Board of Councilors

Rules and Procedures

Approved by:

Board of Councilors on October 27, 2018
AAOS Board of Directors on December 7, 2018
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BOARD OF COUNCILORS

I. VISION
The vision of the Board of Councilors shall be to:

A. Establish and maintain communication between the American Association of Orthopaedic Surgeons (AAOS) Board of Directors and orthopaedic surgeons;
B. Be a representative, deliberative and advisory body in matters of concern to all orthopaedic surgeons; and
C. Evaluate the goals, objectives, structure and accomplishments of the Board of Councilors.

II. PURPOSE
The purposes of the Board of Councilors shall be to:

A. Provide a mechanism to increase opportunities for involvement and participation in AAOS affairs by Fellows and members;
B. Facilitate communications and the dissemination of AAOS policy within the individual states;
C. Consider and make recommendations regarding the disposition of AAOS resolutions and proposed amendments to the AAOS Bylaws, consistent with Articles X and XVI of the Bylaws; and
D. Advise the AAOS Board of Directors regarding matters of importance to orthopaedic surgeons.
[AAOS Bylaws, Paragraph 14.2]

III. DUTIES
The duties of the Board of Councilors shall include but not be limited to:

A. Identify problems affecting orthopaedics;
B. Assist in the execution and implementation of AAOS resolutions and proposed amendments to the AAOS Bylaws;
C. Develop recommendations of AAOS resolutions and proposed amendments to the AAOS Bylaws, following submission guidelines as determined by Legal;
D. Develop Advisory Opinions to be submitted to the Board of Directors of the AAOS;
E. Determine whether an Advisory Opinion to be submitted to the Board of Directors of the AAOS should be re-designated as an AAOS Resolution and considered pursuant to Article X of the AAOS Bylaws; and
F. Provide other advice as appropriate to the Board of Directors.
[AAOS Bylaws, Paragraph 14.3]
IV. RESPONSIBILITIES OF INDIVIDUAL COUNCILORS

A. Attend all meetings as directed (see VI, G).

B. Participate in BOC and BOS processes to advise the AAOS Board of Directors in matters relating to the improvement of orthopaedic surgery, the public it serves and the delivery of quality medical care.

C. Engage in forums for the exchange of information among leaders of the orthopaedic community.

D. Advise, guide and assist other Councilors to effectively address matters of orthopaedic concern arising in individual states, with particular reference to continuing medical education, health, workforce needs and socioeconomic affairs.

E. Inform the organization electing or selecting Councilors, further known as “sponsoring organization,” of the deliberations and activities of the BOC, as well as other matters of interest brought forth by the AAOS Board of Directors, committees of the AAOS or other AAOS organizational units. Councilor communications must be on their own stationery, the sponsoring organization’s stationery or otherwise clearly identified as a communication of the Councilor or the sponsoring organization (not the AAOS). The AAOS is not responsible for any production and/or postage costs associated with these communications.

F. Use e-mail, society newsletters, personal interactions and other vehicles to communicate with constituents in the sponsoring organization.

G. Serve on various BOC committees as appointed, AAOS committees and other leadership bodies as assigned and provide written reports as requested.

H. Fulfill e-mail and other information requests from various AAOS organizational units and BOC leadership.

I. Work to develop strong relationships with their Members of Congress.

J. Follow the AAOS disclosure requirements.

K. Evaluate the functions, objectives, structure and accomplishments of the BOC.

L. Do not negotiate or finalize contracts in any business transaction, or act as agents or spokespersons for the AAOS.

V. MEMBERSHIP

A. Requirements and Representation

1. Each Councilor shall be a Fellow of the American Academy of Orthopaedic Surgeons (AAOS) and the American Association of Orthopaedic Surgeons (AAOS).

2. With exception to Councilors representing the regional orthopaedic societies, Canada and the U.S. military, the state orthopaedic society shall elect or select the Councilor(s) to represent the state.

3. One representative from the following regional societies shall be a Councilor: Eastern, Western, Southern and Mid America Orthopaedic.
4. One representative from the following U.S. military branches shall be a Councilor: Army, Navy (which incorporates the Marines and Coast Guard) and Air Force.

5. The U.S. territories shall be represented in the following manner: Puerto Rico and the Virgin Islands shall be represented by the Councilor from Puerto Rico and Guam shall be represented by the Councilor from Hawaii. These Councilors shall be responsible for the facilitation of communication and dissemination of policy to the orthopaedic surgeons represented in these territories.

B. Application

1. The Board of Councilors’ Executive Committee shall review the Councilor allotment of each organization to determine any changes in said allotment.

2. Official written notification from the AAOS shall be sent by July first each year confirming each organization’s Councilor allotment, based on the approved BOC formula as applied to the AAOS membership report of Fellows in each state.

3. Once confirmed, Councilors shall be elected or selected by the state orthopaedic society, approved regional society, the District of Columbia, U.S territories, the U.S. military and Canada. In the event a state orthopaedic society does not exist, the AAOS will conduct an election for the Councilor within that state, District of Columbia or U.S. territory to ensure that all Fellows within that area are represented.

4. When such a sponsoring organization does not exist, state-wide ballots shall be used to elect the Councilor(s).

5. Official written notification of who has been elected or selected as Councilor from the sponsoring organization must be sent to the AAOS staff liaison and BOC Chair at least three months before the AAOS Annual Meeting.

C. Terms

1. Generally, a Councilor shall serve a three (3) year term and be eligible for a second three (3) year term.

2. Each term shall begin after the close of the AAOS Annual Meeting of his/her starting year and end at the close of the AAOS Annual Meeting of his/her last year.

3. With exception to elected officers, no Councilor may serve on the Board of Councilors more than six (6) years total.

4. Elected officers may serve on the Board of Councilors no more than eight (8) years total except as otherwise noted in these rules and procedures.

D. Withdrawal, Removal, Replacement, and Vacancies

1. Should a Councilor need to withdraw, he/she must notify the sponsoring organization that he/she represents.

2. Official written notification of the open seat must be sent from the sponsoring organization to the AAOS staff liaison and BOC Chair before an election or selection of a replacement Councilor occurs.

3. If a Councilor has two absences in a three-year period, even if written explanations for the absences have been submitted and/or arrangements for a Substitute Councilor have been made, the absences shall be reviewed.
by the BOC Chair and the BOC Executive Committee to determine if a recommendation should be made to the sponsoring organization to remove the Councilor.

4. If removal of the Councilor is recommended, official written notification of the recommendation must be sent by the BOC Chair to the sponsoring organization.

5. The Board of Councilors' Executive Committee shall review the organization's current representation and confirm if a replacement Councilor is required.

6. If or when a replacement Councilor is selected by the sponsoring organization, the sponsoring organization must send official written notification of the new Councilor to the AAOS staff liaison.

7. The new Councilor replacing the current Councilor shall serve for the remaining unfulfilled year of the replaced Councilor, retaining all voting privileges, and will be eligible to serve a first term after that year. This partial year will not count towards the six (6) year limit.

8. Leadership Allocation
   a. The BOC Chair, Chair-Elect, Secretary, and Immediate Past Chair shall not count towards the sponsoring organization's allowed number of Councilors.
   b. The sponsoring organization may elect or select a replacement Councilor only after its Councilor representative has been elected as the BOC Secretary or as Chair-Elect.
   c. The replacement Councilor’s term begins after the BOC Secretary or Chair-Elect begins his/her term at the conclusion of the Annual Meeting.

E. Membership on the Board of Councilors, including officers, will be approximately 112 members. This may increase or decrease dependent on application of the reapportionment formula which occurs every three years. In the event that there is an apportionment change, temporary expansion allows the displaced representative(s) to conclude their full term of six years. Any permanent increase in the number of Councilors will be subject to AAOS Board of Director approval when they review and approve the overall operations budget for the following year.

VI. MEETINGS AND REPORTS
A. The BOC meets three times a year at the:
   1. AAOS Annual Meeting;
   2. National Orthopaedic Leadership Conference (NOLC); and
   3. AAOS Fall Meeting.

B. After each meeting, a summary of the meeting will be compiled and included in the BOC Now communication, the official BOC newsletter.

C. Interim meetings and conference calls shall be held at the discretion of the Executive Committee.

D. The BOC staff liaison shall prepare the minutes of BOC meetings and submit them to the BOC officers for preliminary review and approval. Once the BOC
officers approve these minutes, the BOC Secretary shall distribute them to the BOC for review and approval at the BOC’s next meeting.

E. A Councilor or invited guest may not use a BOC meeting to solicit for his or her own benefit or that of any other corporation or organization. A Councilor may not solicit for political candidates or specific political causes at BOC meetings or through communications to the BOC without the prior written consent of the AAOS.

F. All BOC meetings shall be open to the leaders of the sponsoring organizations, as well as their staff. These meetings are the BOC Business Meetings during the AAOS Annual Meeting, the NOLC and the AAOS Fall Meeting. These individuals are responsible for their own travel and housing expenses and a registration fee may be charged to cover the cost of the meeting materials, social functions and meals.

G. Attendance at BOC meetings is essential for accurate and timely dissemination of information. As such, it is the principal responsibility of each Councilor to attend all meetings of the BOC.

1. If a Councilor is not able to attend a BOC meeting, he/she must send to the BOC Chair, prior to the meeting, a written explanation for the absence.

2. It is the responsibility of that Councilor to ensure that his/her sponsoring organization is adequately represented. This may necessitate arranging for a “Substitute Councilor” to attend that meeting. The decision to appoint a “Substitute Councilor” shall be made in conjunction by the other Councilor(s) of that organization (if any) and the sponsoring organization’s executive director, in consultation with the BOC Chair.

3. The “Substitute Councilor” should be:
   a. a former Councilor;
   b. an active or retired officer of the sponsoring organization; or
   c. an active or retired member of the Board of Directors of the sponsoring organization.

4. The “Substitute Councilor” must be approved in advance by the BOC Chair.

5. The “Substitute Councilor” shall have voting privileges during the Business Meeting for which they attend as a formal substitute.

H. Councilors shall review meeting materials before BOC meetings and be prepared to fully participate in these meetings, including at the open microphone sessions, so as to provide the AAOS with a broad and diverse range of views on important orthopaedic issues.

I. BOC members will be reimbursed for reasonable expenses related to the NOLC and the Fall Meeting in accordance with the AAOS Travel Reimbursement Policy. Expenses must be submitted within 30 days of the meeting for reimbursement.

J. Conduct

1. Consistent with the Bylaws of the AAOS, the BOC shall be governed by standard parliamentary procedures which provide for adequate notice and a
fair opportunity for debate. The Presiding Officer may be guided by, but not bound by, the most recent edition of Robert’s “Rules of Order.”

2. The Chair or his/her designee shall preside at all meetings.

3. A quorum shall consist of greater than 50% of the BOC membership present and eligible to vote.

4. Proxy votes are not permitted.

VII. OFFICERS

The officers of the Board of Councilors shall be the Chair, Chair-Elect, Secretary and Immediate Past Chair.

A. Election

1. The Board of Councilors shall elect a Chair-Elect and Secretary as officers. Each officer shall serve for a one (1) year term of office or until a successor has been duly elected by the Board of Councilors or is automatically advanced to the next higher office as noted in the AAOS Bylaws and in these rules and procedures, with exception to the Secretary who may be re-elected for an additional one (1) year term.

2. Voting will be conducted as follows:
   a. Paper ballots will be provided to all voting Councilors at the start of the Fall Meeting BOC business meeting.
   b. Majority vote greater than 50% of those present rules.
   c. If there are more than two (2) candidates, and one (1) candidate does not garner a majority vote with the first round of ballots, the candidates with the two highest votes will participate in a run-off paper ballot.

3. The term of office shall commence at the conclusion of the AAOS Annual Meeting.

4. When any Councilor assumes the roles of Secretary or Chair-Elect of the BOC, those individuals shall be deemed to have resigned as a BOC representative of his/her sponsoring organization, thus giving the sponsoring organization the ability to appoint a new BOC representative as detailed in Article V, D, 6 of these rules and procedures.

B. Succession

1. The Chair-Elect shall succeed to the office of Chair at the conclusion of the AAOS Annual Meeting or if the Chair is unable or unwilling to act. If the Chair-Elect succeeds to the office of Chair by reason other than natural succession by expiration of the current Chair's term of office, the Chair-Elect shall serve for the remaining unfulfilled term of the replaced Chair and further serve the one (1) year term of office as Chair that he or she would have succeeded to if the current Chair had fulfilled his or her term of office.

2. The Chair shall succeed to the office of the Immediate Past Chair only by natural succession by expiration of his/her term as Chair. If the office of Immediate Past Chair becomes vacant for any reason other than natural succession by expiration of the current Immediate Past Chair’s term of office, the Chair shall fulfill or appoint a current Councilor to fulfill the obligations of the Immediate Past Chair. This shall not provide the Chair or appointed Councilor an additional vote on the Board of Councilors nor shall it provide the appointed Councilor a seat or vote on the BOC Executive Committee.
3. There will be no succession from any position to the office of Secretary.

C. Campaigning
Candidates campaigning for an elected position may perform the following:
1. Contact each Councilor one time by phone;
2. Contact each Councilor one time by letter or email;
3. Submit a vision statement and biography for inclusion in the Fall Meeting BOC business meeting agenda book;
4. Prepare and give a statement at the Fall Meeting BOC business meeting; and
5. Participate in a question and answer during the Fall Meeting BOC business meeting.

D. Duties
1. Chair
   a. Shall preside at all BOC business meetings, including BOC Executive Committee meetings and the New Councilor Orientation.
   b. Shall serve on the AAOS Board of Directors, Committee Appointment Program (CAP) Committee, Unity Review Group, Council on Advocacy, Political Action Committee and other AAOS organizational units as assigned.
   c. Shall report to the AAOS Board of Directors activities of the BOC.
   d. Shall keep the BOC members apprised of AAOS deliberations and activities relevant to the orthopaedic community.
   e. Shall appoint chairs and members of new BOC work groups, in consultation with the other BOC officers.
   f. Shall appoint any member to a vacancy in BOC committees and work groups, in consultation with the other BOC officers.
   g. Shall suggest to the AAOS CAP Committee members for service or liaison service on AAOS Committees, in consultation with the other BOC officers.
   h. Shall be responsible for development of the agendas for meetings, with the assistance of the Chair-Elect, Secretary and staff liaison.

2. Chair-Elect
   a. Shall serve on the AAOS Board of Directors, Political Action Committee, Council on Education and other AAOS organizational units as assigned.
   b. Shall keep the BOC members apprised of AAOS deliberations and activities relevant to the orthopaedic community.
   c. Shall serve as Chair of the BOC Evaluation Committee.
   d. Shall serve as a member of the BOC Executive Committee.
   e. Shall appoint, as necessary, new Chairs and new members to the BOC Committees to take effect during his term as Chair of the BOC.
   f. Shall assume the duties of the Chair if the Chair is unable to perform his/her duties.
g. Shall attend the AAOS Council on Research and Quality and/or Publications Committee meeting(s) if the Secretary cannot attend.

3. Secretary
   a. Shall serve as a member of the AAOS Board of Directors, Council on Research and Quality, and other AAOS organizational units as assigned.
   b. Shall keep the BOC members apprised of AAOS deliberations and activities relevant to the orthopaedic community.
   c. Shall serve as a member of the BOC Executive Committee.
   d. Shall supervise the preparation of and distribute the BOC meeting minutes.
   e. Shall oversee and facilitate open microphone sessions at BOC business meetings.

4. Immediate Past-Chair
   a. Shall serve as a voting member of the BOC Executive Committee.
   b. Shall serve as Chair of the BOC Nominating Committee.

E. Removal
   Should the removal of an officer be deemed necessary by an individual member of the Board of Councilors, the following shall take place:
   1. A recommendation for the removal of that officer shall be made to the BOC Executive Committee and must include the reason(s) for the removal of the officer;
   3. The BOC Executive Committee shall request a response from the officer in question;
   4. The BOC Executive Committee shall prepare a forum in which the recommendation for removal and officer response will be presented to the full voting body of the Board of Councilors for consideration; and
   5. Should the recommendation be brought forth for a vote, a two-thirds vote of the members of the Board of Councilors will be required for removal of the member in question from the officer position and the Board of Councilors.

VIII. OTHER LEADERSHIP
   Other leadership of the Board of Councilors shall be the Members-at-Large and BOC Committee Chairs.
   A. The BOC shall elect up to one (1) member-at-large each year with the terms of the two (2) members-at-large to be staggered. Should two (2) member-at-large positions be vacant or expiring at the same time, resulting in both terms beginning at the same time, one member-at-large position shall only serve for a one (1) year term. This Councilor shall not be eligible to run for a second term. This term limitation shall be made known prior to the election for the position.
   B. Should the removal of a member-at-large be deemed necessary by an individual member of the Board of Councilors, the following shall take place:
      1. The Chair shall recommend the removal of the member-at-large to the BOC Executive Committee including the reason(s) for the removal of the member-at-large;
2. The BOC Executive Committee shall request a response from the member-at-large in question;

3. The BOC Executive Committee shall prepare a forum in which the recommendation for removal and member-at-large’s response will be presented to the full voting body of the Board of Councilors for consideration;

4. Should the recommendation be brought forth for a vote, a two-thirds vote of the members of the Board of Councilors will be required for removal of the member in question from the member-at-large position; and

5. The removal of the member from the Executive Committee shall not remove the member from his/her position on the Board of Councilors.

C. Chairs of BOC Committees shall be appointed pursuant to VII, D, 2, e.

D. Should the removal of a BOC Committee Chair be deemed necessary by an individual member of the Board of Councilors, the following shall take place:
   1. The Chair shall recommend the removal of Committee Chair to the BOC Executive Committee including the reason(s) for the removal of the Committee Chair;
   2. The BOC Executive Committee shall request a response from the Committee Chair in question;
   3. The BOC Executive Committee shall review the recommendation for removal and Committee Chair’s response;
   4. Should the recommendation be brought forth for a vote, a two-thirds vote of the members of the BOC Executive Committee will be required for removal of the member in question from the Committee Chair position; and
   5. The removal of the member from the Executive Committee shall not remove the member from his/her position on the Board of Councilors.

IX. COMMITTEES
The BOC shall have nine (9) standing committees and three (3) joint BOC/BOS committees. These committees are:
   1. Executive Committee
   2. Nominating Committee
   3. Advocacy Resource Committee
   4. Evaluation Committee
   5. Communications Committee
   6. Economic Issues Committee
   7. State Legislative and Regulatory Issues Committee
   8. State Orthopaedic Societies Committee
   9. Research and Quality Committee
  10. BOC/BOS Bylaws Committee
  11. BOC/BOS Professionalism Committee
  12. BOC/BOS Resolutions Committee
Councilors shall serve on one (1) BOC standing committee from their second through sixth years. They also shall serve on the Evaluation Committee in their sixth year. In addition, they may serve on ad hoc BOC Work Groups.

Councilors shall audit BOC committees during their first year to determine which committee they would be interested in joining. By the fall of their first year, they shall complete a questionnaire regarding the committees they are interested in joining.

The BOC Chair-Elect will then make the final determination about which committee the Councilor shall be assigned, to be completed by the beginning of his term as BOC Chair.

A. Executive Committee
1. This is a standing committee composed of the Chair, Chair-Elect, Secretary, Immediate Past Chair, two (2) members-at-large and the Chairs of Advocacy Resource Committee, Communications Committee, Economic Issues Committee, State Legislative & Regulatory Issues Committee, State Orthopaedic Societies Committee and Research and Quality Committee. If the chair(s) of the joint Bylaws Review Committee, Professionalism Committee, and Resolutions Committee is a BOC member, he/she also shall serve on the BOC Executive Committee.

2. Each member-at-large and committee chair shall serve one (1) two-year term on the BOC Executive Committee.

Executive Committee Responsibilities
1. Manage BOC business between regular BOC meetings.
3. Assist the BOC Chair in planning BOC meetings.
4. Create new BOC committees and work groups, as warranted.
5. If a vacancy occurs in any office or on any committee, the Chair, with the approval of the Executive Committee, shall fill the vacancy by appointment. The appointee shall serve until the next AAOS Annual Meeting.

B. Nominating Committee Composition
1. This is a standing committee composed of one (1) chair, who shall be the Immediate Past Chair, and four (4) members. The four (4) members shall not be BOC officers or members of the Executive Committee.

2. The BOC Immediate Past-Chair shall serve as the Nominating Committee Chair.

3. No person may serve two (2) or more consecutive years on this committee.

4. The Nominating Committee shall be elected via the following method:
   a. At least six weeks before the NOLC, the BOC Nominating Committee Chair shall e-mail an invitation to all BOC members and ask them to nominate, by e-mail, one (1) individual to serve on the Nominating Committee. Councilors shall have 10 calendar days to e-mail their responses to the AAOS staff liaison.

   b. At least four weeks before the NOLC, the BOC Nominating Committee Chair shall e-mail the slate of candidates for the BOC Nominating
Committee to the BOC and ask each Councilor to select up to four (4) of the candidates. Councilors shall have 10 calendar days to submit their votes.

c. At least two weeks before the NOLC, the BOC Nominating Committee Chair shall announce the newly composed committee to the BOC via email.

Nominating Committee Responsibilities
1. Meet in a timely fashion following its election and identify potential nominees during the NOLC, if possible, or within 30 days following the meeting. Staff shall furnish the following information to assist the Nominating Committee:
   a. a list of all Councilors between their second and fourth years, and
   b. all other information that the Nominating Committee needs to make its selections.
2. Interview all potential nominees.
3. Consider potential nominees’ enhanced disclosure information and Plans for Active Management (PAM) developed by the Committee on Outside Interests, and whether the PAM has been agreed to by the nominee.
4. Select at least one (1) candidate for the position of Secretary and at least one (1) candidate for the position of Chair-Elect. The Chair of the Nominating Committee shall ask each candidate to serve, explaining the duties and time commitments necessary for the term of office.
5. Inform, via email, the BOC of its slate of candidates no later than 30 days before the Fall Meeting.

C. Advocacy Resource Committee
1. This committee shall consist of a Chair, optional Vice-Chair, and appointed Councilors.
2. The Chair and the Vice Chair shall serve for two (2) years and all committee members shall serve until the end of their sixth year.

Advocacy Resource Committee Responsibilities
1. Develop mechanisms and procedures to recruit and train Congressional Key Contacts among the AAOS Fellows.
2. Seek out Key Contacts for Congressmen in conjunction with OGR staff.
3. Pursue strategies and mechanisms to ensure Congressional Key Contacts are educated about developing a relationship with a Member of Congress, informed on key political issues, and participate in delivery of AAOS’s message to Congress as the need arises.
4. Participate in other political or PAC activities with OGR staff as the need arises.

D. Evaluation Committee
1. This committee shall consist of the BOC Chair-Elect (as committee Chair), all sixth year Councilors and two at-large members selected from the third and fourth year Councilors.

Evaluation Committee Responsibilities
1. Meet up to two times a year - at the NOLC and Fall Meeting and prepare a report concerning its evaluation of the BOC activities. The report shall include the Committee’s thoughts and recommendations regarding all BOC meetings and other BOC activities.

2. Present this report to the BOC at its business meeting during the Annual Meeting.

3. Engage in special projects as needed and directed by the Executive Committee.

E. BOC/BOS Resolutions Committee
1. This committee shall consist of a Chair and members appointed by the BOC Chair-Elect and BOS Chair-Elect.

2. The Chair shall serve for (2) years and all BOC committee members shall serve through the end of their sixth year.

BOC/BOS Resolutions Committee Responsibilities
1. Hold an Open Hearing during the NOLC and Fall Meeting for AAOS Resolutions and/or BOC/BOS Advisory Opinions to be proposed (as described in the AAOS Bylaws).

2. Prepare a report, in executive session, after the Open Hearing.

3. Present to the BOC and BOS the Committee’s recommended actions on the proposed AAOS resolutions and/or BOC/BOS Advisory Opinions.

4. The BOC Chair shall present the voted BOC recommendations on the proposed AAOS Resolutions and BOC/BOS Advisory Opinions to the AAOS Board of Directors.

5. As appropriate, during the BOC business meeting at the AAOS Annual Meeting, the Resolutions Committee may present its report and recommendations and the BOC’s position regarding each of the proposed resolutions/advisory opinion(s) being considered.

F. BOC/BOS Bylaws Review Committee
1. This committee shall consist of a Chair and members appointed by the BOC Chair-Elect and BOS Chair-Elect.

2. The Chair shall serve for two (2) years and all BOC committee members shall serve until the end of their sixth year.

3. The purpose of this BOC/BOS Bylaws Review Committee is to help fulfill the BOC’s duties to review all proposed amendments to the AAOS Bylaws, as described in the AAOS Bylaws.

BOC/BOS Bylaws Review Committee Responsibilities
1. Hold an Open Hearing during the Fall Meeting for amendments to the AAOS Bylaws to be proposed (as described in the AAOS Bylaws).

2. Prepare a report, in executive session, after the Open Hearing.
3. Present to the BOC and BOS the Committee’s recommended actions on the proposed amendment(s).

4. The BOC Chair shall present the voted BOC recommendations on the amendments to the AAOS Board of Directors.

5. As appropriate, during the BOC business meeting at the AAOS Annual Meeting the Bylaws Committee may present its report and recommendations and the BOC’s position regarding each of the proposed Bylaws amendments being considered.

G. State Orthopaedic Societies Committee
1. This committee shall consist of a Chair, optional Vice-Chair, appointed Councilors and two (2) non-voting State Orthopaedic Society executive directors, appointed as provided below.

2. The Chair shall serve for two (2) years and all committee members who are Councilors shall serve until the end of their sixth year.

3. Two (2) members shall be state orthopaedic society executive directors.
   a. The committee shall elect one (1) state orthopaedic society executive director each year so that each individual’s term is staggered.
   b. State orthopaedic society executive directors shall serve for one (1) three (3) year term and are eligible for re-election to one (1) additional three (3) year term.
   c. To be eligible for election, executive directors must complete and submit to the Chair of the committee the election application. They must submit this application in compliance with the rules established by the committee.
   d. State orthopaedic society executive directors who serve on this committee shall not have voting privileges.
   e. State orthopaedic society executive directors who serve on this committee shall be reimbursed for airfare, per AAOS policy, one night’s hotel, and two-days per diem, per AAOS policy.

State Orthopaedic Societies Committee Responsibilities
1. Meet up to three (3) times a year - at the AAOS Annual Meeting, the NOLC and the Fall Meeting. Special meetings may be called at the discretion of the Committee Chair and the BOC Chair.

2. Develop mechanisms for review of the current status of state orthopaedic societies.

3. Pursue strategies to strengthen and foster development of state orthopaedic societies.

4. Administer and monitor the effectiveness of the AAOS State Orthopaedic Society Assistance Fund and any other funds which the committee has been assigned to administer.

5. Provide reports at each BOC meeting on committee activities, issues of concern to state orthopaedic societies and the status of state orthopaedic societies.

H. Communications Committee
1. This committee shall consist of a Chair, optional Vice-Chair, and appointed Councilors.

2. The Chair and the Vice Chair shall serve for two (2) years and all committee members shall serve until the end of their sixth year.

Communications Committee Responsibilities
1. Meet up to three times per year – at the AAOS Annual Meeting, the NOLC and the Fall Meeting. Special meetings may be called at the discretion of the Committee Chair and the BOC Chair.

2. Oversee the publication of information to the Fellowship about BOC meetings.

3. Manage the BOC section of the AAOS Web site.

4. Encourage communication among Councilors and between Councilors and their constituents.

5. Provide input to the AAOS Communications Cabinet regarding general communications issues affecting the AAOS, its members and the public. (The committee Chair shall serve as the BOC’s representative to the Communications Cabinet.)

6. Provide reports at each BOC meeting on committee activities.

I. BOC/BOS Professionalism Committee
1. This committee shall consist of a Chair and appointed Councilors.

2. The Chair shall serve for two (2) years and all BOC committee members shall serve until the end of their sixth year.

BOC/BOS Professionalism Committee Responsibilities
1. Meet as needed to address proposed new and revisions to existing Standards of Professionalism. Special meetings may be called at the discretion of the Committee Chair and the BOC Chair.

2. Provide assistance and feedback to the AAOS.

3. Draft proposed new Standards of Professionalism.

J. State Legislative & Regulatory Issues Committee
1. This committee shall consist of a Chair, optional Vice-Chair, appointed Councilors and two (2) non-voting state orthopaedic society executive directors, appointed as provided below.

2. The Chair shall serve for two (2) years and all committee members shall serve until the end of their sixth year.

3. Two members shall be state orthopaedic society executive staff members.
   a. The committee shall elect one state orthopaedic society executive director each year so that each individual’s term is staggered.

   b. State orthopaedic society executive directors shall serve for one (1) two (2) year term and are not eligible for re-election.

   c. To be eligible for election, executive directors must complete and submit to the Chair of the committee the election application. They must submit this application in compliance with the rules established by the committee.
d. State orthopaedic society executive directors who serve on this committee shall not have voting privileges.

e. State orthopaedic society executive directors who serve on this committee shall be reimbursed for airfare, per AAOS policy, one night’s hotel, and two-days per diem, per AAOS policy.

State Legislative and Regulatory Issues Committee Responsibilities
1. Meet up to three times a year - at the AAOS Annual Meeting, the NOLC and the Fall Meeting. Special meetings may be called at the discretion of the Committee Chair and the BOC Chair.

2. Administer and monitor the effectiveness of the State Health Policy Action Fund to assist state societies in dealing with state legislative and regulatory issues.

3. Provide state orthopaedic societies with ideas for strengthening their health policy capabilities.

4. Develop strategies for the AAOS and state orthopaedic societies to effectively address state health policy issues.

K. BOC Economic Issues Committee
1. This committee shall consist of a Chair, optional Vice-Chair, and appointed Councilors.

2. The Chair shall serve for two (2) years and all committee members shall serve until the end of their sixth year.

BOC Economic Issues Committee Responsibilities
1. Meet up to three times a year - at the AAOS Annual Meeting, the NOLC and the Fall Meeting. Special meetings may be called at the discretion of the Committee Chair and the BOC Chair.

2. Assist the AAOS in advocating for the economic benefit of orthopaedic surgeons.

3. Categorize all the economic issue challenges facing orthopaedic surgeons.

4. Educate the committee and membership as needed with historical, current, and futuristic presentations and discussions.

5. Discuss ways to ensure preservation of the practice of orthopaedics and preserve the physician patient relationship.

6. Prioritize the economic issues facing orthopaedic surgeons and utilize available actions to the committee to educate and support both advisory opinions and resolutions.

7. Communicate with the other committees of BOC as needed to help advance advocacy of economic issues for orthopaedic surgeons.

8. Communicate with the Health Care Systems Committee of the AAOS to help coordinate efforts and avoid duplications.

9. Enable the AAOS to move forward as an advocate to strengthen orthopaedic practices and in turn strengthen the AAOS.
L. Research and Quality Committee
   1. This committee shall consist of a Chair, optional Vice-Chair, BOC Secretary, and appointed Councilors.
   2. The Chair and the Vice Chair shall serve for two (2) years and all committee members shall serve until the end of their sixth year. The Chair shall serve on the BOC Executive Committee.
   3. BOC Representatives appointed to the AAOS Evidence Based Quality and Value Sub-Committee shall be selected from this committee.

Research and Quality Committee Responsibilities
   1. Enhance, facilitate, and maintain communications between the Council on Research & Quality (CORQ) and its subcommittees and the BOC
   2. Advise on the potential impact of upcoming Clinical Practice Guidelines (CPGs), Appropriate Use Criteria (AUCs), and Performance Measures on members
   3. Participate in identifying future topics for CPGs, AUCs, and Performance Measures
   4. Provide reports at each BOC meeting on committee activities, upcoming CPGs, AUCs, and Performance Measures, and the status of Research Quality endeavors.

M. Other Committees
   The BOC Chair may create other standing committees, as necessary, with the advice and consent of the Executive Committee.

N. Work Groups
   1. The BOC Chair may create work groups with the advice and consent of the Executive Committee. These work groups shall be time-limited in duration and address a very specific issue or manage a very specific project or other activity with a projected completion date.
   2. Any Councilor may request that the Executive Committee establish a work group. Examples of situations under which the Executive Committee may create a work group are as follows:
      a. To assist a BOC standing committee or AAOS council or committee with a specific issue, project or other activity.
      b. To address a specific issue raised by a Councilor that is not within the purview of any existing AAOS committee.
      c. To address a specific issue raised by a state orthopaedic society that is not within the purview of any existing AAOS committee.
   3. The BOC Chair shall appoint work group members and shall define their specific charges and the work group’s duration. The work group Chair shall report to the BOC Chair on the work group’s activities in a manner determined by the BOC Chair.
O. Non-Councilors on BOC Committees and Work Groups
   At their discretion, BOC committees and work groups may appoint non-Councilors to serve in an advisory role on a time-limited basis without voting privileges.

X. AMENDMENT
   Any proposed amendments to these Rules and Procedures must be submitted to the BOC Executive Committee at least ninety (90) days prior to any BOC business meeting. The Executive Committee shall review the proposed amendment(s) and then place it on the agenda of the next BOC business meeting for consideration and approval by all voting BOC representatives present. At the meeting, BOC representatives will discuss the proposed amendment(s) after which it must be approved by a two-thirds (2/3) vote. To be adopted, the AAOS Board of Directors must approve these BOC Rules and Procedures.