Articles of Incorporation and Bylaws, the dissolution, merger, or disposition of all or substantially all of the Corporation's assets, and such other matters as specified in these Bylaws for the consideration of the voting membership from time to time by the Board of Directors~~

Active membership shall be limited to those individuals who, at the time of admission, meet the following qualifications:

- a. Be certified by the American Board of Orthopaedic Surgery, the American Osteopathic Board of Orthopaedic Surgery, or the Royal College of Surgeons of Canada-Orthopaedics and hold a current certificate.
- b. Be a Fellow of the American Academy of Orthopaedic Surgeons, the Canadian Orthopaedic Association or a Diplomat of the American Osteopathic Association.
- c. Be a citizen of or in practice in the United States or Canada.
- ~~d. Act as the lead author of at least one, or co-author of at least three, scientific publication(s) in the field of or related to orthopaedic trauma, published in a peer reviewed journal, within the sixty months immediately preceding the application deadline.~~
- d. Spend 50% of his/her professional time in clinical practice, teaching and/or research regarding matters directly related to orthopaedic traumatology.
- f. Maintain a full and unrestricted license to practice medicine in the United States or Canada or give evidence of full time medical service in the federal government, which does not require licensure.
- g. At the time of application for active membership, the applicant must be actively participating in their hospital call panel and personally provide emergency on-call services

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Research Membership

Research membership shall be limited to those individuals who, at the time of admission, meet the following qualifications:

- a. -Be a citizen or resident of the United States or Canada.
- b. Spend at least 50% of his/her research effort in programs involving trauma and related research.

- c. Have been an author on a minimum of five (5) peer reviewed published articles dealing with orthopaedic trauma and related research. ~~in the four year period ending the year of application.~~
- d. The applicant requires approval by a 2/3 vote of the Research Committee. ~~who will forward his/her name to the Board of Directors.~~ -Other than this requirement, the election, reapplication, deferral, and renewal procedures for active membership. ~~(Article V, Sections III, IV, V, VI, and VII) shall apply to research membership.~~
- e. ~~The research member shall have all rights, privileges, and responsibilities granted to active members, including without limitation, voting rights. Research members shall be statutory members of the Corporation under Section 5056 of the California Corporations Code.~~

Section IV. Requirements of Non-Statutory Members

Non-Statutory membership shall be limited to those individuals who, at the time of admission, meet the following qualifications. (Non-Statutory membership class application shall not include a publications requirement nor membership sponsor(s) requirement.

Candidate

- a) Be a citizen or resident of the United States or Canada.
- b) Must be participating in an American or Canadian Board approved Orthopaedic Surgery Residency Program or Fellowship Training at the time of application.
- b) Candidate members will automatically be transitioned to clinical membership 2 years out of residency or fellowship (this transition does not require an application). Alternatively candidate members may apply to transition to statutory membership (Active or Research).

Clinical

- a) Be a citizen or resident of the United States or Canada.
- b) Must be Board eligible.
- c) Maintain a full and unrestricted license to practice medicine in the United States or Canada or give evidence of full time medical service in the federal government, which does not require licensure.

International

- a) Be certified by the appropriate licensing body and specialty review board of the country of the applicant's practice and hold a current certificate of qualification.

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b. Must maintain a full and unrestricted license to practice medicine and surgery in his/her country of residence or practice.

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c. Be a citizen or resident alien and practice in the country of residence.

d. Be a member, if available, of the country's trauma organization including orthopaedic trauma organization.

Trauma Practice Professional

a) Must be a non-physician health care provider involved in the care of patients with musculoskeletal trauma injuries, or involved in current coordinated research efforts directed toward musculoskeletal trauma.

b) The applicant must hold a valid license to practice as applicable.

Emeritus

a) Must have been an OTA dues-paying member for a minimum of 3 years prior to submitting a request to transition to emeritus membership.

b) Attain the age of sixty (68) years, and/or retirement status.

Honorary

a) Demonstrated major involvement in trauma and major contributions to the science and application of trauma care.

b) Nomination to honorary membership may be made by a member of the Board of Directors or by the Chair of the Membership Committee.

c) Election to honorary membership will be by a two-thirds (2/3) vote of the Membership Committee and a two-thirds (2/3) vote of the Board of Directors at a duly held meeting.

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Section ~~III~~ IV. OTA Membership Application Election Procedures for Active Membership

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Application for OTA membership must be made via the online application in accordance with all application requirements and instructions.

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Statutory membership class candidates must be sponsored by 1 statutory (Active or Research) member (sponsorship form to be submitted with the online membership application).

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- ~~a. Applications for active membership shall be made online.~~
- ~~b. The applicant must be sponsored by two active or research members, one of whom must be from a community and institution other than the applicant. One of the two sponsors may be an OTA International Member. Associate and Clinical members applying for active membership are not required to supply sponsors.~~
- ~~c. The two sponsors will mail or electronically submit recommendation forms to the OTA Staff.~~
- ~~d. The applicant will submit a completed application and current curriculum vita accompanied by a nonrefundable application fee. The Corporation is not responsible for notifying the applicant if the application is not completed properly, or the letters of recommendation are not included and complete. Associate, Clinical and Candidate members applying to transition to a new category are not required to pay the fee.~~
- ~~e. The OTA Staff will forward the completed application packet to the Membership Committee chair for processing.~~
- ~~f. The names of all qualified applicants will be circulated to the membership for comment.~~
- ~~g. After receiving the completed application, and comments from the membership of the Corporation, the Membership Committee shall review the list of applicants and submit its recommendations to the Board of Directors.~~
- ~~h. Election to active membership shall be by two thirds (2/3) vote of the Board of Directors present at a duly held meeting.~~
- ~~i. In the event the Membership Committee or the Board of Directors reject an applicant, notice of such rejection shall be sent to the applicant within thirty (30) days.~~

Section ~~IV~~VI. Approval of Membership based on Exceptional Circumstances

In recognition of occasional exceptional circumstances, OTA membership may be granted to an individual with an affirmative vote of 2/3 of surviving OTA Past Presidents, and unanimous consent of the OTA Board of Directors.

Section VII. Reapplication

Rejected candidates shall, upon notification of the adverse action by the ~~OTA Board of Directors~~, have the option of reapplying for active membership. Reapplication may be commenced in accordance with the regular application schedule without a specifically defined waiting period.

Section VIII. Deferral

Applicants for membership may be deferred by the Membership Committee or Board of Directors for either of the following reasons:

1. Incomplete or inadequate information; or

2. Evidence that remedial activity on the part of the applicant may diminish a perceived deficiency in qualification. Each deferred application shall be considered on an annual basis if requested by the applicant.

Section VIII IX. Confidentiality of Proceedings

Every aspect of the application and election procedure shall be treated as confidential.

Section VIII X. Standards for Continued Active Membership

~~a. Requirements for continued active membership are the same as those outlined for initial active membership, as noted in Section II except d and g, with the exception of the requirement for active members to actively participate in their hospital call panel and personally provide emergency on-call services.~~

b. Members shall demonstrate continued compliance with the Corporations Articles of Incorporation, Bylaws, rules and regulations and policy statements as adopted by the membership or the Board of Directors.

~~c. Members shall certify continued compliance with the Association's active membership requirements as delineated in Article V Section VII a. at the time of yearly dues payment.~~

Section IX. Emeritus Membership

Upon attaining the age of sixty (68) years, and/or retirement, members may apply to become emeritus members and no longer need to meet the requirements of Article V, Sections II, III, and VII except Section VIII b. Emeritus members have no voting privileges and are not required to pay annual dues. A written request for transfer to emeritus membership must be received by the OTA Staff who will then forward the request to the Board of Directors who can confer emeritus membership by majority vote of the Directors present at a duly held meeting of the Board. Emeritus members are not statutory members of the Corporation under Section 5056 of the California Corporation Code and have none of the privileges and rights, including without limitation voting rights, granted to active and research members.

Section X. Associate Membership

An associate member must meet all the criteria for active membership listed in Article V, Section II except for items II a and b. He/she may apply for associate membership by the same process as described for active members in Article V, Section III. Dues requirements for associate members will be set by the Board of Directors. Associate members are not statutory members of the Corporation under Section 5056 of the California Corporations Code and have none of the rights, privileges and responsibilities, including voting rights, granted to active and research members, but may be appointed to non-elected committee positions.

Section XI. Clinical Membership

A clinical member must meet all the criteria for active membership. Article V, Section II, item d shall not apply to North American applicants of this category of membership. Article V, Section XV except

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for items f, h, i, and j shall not apply to International applicants for this category of membership. He/she may apply for clinical-membership by the same process as described for active members in Article V, Section III. Dues requirements for clinical members will be set by the Board of Directors. Clinical members are not statutory members of the Corporation under Section 5056 of the California Corporations Code and have none of the rights, privileges and responsibilities, including voting rights, granted to active and research members, but may be appointed to non-elected committee positions.

Section XII. Candidate Membership

Applicants for candidate membership can be participating in residency training emphasizing orthopaedic surgery or fellowship training in musculoskeletal trauma. A candidate member resident applicant must be participating in an American or Canadian Board approved Orthopaedic Surgery Residency Program at the time of application. He or she will apply using the same application form as for active membership. No publications are required for membership in this category. Only one sponsor form or recommendation letter is required, from the residency program director, who will forward the form or letter of recommendation to the OTA Staff. Candidate resident members will have a maximum five (7) years from completion of residency training to transition into another membership category (Active, Associate, International Active, or Clinical membership). Trauma fellows must be participating in an American OTA fellowship match program or a Canadian fellowship program. Trauma fellows may apply for candidate membership concurrently or within 18 months after completing their fellowship. Fellows have up to (5) years from completion of fellowship training to transition to another membership category. Dues will be set by the Board of Directors. Candidate members are not Statutory members of the Corporation under Section 5056 of the California Corporations Code and have none of the rights, privileges and responsibilities, including voting rights, granted to active and research members, but may be appointed to non-elected committee positions.

Section XIII. Research Membership

Research membership shall be limited to those individuals who, at the time of application, meet the following requirements:

- a. Be a citizen or resident of the United States or Canada.
- b. Spend at least 50% of his/her research effort in programs involving trauma and related research.
- c. Have been an author on a minimum of five (5) peer reviewed published articles dealing with orthopaedic trauma and related research in the four year period ending the year of application.
- d. The applicant requires approval by a 2/3 vote of the Research Committee who will forward his/her name to the Board of Directors. Other than this requirement, the election, reapplication, deferral, and renewal procedures for active membership (Article V, Sections III, IV, V, VI, and VII) shall apply to research membership.
- e. The research member shall have all rights, privileges, and responsibilities granted to active members, including without limitation, voting rights. Research members shall be statutory members of the Corporation under Section 5056 of the California Corporations Code.

Section XIV. Honorary Membership

Individuals who have demonstrated a major involvement in trauma and have made major contributions to the science and application of trauma care will be eligible for honorary membership.

- a. Nomination to honorary membership may be made by a member of the Board of Directors or by the Chair of the Membership Committee.
- b. Election to honorary membership will be by a two-thirds (2/3) vote of the Membership Committee and a two-thirds (2/3) vote of the Board of Directors at a duly held meeting.
- c. ~~Otherwise, election procedures for honorary membership will be the same as those for active membership.~~
- d. Honorary members have none of the rights, privileges, and responsibilities, including without limitation voting rights, granted to active and research members. Honorary members are not statutory members of the Corporation under Section 5056 of the California Corporations Code.

Section XV. International Active Membership

International active membership shall be limited to those individuals who meet the following qualifications:

- a. Must meet all of the criteria for active membership listed in Article V, Section II except for items II a, b, c, and f.
- b. May apply for international active membership by the same process as described for active members in Article V, Section III, except for item b and c.
- c. The applicant must be sponsored by one active or research member from a community and institution other than the applicant.
- d. Be certified by the appropriate licensing body and specialty review board of the country of the applicant's practice and hold a current certificate of qualification.
- e. Must maintain a full and unrestricted license to practice medicine and surgery in his/her country of residence or practice.
- f. Be a citizen or resident alien and practice in the country of residence.
- g. Be a member, if available, of the country's trauma organization including orthopaedic trauma organization.
- h. Dues and fees for international active members will be set by the Board of Directors.
- i. May serve on either elected or appointed committees of the organization.
- j. May submit symposia topics for presentation.

- k. International active members have the rights, privileges, and responsibilities commensurate with committee membership and submitting symposia, however, they do not have the remaining rights, privileges, and responsibilities of membership, including without limitation voting rights, granted to active and research members. International active members are not statutory members of the Corporation under Section 5056 of the California Corporations Code.

Section XVI. International Candidate Membership

Applicants for international candidate membership can be participating in residency training emphasizing orthopaedic surgery or fellowship training in musculoskeletal trauma that are accredited or approved by their national governing body. He or she will apply using the same application form as for active membership. No publications are required for membership in this category. Only one sponsor form or recommendation letter is required, from the residency or fellowship program director or chairman of the orthopaedic department where the training is occurring. The program director or chairman of orthopaedics in the candidates department will forward the form or letter of recommendation to the OTA Staff. International candidate resident members will have a maximum five (5) years from completion of residency training to transition into another membership category (Active, Associate, or Clinical membership) or will have to re-submit a letter of recommendation from their residency director or chairman of the department. Trauma fellows that have graduated from a residency training program may apply for candidate membership concurrently or within 18 months after completing their fellowship. Trauma fellows that have completed a residency training program in orthopedics have up to (3) years from completion of fellowship training to transition to another membership category. Dues will be set by the Board of Directors. International candidate members are not Statutory members of the Corporation under Section 5056 of the California Corporations Code and have none of the rights, privileges and responsibilities, including voting rights, granted to active and research members, but may be appointed to non-elected committee positions.

Section XVII. International Research Membership

International Research Membership shall be limited to those individuals who at the time of application meet the following requirements:

- a. Spend at least 50% of his/her research effort in programs involving trauma and related research.
- b. Have been an author on a minimum of five (5) peer reviewed published articles dealing with orthopaedic trauma and related research in the four year period ending the year of application.

The applicant requires approval by a two-thirds vote of the Research Committee who will forward his/her name to the Board of Directors. Other than this requirement, the election, reapplication, deferral, and renewal procedures for active membership (Article V, Sections III (excluding b and c), IV, V, VI and VII) shall apply to International Research Membership.)

International Research Members must be sponsored by one active or research member from a community and institution other than the applicant.

Need to add: International Clinical

Section XVIII. Advanced Practice Professional Membership

An Advanced Practice Professional member must be a Physician Assistant (PA) or Nurse Practitioner (NP) health care provider involved in the care of patients with musculoskeletal trauma injuries. He or she will apply using the same application form as for active membership. Only one sponsor form is required from an active or research OTA member, who will forward the letter of recommendation to the OTA Staff Office. The applicant must hold a valid license to practice. No publications are required. Dues will be determined by the Board of Directors. Advanced Practice Professional members are not statutory members of the Corporation under Section 5056 of the California Corporations Code and have none of the rights, privileges and responsibilities, including voting rights, granted to active and research members.

Section XIX. Allied Health Membership

An allied health member must be a non-physician health care provider involved in the care of patients with musculoskeletal trauma injuries, or involved in current coordinated research efforts directed toward musculoskeletal trauma. He or she will apply using the same application form as for active membership. Only one sponsor form is required from an active or research OTA member, who will forward the letter of recommendation to the OTA Staff Office. The applicant must hold a valid license to practice as applicable. No publications are required. Dues will be determined by the Board of Directors. Allied health members are not statutory members of the Corporation under Section 5056 of the California Corporations Code and have none of the rights, privileges and responsibilities, including voting rights, granted to active, and research members.

~~Section XX Military Duty Dues Waiver~~

~~Orthopaedic Trauma Association Members of any category, residing in the USA, may apply for a waiver of dues while on active military duty. The member must submit written documentation from their commanding officer indicating the member was on active military duty during a portion of the calendar year for which the waiver is requested. The letter along with a request for waiver of membership dues for the calendar year should be forwarded to the Membership Chair. The Membership Chair will present this request to the Board of Directors for approval.~~

Commented [C2]: Can we make this part of OTA membership policies and procedures rather than the bylaws.

Section ~~XI~~. Transfer of Membership Prohibited

Membership in this Corporation is not transferable or assignable, whether by sale, gift, bequest, devise, operation of law, or otherwise.

ARTICLE VI Discipline

Section I. Forms of Disciplinary Action

All disciplinary action of a member of the Corporation shall be taken by the Board of Directors which may censure, reprimand, suspend, expel, or otherwise discipline such member.

Section II. Grounds for Disciplinary Action

A member of the Corporation may be disciplined for any of the following reasons:

1. Failure to comply with the requirements contained in the Articles of Incorporation, Bylaws, and the rules, regulations, and policy statements of the Corporation as adopted by the voting membership and/or the Board of Directors;
2. Failure to continually comply with the particular classification of membership which the individual possesses, except as permitted by these Bylaws;
3. Being in arrears in dues ~~for more than a period of one hundred eighty (180) days after the final due date for the payment of such dues, as such date has been~~ determined by the Chief Financial Officer in accordance with notice and collection procedures adopted by the Board of Directors.

Section III. Complaints and Procedures

An adverse decision of the Membership Committee, Fellowship Committee, or Fellowship Compliance Committee may be appealed to the Board of Directors under procedures established by the Board.

Section IV.

Notices under this Article shall be given either personally or by first-class, registered, certified mail, or courier delivery services, email communications, or by other means of written communication, charges prepaid, and shall be addressed to each member entitled to vote, at the address of that member appearing on the books of the Corporation or at the address given by the member to the Corporation for purposes of this Article. ~~If no address appears on the Corporation's books and no address has been so given, notice shall be deemed to have been given if either (1) notice is sent to that member by first class mail or other written communication to the Corporation's principal office or (2) notice is published at least once in a newspaper of general circulation in the county in which the principal office is located.~~

This Article of the Bylaws shall be made available sent to each all OTA members via the OTA website, or upon request. ~~upon acceptance as a member of this Corporation and shall be distributed annually to each member pursuant to the notice procedures set forth herein.~~

ARTICLE VII Board of Directors

Section I. General Powers

The affairs of the Corporation shall be managed by the Board of Directors. Subject to the limitations of the Articles of Incorporation, these Bylaws and the laws of the State of California with respect to powers granted to members, the activities and affairs of the Corporation shall be conducted, its property shall be controlled and all corporate powers shall be exercised by and under the authority of the Board of Directors.