

1 **BY-LAWS**
2 **AMERICAN ACADEMY OF NEUROLOGY**
3 **Business and Research Administrators in Neurology Society (BRAINS)**
4

5 **Article I - Name**
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7 The organization shall be named the Business and Research Administrators in
8 Neurology Society (BRAINS).
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10 **Article II - Purpose**
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12 The Purpose of the organization is to address the administrative and management
13 issues in private and academic neurology practices.
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15 **Article III – Members and Other Participants**
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- 17 A. Members. Any member of the Academy may be a member of BRAINS upon
18 indication of the desire to do so.
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- 20 B. Other Participants. Non-members of the Academy may attend meetings and receive
21 mailings at the discretion of the officers, but will not have voting rights.
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23 **Article IV - Meetings**
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- 25 A. Annual Business Meeting. There shall be an annual business meeting of the
26 Executive Committee of BRAINS. There shall also be an annual business meeting of
27 the general membership for the purpose of conducting business that should come
28 before the members, electing officers, and sending proposals as the organization
29 may deem necessary to the Practice Committee of the Academy. The meetings shall
30 take place during the Annual Meeting of the Academy.
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- 32 B. Special Meetings. Special meetings may be called by the Chair at the request of a
33 majority of the Executive Committee. The meetings require the approval of the Chair
34 of the Practice Committee.
35
- 36 C. Quorum. The Chairperson of the organization will declare a quorum present when
37 at least ten members are in attendance at the meeting. The decision of a majority of
38 the members in attendance shall constitute an act of the organization.
39
- 40 D. Minutes. Minutes and records of the meetings and proceedings of the organization
41 and its committees shall be recorded by the Staff Liaison and maintained as part of
42 the minutes and records of the American Academy of Neurology.
43

1 E. Proxy and Absentee Voting. A member who is unable to attend an annual or special
2 meeting may, in writing, authorize (1) another member to submit proxy votes for the
3 absent member on any issue during the meeting or (2) the chair to register the
4 absent member's vote on specific issues.
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6 **Article V – Officers**

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8 A. Officers. A Chair, Chair-Elect, Past Chair, and Secretary will be the officers of the
9 organization. The officers shall be elected for a one-year term and may not be re-
10 elected to the same office for two consecutive terms.
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12 B. Duties. The Chair shall preside at meetings of the organization or Executive
13 Committee and shall appoint such committees as are necessary for the conduct of
14 business of the organization. The Chair shall be responsible to the Practice
15 Committee of the Academy and shall report at each Practice Committee meeting on
16 the progress and operation of the organization. The Chair-elect will assume the
17 responsibility of the Chair if the chair is absent.
18

19 C. Election of Officers. Election of officers shall take place at the annual business
20 meeting every year. Nominations may be placed by the Executive Committee or be
21 received from the floor.
22

23 D. Vacancies. If the Chair's position becomes vacant; the Chair-Elect shall
24 automatically assume the position of Chair; if the Chair-Elect's position becomes
25 vacant, the Secretary shall automatically assume the position of Chair-Elect; and if
26 the Secretary's position becomes vacant, the Chair shall appoint a member to be
27 Secretary. If the officer has occupied an office for less than a full term, the officer
28 may be elected to the same position the following year.
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30 **Article VI - Executive Committee**

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32 A. Members. The Executive Committee shall consist of the Officers, the representative
33 to the Medical Economics and Management Subcommittee of the Practice
34 Committee, and the committee chairs.
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36 B. Duties. The Executive Committee shall conduct the affairs of the organization
37 between regular meetings. The Executive Committee shall also approve the Chair
38 and members of all committees.
39

40 C. Vacancies. Any vacancy of the Executive Committee may be filled by appointment
41 by the Chair.
42

43 D. Meetings. Meetings will be held yearly or as called by the Chair.
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- 1 E. Quorum. One-half of the Executive Committee members shall constitute a quorum.
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3 F. Actions in Absence of Meeting. Any action that the Executive Committee could take
4 at a meeting may be taken by a written action approved by a majority of the
5 Executive Committee.
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7 **Article VII - Proposed Changes in the Bylaws**
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9 Proposed changes in the Bylaws will be submitted in writing to the Executive Committee
10 at least 60 days prior to the annual meeting. If approved by the Executive Committee,
11 the proposed changes will be submitted to the members for approval. If approved by
12 the members, the Bylaws must then be submitted to the Practice Committee and the
13 Academy's Board of Directors for final approval.
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15 **Article VIII – Standing and Ad Hoc Committees**
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17 The chair, with the approval of the Executive Committee, may establish committees as
18 needed.
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21 Drafted on April 25, 2004
22 by MGSagsveen
23 AAN General Counsel