THE JOHN AUSTIN SOCIETY
CONSTITUTION AND BY-LAWS

Article I - Name

The Society shall be known as The John Austin Society. The name honours the memory of Queen's distinguished Professor of Surgery, Dr. Lorimer John "Blimey" Austin, born 20 September 1880 in London, England, died 20 March 1945 in Kingston, Ontario.

Article II - Non-Profit Society

The work of the Society shall be carried out without purpose of financial gain for its members. Any profit or other revenue which comes to the Society shall be used to promote its objectives.

Article III - Objectives

The purpose of the Society shall be to promote an interest in the history of medicine in the Kingston community by providing opportunities for fellowship and continuing education, and by encouraging and fostering research by its members.

Article IV - Membership

1. Membership is open to anyone. The categories of membership are:

   (a) Regular members upon payment of the regular membership fee

   b) Student members: persons who are registered in a university or college program, without fee

   (c) Honorary members: persons qualified by reason of their meritorious contribution to the Society or by their interest in the objectives of the Society upon election by the Executive, without fee

2. Annual membership dues shall be set at an amount determined by the Executive.

3. Any member may withdraw by delivering written resignation to the Secretary or any member may be considered to have resigned upon failure to pay the membership fee.

4. Upon termination of membership, a member shall not be entitled to any refund of membership dues paid.
Article V - Meetings

1. Annual General Meeting

   a) An annual meeting to discuss business for all membership shall be held at least once in every calendar year, normally in conjunction with one of the regular meetings. At that time the members shall be informed of the business of the Executive meetings that have taken place throughout the year and notified of any proposed changes to the Constitution. Each regular member present and in good standing shall be entitled to one vote and every question shall be decided by a majority of votes.

   (b) Written notice of the Annual General Meeting shall be given at least two weeks prior to the meeting and any items of special business shall be included in the notice.

2. Regular Meetings

   (a) Regular meetings shall take place at least four times a year to which the members shall be invited by written notice to a presentation by a member or a guest on a topic of medical or other historical interest.

   (b) The Society's tradition has established a format for these meetings. There is a dinner to which the speaker and his/her partner are invited as guests of the Society. The presentation then takes place followed by a question period. This tradition does not preclude other formats.

Article VI - Elections

The Executive shall propose a slate of nominees for the President, Secretary-Treasurer, and replacements of outgoing members on the Executive. The slate will be presented at the Annual General Meeting and the floor will be open for other nominations. If there are no other nominations, the slate will be approved by a simple majority vote. If there are other nominations in competition, an election will take place by ballot.

Article VII - Executive

1. The Executive shall be composed of a President, a Past President, a Secretary-Treasurer, and no less than three members at large. They must all be regular members in good standing of the Society.

2. The Executive will fill unexpected vacancies.

3. Executive officers shall serve for a term of three years.
4. The President, and Past President, shall not normally serve more than one term in each office. The Secretary-Treasurer shall not serve more than three consecutive terms.

5. The Executive shall be empowered to

(a) Execute the decisions of the General Meeting

(b) Define orientations and policies related to the Objectives of the Society and consult the membership whenever appropriate

(c) Authorize necessary expenditures

(d) Delegate powers to officers, appoint and delegate responsibilities to committees

(e) Appoint editors of any Society publication

(f) Determine the time and place of the Annual General Meeting

(g) Conduct any other activity relevant to the Objectives of the Society

(h) Act as external liaison

(i) Provide an annual audit of the accounts of the Society at the Annual General Meeting by an appointed regular member of the Society who is not serving on the Executive.

6. A quorum at a meeting of the Executive shall be four of its members.

7. All questions shall be determined by a majority of votes. In cases of equality, the President shall have the deciding vote.

8. Meetings of the Executive shall be at the call of the President, subject to the provision that there shall be at least three meetings of the Executive per year. Notice shall be given to all members of the Executive at least two weeks prior to any meeting.

9. The Executive shall be charged with the responsibility of maintaining the Society archives and records.

10. Members shall serve without remuneration, salary, or profit from the position on the Executive, but they may be reimbursed reasonable expenses incurred in the performance of their duties.

11. Officers and Executive Membership will be assumed and relinquished immediately at the conclusion of each Annual General Meeting.
**Article VIII - Officers**

1. The President shall be the Chief Executive Officer of the Society, shall preside at all meetings of the Society, and see that all orders and resolutions of the Executive and at the Annual General Meeting are carried into effect.

2. The Secretary-Treasurer shall attend all meetings, act as Clerk thereof and record all votes and minutes of all proceedings, have the custody of funds and securities of the Society, keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Society, deposit all monies, securities and other valuable effects in the name and the credit of the Society in a chartered bank or trust company, disburse the funds of the Society as may be directed by proper authority taking proper vouchers for such disbursement, render to the President and Executive officers at the regular meetings of the Executive an accounting of all transactions and a statement of the financial position of the Society, and perform such other duties as may from to time be directed by the Executive.

**Article IX - Finances**

1. The fiscal year of the Society shall terminate on 31 May.

2. The Executive shall cause to be kept by the Secretary-Treasurer proper records and accounts of all transactions of the Society.

3. The Executive may decide on any financial transactions it sees fit to further the objectives of the Society

**Article X - Constitutional Changes**

1. Any regular member who has secured the signatures of ten regular members in good standing may submit an amendment to this Constitution to the Secretary-Treasurer of the Society.

2. The Secretary-Treasurer shall distribute a mail ballot to the membership on the proposed amendments or shall circulate to the membership the proposed amendments to be considered and voted upon at the Annual General Meeting at least two months prior to the said meeting.

3. When a mail ballot is conducted, ratification of the change shall require the approval of two-thirds of the members who return the ballot within the specified time; when discussed at an Annual General Meeting ratification of the change shall require the approval of two-thirds of the members present at said meeting.