

Michigan Society of Radiologic Technologists
Bylaws, 2025
Proposed August 2025

ARTICLE I

Name

The name of this Society shall be the Michigan Society of Radiologic Technologists (MSRT) ~~here in-after~~ hereinafter referred to as the Society.

ARTICLE II

Purposes and Functions

SECTION 1. Purpose

The purpose of this Society shall be to advance the ~~science~~ profession of medical imaging and radiation therapy, to assist in establishing and maintaining high standards of education and training, to enhance the quality of patient care, and to improve the welfare and socioeconomics of medical imaging technologists and radiation therapists.

Commented [JR1]: Language revision

Rationale: Change to represent our place as a professional society.

SECTION 2. Functions

(a) To provide meetings at which to transact Society business, ~~to present scientific papers~~, to carry on educational activities, to discuss professional issues, and to encourage similar programs among organizations affiliated with the Society.

Commented [JR2]: Strike

Rationale: To reflect current processes.

(b) To publish and disseminate information pertinent to the conduct of the Society or the profession.

(c) To assist in establishing and maintaining high standards of education.

(d) To expand educational opportunities and to develop programs designed to broaden the scope of technological service.

(e) To establish policies concerning the professional status, legislative activity, and the welfare of its members.

(f) To cooperate with external organizations or agencies whose policies are not in conflict with those of the ASRT, as may be necessary to maintain continued progress and growth of the Society.

(g) To initiate cooperative efforts to provide high quality continuing education for professionals in all areas of ~~radiologic sciences~~ medical imaging and radiation therapy.

Commented [JR3]: Language revision

Rationale: Consistency with ASRT wording.

(h) To increase public awareness of issues related to radiation health and safety.

(i) To support health care initiatives and legislative activities directed at improving the standard

of patient care.

(j) To maintain open lines of communication with health care institutions, physicians, and professionals with mutual interests.

(k) To establish membership eligibility and define membership categories.

(l) To facilitate and provide a forum for communication between individual members with a common professional interest.

ARTICLE III Policies

~~(a) The name of the Society or any of its Board of Directors or its staff, in their official capacities, shall not be used in connection with a corporate company for anything other than the regular functions of the Society.~~

~~(b) The Society is committed to equal opportunity and nondiscrimination in all programs and activities. No one shall be denied opportunities of benefits on the basis of age, sex, color, race, creed, national origin, religious persuasion, marital status, sexual orientation, gender identity, military status, political belief or disability.~~

Commented [JR4]: Strike

Rationale: Consistency with ASRT bylaws and guidelines;
(a) moved to MSRT Guidelines.

ARTICLE IV III Membership

SECTION 1. Qualifications

The membership of this Society shall consist of active members, associate members, affiliate members, student members, life members, emeritus members, and honorary members. All candidates for membership, except life and honorary members, shall submit the appropriate prescribed application form properly completed, together with fees, and shall furnish any additional information if required.

SECTION 2. Categories

(a) **Active:** Active members shall be those who are registered or certified in a primary ~~modality~~ discipline by certification agencies recognized by the ASRT or hold an unrestricted license in medical imaging or radiation therapy under state statutes; and are working in the medical imaging or radiation therapy profession. They shall also hold membership in the ASRT. They shall have all rights, privileges, and obligations of membership including the right to vote, debate, hold office, and serve as an MSRT delegate in the ASRT House of Delegates.

Commented [JR5]: Language revision

Rationale: Consistency with ASRT wording.

(b) **Associate:** Associate members shall be those who are registered or certified in a primary ~~modality~~ discipline by certification agencies recognized by the ASRT or hold an unrestricted license in medical imaging or radiation therapy under state statutes and are working in the medical imaging or radiation therapy profession; and are not active members of the ASRT. They shall have the rights, privileges, and obligations of active members except to hold office or serve as an MSRT delegate in the ASRT House of

Commented [JR6]: Language revision

Rationale: Consistency with ASRT wording.

Delegates.

(c) **Affiliate:** Affiliate members shall be those who are not eligible to be active or associate members of the Society. They shall have the rights, privileges and obligations of active members except to vote, hold office, or serve as an MSRT delegate in the ASRT House of Delegates.

(d) **Student:** Student members shall be those who are enrolled in a primary medical imaging or radiation therapy program acceptable by the ARRT. Eligibility for this category shall terminate on conclusion or discontinuation of such education. Student members shall have all the rights, privileges, and obligations of active members, except the right to vote, hold office, or serve as an MSRT delegate in the ASRT House of Delegates.

(e) **Life:** Life members shall be members who have rendered exceptional service to the Society. They shall pay no dues or registration fees at Society functions. They shall have all the rights, privileges, and obligations of active members.

(f) **Emeritus:** Emeritus members shall be members who have reached the age of sixty five (65), ~~have maintained consecutive years of membership in the Society for a minimum of twenty-five (25) years~~ have maintained a minimum of twenty-five (25) consecutive years of membership in the Society, and have applied for Emeritus status. They shall pay one-half (1/2) the dues, and pay no more than one-half (1/2) the registration fees at Society functions. They shall have all the rights, privileges, and obligations of active members; except the right to hold office or serve as an MSRT delegate in the ASRT House of Delegates.

Commented [JR7]: Language revision

Rationale: Clarity.

(g) **Honorary:** Honorary members shall be those whom the Society wishes to honor because of the interest they have evidenced in the activities and aims of the Society. They shall pay no dues. They shall have all the rights, privileges, and obligations of active members except the right to vote, hold office, or serve as an MSRT delegate to the ASRT House of Delegates.

SECTION 3. Membership Fees

(a) The application fee for active, associate, and affiliate, ~~and student~~ members shall be uniform and of such amount as is required by the Society and approved by a unanimous vote of the Board of Directors. In the case of students' ~~members~~, the fee may be reduced or waived.

Commented [JR8]: Strike

Rationale: Student membership fees are commonly reduced.

(b) Dues for all members, established by the Board of Directors, require adoption by a majority vote of those voting members present. Notice of such a vote shall be given to the members at least thirty (30) days in advance.

(c) No member who is in arrears for dues shall vote or hold office or shall be entitled to receive reports of the transactions of the Society. It shall be the duty of the Executive Secretary to erase from the rolls of membership the name of any person who is in arrears for more than thirty (30) days.

(d) Dues shall be paid annually.

SECTION 4. Resignation

Any member has the right to resign by written communication to the Executive Secretary, providing all dues or other indebtedness to the Society have been paid.

SECTION 5. Suspension and Expulsion

Any member may be suspended or terminated for cause. Sufficient cause for such suspension or termination of membership shall be a violation of the Bylaws or any lawful rule or practice duly adopted by the Society or any other conduct prejudicial to the interests of the Society.

(a) If the Board of Directors deems the charges to be sufficient, the member charged shall be advised in writing of the charges.

(b) A statement of the charges shall be sent by certified or registered mail to the last recorded address of the members **charged** at least twenty (20) days before the final action is taken.

Commented [JR9]: Language addition
Rationale: Clarity.

(c) The statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered.

(d) The member **charged** shall have the opportunity to appear in person and be represented by counsel to present any defense to such charges before action is taken.

Commented [JR10]: Language addition
Rationale: Clarity.

(e) ~~Suspension or expulsion~~ shall be by ~~two-thirds (2/3)~~ majority vote of the entire membership of the Board of Directors.

(f) ~~Expulsion~~ shall be by three-fourths (3/4) vote of the entire membership of the Board of Directors.

Commented [JR11]: Separation; Change of threshold
Rationale: Consistency with ASRT Bylaws; higher threshold for expulsion vs. suspension.

SECTION 6. Reinstatement

Any member who has resigned or whose membership has been deleted from the Society for other reasons may be reinstated only upon reapplication, ~~and~~ payment of membership dues, ~~and acceptance of the application by the Board of Directors.~~

Commented [JR12]: Addition
Rationale: Additional standard of oversight for reapplication.

ARTICLE ~~V~~ IV

Officers

The officers of the ~~s~~Society shall be: ~~the~~ President, President-Elect, 1st Vice-President, 2nd Vice-President and Secretary.

SECTION 1. Qualifications

All officers shall be active members of the Society; and the ASRT.

SECTION 2. Eligibility

Officers who meet eligibility requirements at the time of assuming office; shall be permitted to complete the term, if employment status may change.

SECTION 3. Term

- (a) The 1st Vice-President, 2nd Vice-President, and Secretary shall serve a term of one (1) year or until their successors have been appointed or elected.
- (b) The President-Elect shall serve for a term of one (1) year as President-Elect, one (1) year as President and one (1) year as ~~immediate~~ Chairperson of the Board.
- (c) All officers shall surrender to their successors all records and properties belonging to the Society.
- (d) All officers, except the President and President-Elect, may be ~~re-elected~~ elected to successive terms, if no other qualified candidate is identified.

Commented [JR13]: Strike

Rationale: Redundancy.

Commented [JR14]: Language revision

Rationale: Clarify rules for re-election to successive terms.

SECTION 4. Duties

- (a) **President:** The President shall preside at all meetings of the Society; and shall perform all other duties consistent with the office as outlined in the Society Policies and Procedures Guidelines. The President shall be an ex-officio member of all committees, except the nomination committee. The President shall appoint committees unless otherwise provided in the Bylaws.
- (b) **President-Elect:** The President-Elect shall become familiar with the activities of the Society and shall make all preparations necessary for their elevation to the office of President. The President-Elect shall submit to the Board of Directors a list of all committee chairpersons and proposed budget for the forthcoming year ~~by the June/July Board of Directors~~ prior to the beginning of the annual meeting. The President-Elect shall serve as the chairperson of the “Educator of the Year” committee. They shall perform all other duties as outlined in the Society Policies and Procedures Guidelines.
- (c) **1st Vice-President:** The 1st Vice-President shall become acquainted with the duties of the President. In the absence of the President, the 1st Vice-President shall assume the duties of the President. The 1st Vice-President shall serve as chairperson of the “Student of the Year” committee. They shall perform all other duties outlined in the Society Policies and Procedures Guidelines.
- (d) **2nd Vice-President:** The 2nd Vice-President shall become acquainted with the duties of the 1st Vice-President. The 2nd Vice-President shall serve as the chairperson of the “Technologist of the Year” committee. They shall perform all other duties outlined in the Society Policies and Procedures Guidelines.
- (e) **Secretary:** The Secretary shall keep a correct and permanent record of the minutes of the Society, conduct correspondence, and perform all duties outlined in the Society Policies and Procedures Guidelines.

Commented [JR15]: Language revision

Rationale: Reflect current process and remove specific dates.

SECTION 5. Nominating Committee

- (a) The Nominating Committee shall consist of ~~three (3) members to include the~~

~~Chairperson and two (2) members at large~~ at minimum two (2) members to include the Chairperson and one or more other members.

Commented [JR16]: Language revision

Rationale: To reflect current process and limited committee volunteers.

(b) The President will appoint the Chairperson of the Nominating Committee and will approve committee members.

(c) The committee shall confirm ~~itself~~ that all candidates have proper credentials, and are willing to serve if elected.

Commented [JR17]: Strike

Rationale: Remove redundancy.

(d) Nominations may be submitted by any Society voting member to the nominations committee prior to the published deadline. The nomination committee chairperson's name may be found on the MSRT website or by contacting any board member.

(e) The report of the nominating committee shall be presented to the membership at ~~the first~~ a regular business session of the Annual Meeting.

Commented [JR18]: Language revision

Rationale: For clarity whether there is one, (as current process), or more business sessions of the AM.

SECTION 6. Elections and Installation

(a) The President-Elect, 1st Vice-President, 2nd Vice-President, Secretary, Society Delegates to the ASRT House of Delegates, or any other officer shall be elected by a plurality vote of the voting members of the Society.

(b) The newly elected officers shall be installed into office at the direction of the Board of Directors. The elected Affiliate Delegates ~~assume their office at the time of the election~~ are announced at the Annual Meeting, with their term to begin in accordance with ASRT policy.

Commented [JR19]: Language revision

Rationale: Alignment with ASRT Affiliate Delegate policy.

SECTION 7. Vacancies

~~(a) A vacancy in any elective office, except the office of President and President-Elect, shall be filled by appointment by the remaining members of the Board of Directors.~~

Commented [JR20]: Strike

Rationale: Remove redundancy. (a) covered in Article V, Section 4. (b) covered in Article IV, Section 4, c. (c) moved to Article V, Section 4. (d) moved to Article V, Section 5.

~~(b) A vacancy in the office of President shall be filled by the 1st Vice-President.~~

~~(c) A vacancy in the office of President-Elect shall remain vacant until the next Annual Meeting when a President shall be elected in the manner provided in the Bylaws.~~

~~(d) In the absence of, or inability of the President or 1st Vice-President to act, the chairperson of the Board of Directors shall call the meeting to order and preside until a temporary chairperson can be elected.~~

SECTION 8. Censure, Reprimand and Removal

~~Any officer may be censured, reprimanded or removed from the office for dereliction of duty or conduct detrimental to the Society. Such action may be initiated when the Board of Directors receives formal and specific charges against an officer.~~

~~(a) If the Board of Directors deems the charges to be sufficient, the member charged shall be advised in writing of the charges.~~

~~(b) A statement of the charges shall be sent by certified or registered mail to the last recorded address of the member at least twenty (20) days before final action is taken.~~

~~(c) The statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered.~~

~~(d) The member shall have the opportunity to appear in person and be represented by counsel to present any defense to such charges before action is taken.~~

~~(e) Suspension or expulsion shall be by two-thirds (2/3) vote of the entire membership of the Board of Directors.~~

Commented [JR21]: Moved to Article VIII

Rationale: Remove redundancy.

ARTICLE ~~IV~~ V

The Board of Directors

SECTION 1. Composition

(a) The Board of Directors shall be composed of the President, President-Elect, 1st Vice President, 2nd Vice-President, Secretary, and immediate Past President/Chairperson of the Board, ~~(the term as chairperson shall not exceed one (1) [1] year).~~

Commented [JR22]: Add parenthesis

(b) In addition, the Board shall have members who are not voting members to include funded and/or appointed positions such as Executive Secretary, ~~Executive Treasurer,~~ Web-Master, Member at Large, Board Intern, and any such individuals the Board recognizes as required to perform its duties and responsibilities to the Society. ~~These individuals will maintain communication with the officers through reporting activities at designated Board meetings and through needed communication with the Executive Committee between board meetings (moved to duties below).~~

Commented [JR23]: Addition

Rationale: To reflect position of executive treasurer.

Commented [JR24]: Move to Article V, Section 3

Rationale: Duties, not composition.

SECTION 2. Qualifications

Officers of the Board of Directors shall be voting members of the Society and the ASRT.

SECTION 3. Responsibilities

The Board of Directors shall:

- (a) Be vested with the responsibility of management of the business of the corporation.
- (b) Provide for an audit of the books and accounts of the Society and/or provide a financial status report to the members.
- (c) Control all funds and/or properties of the Society.
- (d) Establish the dates or location of the Annual Meeting and, in the case of national emergency, to cancel the Annual Meeting and to provide for the election of officers.
- (e) Employ or contract such personnel as may be necessary to conduct the business of the

Society.

(f) Fill officer and Board vacancies.

Commented [JR25]: Moved above Article V, Section 3, (h) and (i)

(g) Maintain communication with the officers through reporting activities at designated Board meetings and through needed communication with the Executive Committee between board meetings.

Rationale: To reflect removal of district language.

Commented [JR26]: Moved from Article V, Section 1

~~(h) Determine the number and boundaries of the affiliated districts.~~

~~(i) Provide guidance and support to the affiliate districts.~~

Commented [JR27]: Strike

Rationale: Remove language referencing districts.

SECTION 4. Vacancies

(a) A vacancy in the Board of Directors, except for the President and President-Elect, shall be filled by an appointment unanimously agreed upon by the President and the remaining members of the Board of Directors to complete the unexpired term.

(b) A vacancy in the office of President-Elect shall remain vacant until the next Annual Meeting when a President shall be elected in the manner provided in the Bylaws.

Commented [JR28]: Moved from Article IV, Section 7

SECTION 5. Meetings

(a) The Board of Directors shall meet at least five (5) times throughout the year inclusive of the Pre-Annual Meeting and the Post-Annual Meeting meetings.

(b) The President, the Chair of the Board, or a majority of the members of the Board of Directors, upon request of the Chairman of the Board, may call a special meeting, provided a fifteen (15) day notice to all Board members is given.

Commented [JR29]: Language revision/addition

Rationale: To align with ASRT Bylaws.

(c) In the absence of, or inability of the President or 1st Vice-President to act, the chairperson of the Board of Directors shall call the meeting to order and preside until a temporary chairperson replacement can be elected.

Commented [JR30]: Language revision

Rationale: Clarity; not replacing chairperson, rather replacement for person presiding.

Commented [JR31]: Moved from Article IV, Section 7

Rationale: Meeting specific.

Commented [JR32]: Addition

Rationale: Clarity that this refers to voting BOD members only.

SECTION 6. Quorum

A majority of the Board of Directors' voting members (at least 4) shall constitute a quorum for all meetings.

~~SECTION 7. Censure, Reprimand and Removal~~

~~Any Board member may be censured, reprimanded or removed from office for dereliction of duty or conduct detrimental to the Society. Such action may be initiated when the Board of Directors receives formal and specific charges against a board member.~~

~~(a) If the Board of Directors deems the charges to be sufficient, the member charged shall be advised in writing of the charges.~~

~~(b) A statement of the charges shall be sent by certified or registered mail~~

~~to the last recorded address of the member at least twenty (20) days before final action is taken.~~

~~(e) The statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered.~~

~~(d) The member shall have the opportunity to appear in person and be represented by counsel to present any defense to such charges before action is taken.~~

~~(e) Suspension or expulsion shall be by two-thirds (2/3) vote of the entire membership of the Board of Directors.~~

Commented [JR33]: Moved to Article VIII

Rationale: Remove redundancy.

ARTICLE ~~VII~~ VI Executive Committee

SECTION 1. Composition

The Executive Committee shall be composed of the: President, President-Elect, and the immediate Past President/Chairperson of the Board.

SECTION 2. Duties and Responsibilities

The Executive Committee shall be an advisory committee to the Board of Directors. It will provide guidance to and make recommendations on Society matters to the Board of Directors. The committee will not be vested with decision making powers for the Society but may ~~take action~~ **act** on the Society's behalf under the following circumstances and limitations:

Commented [JR34]: Language revision

Rationale: Remove redundancy.

(a) In the event that a pending matter calls for action before the next regularly scheduled Board Meeting.

(b) Because of circumstances, the procedure for calling an emergency Board Meeting would not allow sufficient time to take the necessary action on a matter pertinent to the Society's best interests.

~~(c) If the pending matter requires a monetary outlay, the expenditure(s) may not exceed a total limit of five hundred (\$500) dollars.~~

Commented [JR35]: Strike

Rationale: Remove to MSRT Guidelines, Financial Policies and Procedures, per ASRT direction.

(d) The President will report back to the Board of Directors at the next scheduled meeting, the nature and reasoning on the action that was taken by the committee.

SECTION 3. Vacancy

A vacancy in the Executive Committee, except for the President, shall be filled by a current officer or a person who is a Past President of the Society, and who is unanimously agreed upon by the Board of Directors.

ARTICLE VIII VII**Affiliate Delegates to the ASRT House of Delegates****SECTION 1. Delegates**

(a) Nominees for Affiliate Delegates shall be from current or former officers, Board of Director members, or committee chairs.

(b) The Society has two (2) delegates, each elected for a two (2) year term. The delegate terms are staggered such that only one (1) delegate is elected every year. The alternate delegates shall be designated as the person who receives the second and third highest total votes when a delegate is elected at the time of the election of officers. If there is not a full slate of nominations, the board will appoint the delegate(s) and/or alternate delegate as deemed possible ~~by Article IX, Section 1, d~~ in accordance with the ASRT Bylaws.

(c) The Society shall submit to the ASRT the names of the Affiliate Delegates and alternate delegates ~~by the last business day of January~~ in accordance with the ASRT Bylaws or the Society delegate positions shall remain open until after the ASRT House of Delegates' meeting.

(d) The Society has the power to remove and/or appoint delegates.

Commented [JR36]: Language revision

Rationale: To align with ASRT policy.

Commented [JR37]: Language revision

Rationale: To align with ASRT policy and protect against date changes by the ASRT.

SECTION 2. Qualifications

(a) ~~A delegate shall show proof of continuing education.~~ A delegate shall meet all qualifications in accordance with ASRT Bylaws.

(b) A delegate shall be a voting member of the ASRT and the Society for two (2) years immediately preceding nomination.

(c) A delegate shall have served as an officer, or on the Board of Directors, or as a committee chair in the Society.

(d) A delegate shall practice in the medical imaging or radiation therapy profession.

(e) A delegate may serve concurrently on the board of any national ~~radiologic science medical imaging and radiation therapy~~ certification or national accreditation agency.

(f) A delegate shall have the time and availability for necessary travel to represent the ASRT.

Commented [JR38]: Language revision

Rationale: To align with ASRT policy.

Commented [JR39]: Language revision

Rationale: To align with ASRT terminology.

SECTION 3. Responsibilities

(a) Society delegates shall attend the ASRT House of Delegates' meetings and all meetings required of delegates.

(b) Respond to communication from the ASRT Office, ASRT Board of Directors or from the ASRT House of Delegates.

(c) Disseminate information to the Society.

(d) Attend MSRT Board Meetings.

SECTION 4. Term

A Society delegate may serve for a term of two (2) years, and may not serve more than two (2) consecutive terms, unless there are no other nominations. Write in nominations are not accepted for this office.

SECTION 5. Absence

An absence exists when an appointed Society delegate is unable to fulfill the duties of the position during the ASRT House of Delegates' meeting. The delegate shall be considered absent for the purpose of that meeting only. It is the responsibility of the Society delegate to notify the ASRT, the Speaker of the House, and the alternate delegate of their inability to attend the conference, as soon as possible. The alternate delegate shall be seated for that meeting only. Any delegate position or alternate delegate position not filled by the appointment process remains open. There shall be no on-site credentialing of delegates.

SECTION 6. Vacancies

A vacancy exists when a delegate has submitted a written letter of resignation or when a delegate position has not been filled by the appointment process. A delegate vacancy caused by the written resignation of a delegate shall be filled by the alternate delegate.

SECTION 5. Absences and/or Vacancies

Absences and/or vacancies are defined and handled in accordance with the ASRT Bylaws and procedural documents (i.e., House of Delegates Procedure Manual).

SECTION 7. Censure, Reprimand, and Removal

Any Society delegate may be censured, reprimanded or removed from the position for dereliction of duty or conduct detrimental to the ASRT or the Society. Such action may be initiated when the Board of Directors receives formal and specific charges against the delegate.

(a) If the Board of Directors deems the charges to be sufficient, the member charged shall be advised in writing of the charges.

(b) A statement of the charges shall be sent by certified or registered mail to the last recorded address of the member at least twenty (20) days before final action is taken.

(c) The statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered.

(d) The member shall have the opportunity to appear in person and be represented by counsel to present any defense to such charges before action is taken.

Commented [JR40]: Language revision

Rationale: To align with ASRT policy and refer to ASRT documentation.

~~(e) Censure, reprimand or removal shall be by two-thirds (2/3) vote of the Society Board of Directors.~~

ARTICLE VIII

Censure, Reprimand, and Removal

Any Society officer, board of directors' member, or affiliate delegate may be censured, reprimanded, or removed from the position for dereliction of duty or conduct detrimental to the ASRT or the Society. Such action may be initiated when the Board of Directors receives formal and specific charges against the officer, board of directors' member, or affiliate delegate.

- (a) If the Board of Directors deems the charges to be sufficient, the officer, board of directors' member, or affiliate delegate charged shall be advised in writing of the charges.
- (b) A statement of the charges shall be sent by certified or registered mail to the last recorded address of the member at least twenty (20) days before final action is taken.
- (c) The statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered.
- (d) The officer, board of directors' member, or affiliate delegate shall have the opportunity to appear in person and be represented by counsel to present any defense to such charges before action is taken.
- (e) Censure or reprimand shall be by majority vote of the Society Board of Directors.
- (f) Removal shall be by three-fourths (3/4) vote of the Society Board of Directors.

Commented [JR41]: Moved to Article VIII

Rationale: Remove redundancy.

Commented [JR42]: New Article

Rationale: To remove redundancy; all censure, reprimand, and removal information regarding officers, BOD, and affiliate delegates moved to separate Article.

ARTICLE IX

Meetings

SECTION 1. Annual Meeting

- (a) The Society shall hold one (1) Annual Meeting each year for the purpose of installing officers, receiving reports, amending Bylaws, and conducting such other business that may arise, and for presenting educational programs.
- (b) The site of the Annual Meeting shall be decided by the Board of Directors.

SECTION 2. Special Meetings

Special meetings of the Society may be called at such time and place as may be designated by the Board of Directors. A majority of this group shall constitute sufficient authority. Members shall be notified at least fifteen (15) days in advance of such meetings, together with a statement of the business to be transacted. No business other than that specified shall be transacted at a special meeting.

Commented [JR43]: Separation; Change of threshold

Rationale: Consistency with ASRT Bylaws; higher threshold for removal vs. censure or reprimand.

SECTION 3. Quorum

A quorum shall be twenty-five percent (25%) of the voting members registered at the business meeting; and includes not less than two (2) officers.

ARTICLE X Committees

- (a) The Board of Directors shall establish or eliminate committees as deemed necessary to aid the Society in ~~carrying out~~ its activities. Such committees shall be responsible to the Board of Directors.
- (b) The President shall appoint committee chairperson and approve committee members unless in conflict with other sections of the Bylaws.
- (c) A vacancy in any committee shall be filled by appointment by the President.

Commented [JR44]: Strike

Rationale: Remove redundancy.

ARTICLE XI Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern this Society in all cases to which they are applicable and in which they are consistent with these Bylaws.

ARTICLE XII Amendments

- (a) Any member of the Society may propose amendments to these Bylaws.
- (b) All proposed amendments shall be submitted in writing to any member of the Board of Directors.
- (c) The Board of Directors will then assign the proposed amendment to the Bylaws Committee for review and revision.
- (d) ~~All proposed Bylaw amendments must be sent to the Secretary at least sixty (60) days prior to the time of voting.~~
- (e) Notice of proposed amendments shall be disseminated to the membership ~~by the Secretary~~ at least thirty (30) days in advance of the vote.
- (f) Amendments to these Bylaws shall be adopted by a two-thirds (2/3) vote of the voting members present at the Society's Annual Business Meeting.
- (g) Amendments shall be effective at the conclusion of the business meeting unless otherwise specified.

Commented [JR45]: Addition of line breaks and (a-g)

Rationale: Clarity.

Commented [JR46]: Strike

Rationale: Dated, no longer require long time period for physical mail; not part of Secretary's duties any longer.

Commented [JR47]: Strike

Rationale: Not part of the Secretary's duties.

ARTICLE XIII Electronic Meetings and Communication

SECTION 1. Meetings

The Board of Directors and all committees and subcommittees shall be authorized to meet by ~~telephone conference~~ **teleconference** or through other electronic communications media so long as all the members may simultaneously hear each other and participate during the meeting.

Commented [JR48]: Language revision

Rationale: Remove dated language.

SECTION 2. Communication

All communication required in these Bylaws, including meeting notices, may be sent electronically.

ARTICLE XIV

Indemnification

Every officer, employee, or delegate of the Society shall be indemnified by the Society against all expenses and liabilities, including attorney's fee in connection with any threatened, pending, or completed proceeding in which the above-named individual is involved by reason of the above-named individual being or having been an officer, employee, or delegate of the Society if the above-named individual acted in good faith and within the scope of the above named individual's authority and in a manner reasonably believed to be not opposed to the best interest of the Society. In no event shall indemnification be paid to or on behalf of any above-named individual going beyond or acting beyond the powers granted by authority of this organization or bylaw. The foregoing right of indemnification shall be in addition to and not exclusive of, all other rights to which such officer, employee, or delegate may be entitled.

ARTICLE XV

Dissolution

In the event of dissolution or final liquidation of the Society, all its assets remaining, after payment of its obligations shall have been made or provided for, shall be distributed to and among such corporations, foundations, or other organizations organized and operated exclusively for scientific and educational purposes, consistent with those of the Society as shall be designated by the Board of Directors.