

The Sexual Medicine Society of North America, Inc.
(Tenth Amendment approved and adopted May 18, 2018)

BYLAWS

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**ARTICLE I
NAME**

Section A.: Name

1. The name of this Society is The Sexual Medicine Society of North America, Inc. hereafter referred to as SMS.

**ARTICLE II
PURPOSE**

Section A.: Purpose of the Society

1. The purposes of the SMS are to:
 - a) promote, encourage and support the highest standards of practice, research, education and ethics in the study of the anatomy, physiology, pathophysiology, diagnosis and treatment of human sexual function and dysfunction, and
 - b) provide a forum for the free exchange and discussion of new ideas, thoughts and concepts in sexual medicine.

Section B.: Affiliations

1. The Society is affiliated with the American Urological Association Inc, (AUA).
2. The Society is affiliated with the International Society for Sexual Medicine (ISSM).
3. These affiliations may be terminated and/or additional affiliations may be formed by
 - a) Recommendation of the Board of Directors, and

- b) Two-thirds majority of members voting in person at or by electronic mail prior to a business meeting of the Society. This means that both votes cast in person at a business meeting and votes cast by email will be accepted and counted.

**ARTICLE III
MEMBERSHIP**

Section A.: Membership Process

- 1. Process for admission of new membership
 - a) Nominations for membership in the Society shall be made by the Membership Committee
 - b) The Membership Committee shall consider applicants by one of two processes
 - i. For Fellowship (and Active Membership), the Membership Committee shall consider applications upon receipt of a completed application form and letters of recommendation from two Fellows or Active Members of the Society.
 - ii. For Active Membership, the Membership Committee shall consider applications upon receipt of a completed application form and letters of recommendation from two Fellows or Active Members of the Society.
 - iii. For all other membership categories, the Membership Committee shall consider applicants upon receipt of a completed application form.
 - c) Recommendations of the Membership Committee shall be presented to the Board of Directors for approval.
 - d) Nominations approved by the Board of Directors shall be presented to the Active Membership at a business meeting of the SMS.
 - e) Nominees receiving a two-thirds majority of those present at a business meeting shall become members of the Society at that time.
 - f) Applicants not receiving approval for membership may not reapply for membership for two (2) years from the date of rejection.
- 2. Term of Membership
 - a) New membership will begin on the date of the business meeting of the SMS at which the new member is approved and will extend until December 31 of that year.
 - b) For existing members, the term of membership is one calendar year that is from January 1 to December 31 of each year in which dues are paid.

Section B.: Categories of Membership

- 1. Fellowship:
 - a) Fellowship in SMS is open to any M.D., Ph.D., R.N., M.S.W., L.C.S.W., Physician's Assistant or other health care professional with:
 - i. Membership in the American Urological Association and
 - ii. Membership in the International Society of Sexual Medicine, and
 - iii. Three years of Active Membership in SMS.

- iv. Attendance at a scientific meeting of the Sexual Medicine Society in at least three of the four years prior to application for Fellowship.
 - v. Residence in the United States or Canada, and greater than 25% of clinical and/or research activity devoted to sexual medicine, or recent publication of a paper pertinent to sexual medicine in a peer reviewed journal, or presentation of a paper pertinent to sexual medicine at a meeting of the Sexual Medicine Society, the American Urological Association, a section of the AUA, the International Society for Sexual Medicine, or other similar meeting.
 - vi. Letters of recommendation supporting SMS Fellowship from two Fellows of SMS.
- b) Dues for Fellows will be determined annually by the Board of Directors.
 - c) Fellows are voting members of the SMS. Fellows may be elected to the Board of Directors and may serve as Officers of the Society.
 - d) Fellows must maintain membership in good standing in the AUA and ISSM in order to maintain Fellowship status.
 - e) Active Members of SMS in good standing on April 27, 2003 are automatically granted SMS Fellowship.
2. Active Membership:
- a) Active Membership in SMS is open to any M.D., Ph.D., R.N., M.S.W., L.C.S.W., Physician's Assistant or other health care or research professional who has completed their terminal degree and training with:
 - i. Residence in the United States or Canada, and
 - ii. Interest in practice and/or research in sexual medicine.
 - b) Dues for Active Members will be determined annually by the Board of Directors.
 - c) Active Members are voting members of SMS.
 - d) Active Members may be elected to the Board of Directors. However, Active Members are not eligible to serve as Officers of the Society.
3. Affiliate Membership:
- a) Affiliate Membership in the SMS is open to any M.D., Ph.D., R.N., M.S.W., L.C.S.W., Physician's Assistant or other health care professional, with
 - i. Residence in the United States or Canada, and
 - ii. Interest in practice and/or research in sexual medicine.
 - b) Dues to be paid by Affiliate Members will be determined annually by the Board of Directors.
 - c) Affiliate Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.
 - d) This membership category should also include those members who start a small entrepreneurial business related to sexual medicine but who maintain the majority of their work as a clinician or researcher in the field of sexual medicine.

4. Corresponding Membership:
 - a) Corresponding Membership is open to M.D., PhD., R.N., M.S.W., L.C.S.W., Physician's Assistant or other health care professional, with
 - i. Residence outside the United States or Canada, and
 - ii. Interest in practice and/or research in sexual medicine.
 - b) Dues to be paid by Corresponding Members will be determined annually by the Board of Directors.
 - c) Corresponding Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.

5. Resident/Student Membership:
 - a) Student Membership in SMS is open to persons who are:
 - i. Currently enrolled in a school of medicine, psychology nursing, mental health, social work or other health care field, or
 - ii. Currently enrolled in a graduate training program or residency program in urological surgery or other field related to practice and/or research in sexual medicine.
 - b) Dues to be paid by Student Members will be determined annually by the Board of Directors and will be less than full dues.
 - c) Student Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.

6. Senior Membership for Senior Membership are in SMS is open to any:
 - a) Fellow, Active Affiliate, or Corresponding Members, 64 years and older with 10 years or more of good standing in any SMS Membership category
 - b) Senior Members are excused from paying dues.
 - c) Senior Members are voting members of SMS. Senior Members may be elected to the Board of Directors. Senior members are not eligible to serve as Officers of the Society.

7. Inactive Membership:
 - a) Inactive Membership in SMS may be granted to:
 - i. Any Fellow, Active, Affiliate, Corresponding or Student Member incapacitated by illness or accident and thereby unable to pay dues.
 - b) Inactive Members are excused from paying dues.
 - c) Inactive Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.

8. Honorary Membership in SMS may be granted by majority vote of the membership, following recommendation by the Board of Directors to:
 - a) Any distinguished health care professionals or other prominent person who has made particularly significant contributions to sexual medicine.
 - b) Honorary Members are excused from paying dues.

- c) Honorary Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.

ARTICLE IV OFFICERS

Section A.: President

1. Duties: The duties of the President are to:
 - a) preside at all meetings of the Society,
 - b) represent the Society to government, legal, press, political, scientific, industrial and other public agencies and/or forums,
 - c) appoint ad hoc committees,
 - d) serve as ex officio member of all committees of this Society,
 - e) serve as Chairman of the Board of Directors,
 - f) appoint Fellows or Active Members to vacant offices and committee positions, and
 - g) call special meetings of the Board of Directors.
2. Term: The term of the presidency shall be 2 calendar years.

Section B.: President-Elect

1. Duties: The duties of the President-Elect are to:
 - a) plan, organize and produce the annual spring scientific meeting of the Society,
 - b) serve as President in the event of a temporary or permanent incapacity or unavailability of the president, and
 - c) serve on the Board of Directors.
2. Term: The term of the President-Elect shall be 2 calendar years, after which the President-Elect shall automatically become the President.

Section C.: Secretary

1. Duties: The duties of the Secretary are to:
 - a) conduct all correspondence for the society,
 - b) maintain minutes of business meetings,
 - c) maintain minutes of various committee meetings as needed,
 - d) file necessary legal reports,
 - e) maintain membership files of the Society, and
 - f) serve on the Board of Directors.
2. Term: The Secretary of the Society shall serve for 2 calendar years, renewable once.
3. Nomination for President-Elect: If the Secretary performs the duties of office satisfactorily and receives approval from a majority of the members of the Board of Directors to become President-Elect, the Secretary shall automatically become the President-Elect.

4.

Section D.: Treasurer

1. Duties: The duties of the Treasurer are to:
 - a) collect the dues of the Society
 - b) create and maintain the annual budget of SMS
 - c) pay the bills of the Society
 - d) be responsible for the accounts and financial matters of the Society
 - e) file accounting reports
 - f) serve on the Board of Directors
 - g) the periodic audit that is to be done by outside auditors appointed by the officers will be reviewed by the Treasurer and be presented to the Board of Directors as well as the membership on an annual basis by the Treasurer

2. Term: The Treasurer of the Society shall serve for 2 calendar years, renewable once

Section E.: Historian

1. Duties: The duties of the Historian are to:
 - a) record the major events of the Society's scientific, business and Director's meetings
 - b) submit an annual historical report to the Society's Executive Office by April 1 of the following year
 - c) by an appropriate method, obtain photographs and other permanent records of the officers, Directors, members, meetings and social and other events of the Society

2. Term: The Historian of the Society shall serve for two calendar years and may be re-elected for an unlimited number of terms

Section F.: Eligibility for Office

1. Only Fellows of SMS are eligible to become officers of the Society

Section G.: Election of Officers

1. The Board of Directors shall determine the date of the annual election of officers and elected committee members of the Society.
2. Votes for election of officers and elected committee members of the Society may be cast in person at the business meeting at which the vote is being held or by electronic submission to the Administrative Director of the Society
3. Electronic votes must be received by the Administrative Director by 0001 hours (12:01 AM) on the day of the business meeting at which the vote is being held

Section H.: Inauguration of Term of Office

1. The term of each officer shall begin on (January 1 of the first calendar year following the officers' election) the day of election at the annual business meeting

**ARTICLE V
BOARD OF DIRECTORS**

Section A.: Function

The function of the Board of Directors is to:

1. Formulate and execute policy of the Society over such matters as meetings, communications, electronic connectivity, membership, finances, publicity, elections, public education and other matters as appropriate and necessary.
2. Authorize the creation of new standing committees.
3. Authorize the termination of existing standing committees.
4. Appoint an outside auditor annually for a full audit of the financial records of the society.

Section B.: Executive Committee of the Board of Directors

1. The Executive Committee of the SMS Board shall consist of the President, Immediate Past-President, President-Elect, Secretary and Treasurer.
2. The Executive Committee shall be chaired by the President.
3. The Executive Committee shall be responsible for the routine administration of the Society and for execution of routine matters of the Society's business.
4. The Executive Committee shall consult with the entire Board concerning matters which are not routine and matters which are controversial.

Section C.: Composition of the Board of Directors

The Board of Directors shall be composed of the following 14 (fourteen) members:

1. The current President
2. The current Secretary
3. The current Treasurer
4. (The Chairman of the Website Committee)
4. The President-Elect
5. The Immediate Past President
6. The Chairman of the Website Committee
7. The Chairman of the Meeting Committee
8. The Chairman of the Surgical Committee
9. The Chairman of the Female Sexual Function Committee
10. The Chairman of the Basic Science Sexual Medicine Committee
11. The Chairman of the Mental Health Sexual Medicine Committee
12. Three members at large, preferably from different geographic areas, and/or different subspecialty interests and/or both sexes, elected by the voting members at a business meeting of the Society.
13. At least seven of the thirteen voting members of the Board of Directors must be members of the American Urological Association and all thirteen voting members of the Board of Directors must be members of the International Society for Sexual Medicine.
14. Ex Officio members of the Board of Directors shall be the Historian, all Past Presidents other than the Immediate Past-President, the Local Chairman of the Society's annual

meetings, and the Editor and Associate Editors of the Society's official journal if the Editor and Associate Editor are SMS members.

Section D.: Terms of Office

1. The current President, President-Elect, immediate Past President Secretary and Treasurer shall serve on the Board of Directors during their terms of office.
2. Three members at large will be elected at each annual business meeting.
3. The term of Membership at-Large on the Board of Directors is 2 years.

Section F.: Election of Officers and Directors

1. The Board of Directors shall determine the date of the annual election for Members-at-Large and other elected positions of the Society.
2. Votes for Members-at-Large of the Board of Directors and for other offices of the Society may be cast in person at the business meeting at which the vote is being held or by electronic submission to the Administrative Director of the Society.
3. Electronic votes must be received by the Administrative Director by 0001 hours (12:01 AM) on the day of the business meeting at which the vote is being held.

Section G.: Eligibility for Board of Directors

1. Only Fellows and Active Members of SMS are eligible to become Directors of the Society.

**ARTICLE VI
STANDING COMMITTEES**

Section A.: Membership Committee

1. Function: The functions of the Membership Committee are to:
 - a) promote growth of the Society by encouraging new membership
 - b) review applications for membership, particularly for proper categories of membership and accuracy of credentials
 - c) recommend new members to the Board of Directors
2. Composition:
 - a) The Membership Committee shall be composed of 3 members appointed by the President of the Society.
3. Term:
 - a) the term of office of the Membership Committee shall be 3 years, one new member being appointed each year.
 - b) the Membership Committee shall be chaired by the member who is in his or her final year as a member of the Committee.

Section B.: Nominating Committee

1. Function:
 - a) The function of the Nominating Committee is to recommend a slate of officers for each open office and committee position to be elected at the annual election of the Society.
2. Composition:
 - a) The Nominating Committee shall consist of the following five (5) members:
 - i. the immediate Past President, who shall serve as Chairman of the Nominating Committee
 - ii. the current Secretary
 - iii. 3 most recent past presidents before the immediate past president
3. Term:
 - a) the immediate Past President and Secretary shall serve on the Nominating Committee during their terms of office
 - b) the term of office for Past Presidents other than the immediate of the Nominating Committee shall be as they fulfill the requirement of section B 2a) iii

Section C.: Meeting Committee

1. Function:
 - a) The functions of the Meeting Committee are to:
 - i. plan and organize the scientific meetings of the Society,
 - ii. plan and organize the social programs of the Society's meetings, and
 - iii. plan other scientific programs as needed and appropriate
2. Composition: The Meeting Committee shall consist of
 - a) The (Local) Program Chairperson of the Society's (immediate past) next fall/winter research meeting, appointed by the President with the approval of the Board of Directors, who shall be the Chairperson of the Meeting Committee, (The Local Chairperson of the Society's next annual fall/winter research meeting) (The Local Chairperson of the Society's annual fall/winter research meeting, which is scheduled to follow the next annual fall/winter research meeting)
 - b) The Secretary of the Society,
 - c. The Treasurer of the Society,
 - d. Several members of the society appointed by the president with board approval which would reflect those with scientific meeting planning skills which represent the scope of the Society of Sexual Medicine or represent a local arrangement person.
3. Organization of the Meeting Committee:
 - a) The Meeting Committee shall be responsible for the scientific, administrative and fiscal aspects of the annual fall/winter research and other meetings, including but not limited to:
 - i. hiring and supervising a professional meeting organizer to provide administrative and organizational assistance for the meeting,

- ii. establishing a budget for the meeting,
 - iii. assist in the selecting the venue of future meetings,
 - iv. negotiating fees and costs of meeting services vendors,
 - v. establishing the scientific format of the meeting,
 - vi. appointing and supervising Abstract Selection and Prize Paper Sub Committees, and
 - vii. working with the Local Chairperson to complete all scientific and administrative functions in the best interest of the Society.
 - b) (The Local Chairperson, who shall be a Society member residing in the city or geographic region in which the meeting will be held, shall be responsible for
 - i. appointing members of the Local Committee to assist in organizing the social and entertainment functions of the meeting
 - ii. assisting with negotiations with local vendors who will provide meeting services
 - iii. assisting with meeting committee in organizing the scientific sessions
 - iv. working with the Meeting Committee to complete all scientific and administrative functions in the best interest of the Society
 - c) The Local Chairperson, who serves on the Meeting Committee shall be appointed by the President of the Society to serve for a term of one calendar year as future Local Chairperson, one year as current Local Chairperson and one year as Meeting Committee Chairperson)
4. Representation on Board of Directors
- a) The Chairperson of the Meeting Committee shall be a member of the Board of Directors.

Section D.: Website Committee

- 1. Function
 - a) The function of the Website Committee is to maintain and monitor an effective and current website for SMS.
- 2. Composition
 - a) The Chairperson of the Website Committee shall be elected by the SMS Membership.
 - b) The Chairperson shall submit to the Board of Directors a list of 4 or 6 members of SMS to serve on the Website Committee.
 - c) After receiving approval of the Board of Directors, the President of SMS shall appoint to the Website Committee those members nominated by the Website Committee Chairman.
- 3. Terms of Office
 - a) The term of Office of the Website Committee Chairperson will be 2 calendar years, renewable once.

- b) The term of office of the Website Committee members other than the Chairperson is one calendar year.
- c) (Representation on Board of Directors)
- d) The Chairperson of the Website Committee shall be a member of the Board of Directors.

Section E.: *Surgical Committee*

1. Function

- a) Insure the integrity of surgical representation on the Board of Directors
- b) Promote the highest quality of surgical education for members, trainees, and allied health.
- c) Promote surgical research among members and training
- d) Interact with the standing committees and ad hoc committees in efforts to develop future projects
- e) Act as liaison in the development of any future credentialing standards in Sexual Medicine and Surgery

2. Composition

- a) The Chairperson of the Surgical Committee shall be appointed by the Board of Directors of the society.
- b) The Chairperson shall serve as a member of the Website and Meeting Committees
- c) The chairperson shall submit to the Board of Directors as list of 2 to 4 Active members of SMS to serve on the Surgical Committee
- d) After receiving approval of the Board of Directors, the President of SMS shall appoint to the Surgical Committee those members nominated by the Surgical Committee Chairman

3. Terms of Office

- a) The term of office of the Surgical Committee Chairperson will be 2 calendar years
- b) The term of office of the Surgical Committee members other than the Chairperson is one calendar year
- c) The Chairperson of the Surgical Committee shall be a member of the Board of Directors

Section F.: Female Sexual Function Committee

1. Function

- a) Insure the integrity of female sexual medicine practitioner representation on the Board of Directors
- b) Promote the highest quality of female sexual medicine education for members, trainees, and allied health
- c) Promote female sexual medicine research among members and training
- d) Interact with the standing committees and ad hoc committees in efforts to develop future projects

- e) Act as liaison in the development of any future credentialing standards in sexual medicine and surgery

2. Composition

- a) The Chairperson of the Female Sexual Function Committee shall be appointed by the Board of Directors of the society.
- b) The Chairperson shall serve as a member of the Website and Meeting Committees
- c) The Chairperson shall submit to the Board of Directors a list of 2 to 4 active members of the SMS to serve on the Female Sexual Function Committee
- d) After receiving approval of the Board of Directors, the President of SMS shall appoint to the Female Sexual Function Committee those members nominated by the Female Sexual Function Committee

3. Terms of Office

- a) The term of office of the Female Sexual Function Committee Chairperson will be 2 calendar years
- b) The term of office of the Female Sexual Function Committee members other than the Chairperson is one calendar year
- c) The Chairperson of the Female Sexual Function Committee shall be a member of the Board of Directors

Section G.: Basic Science Sexual Medicine Committee

1. Function

- a) Insure the integrity of basic scientist representation on the Board of Directors
- b) Promote the highest quality of basic science education for members, trainees, and allied health
- c) Promote basic science research among members and training
- d) Interact with the standing committees and ad hoc committees in efforts to develop future projects
- e) Act as liaison in the development of any future credentialing standards in basic science

2. Composition

- a) The Chairperson of the Basic Science Sexual Medicine Committee shall be appointed by the Board of Directors of the society.
- b) The Chairperson shall serve as a member of the Website and Meeting Committees
- c) The Chairperson shall submit to the Board of Directors a list of 2 to 4 active members of the SMS to serve on the Basic Science Sexual Medicine Committee
- d) After receiving approval of the Board of Directors, the President of SMS shall appoint to the Basic Science Sexual Committee those members nominated by the Basic Science Sexual Committee

3. Terms of Office

- a) The term of office of the Basic Science Sexual Medicine Committee Chairperson will be 2 calendar years
- b) The term of office of the Basic Science Sexual Function Committee members other than the Chairperson is one calendar year
- c) The Chairperson of the Basic Science Sexual Medicine Committee shall be a member of the Board of Directors

Section H.: Mental Health Sexual Medicine Committee

1. Function

- a) Insure the integrity of mental health professional on the Board of Directors
- b) Promote the highest quality of psychiatric and psychological education for members, trainees, and allied health
- c) Promote mental health research among members and training
- d) Interact with the standing committees and ad hoc committees in efforts to develop future projects
- e) Act as liaison in the development of any future credentialing standards in basic science

2. Composition

- a) The Chairperson of the Mental Health Sexual Medicine Committee shall be appointed by the Board of Directors of the society
- b) The Chairperson shall serve as a member of the Website and Meeting Committees
- c) The Chairperson shall submit to the Board of Directors a list of 2 to 4 active members of the SMS to serve on the Mental Health Sexual Medicine Committee
- d) After receiving approval of the Board of Directors, the President of SMS shall appoint to the Mental Health Sexual Committee those members nominated by the Mental Health Sexual Committee

3. Terms of Office

- a) The term of office of the Mental Health Sexual Medicine Committee Chairperson will be 2 calendar years
- b) The term of office of the Mental Health Sexual Function Committee members other than the Chairperson is one calendar year
- c) The Chairperson of the Mental Health Sexual Medicine Committee shall be a member of the Board of Directors

Section I.: Voting for Elected Committee Members

- 1. Votes for elected committees of the Society may be cast in person at the business meeting at which the vote is being held or by electronic submission to the Administrative Director of the Society.

2. Electronic votes must be received by the Administrative Director by 24 hours prior to the scheduled business meeting at which the vote is being held.

ARTICLE VII SCIENTIFIC MEETING

Section A.: Date and Location

1. Scientific meetings of the Sexual Medicine Society of North America, Inc. shall be held at locations and dates to be decided by the Board of Directors upon recommendation of the Meeting Committee.

Section B.: Purpose

The purpose of the Scientific Meetings of the Society are to:

1. Provide an open forum for free exchange of ideas, concepts and discussion on matters related to sexual medicine.
2. Provide an environment of critical scientific inquiry, open peer review and high ethical and moral standards for this forum.

Section C.: Conflict of Interest

Any relationship between investigators, speakers, or other participants at the scientific meeting of the Society and businesses, corporations, individuals or other agents, private or public, financial or non-financial, which could be perceived as even remotely influencing the scientific judgment of the investigator, speaker, or participant must be revealed at the beginning of the presentation given by the investigator, speaker, or participant.

ARTICLE VIII DUES

Section A.: Level of Dues

1. The Board of Directors shall establish annual dues which will
 - a) assure the financial security of the Society,
 - b) ensure prompt payment of bills,
 - c) maintain the Society in a state of solvency,
 - d) maintain the Society in a state of good credit,
 - e) provide financial reserves for unpredictable needs,
 - f) provide for scholarship, grants or other financial awards to deserving individuals as deemed appropriate by the Society, and
 - g) pay for the expenses of the scientific meetings of the Society including honoraria for and travel expenses of invited speakers.

Section B.: Due Date of Dues

1. To maintain membership in any membership category, dues must be paid by May 1st of the year of membership.

2. Failure to pay dues by May 1st of any calendar year will result in suspension of voting website and other privileges of membership until dues are paid.
3. Failure to pay dues by December 31 of any calendar year will without exception result in termination of membership.
4. Reinstatement after loss of membership shall require payment of all back dues plus a reinstatement fee to be determined each year by the Board of Directors.

ARTICLE IX AMENDMENTS

Section A.: Process for Amending Bylaws

1. Recommendations for Amendments to these ByLaws must be presented in writing to the Board of Directors.
2. Recommendations for amendments approved by the Board of Directors shall be sent for review to the Active Members of the SMS at least one month prior to the next business meeting of the Society.
3. Recommendations for amendments approved by the Board of Directors shall be presented by the President to the next business meeting of the Society.
4. Recommendations for amendments not approved by the Board of Directors may be presented by the author of the amendment to the next business meeting of the Society for discussion.
 - a) a vote on any unapproved amendment shall be held at a business meeting of the Society which occurs no less than 100 days following the business meeting at which the unapproved amendment was discussed.
5. Amendments, either approved or unapproved by the Board of Directors shall be adopted if a 2/3 majority vote of the members of the Active Members approve of the proposed amendment.
6. Voting members may vote either in person at the business meeting or by electronic vote.
7. Electronic votes must be received by the Administrative Director of the Society by 0001 Hours (12:01AM)) on the day of the business meeting at which the amendment vote is being held.

ARTICLE X RULES OF ORDER

Section A.: Rules of Order

1. Roberts Rules of Order shall govern all proceedings, committees and meetings of the Society.

**ARTICLE XI
DISCIPLINARY ACTION**

Section A.: Causes of Disciplinary Action

1. Disciplinary action may be taken by the Society for the following causes:
 - a) Plagiarism,
 - b) Falsification of scientific data,
 - c) Conviction of a felony or other serious criminal offense in a court of law in the United States and Canada,
 - d) Action detrimental to the Society,
 - e) Violation of the Bylaws of the Society including, but not limited to, actions which arise from a conflict between a member's professional or personal activities and the goals, purposes and spirit of the Society, and
 - f) Other actions which undermine the goals, purposes and spirit of the Society.

Section B.: Discipline of Members

1. Disciplinary actions regarding individual members of the Society shall be referred to an Ad Hoc Disciplinary Committee of 3 Active members appointed by the President.
2. This Ad Hoc Disciplinary Committee shall report its findings to the Board of Directors.
3. The Board of Directors shall be empowered to use any of the following actions it deems necessary or appropriate
 - a) for minor infractions, sending a letter of caution to the disciplined member.
 - b) for serious infractions, sending a letter of reprimand to the disciplined member.
 - c) for gross infractions, temporary or permanent termination of membership.
4. A record of deliberations of the Ad Hoc Disciplinary Committee shall be kept.
5. A record of deliberations of the Board of Directors shall be kept.
6. The disciplined member may appear before the Board of Directors to defend himself or herself against the disciplinary action and may have counsel present.
7. The disciplined member may appeal the decision of the Board of Directors to the membership of the Society at a business meeting.
8. A $\frac{3}{4}$ majority vote of the active members present at a business meeting shall be required to overrule the Board of Directors action.

**ARTICLE XII
CONFLICTS AND DISCLOSURES**

Section A.: Disclosure of Conflicts

Officers, Directors, candidates for executive offices and the Board of Directors, as well as presenters at any Scientific Meeting of the Society shall disclose any relationship with any professional organization, publishing or pharmaceutical company, or other business, corporation, individuals or other agents, private or public, financial or non-financial, which

could be perceived as possibly influencing judgment of the individual or otherwise interfere with the individual working toward the goals, purposes or spirit of the Society and its official journal. Such conflicts or potential conflicts must be disclosed in writing to the Society in such form and format and at such times as requested by the Board of Directors. Any failure to disclose any relevant information requested shall be deemed a conflict of interest in and of itself.

Section B.: Conflicts of Interest

1. Elected Officers and Directors of Society shall avoid conflicts of interest between their personal or professional activities and the goals, purposes or spirit of the Society, as a qualification for office. An Officer or Director shall be deemed to have a conflict of interest with the Society if he or she holds a position in another professional, business or other type of organization which limits or affects the Officer's or Director's ability to promote the goals, purposes or spirit of the Society freely and vigorously, or if the Officer or Director fails or refuses to disclose fully any actual or potential conflict of interest when requested to do so by the Board of Directors.
2. Should the Board of Directors discover or suspect a conflict of interest by an Officer, Director or candidate for a position as Officer or Director, the Board of Directors shall refer the matter to an Ad Hoc Disciplinary Committee of three Active members appointed by the President. The Ad Hoc Disciplinary Committee shall report its findings to the Board of Directors. Following such findings, the Board of Directors shall be empowered to impose appropriate discipline on the individual including, but not limited to: letter of reprimand; letter of censure; and temporary or permanent disqualification or termination of the individual from service as an Officer or Director of the Society.
3. A record of deliberations of the Ad Hoc Disciplinary Committee and the Board of Directors with respect to conflicts of interest shall be kept. A disciplined individual may appear before the Board of Directors for a hearing. The purposes of the hearing are the clarification of the reasons for the disciplinary action, the negotiation of a potential resolution of the conflict of interest, giving the individual the opportunity to defend himself or herself against the disciplinary action, and the imposition of appropriate disciplinary action, if any. The disciplined individual may appeal the decision of the Board of Directors to the membership of the Society at a business meeting, but a three-quarters (3/4) majority vote of the Active members present at this meeting shall be required to overturn the decision of the Board of Directors.

These Bylaws were adopted by a two-thirds majority vote of the Active Members present at the first Annual Business Meeting of the Society at San Francisco, California, May 14, 1994.

William Furlow, President
Society for the Study of Impotence

Ira D. Sharlip, Secretary/Treasurer
Society for the Study of Impotence

The first amendment of these Bylaws was adopted by the Membership on May 4, 1996.

Alvaro Morales, President
Society for the Study of Impotence

Ira D. Sharlip, Secretary/Treasurer
Society for the Study of Impotence

The second amendment of these Bylaws was adopted by the Membership on April 27, 2000.

Alvaro Morales, President
Society for the Study of Impotence

Ira D. Sharlip, Secretary/Treasurer
Society for the Study of Impotence

The third amendment of these Bylaws, including the change of name of the Society to the Sexual Medicine Society of North America, Inc. was adopted by the membership on June 3, 2001.

Ira D. Sharlip, President
Sexual Medicine Society of North America, Inc.

Gregory Broderick, Secretary
Sexual Medicine Society of North America, Inc.

The fourth amendment of these Bylaws was adopted by the membership on April 27, 2003.

Culley Carson, President
Sexual Medicine Society of North American, Inc.

Gregory Broderick, Secretary
Sexual Medicine Society of North America, Inc.

The fifth amendment of these Bylaws was adopted by the membership on January 15, 2005

Wayne J. G. Hellstrom, President
Sexual Medicine Society of North America, Inc.

Craig F. Donatucci, Secretary
Sexual Medicine Society of North America, Inc.

The sixth amendment of these Bylaws was adopted by the membership on August 29, 2012.

Arthur L. Burnett, II, President
Sexual Medicine Society of North America, Inc.

Gerald B. Brock, Secretary
Sexual Medicine Society of North America, Inc.

The seventh amendment of these Bylaws was adopted by the membership on November 22, 2013.

Arthur L. Burnett, II, President
Sexual Medicine Society of North America, Inc.

Hossein Sadeghi-Nejad, Secretary
Sexual Medicine Society of North America, Inc.

The eighth amendment of these Bylaws was adopted by the membership on November 22, 2014.

Lawrence S. Hakim, President
Sexual Medicine Society of North America, Inc.

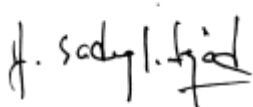
Hossein Sadeghi-Nejad, Secretary
Sexual Medicine Society of North America, Inc.

The ninth amendment of these Bylaws was adopted by the membership on May 7, 2016.

Run Wang, President
Sexual Medicine Society of North America, Inc.

Mohit Khera, Secretary
Sexual Medicine Society of North America, Inc.

The tenth amendment of these Bylaws was adopted by the membership on May 18, 2018.



Hossein Sadeghi-Nejad, President



Mohit Khera, Secretary