

I.) Name

ArabSpine (A.S.), is composed of spinal societies, spinal chapters and individuals of orthopedists, neurosurgeons and related medical disciplines throughout the Arab world. .

II.) Principal Office المكتب الرئيسي

The office is located in Dubai, United Arab Emirates

III.) Purpose

III.A) Mission

ArabSpine (A.S.) aims to be the main society representing spine surgeons and related spine specialties in the arab world with a mission of developing the spine care for the benefit of patients and physicians.

III.B) Vision

3.b.1 ArabSpine is aiming to be the main body for education and training of Ortho/Neuro Spine Surgeons in the Arab countries.

3.b.2. To maintain high level of expertise, scientific knowledge and training in Arab world in Spine Surgery through academic programs, hands-on teaching techniques, visiting and training in advanced spine departments.

3.b.3. To ensure that spine patient care is at the highest level compared to the best existing centers in the world.

III.C) Objectives

3.c.1. To promote and support the progress for spine knowledge and care through regular advanced training courses and workshops targeting spine surgeons and trainees.

3.c.2. Together with the ArabSpine and in association with ASA (Arab Spine Academy) along with other academic institutions ArabSpine Course Diploma (ASCD) will be established covering all aspects of spine care and surgery and make it accessible to Arabic trainees.

3.c.3. Supervise and apply ethical standards for the society.

3.c.4. Establish positive communication with other spine related international scientific and academic associations.

Foundation

The society was founded in Dubai (United Arab emirates) on 21st April 2014 by a founding committee of senior spine surgeons from Arab countries.

IV.) Members

4.1. - **Active Members.** Active members must be MDs. Spine activity must represent more than 50% of their activity. Need to pay the annual dues. Only active members have the right to vote, may hold elected offices and serve on the Board of Directors.

4.2. – **Affiliate Members.** Affiliate members include physicians or equivalentents who devote less than 50% of their professional activities to spine, nurse practitioners, registered nurses, physicians assistants, chiropractors, physical therapists, researchers, technical professionals or other health care professionals with an interest in spine. Affiliate members pay annual dues set by the Board of Directors.

4.3. - **Emeritus Members.** Emeritus members are individuals who have been members in good standing of the Society for at least fifteen (15) years and have retired. Requests for emeritus membership must be made in writing to the Society headquarters. Emeritus members do not pay annual dues.

4.4. - **International Members.** International members are health care professionals with an interest in spine who are living outside Arabic countries. International members pay annual dues set by the Board of Directors.

4.5. - **Honorary Members,** are individuals who are recognized for leading achievements and contributions to spine surgery or science. Honorary members do not pay annual dues but shall demonstrate continuing participation in the Society. Honorary members can be of non-Arabic nationality.

4.6. Application for Membership

4.6.a. **Application Requirements.** A curriculum vitae or résumé must accompany the application for membership with two references from active members in the ArabSpine.

4.6.b. **Application.** Shall be reviewed by the Membership Review Committee. Committee shall submit the name(s) for approval of at least two thirds (2/3rds) of the Board of Directors.

4.7. Termination of Membership

Membership shall terminate upon *i) resignation if accepted by the Board of Directors; ii) non-payment of dues for a period of two years; iii) dissolution; iv) death; or v) any member whose license to practice medicine is suspended or revoked for unethical conduct.*

4.8. **Renewal of Membership.** Each year all memberships shall be renewed by the payment of annual membership dues.

V.) Board of Directors

5.1. **Board of Directors** – Is the only authority having the full power to manage the society in accordance with the purposes, principles and other requirements of these Bylaws and the Articles of Incorporation

5.2. **Number and Qualifications** - The Board of Directors shall consist of voting members, namely: (1) President (2) President Elect /Vice-President (3) Immediate Past President (4) Secretary (5) Education & Training Committee (6) Treasurer (7) International Public Relation and two members at large.

The nomination of the president will be an alternative at every term Neurosurgeon and Orthopedic surgeon and no more than two board members from same country including president.

5.3. **The President of the Society** - The President of the Society, serving as Chairman of the Board, shall set the agenda for, preside at and supervise the presentation of and voting for all motions and actions of both the Board and Executive Committee Meetings.

5.4. **Elections to the Board** - The other offices which may require election, shall be nominated, as provided for in Article V, Section 5.2, and elected by the Members of the Society. Unless otherwise specified in these Bylaws, no member of the Board of Directors shall be re-elected to the same office after serving a full term in that office.

5.5. **Term of Office** - Directors shall hold office according to their tenure as specified in these Bylaws or until his successor has been elected and appointed and qualified.

5.6. **Special Board Meetings** - Special meetings of the Board of Directors may be called by the President or a majority of the Board. Notice of any special meeting of the Board shall be sent in writing by email or facsimile at least (6) weeks prior to the meeting. The attendance of a Member at any meeting shall

constitute a waiver of notice of such meeting, except where a Member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

5.7. **Quorum** - A majority of the Board of Directors shall constitute a quorum for the transaction of business at any of its ordinary meetings. If the Quorum is not present in the first meeting, a 2nd meeting can be called for within 3 weeks maximum, and the simple majority of attendees shall present a quorum. No voting process is allowed with proxy (in case of extra ordinary meeting required vote by email or fax).

5.8. **Compensation** - Members of the Board of Directors shall not ordinarily receive any compensation for their services.

5.9. **Appeals** – A decision by the Board of Directors may be appealed to the general assembly at the next regular meeting. A two-thirds (2/3rds) vote of the members present in the first call shall be required to reverse the decision of the Board of Directors, or simple majority after the second call.

VI.) Elected Officers of the Society

6.1. **The principal elected officers of the Society shall be:**

6.1.a. **The Vice President (President Elect)** who shall serve the following term as President: The Presidential line shall be defined as the Past President, the President, the Vice President or President Elect. The president is elected for a period of one (1) year.

6.1.b. **Secretary**, who may serve for up to three (3) years.

6.1.c. **Scientific Chair**, who may serve up to three (3) years

6.1.d. **Treasurer**, who may serve for up to three (3) years

6.1.e. Such other officers as may be elected in accordance with the provisions of this Article V.

6.2. **Election and Term of Office** – Election of officers of the Society, shall take place at the regular scientific meeting of the Society. Each officer shall hold office for no longer than three consecutive years, as defined in these Bylaws. The term shall begin with the last day of the regular scientific meeting of members in the year of appointment.

6.2.a. **Qualifications** – Only active members in good standing may be elected as officers.

6.3.. **Removal** - An officer may be removed by a two-thirds (2/3rds) vote of the Board of Directors.

6.4. **Compensation** - Officers of the Society shall ordinarily not receive any compensation for their services. Any reasonable expenses required must be approved by the majority of the Board of Directors.

6.5. DESIGNATION AND FUNCTIONS OF ELECTED OFFICERS

6.5.a. **President** - Serves as the Chairman of the Board of Directors and Chairman of the Executive Committee and shall supervise all the business of the society. He may sign, with the Secretary or any other proper officer of the Society authorized by the Board of Directors, contracts, or other instruments which the Board has authorized to be executed. The President shall hold office for a term of one (1) year. He shall convey the office of Presidency to the Vice-President (President Elect) when his term is finished prior to closure of the business session of the regular scientific meeting.

The President shall also serve as principal liaison with other professional or academic societies, but may delegate this role to the Vice-President (President Elect), or to the Past President or other appointees as may be prudent to the interests of this Society and to maintain continuity in said liaison. At the end of his term, the President is appointed by his successor to Past-President.

6.5.b. **Vice-President (President Elect)** - In the absence of the President or in the event of his inability or refusal to act, the Vice-President shall perform the duties of the President, after the approval of the Board majority.

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Created on 21 April 2014

6.5.c. **Secretary** - Shall keep the minutes of the Meetings of the Members and the Board of Directors, give all as required the by-laws, be custodian of the Society's corporate records and the seal of the Society and affix that seal where necessary to all documents, the execution of which on behalf of the Society under its seal is duly authorized in accordance with the provisions of these bylaws. He shall keep a register of the addresses, telephone, email and facsimile numbers of each member. He shall notify all Members of the Committees of the appointments and duties assigned to them. The Secretary shall be elected for a term of three (3) years, with his term not to coincide with that of the Treasurer.

6.5.d. **Chairman of the Scientific and Training Committee:** Shall be elected between board members, shall put the scientific and training plan for the society supported by committee members. Coordinate with the national/local spine societies for the scientific activities and training. Shall supervise the ArabSpine concerned committee of the Arab Spine Course Diploma (ASCD) Establish and reinforce relations with spine societies or similar organizations worldwide.

6.5.e. **Treasurer** - The Treasurer or the Executive Director acting in his stead, shall keep the accounts of the Society and collect all moneys due the Society. He and the President or Executive Director shall oversee the payment of all Reasonable expenses of the Society. He shall have charge of and be responsible for all funds and securities of the Society, and shall receive and give receipts for moneys including those due and payable to the Society from any source whatsoever and deposit in banks all such moneys in the name of the Society. He shall keep a correct record of all monetary transactions, providing such records for audit, whenever so directed by the Board. He shall also serve on the Executive Committee of the Board. The Treasurer shall be elected for a term three (3) years, with his term not to coincide with that of the Secretary.

6.5.f. **Past President** - The Past President shall serve, on appointment by the presiding President, in an exofficio capacity on the Board of Directors of the Board for one year. Other duties may be assigned to him by the President or the Board of Directors.

6.5.g. **Executive Director** - The President, with approval of the Board of Directors or Executive Committee, may hire an Executive Director. It shall be the duty of the Executive Director to understand and enforce the By-laws and policies of this Society. The Executive Director shall act to implement such policies and actions as directed by the President or the Board. He may hire assistants, consultants or other outside service providers, subject to approval by the President and the Board of Directors or

Executive Committee, to assist in the administration of the Principal Office and in the Society's business affairs. He shall also serve, ex-officio, on the Board of Directors.

6.5.h. **Principal Office** - The Board of Directors may establish a Principal Office for the Society at such location as the Board determines is appropriate, to facilitate the policies, activities, meetings and business affairs of the Society. The Executive Director shall be charged with the administration of the Society's Office.

VII.) Committees and Sub-committees

Subcommittees are intended to develop educational programs in areas of emerging interest in spine care. We can name: Deformity, Trauma, Tumors, Degenerative Spine and Others.

7.1. A.S. (ArabSpine) members should volunteer for assignment or election to a Committee or task force only if they believe they shall be reasonably able to attend meetings and actively participate. Lack of attendance at three consecutive Committee or Task Force meetings may occasion the respective Chairman to request a resignation by that member.

7.2. Committees should communicate at least twice per year. Deliberations and actions shall be sent to the Secretary within thirty (30) days of the meetings except for those occurring during the time of the regular scientific meeting of members.

VIII.) Scientific Activities

The major activity is the regular “Scientific Meeting” (every 2 years) which group all members and allied spine organizations and should be at high scientific level.

Other Activities

- ArabSpine Course Diploma (ASCD) in collaboration with the ASA (Arab Spine Academy) and other national and regional societies.
- ArabSpine Journal / Periodicals
- Participation in local and regional meetings in different Arab countries
- Initiate or support joint research and meetings between different spine societies in Arabic Countries and at international levels
- Promote the Hands-On Practical Cadaver Workshops on spine techniques.

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- Using website for interaction and diffusion of scientific information for patients and physicians.

IX.) Amendments to By Laws

Any amendments must be proposed and signed by at least three (3) Board Members and to be submitted to the Secretary at least three (3) months before the regular scientific meeting of the Society. It has to be circulated to the members of the society at least one (1) month before the meeting where the vote will happen.
