



**Arthroscopy Association of Canada
Association d'Arthroscopie du Canada**

Terms of Reference

Vision Statement

The vision of the Arthroscopy Association of Canada is to encourage national collaboration and the advancement of orthopaedic sport medicine and arthroscopy clinical care, research and education.

Mission Statement

To provide a collaborative forum for orthopaedic surgeons in Canada whose practices have a substantial interest in sport medicine and the arthroscopic management of orthopaedic conditions.

To facilitate and stimulate the academic and scientific exchange of ideas and thought between these individuals.

To promote excellence in sport medicine and arthroscopic care in Canada by developing and disseminating evidence-based best practice guidelines and by developing and offering educational opportunities for orthopaedic surgeons, trainees and other medical staff.

1. Membership

1.1. **Admission of Members**

Membership is open to orthopaedic surgeons, residents, fellows, other physicians, researchers, and allied health care professionals who dedicate a portion of their practice to sport medicine and arthroscopic surgery. Membership applications can be submitted to the AAC via email per the instructions listed on the AAC website. Members of the AAC are required to be COA members. Members of the AAC are not required to be practicing in Canada in order to join AAC.

1.2. **Classification of Members**

There are four categories of Members within the AAC:

Active Member

To become an Active Member, an individual must:

1. be an orthopaedic surgeon or other physician;
2. have an interest in and dedicate a portion of their practice to arthroscopy and/or sport medicine;
3. pay the annual membership fees for Active Members.

Affiliate Member

To become an Affiliate Member, an individual must:

1. be a researcher or allied health care professional (physiotherapist, physician assistant, occupation therapist, etc.);
2. have an interest in and dedicate a portion of their practice to sport medicine and/or arthroscopy;
3. pay the annual membership fees for Affiliate Members.

Associate Member

To become an Associate Member, an individual must:

1. be an orthopaedic fellow or resident with an interest in sport medicine and/or arthroscopy;
2. Associate members are not required to pay the annual membership fees.

Senior/Honourary Members

1. An Active Member may become a Senior Member by advising the Membership Chair of their retirement or reduction in practice. When a COA Active Member is moved to the COA Senior status per the relevant criteria, this automatically entitles them to be moved to the AAC Senior Status.

2. An individual may become an Honourary Member if the Voting Members at a general meeting pass a resolution recognizing the contributions of the individual to the AAC or its objects.
3. The Senior Member and Honourary Member shall be exempt from annual membership fees.

1.3. *Membership Fee*

Membership year

The membership year is January 16-January 15.

Membership Fees

The Executive decides annual membership fees for each category of Members.

Payment Date for Fees

The annual membership fees must be paid annually. Fees will ideally be paid in conjunction with the COA annual fees.

1.4. *Rights and Privileges of Members*

Any Member in good standing is entitled to:

1. Receive notice of meetings of the AAC;
2. Attend any meeting of the AAC;
3. Speak at any meeting of the AAC;
4. Exercise other rights and privileges given to Members in these Terms of Reference;
5. Have access to the AAC website and member-only content therein.

Voting Members

The only Members who can vote at meetings of the AAC are Active Members in good standing.

Number of Votes

A voting Member is entitled to one (1) vote at a meeting of the AAC.

Member in Good Standing

A Member is in good standing when:

1. the Member has paid membership fees or other required fees to the AAC;
2. the Member is not suspended from membership.

1.5. Suspension of Membership

Decision to Suspend

The Executive, at a Special Meeting called for that purpose, may suspend a Member's membership not more than three (3) months, for one or more of the following reasons:

1. if the Member has failed to abide by the Terms of Reference;
2. if the Member has been disloyal to the AAC;
3. if the Member has disrupted meetings or functions of the AAC;
4. if the Member has done or failed to do anything judged to be harmful to the AAC.

Notice to the Member

1. The affected member will receive written notice of the Executive's intention to deal with whether that Member should be suspended or not. The Member will receive at least two (2) weeks' notice before the Special Meeting.
2. The notice will be sent by e-mail to the last known address of the Member shown in the records of the AAC. An Officer of the Executive may also deliver the notice.
3. The notice will state the reasons why suspension is being considered.

Decision of the Executive

1. The Member will have an opportunity to appear before the Executive to address the matter. The Executive may allow another person to accompany the Member.
2. The Executive will determine how the matter will be dealt with and may limit the time given the Member to address the Executive.
3. The Executive may exclude the Member from its discussion of the matter, including the deciding vote.
4. The ruling of the Executive is final.

1.6. Termination of Membership

Resignation

1. Any Member may resign from the AAC by sending or delivering a written notice to the Secretary or President of the AAC.
2. Once the notice is received, the Member's name is removed from the Register of Members. The Member is considered to have ceased being a Member on the date their name is removed from the Register of Members.

Death

The membership of a Member is ended upon their death.

Deemed Withdrawal

1. If a member has not paid the annual membership fees within one year following the date the fees are due, the Member is considered to have submitted their resignation.
2. In this case, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date their name is removed from the Register of Members.

Expulsion

1. The AAC may, by Special Resolution at a Special meeting called for such a purpose, expel any Member for any cause, which is deemed sufficient in the interests of the AAC.
2. This ruling is final.
3. On passage of the Special Resolution, the name of the Member is removed from the Register of Members. The Member is considered to have ceased being a Member on the date their name is removed from the Register of Members.

1.7. Transmission of Membership

No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Member resigns, dies, or is expelled from the AAC.

1.8. Continued Liability for Debts Due

Although a Member ceases to be a Member, by death, resignation or otherwise, they are liable for any debts owing to the AAC at the date of ceasing to be a Member.

1.9. Limitation on the Liability of Members

No Member is, in their individual capacity, liable for any debt or liability of the AAC. Members are not allowed to sign any contract on behalf of the AAC. This may incur personal liability as the AAC is not a legal entity and all contracts are required to be signed by the COA.

2. Governance

2.1. Governance and Management of the AAC

The AAC will be led by an Executive composed of AAC members and will be governed by the COA Board of Directors. The Executive members will be diverse with representation from the different regions across Canada, years in practice, race and gender. Executive Members must be AAC members in good standing.

2.2. Powers and Duties of the Executive

The Executive has the powers and duties of the AAC including:

1. Promoting the objects of the AAC;
2. Promoting membership in the AAC;
3. Approving an annual budget for the AAC;
4. Providing approval for the COA for payment of all expenses for operating and managing the AAC;
5. Paying persons for services and protecting persons from debts of the AAC;
6. Investing any extra monies;
7. Financing the operations of the AAC, and borrowing or raising monies;
8. Making policies for managing and operating the AAC;
9. Approving all contracts for the AAC;
10. Maintaining all accounts and financial records of the AAC;
11. Appointing legal counsel as necessary;
12. Making policies, rules and regulations for operating the AAC and using its facilities and assets;
13. Represent Members of the AAC with Stakeholders.

2.3. Composition of the Executive/Committees

President:

1. Coordinates and chairs 1-2 meetings of the AAC members each year;
2. Coordinates and chairs 3-4 meetings of the Executive each year;
3. Acts as liaison between the AAC and the COA Board of Directors, other subspecialty societies, other research groups and industry;
4. Is an ex officio member of all Committees;
5. Acts as the spokesperson for the AAC.

Vice President:

1. Presides at meetings in the President's absence;
2. Replaces the President at various functions when asked to do so by the President;
3. Is a member of the Executive Committee;
4. Carries out other duties assigned by the Board;
5. Looks for opportunities to increase the credibility and reputation of the AAC;

6. Brings AAC on as a member nation of ISAKOS/AANA.

Secretary:

1. Attends all meetings of the AAC and the Executive Committee;
2. Keeps accurate minutes of these meetings;
3. Has charge of the Executive's correspondence;
4. Ensures a record of names and e-mail addresses of all Members of the AAC is kept;
5. Distributes proposals and other material to members at the direction of the Chair;
6. Ensures that action items are carried out;
7. Serves and maintains a link to the COA and other subspecialty organizations;
8. Carries out other duties assigned by the Board.

Treasurer/Industry Relations:

1. Ensures all monies paid to the AAC are deposited in a chartered bank, treasury branch or trust company chosen by the Board;
2. Ensures annual fees are collected and deposited;
3. Ensures a detailed account of revenues and expenditures is presented to the Board as requested;
4. Acts as a liaison between industry representatives and the AAC Executive committee;
5. Ensures financial viability of the AAC by working with Research and Education Chairs on programs that will elicit funding from industry;
6. Investigates alternative methods of funding for the AAC;
7. Is a member of the Executive Committee;
8. Carries out other duties assigned by the Board.

Past President

1. Has an advisory role;
2. Does not have a vote on the Executive;
3. Will be the chair of nominating committee until there is a new past president.

Research Chair/Committee

1. Develops academically oriented activities at national and international meetings and fundraising for research endeavors;
2. Coordinates and encourages collaboration in research projects across Canada;
3. Develops and maintains a registry of arthroscopy and sport medicine related research projects across Canada;
4. Strives to increase the academic visibility of the AAC through encouraging publications in the Orthopaedic Journal of Sports Medicine and Video Journal of Sports Medicine.

Education Chair/Committee

1. **Educational content of the AAC Specialty Day at the COA Annual Meeting**
 - a. Coordinates with the President the educational content of the AAC Specialty Day, ensuring a broad range of topics;
 - b. Tracks the content of talks each year on spreadsheet;
 - c. Chooses and instructs moderators of the Specialty Day sessions;

- d. Maintains and updates the instructions for moderators for the AAC meeting;
- e. Coordinates with the President, as directed by the COA, persons to review abstract for the AAC paper sessions;
- f. Submits ICL's for the COA Annual Meeting;
- g. Liaises with COFAS, CSES and other specialty groups to provide a broad, comprehensive educational program.

2. AAC Resident Meeting

- a. Coordinates with President, Executive and other members of the organization of the Residents meeting on an annual/biennial basis;
- b. Ensures a broad range of topics, appropriate faculty for the educational component.

Surgical Lab Coordinator

1. Organizes and implements a resident and fellow surgical lab on an annual or biennial basis;
2. Organizes and implements a surgeon arthroscopy we lab on an annual or biennial basis;
3. Liaises with the COA and program committee if and when these are in conjunction with the COA Annual Meeting.

Advocacy Chair

1. Takes a lead at appropriate times for the dissemination of appropriate position statements of the AAC within the guidelines of the COA;
2. Liaises with the COA and other subspecialty groups for shared position statements;
3. Advocates for the AAC on political issues that may arise.

Fellowship Chair

1. Ensures appropriate oversight for accreditation of arthroscopy and sport medicine Fellowships in Canada;
2. Recruits and retain all Canadian Fellowship sites;
3. Develops and promote Canadian Travelling Fellowship opportunities.

Membership Chair

1. Tracks and manages members of the AAC;
2. Organizes fee structure and track fee payments each year;
3. Increases membership by identifying and engaging individuals with an interest in sport medicine and arthroscopy who are not yet members;
4. Tracks and engages members via member benefits.

Resident/Fellow Liaison

1. Acts as a liaison between resident and fellow members of the AAC and the Executive;
2. Develops initiatives that encourage participation of fellows and residents in AAC events;
3. Promotes membership of Associate members in the AAC;
4. Creates and manages AAC content on social media platforms of the AAC in

conjunction with the Communications chair.

Communications Chair(s)

1. Communicates the goals and objectives of the AAC to the membership as well as the broader orthopaedic community;
2. Determines a mechanism for the dissemination of position statements, clinical guidelines and other documents that are approved by the AAC;
3. Liaises with Canadian arthroscopy surgeons, particularly those in community practice, to encourage active participation in the AAC;
4. Designs, edits, and creates content of AAC newsletters in conjunction with administrative support from COA;
5. Creates and manages AAC content on social medial platforms in conjunction with the Resident/Fellow Liaison.

Subspecialty Liaison(s)

Liaises with all other subspecialty societies within the Canadian orthopaedic and sport medicine community to promote seamless content, cooperation and synergies.

1. **CSES** – Canadian Shoulder and Elbow Society
2. **CASEM** – Canadian Association of Sport and Exercise Medicine
3. **COFAS** – Canadian Orthopaedic Foot and Ankle Society
4. **CAS** – Canadian Arthroplasty Society

2.4. Succession of the Executive

1. In late fall each year, the President and Vice President will meet to discuss the Executive and Committee structure.
2. Call for nominations for open Executive positions will be sent to the members in January of each year. Members may self-nominate for the Executive or be nominated by their peers.
3. A nominating committee of 5 individuals from the Executive will choose the most qualified candidates to fill any available positions on the Executive.
4. The Vice President position should be filled by someone who has already served on the Executive.
5. Members will be presented with the choices of the Nomination committee at the business meeting in June of each year for ratification.
6. Executive Terms will be for 2 years and may be repeated up to two times with a fresh nomination process.

2.5. Term of Appointment of the Executive

1. The duration of appointment for the Executive members will be three years with the possibility of renewal for one further term. The Executive will be diverse with representation from the different regions of the country, years in practice, race and gender.

2. Every year any vacant positions on the Executive will be open to nominations by the AAC membership.

2.6. *Resignation, Death or Removal of a Director*

1. An Executive Member may resign from office by giving one (1) months' notice to the Executive in writing or during an Executive Meeting. The resignation takes effect either at the end of the months' notice, or on the date the Executive accepts the resignation.
2. Voting Members may remove any director including the President and the immediate Past President, before the end of their term. There must be a majority vote at a Special Meeting called for this purpose.
3. If there is a vacancy on the Board, the remaining Directors may appoint a Member in good standing to fill that a vacancy for the remainder of the term. This does not apply to the position of immediate Past President. This position remains vacant until the next AGM.

2.7. *Meetings of the Executive*

1. The Board holds at least 3-4 meetings each year.
2. The President calls the meetings. The President also calls a meeting if any two (2) Directors make a request in writing and state the business of the meeting.
3. There may be five (5) days' notice by email. Executive members may waive notice.
4. Each member of the Executive, including the President has one (1) vote.
5. For a vote to be valid there must be a quorum which is defined as half the executive members plus one.
6. The President does not have second or casting vote in the case of a tie vote. A tie vote means the motion is defeated.
7. All members of the Executive may agree to and sign a resolution.
8. A meeting of the Executive may be held by a teleconference or videoconference call. Directors who participate in this call are considered present for the meeting.
9. Irregularities or errors done in good faith do not invalidate acts done by any meeting of the Executive.
10. A Director may waive formal notice of a meeting.

3. *Finance and Other Management Matters*

The Registered Office

The Office of the AAC is located within the COA headquarters in Montreal, QC.

Payments

1. No Member, Director or Officer of the AAC receives any payment for his services as a Member, Director or Officer.
2. Reasonable expenses incurred while carrying out duties of the AAC may be reimbursed upon Executive approval.

Management of Funds

1. Any funds secured for the purpose of AAC activities, such as sponsorship, membership dues, etc. will be managed by the COA. All funds will be held in a restricted account. The AAC will develop a yearly budget and track all revenue and expenses with assistance from the COA. An external review by a public accountant will be performed annually as part of the regular year-end financial processes for COA in compliance with the COA bylaws as written.
2. The AAC will be fully responsible for paying all administration expenses for work performed on their behalf by third parties.
3. The AAC will be fully responsible for paying for any costs related to AAC activities, i.e., meetings, venue bookings, etc.
4. Finances of the AAC are administered by the COA.

Responsibilities of the COA

1. Provide general administration to the AAC in areas such as:
 - a. Annual dues and member management;
 - b. Member communications;
 - c. Financial administration;
 - d. Execution of all contracts;
 - e. Website updates;
 - f. Event accreditation and CME services as required;
 - g. Providing space at COA Annual Meeting for AAC meetings;
 - h. Providing space on the COA website for AAC web presence.

Amending the Terms of Reference

1. These Terms of Reference may be cancelled, altered or added to by a Special Resolution at any Annual General or Special Meeting of the AAC.
2. The twenty-one (21) days' notice of the Annual General or Special Meeting of the AAC must include details of the proposed resolution to change the Terms of Reference.

4. *Distribution of Assets and Dissolution*

1. The AAC does not pay any dividends or distribute its property among its Members.
2. If the AAC is dissolved, any funds or assets remaining after paying all the debts are to be paid into the COA general fund.