



**AMERICAN ACADEMY OF
OTOLARYNGOLOGY-
HEAD AND NECK SURGERY**

**Section for Women in Otolaryngology (WIO)
RULES AND REGULATIONS**

Following are the governing rules and regulations of the AAO-HNS/F Women in Otolaryngology (WIO) Section, as proposed on March 24, 2011 by a vote of the WIO Governing Council, and approved by the AAO-HNS/F Boards of Directors on May 2, 2011.

Article I.

Purpose

The Section for Women in Otolaryngology (WIO) shall function as an advisory body to the Boards of Directors of the American Academy of Otolaryngology-Head and Neck Surgery, Inc. and the American Academy of Otolaryngology-Head and Neck Surgery Foundation (collectively AAO-HNS/F). The Section shall help AAO-HNS/F:

- (a) fully use the resources and talents of the women in otolaryngology;
- (b) support women otolaryngologists by identifying and addressing their needs, fostering their development, and cultivating women as leaders in the specialty;
- (c) facilitate communication regarding issues of interest to and about women in the field of otolaryngology/head and neck surgery and in medicine;
- (d) make recommendations regarding programs and policies of particular interest to women in otolaryngology; and
- (e) support the specialty of otolaryngology, clinical, and academic excellence, educational outreach, and the medical profession.

Article II.

Membership

The Section for WIO will be composed of all women who are active members of the Academy who wish to participate.

All other members of the Academy are welcome to communicate with and participate in any open meetings of the section and its committees, but

may not vote or serve in any official capacity, e.g., as committee chairs or on the Governing Council (GC).

Article III. Officers **Governing Council**

Section 1. Election/Designation of Governing Council Members/Officers. At the AAO-HNS/F Annual Meeting, beginning in 2012, the Section will elect from among its members a Chair, a Chair-Elect, an Information Officer/Secretary, one (1) Financial Officer, and two (2) Members-at-Large. Such election shall be by majority vote of all section members who choose to vote at the meeting. The Financial Officer will be subject to final approval by the AAO-HNS/F Boards of Directors. The WIO officers, along with the Immediate Past Chair and the Chair of the Council on Committees, will constitute the WIO Governing Council (GC). The initial slate of candidates for the GC shall be determined before the 2012 Annual Meeting by the ad hoc working group on Governance of the WIO committee existing prior to the adoption of these Rules and Regulations. Thereafter, the GC shall establish a Nominating Committee consisting of the Immediate Past Chair (who shall chair the proceedings) and at least two other members of the Section who are not currently members of the GC (nominated from the floor). A member of the WIO may be nominated for only one office of the GC at any one time.

Section 2. Terms of GC Members.

No member of the GC may serve more than two (2) consecutive terms in the same position. The GC member terms (as specified below) will begin immediately after the Foundation Annual Meeting in the year members are elected, i.e., October 1-September 30. In the event that a member of the WIO GC is unable to complete her term and a vacancy ensues, the WIO GC may appoint an interim officer to serve until the next Annual Meeting, at which time an election will be held to fill the position for any remaining years left in the term.

Section 3. Chair.

The Chair will preside at all meetings of the Section for WIO and will report on the recommendations and actions of the Section to the AAO-HNS/F Boards of Directors. The Chair, or her designee when no other designated officer is available, will attend meetings of the AAO-HNS/F Boards of Directors as a non-voting guest and will represent the Section in public and private forums. The Chair will maintain the integrity of the Section, and will be responsible for executing all initiatives on behalf of the Section. The Chair will coordinate the Annual Meeting of the Section. The term of office of the Chair will be one-year.

Section 4. Chair-Elect.

The Chair-Elect will execute all of the duties of the Chair in the Chair's absence. The Chair-Elect will also serve as a liaison to the Chair of the Council on Committees. In the event the Chair is unable to fulfill her term of office, the Chair-Elect will become Chair. Otherwise, the Chair-Elect will become the Chair at end of her term. The term of office of the Chair-Elect will be one-year.

Section 5. Immediate Past Chair.

The Immediate Past Chair will remain a member of the GC for an additional one-year term following her term as Chair. The Immediate Past Chair will be responsible for increasing membership of the Section and encouraging active participation by Section members. The Chair or Chair-Elect may delegate duties to the Immediate Past Chair on a temporary basis.

Section 6. Information Officer/Secretary.

The Information Officer/Secretary, with the assistance of Academy staff, is responsible for the record keeping for section activity, the establishment and maintenance of section communications, and the maintenance of a current membership database. The Information Officer/Secretary shall serve on the Communications Committee. The term of office of the Information Officer will be two (2) years.

Section 7. Financial Officer.

The Financial Officer shall be the chair of the WIO Endowment Committee and will work closely with the Foundation Boards of Directors to provide oversight and approval for the WIO Endowment Committee. With the Foundation Development Business Unit, the Financial Officer shall provide an annual report to the Academy membership detailing the WIO's financial status and the activities of the WIO Endowment Fund. The WIO Financial officer also serves as a member of the Foundation Finance and Investment Subcommittee (FISC) to further collaboration between the FISC, the WIO Endowment Subcommittee, and the AAO-HNS/F Executive Committee/Board of Directors. The Financial Officer's term of office shall be three (3) years.

Section 8. Members-at-Large.

The Members-at-Large will serve as liaisons between the Section for WIO and such other organizations as the GC deems appropriate. The Members-at-Large, with the assistance of the Program Committee, will coordinate the planning for the Annual Meeting. The Members-at-Large may also be asked to perform additional tasks as assigned by the Chair. At the initial election in 2012, one Member-at-Large will be elected for a one-year term and one for a two-year term. Thereafter, the term of office

of the Members-at-Large will be two (2) years, with staggered terms such that one is elected each year.

Section 9. Chair of the Council on Committees.

The Council on Committees shall elect a chair from amongst its members by majority vote prior to the Annual Meeting. The Chair of the Council on Committees will be responsible for serving as a liaison between the Council on Committees and the GC Chair-Elect. The term of the Council on Committees Chair shall be two (2) years. The term begins October 1 and terminates September 30.

Section 10. Responsibilities of the GC.

The GC will serve as the executive body of the Section, will deliberate and conduct business on behalf of the Section, and will be responsible for managing the affairs and endowment of the Section with respect to all matters not specifically reserved to the Section members. The powers of the GC are established by and subject to approval by the AAO-HNS/F Boards of Directors. Each GC member shall be responsible for compiling a report of actions and information on at least a semiannual basis to be submitted to the Section Chair.

Section 11. Governance until 2012 Annual Meeting.

The existing Governance Committee of the WIO Section will together fulfill the responsibilities of the WIO GC until the initial elections in 2012.

Article IV.

Section Representation

Section 1. Representatives to the Board of Governors (BOG).

The Section for WIO, at its Annual Meeting, will elect from among its members three (3) persons to act as representatives to the Academy BOG. These representatives will hold the positions of BOG Governor, BOG Legislative Representative, and BOG Public Relations Representative and serve terms and fulfill responsibilities in accordance with the BOG Rules and Regulations.

Section 2. Representatives to other medical professional organizations.

When appropriate, the GC of the WIO may provide recommendations and suggestions to the AAO-HNS/F Boards of Directors for potential appointees to serve as liaisons to the American Medical Association Women Physicians Congress, American Medical Women's Association, Association of Women Surgeons, and other medical organizations as needed.

Section 3. Historian.

The WIO GC will appoint a historian responsible for maintaining records of the activities and evolution of the WIO. The term of the historian shall be three years, beginning October 1 and ending September 30.

Article V. **Committees**

Section 1. Committees.

WIO Committees will follow the committee guidelines as outlined in the AAO-HNS/F Committee Member Handbook. Committee Chair and membership decisions for standing committees will be in accordance with the AAO-HNS/F procedures, with appointments made in consultation with the WIO Chair. Committee chairs may serve up to three (3) consecutive, 2-year terms as chair of the same WIO committee.

The WIO GC, with approval from the AAO-HNS/F Boards of Directors, may add to or change the charges of specific committees and/or add new committees as needed. The GC may specify criteria for membership to each committee (see WIO Endowment Charter).

The following standing committees are established:

- WIO Leadership Development and Mentorship
 - Actively working towards establishing and maintaining a meaningful and effective mentorship program for women in the AAO-HNS.
 - Identifying and implementing ways in which AAO-HNS/F can best provide leadership skills training, experience, and opportunities for the ongoing development of outstanding new women otolaryngologist leaders, both at AAO-HNS/F and in the medical profession at large.
- WIO Awards
 - Identifying women otolaryngologists who deserve recognition for their accomplishments.
 - Identifying and recognizing the efforts of individuals who work to promote the efforts of WIO.
 - Identifying and implementing new ways in which to recognize outstanding women in AAO-HNS.
- WIO Program
 - Developing, proposing, and delivering high quality programming with broad appeal for the Annual Meeting.
 - In conjunction with the governing council, planning, and conducting the annual WIO luncheon and section meeting.
- WIO Research and Survey

- Ongoing evaluation, monitoring, and reporting of priorities and issues identified as important by women Academy members.
- Doing more to study the status of women otolaryngologists.
- WIO Communications
 - Developing communications to inform Academy members of WIO activities and initiatives.
 - Ensuring that relevant items of interest are submitted to relevant AAO-HNS/F publications.
- WIO Endowment
 - Per the Women in Otolaryngology Endowment Fund Charter, responsible directly to the AAO-HNS/F Boards of Directors (in coordination with the WIO GC) for developing, overseeing and implementing fund-raising strategies and programs to maintain and increase the endowment.

Section 2. Council on WIO Committees.

The chairs of each committee shall comprise the Council on WIO Committees, which shall communicate at least semiannually in order to facilitate collaboration and communication in conducting the work of the section.

Article VI.
Meetings

Section 1. Dates and Places.

The Section for WIO will meet during the Annual AAO-HNS/F Meeting, at a place and time determined by the Chair. The GC members shall attend all meetings of the Section for WIO. The Chair, or four (4) or more GC members, may call additional meetings in person or by teleconference at her discretion.

Section 2. Quorum.

Attendance by at least 30 of the members of the Section at any regularly scheduled meeting of the Section will constitute a quorum for conducting business at any such meeting of the Section. Attendance by a majority of the members of the GC shall be sufficient to establish a quorum for conducting business at any meeting of the GC.

Section 3. Voting.

Any two members in good standing, or any committee representative, of the Section for WIO attending a meeting will have the power to propose resolutions. Any member in good standing may second resolutions and vote on any matter before the respective body.

Section 4. Proxy Voting.

There will be no proxy voting at any meeting of the Section for WIO.

Section 5. Notice of Resolutions.

Resolutions for consideration at the WIO Annual Meeting shall be submitted in writing, including via email, to the WIO GC no less than 30 days prior to such meeting.

Article VII.

Resignation or Removal of Members

Section 1. Resignation.

Any member of the Section for WIO may resign by giving written notice of her resignation to the Information Officer/Secretary.

Section 2. Removal.

The AAO-HNS/F Boards of Directors may remove any member of the GC of the Section for WIO if such removal is deemed to be in the best interest of AAO-HNS/F. The GC will present a recommendation and supporting materials (if available) regarding removal of any GC member to the AAO-HNS/F Boards of Directors for consideration.

Article VIII.

Amendment(s) to Rules and Regulations

Proposals for amending or repealing these rules and regulations, or for adopting new rules and regulations, may be presented and acted upon at any annual or special meeting of the GC of the Section for WIO by an affirmative vote of 2/3 of the voting members present and voting; provided, however, that written notice of such proposed action will have been made available to each member of the Section at least seven (7) but not more than forty-five (45) days before the meeting at which such action is to be considered. Such recommended action will then be presented to the AAO-HNS/F Boards of Directors for approval or other appropriate action.

Article IX.

Rules of Order

The most recent edition of "Robert's Rules of Order" will govern the meetings of the Section for WIO, and the GC.