The Association of Military Surgeons of the United States
Constitution and Bylaws

Preamble

Officers and enlisted personnel of the medical services of the Army, of the Navy, of the Air Force, of the Public Health Service, and of the military reserve components of the United States, which include the National Guard of the Several States and those of a comparable position of the Department of Veterans Affairs, under the provisions of an Act of Congress approved January 30, 1903, have associated themselves together as a non-profit organization under the name of "The Association of Military Surgeons of the United States." Now, therefore, pursuant to the laws of the United States, the members of said Association do hereby ordain and enact the following:

CONSTITUTION

Article I
Name

The Association shall be known as “The Association of Military Surgeons of the United States” or “AMSUS.” It is the Society of Federal Health Professionals.

Article II
Objectives

The objectives of the Association are to advance the knowledge of federal and military medicine and to increase the efficiency of its membership by mutual association and by the consideration of matters pertaining to constituent services both in peace and war. The Association is dedicated to the fulfillment the following purposes:

- improve healthcare by providing a forum for discussion of common ideas and problems and by providing continuing education for its members.
- contribute to the improvement of healthcare in the nation through policy study and recommendation/formulation.
- represent the Association to the Executive and Legislative Branches, to national professional organizations and to the public.
- improve the effectiveness, cohesiveness and esprit de corps of the federal healthcare services.

Article III
Constituent Departments

The medical services of the following U.S. federal departments form the constituency of the Association:

DEPARTMENT OF DEFENSE
DEPARTMENT OF VETERANS AFFAIRS
DEPARTMENT OF HEALTH AND HUMAN SERVICES
DEPARTMENT OF HOMELAND SECURITY
OTHER FEDERAL DEPARTMENTS

Article IV
Members

Section 1. Members shall be classified as Active, Student, Life, Ex-Officio, Honorary, and Sustaining.

Section 2. Only Active, Student, Life, and Ex-Officio members are entitled to vote and to hold office.

Section 3. Persons of a Sustaining Member Organization become individual sustaining members only after approval by the AMSUS Sustaining Member Group as defined in their Bylaws.

Section 4. The following are eligible to achieve Active membership:
- Officers and enlisted personnel who are, or have served, or have been affiliated at any time with the AMSUS constituent departments.
- Officers of the military medical services of other nations.
- Civilians in the constituent departments.

Section 5. Student Membership: Full time students enrolled in the Health Professions Scholarship Program (HPSP), or Uniformed Services University (USU), or other federally funded students who are in any health profession program may apply for student membership and take advantage of all the benefits of Active membership.

Section 6. Life memberships may be conferred upon Active members who have paid dues continuously for 30 years or upon payment of the Life member dues amount established by the Board of Managers.

Section 7. Ex-Officio members of the Association, in accordance with the Congressional Charter of 1903, are: the Secretary of the Treasury, the Secretary of the Army, of the Navy, and the Surgeons General of the Army, the Navy, and the Public Health Service. The following are also
Ex-Officio members of the Association: the Assistant Secretary of Defense for Health Affairs, The Secretary of the Air Force, the Surgeon General of the Air Force, the Under Secretary of Health of the Department of Veterans Affairs, the Department of Defense, Joint Staff Surgeon, and the President of the Uniformed Services University.

Section 8. The following may become Honorary members when voted by the Board of Managers of the Association: Foreign delegates and distinguished persons who attend the Annual Meeting.

Section 9. Organizations doing business with elements of the federal healthcare system or having interest in the advancement of federal healthcare are eligible to be elected to the Sustaining Membership Group.

Article V Organization of the Association

Section 1. The officers shall be as follows:
   a. A Chair of the Board of Managers.
   b. A Chair of the Advisory Council, who shall be elected from the constituent services and given the title of President of AMSUS. The Surgeons General of the Army, the Navy, the Air Force, and the Public Health Service, along with the Assistant Secretary of Defense for Health Affairs and the Under Secretary of Health at the Department of Veterans Affairs normally would serve, in rotational order, in the position of Chair.
   c. An Executive Director, who shall also be Secretary/Treasurer of the Association, and who shall be appointed by the Board of Managers.

Section 2. Responsibility of the Board of Managers.
   a. The Board of Managers shall be the governing body of the Association. It shall have the authority to approve budgets, authorize investments and expenditures, seek and accept contributions, and authorize contracts in the name of the Association.
   b. The Board of Managers shall elect a Chair who will preside at meetings.
   c. The Board of Managers shall appoint and supervise the Executive Director.
   d. The Board of Managers may delegate authority and functions to the Executive Director.
   e. The Advisory Council shall report its actions to the Board of Managers. The Chair of the Advisory Council shall be an advisor to the Board of Managers without vote.
   f. The Board of Managers will meet at the Annual Meeting of the Association. Additional meetings of the board may be called by the Chair.
   g. During the intervals between meetings of the Board of Managers, the Executive Director shall manage the business and affairs of the Association, insofar as such authority may be legally delegated to him/her. The Board of Managers shall have the power to fill vacancies in any elective office, to adopt or amend any budget, or to temporarily amend the Constitution and Bylaws. The Board of Managers shall perform such other duties as are prescribed by this Constitution and Bylaws.

Section 3. Responsibility, Authority, and Composition of the Advisory Council.
   a. The Advisory Council may offer advice and counsel to the association on matters affecting the interest of the United States and its constituents.
   b. The Advisory Council shall perform such other duties as are prescribed by this Constitution and Bylaws.
   c. The Advisory Council shall consist of Association members who are:
      1. The Surgeons General of the Army, the Navy, the Air Force, and the Public Health Service.
      2. The Under Secretary for Health, of the Department of Veterans Affairs.
      3. The Assistant Secretary of Defense for Health Affairs.
      4. The President of the Uniformed Services University of the Health Sciences.
      5. The Department of Defense Joint Staff Surgeon
      6. The coordinator of each Section of the Advisory Council listed below.
      7. Such other persons as the Chair may appoint, with Advisory Council ratification, to insure that each constituent service has at least one member on the Advisory Council.
   d. Sections of the Advisory Council shall be maintained to provide special interests and programs for Association members. They shall be represented on the Advisory Council.
      1. These sections are the:
         a. AMA Section Council on Federal and Military Medicine/Physician Section
         b. Dental Section
         c. Medical Service Corps Section
         d. Nursing Section
         e. Health Care Provider Student Section
         f. Veterinary Medicine Section
         g. Enlisted Section
         h. Congress of International Medical Reserve Officers (CIOMR)
            i. Federal Interdisciplinary Skin Integrity Group
            j. Federal Health Section
            k. Allied Health Section (to include but not limited to Pharmacy, Physician Assistant, Social
Section 4. Responsibilities and Composition of the Advisory Council

2. The Chair shall appoint a volunteer to serve as Coordinator of each section at the close of the Annual Meeting of the Association and said coordinator shall normally be of the same constituent service as that of the Chair. The coordinator will serve until the end of the subsequent annual meeting. Exception is the AMA Section Council.

3. Additional sections may be created by the Advisory Council.

4. Relationships may be formed with other national professional organizations similar to the AMA Section Council on Federal and Military Medicine where possible and appropriate. Membership is encouraged in all federal and military organizations where appropriate and a master file kept of members' memberships in such organizations.

5. The Committee on Awards shall consist of a representative of each constituent service, insofar as practicable. It shall decide the recipients of the various competition awards. Non-competitive awards, which are The Founder's Medal, the Porter Lecture, The Colonel Jerry W. Ross AMSUS Sustaining Membership Lecture, and The Richard A. Kern Lecture are nominated by the Chair and are ratified by the Advisory Council. It may create such additional subcommittees as desired.

Section 4. Responsibilities and Composition of the Advisory Committee

a. The Advisory Committee will be made up of
   The Surgeons General of the Army, the Navy, the Air Force, and the Public Health Service, along with the Assistant Secretary of Health Affairs at the Department of Defense and the Under Secretary for Health at the Department of Veterans Affairs, the President of Uniformed Services University, the Department of Defense Joint Staff Surgeon. The Chair of the Advisory Council shall serve as Chair of the Advisory Committee and the Executive Director shall serve as Secretary.

b. During the interval between meetings of the Advisory Council, the Advisory Committee shall offer advice and counsel to the Association on matters affecting the interests of the United States and its constituents.

c. The Advisory Committee shall report its actions to the Board of Managers.

d. The Advisory Committee should meet at least three times per year. An Advisory Council meeting may suffice for a meeting of the Advisory Committee. Additional meetings of the Committee may be called by the Chair.

Section 5. Standing Committees. Standing committee members shall be appointed by the Board of Managers. The Executive Director shall be a member of all standing committees.

a. The Audit Committee is a subset of the Board of Managers and is formed to assist the Board in fulfilling its oversight responsibilities and to perform the specific duties set forth below. The Committee will report to the Board of Managers and recommend appropriate actions at all regularly scheduled meetings. Members of the Audit Committee shall be recommended by the Chair and approved by the Board of Managers. The Committee shall be comprised of not less than three members with at least one member being a current Board member. The Committee Chair shall be a current member of the Board. Committee members will serve for a term of at least two years. Members of the Audit Committee shall have the ability to understand financial statements, evaluate accounting company bids and make sound financial decisions. The Committee shall hold meetings as either the Board or Committee deems necessary. Annually, the Committee shall meet, in separate private sessions, with each of the following:
   • The AMSUS Financial Manager,
   • The Executive Director,
   • Chair of the Board, and
   • The Auditor.

1. The Committee, in consultation with management, shall recommend to the Board the appointment of the Auditor which is ultimately accountable to the Board and the Committee.

2. The Committee shall evaluate the performance of the Auditor and, if so determined by the committee, recommend that the Board replace the Auditor.

3. If the Auditor identifies a significant problem which is not being adequately addressed by management, it should be reported to the Committee. It is not the duty of the Committee to plan or conduct audits or to determine that the association's financial statements are complete and accurate and are in accordance with the generally accepted accounting principles. This is the responsibility of management and the Auditor.

4. The Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.

5. The Committee shall review and discuss with management the AMSUS financial statements and the year-end audit by the Auditor.

6. The Committee shall discuss with the Auditor the matters the Auditor determines are required by current auditing standards. Based on its review and discussions with management and the Auditor, the Committee will advise the Board of Managers whether it recommends that the audited financial statements be accepted and approved.

7. The Committee shall discuss with management and the Auditor: The adequacy of the association’s internal accounting controls and the
8. The Committee shall periodically receive reports from and discuss with the association’s General Counsel any material government investigations, litigation or legal matters, if applicable.

Section 6. Annual Committees. The following committees shall be appointed annually by the Board of Managers.

a. The Nominating Committee shall consist of at least two board members. It shall present its selections to fill Board of Manager vacancies to the full Board of Managers and after approval to the full AMSUS membership for approval at the AMSUS Annual Business meeting.

Section 7. Additional Committees may be created by the Board of Managers as necessary. The Executive Director shall be a member of all annual committees.

Section 8. The Sustaining Membership Group shall consist of not more than three representatives of each Sustaining Member Organization in good standing, and it shall elect a new chair annually from these members. The chair shall serve as a member in addition to individual membership status. The Sustaining Membership Group shall be governed by its own bylaws, which detail mission, organization structure, and specific membership eligibility requirements. The Board of Managers shall approve Sustaining Membership Group Bylaws.

Article VI
Seals, Insignia and Arms

Section 1. The seal of the Association shall consist of a circle, one and three eighths (1 3/8) inches in diameter, charged with the cross of the insignia with the words “Organized 1891, Incorporated by Congress 1903,” within a circumferential band bearing the words, “Association of Military Surgeons United States.”

Section 2. The Insignia of the Association shall comprise a Cross; a Rosette; an Enamel Lapel Bar; and a Lapel Button and Pin consisting of the Association Cross.

a. The Cross shall be of gold, the obverse enameled with red and bordered with gold, upon which shall be superimposed a white shield, enclosing a shield of the United States in its proper colors - red, white and blue surrounded by the motto, “Omnia pro Patriae Caritate” (All for love of Country); the reverse, plain gold and bearing its number. Upon the reverse may also be engraved the name and address of the owner. The cross, suspended by a ribbon, consisting of two bands of crimson enclosing a band of white, may be worn by any member of the Association on ceremonial occasions, and shall be carried on the left breast, or at the collar, if the wearer be an officer of the Association or Board of Managers member.

b. The Rosette of the Association colors.

c. The Enamel Lapel Bar of the Association colors.

d. The Lapel Button and Pin consisting of the Association Cross.

Section 3. The Coat of Arms shall be as follows: Quarterly, First: Sanguine, a caduceus for Army, Second: Or, and oak leaf and acorn proper for Navy. Third: Argent, a caduceus and an anchor in saltier azure for Public Health Service. Fourth: Azure and Argent, the Union as borne on the American Flag for the National Guard.

Surcharged - The Badge of the Association, proper.

Crest - An Eagle displayed, proper, bearing on breast a Geneva Cross.

Article VII
Twenty-five (25) members shall constitute a quorum for the transaction of business at annual meetings of the Association.

Article VIII
The fiscal year of the Association shall commence on 1 July and end on 30 June of the following year.

Article IX
This Constitution and Bylaws may be amended by the following sequential procedures:

1. Approval of the proposed amendment by the Board of Managers.

2. Publication of the proposed amendment in at least two non-consecutive numbers of the official journal, accompanied by a request for comments from members.

3. Re-affirmation of the proposed amendment by the Board of Managers after consideration of such comments, if any.

4. Adoption of the amendment at an Annual Meeting of the Association by a two-thirds majority of the members present and voting at the business session.

Article X
Such funds belonging to the Association as are not needed for current requirements shall be invested
in US Government or other corporate bonds, preferred stock of corporations, in common stock of corporations or deposited in State or Federally insured savings and loan associations. The Association will normally contract for professional management of its investments. At least annually, the Board of Managers shall review the investment portfolio of the Association and recommend such changes as it deems proper.

Distribution of assets of the Association, should the Association cease operation, will be made to other organizations in the health care field. Under no circumstances shall funds be distributed to officers, members or related individuals.

Article XI

Section 1. The Board of Managers may charter local chapters of the Association and may withdraw such charters. Membership in chapters is restricted to members of the Association. Chapters may have such officers, organizations and meetings as they may determine, not in conflict with the Constitution and Bylaws of the Association. Each chapter shall report at least annually to the Executive Director the names of its officers and its activities.

Section 2. Each chapter of the Association shall have one vote for electing the chair of the Chapters Group. In case of a tie vote, the President shall appoint the chair of the Group.

Article XII

Section 1. There shall be an Annual Meeting of the Association. It shall be conducted at such place and time as determined by the Board of Managers.

Section 2. The Association shall maintain an official publication for distribution to all members.

Section 3. Holding office or other positions of influence and trust shall be limited to members as defined in this Constitution.

Section 4. Unless otherwise stated, a quorum shall be at least one-third of the members of a committee, and a vote may be carried by a majority of members present and voting. The Board of Managers may determine its own regulations for voting.

BYLAWS

Chapter 1 Members

1. Applicants for membership will certify by their signature on the membership application that they meet eligibility requirements. Upon receipt of the signed membership application and remittance of appropriate dues, applicants will be admitted to active membership in the Association. Membership shall be open to all federal healthcare professionals who otherwise meet the current membership requirements.

2. Honorary members shall be elected by the Board of Managers. Honorary membership for one year may be granted to International guests or delegates, who are eligible for Active Membership.

3. The Surgeons General of the Army, the Navy, the Air Force, the Public Health Service, the Undersecretary for Health of the Department of Veterans Affairs, and the Assistant Secretary of Defense for Health Affairs, being the chiefs of the constituent services, may confer Honorary membership on distinguished medical leaders from other countries visiting them in the United States, provided that the names and titles of the persons to be so honored are submitted in advance to the Executive Director, and further, that the authority for granting or receiving such membership shall not be delegated to nor considered for subordinates.

4. Individual Sustaining Members shall be approved by the Sustaining Membership Group in accordance with procedures detailed in the Sustaining Membership Group Bylaws.

Chapter 2 Expulsion from Membership

1. Members of any classification may be expelled for cause or conduct which the Board of Managers deems contrary to the best interest of this Association. Such action shall be taken by the Board of Managers, subject to the approval of the Association at its next Annual Meeting.

2. Active members shall be suspended for non-payment of annual dues after two notices have been sent to their latest recorded address.

Chapter 3 Election of Officers

1. The Chair and Vice Chair of the Advisory Council shall be elected by a majority vote of those members present and voting at the annual business meeting.

2. The Vice Chair of the Advisory Council shall be the Chair-Elect and shall succeed to the Chair at the close of the incumbent Annual Meeting of the Association, or when the Chair is declared unable to serve.
Chapter 4
Annual and Special Meetings

1. There shall be an Annual Meeting of the Association as determined by the Board of Managers. The Board shall announce the date and place selected as soon as practically possible prior to the Annual Meeting.

2. Special meetings of the Association may be called by the Board of Managers after thirty days advance notice to the membership. The notice shall state the reason for calling the special meeting.

3. In the event of a national emergency, the Board of Managers shall have authority to cancel or postpone Annual Meetings.

4. In order to preserve the military character of the Association, it is desirable that the members attend the meetings and social gatherings in such uniform as they are entitled to wear by reason of present or previous service.

Chapter 5
Duties of Officers

1. The Chair of the Board of Managers shall preside at the meetings of the Board of Managers and the meetings of the association and determine time and location of meetings.

2. The Chair of the Advisory Council shall preside at meetings of the Advisory Council and the Advisory Committee.

3. In the absence of the Chair, or his inability to act, his duties will succeed in order: To the Vice Chair, and to a member of the Advisory Council selected by it. Such successors will act for the Chair and will so sign appropriate official documents.

4. Following their installation at the close of the Annual Meeting, the elected officers of the Association shall serve for one year, or until their successors are elected and installed. The duties of the officers shall be those which are customarily ordained for such offices and such other functions as may be prescribed by the Advisory Council, these bylaws, and the civil laws.

5. The Executive Director serves as Secretary/Treasurer of the Association. The Executive Director shall be salaried and shall be responsible to the Board of Managers for the day-to-day conduct of the business of the Association, including membership and fiscal matters. He/She shall prepare agendas for and keep records of all Advisory Council, Advisory Committee and Board of Managers meetings. He/She shall be responsible for the receipt, accounting for, and disbursement of Association funds, and shall make periodic reports thereon to the Board of Managers. He/She shall have power to execute bonds, deeds, and contracts in the name of the Association, subject to the approval of the Board of Managers. He/She shall be insured under the Association’s Employee Dishonesty and Forgery coverage. He/She shall prepare, and present to the Board of Managers for its consideration, an annual budget, including estimated receipts and expenditures, and will submit periodic fiscal reports to the committees. He/She shall perform such other duties as the Board of Managers may direct. Within the approved limitations fixed by the Board of Managers, he/she will employ such assistance as needed. He/She shall have full authority pertaining to both retention and termination of all non-exempt employees.

6. The Editor of the Association’s official journal, *Military Medicine*, reports to the Executive Director. The Editor is nominated by the Executive Director and appointed by the Board of Managers. He/She shall nominate the members of the Editorial Board for appointment by the Board of Managers. He/She shall attend meetings of the Board of Managers at its discretion.

Chapter 6
The Advisory Council

1. The Advisory Council may be made up of members who are participating as volunteers. Advisory status of Council members must be with the approval of the appropriate service or department command authority. Advisory Council members shall offer advice and counsel to the management on matters affecting the interest of the United States and their constituents. Opinions and positions of the Council may be expressed to the Executive Director and/or the Board of Managers.

2. The Advisory Council shall meet periodically at least once annually. Other Council meetings may be called by the Chair, or by any three Council members who represent constituent services.

3. A majority of the Advisory Council shall constitute a quorum. Any vote taken at meetings of the Advisory Council shall be for the purpose of expressing the collective sense and advice of the Council to the Board of Managers and to the Executive Director and are non-binding.

4. Attendance of persons other than Council members at Council meetings shall be with the concurrence of the presiding officer.

5. Advisory Council members who are serving based upon their official capacity may not serve concurrently on the Board of Managers.

Chapter 7
The Board of Managers

1. The Board of Managers shall exercise general supervision over the affairs of the Association. Members on the Board may not be nominated or
appointed on the basis of their official positions with the federal government. Nominations for the Board of Managers will be submitted by the Nominating Committee and elections voted on by the general membership at the Annual Meeting of the Association. The Board of Managers shall be composed of at least nine members of the Association but not more than twelve.

2. Tenure for each board member shall be for a three year period with one-third of the board being replaced annually. Board members can be elected for a second 3-year term. In the event a manager should vacate the position, the Chair of the board shall appoint an interim manager until the next election.

3. A majority of the Board of Managers in person or by proxy shall constitute a quorum. In the event of the absence of the Chair, the board shall select a temporary Chair.

4. The Board of Managers shall meet in person at the Annual Meeting and at other times at the call of the Chair.

5. The Board of Managers shall report to the membership at the annual meeting of the Association.

Chapter 8
Dues and Fees

1. The annual dues for Active and Student members, including subscription to the official journal of the Association, *Military Medicine*, shall be determined by the Board of Managers, payable in advance in this amount, and shall accompany all applications for membership.

2. Honorary, Ex-officio and Life members shall be exempt from payment of annual dues.

3. The annual dues for sustaining members, payable in advance shall be as determined by the Board of Managers.

4. The subscription fee for the official journal, *Military Medicine*, for subscribers who are not members of the Association, shall be as determined by the Board of Managers.

Chapter 9
Official Journal of the Association
*Military Medicine*

1. *Military Medicine* is the official monthly publication of the Association and brings scientific and other information of value as well as news of interest to members of the various professions. It provides a means of communication among members and offers a prestige publication for their writings. It comes without charge to all members. Many periodical and abstracting media review its contents.

2. The Executive Director shall be responsible for the business management of, and for, the publication of the journal. The relationship between the Executive Director and the Editor shall be that of publisher and editor, respectively.

3. The Editor, with the advice of the Editorial Board, shall be responsible for the establishment of professional and literary standards, the stimulation of contributions, and the review and selection of original articles, editorials, and other material of a professional nature to be included in the Journal.

4. The Editorial Board shall be composed of those individuals nominated by the Editor on the basis of professional qualifications and interest in military and other federal agency medical literature, and approved by the Board of Managers. Insofar as practicable, the Editorial Board shall represent not only the constituent services, but those disciplines important to military medicine. The term of office shall be four years, with one-half the membership being appointed every two years. Members may be reappointed to succeed themselves. The Editor shall serve as an ex-officio member of the Editorial Board.

5. The Editorial Board shall advise the Editor concerning professional and literary standards, shall stimulate contributions, and shall assist him in reviewing and selecting articles for publications. Its members will, as appropriate, contribute articles to the Journal.

Chapter 10
Employee Benefits

The Board of Managers shall maintain an employee contributory payment retirement, insurance, health and medical plan for salaried employees of the Association. These plans may be maintained through contract with a reputable national organization.