

MINNESOTA SOCIETY OF RADIOLOGIC TECHNOLOGISTS OFFICIAL BYLAWS September 14, 2007

ARTICLE I: TITLE

The name of this Society shall be: The Minnesota Society of Radiologic Technologists, hereinafter referred to as the MSRT.

ARTICLE II: PARENT ORGANIZATION

The American Society of Radiologic Technologists (ASRT) shall be the parent organization. Societies needing counsel shall submit their issues to the ASRT through the executive office.

ARTICLE III: PURPOSES AND FUNCTIONS

Section 1: PURPOSES

The purpose of the MSRT shall be to advance the professions of radiation and imaging disciplines and specialties, to maintain high standards of education, to enhance the quality of patient care, and to further the welfare and socioeconomics of radiologic technologists.

Section 2: FUNCTIONS

- A. To provide meetings at which to transact MSRT business, to carry on educational activities, to discuss professional issues, to present scientific papers, to encourage similar programs among organizations affiliated with the MSRT.
- B. To disseminate information pertinent to the conduct of the MSRT or the profession.
- C. To promote high standards of education.
- D. To promote high standards of continuing education.
- E. To encourage research.
- F. To establish and promote policies relevant to the profession.

- G. To establish membership eligibility and define membership categories.
- H. To facilitate and provide a forum for communication between individual members with a common professional interest.

ARTICLE IV: POLICIES

- A. All provisions of these bylaws shall apply except when in conflict with state or federal laws regarding nonprofit organizations.
- B. The MSRT is committed to equal opportunity and nondiscrimination in all programs and activities. No one shall be denied opportunities or 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.
- C. The name of the MSRT or any member of its Board of Directors, or its staff, in their official capacities, shall not be used in connection with a corporation or company for other than the regular functions of the MSRT.

ARTICLE V: MEMBERSHIP

Section 1: COMPOSITION

The membership of the MSRT shall consist of active members, associate members, student members, retired members, life members, honorary members, and supporting members.

Section 2: QUALIFICATIONS

Candidates for membership shall submit an application for membership along with the required fees and additional information as requested.

Section 3: CATEGORIES

- A. Active members are those who are registered with the American Registry of Radiologic Technologists (ARRT), or its equivalent, or hold an unrestricted license under state statutes and hold voting membership in the ASRT. They shall have all rights, privileges and obligations of membership including the right to vote, debate and hold office.

- B. Associate members are individuals who are currently registered with the ARRT, or its equivalent and who are not voting members of the ASRT. They shall not hold office. Their qualifications, privileges, and obligations shall be defined by the active members of the MSRT, and shall be relative and restricted to the internal workings and needs of the MSRT.
- C. Student members are individuals enrolled in an accredited primary radiologic science program. Student membership will expire at the next membership renewal date following graduation or upon discontinuation of the educational program. They shall have all the privileges and obligations of members, except the right to hold office.
- D. Retired members are individuals who have met the Social Security Administration requirements for retirement. These individuals no longer practice in the Radiologic Sciences. They shall have all the privileges of members except the right to hold office.
- E. Life members are active members who have rendered extraordinary service to the MSRT. Life members are selected by unanimous recommendation of the Board of Directors and approved by a majority of the voting membership at the Annual Meeting. They shall have all the rights, privileges and obligation of active members.
- F. Honorary members shall be those persons who, because of the interest they have evidenced in the activities and aims of the MSRT, the MSRT wishes to honor. Honorary members are selected by unanimous recommendation of the Board of Directors and approved by a majority of the voting membership at the annual meeting. They shall not pay dues, vote or hold office.
- G. Supporting members are individuals who are interested in promoting the purposes and functions of the MSRT. They are not eligible for active, associate, or student membership. They shall have all the privileges and obligations of active members except the right to vote and hold office.

Section 4: RESIGNATION

Any member shall have the right to resign by written notification to the Treasurer, providing all dues or other indebtedness to the MSRT 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 MSRT, or any other conduct prejudicial to the interests of the MSRT.

- A. If the Board of Directors deems the charges to be sufficient, the person 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.

Section 6: DUES

- A. The annual dues for active, associate, student, retired and supporting members may be equal to but not exceed the ASRT annual dues.
- B. The application fees and annual dues for all members, established by the Board of Directors, require adoption by a majority vote of the voting members present at the annual meeting.
- C. Notice of proposed changes must be given to the membership at least thirty (30) days in advance of the annual meeting.
- D. No member who is in arrears for dues shall vote, hold office, or shall be entitled to receive reports of the transactions of the MSRT. It shall be the duty of the membership chairperson to erase from the membership roster the name of any person who is in arrears for more than sixty (60) days.

Section 7: REINSTATEMENT

Any member who has resigned or whose membership has been deleted from the MSRT for other reasons may be reinstated only after filing a new application and paying the fees as a new member.

ARTICLE VI: OFFICERS

The officers of the MSRT shall be: President, President-Elect, Secretary, Treasurer, and such additional officers as are recommended by the Board of Directors and ratified by the membership.

Section 1: QUALIFICATIONS

All officers of the MSRT shall be active members.

Section 2: ELECTIONS

- A. The President-Elect, Secretary, and Treasurer, or any other officer shall be elected by a majority vote of the voting members.
- B. Election of the MSRT offices of President-Elect, Secretary and Treasurer will be conducted by written ballots for each office having more than one (1) candidate.

Section 3: TERM

- A. The Secretary and Treasurer will be elected on alternate years, each for a two (2) year term.
- 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 Past President. The immediate Past President shall become Chairman of the Board.
- C. Any additional officers as are recommended by the Board of Directors and ratified by the membership shall serve for a term of one (1) year or until their successors have been elected.
- D. All officers shall surrender to their successors all records and properties belonging to the MSRT.

Section 4: DUTIES

- A. President:
 - 1. Shall perform duties consistent with the office.
 - 2. Shall preside at all of the business meetings of the MSRT.
 - 3. Shall be ex-officio member of all committees, except the nominating committee.
 - 4. Shall appoint committees unless otherwise provided in the bylaws.

5. Shall serve as an affiliate delegate to the American Society of Radiologic Technologists ASRT House of Delegates and Annual Conference.
- B. President-Elect:
1. Shall perform duties consistent with the office.
 2. Shall familiarize themselves with the activities of the MSRT.
 3. Shall make all preparations necessary for elevation to the office of President.
 4. Shall acquaint themselves with all of the duties of the President.
 5. Shall serve as the alternate delegate to the ASRT House of Delegates.
- C. Secretary:
1. Shall perform duties consistent with the office.
 2. Shall keep a correct and permanent record of all board of directors meetings and the annual meeting business meetings.
- D. Treasurer:
1. Shall perform duties consistent with the office.
 2. Shall receive and keep funds of the MSRT and make payment upon order of the Board of Directors.
 3. Shall prepare quarterly and annual reports for the Board of Directors.
 4. Shall make a full financial statement at the annual meeting business meeting.
- E. Immediate Past President /Chairman of the Board:
1. Shall represent the MSRT as the senior affiliate delegate at the ASRT House of Delegates.
 2. Shall serve as the Chairman of the Board of Directors.
 3. Shall mentor the President-Elect
 4. Shall assist the President as needed
 5. Shall serve as Chairman of the Resolution and Bylaws Committee.
 6. Shall assure that the business of the MSRT is conducted in accordance with the Bylaws.*

7. Shall conduct MSRT Board of Director meetings.

Section 5: NOMINATIONS

- A. Nominations for office shall be sent to the nominations committee.
- B. Nominations received at the annual meeting will be verified prior to being placed on the ballot.
- C. The Nominations Committee shall consist of five (5) members, the four (4) District Presidents and the MSRT President-Elect who shall serve as chairman.

Section 6: VACANCIES

- A. A vacancy in the office of President shall be filled by the Chairman of the Board.
- B. A vacancy in the office of President-Elect shall remain vacant until the next annual meeting where a President-Elect will be elected.
- C. A vacancy in any elective office, except the office of President or President-Elect shall be filled by appointment agreed upon by a majority of the Board of Directors.

Section 7: CENSURE, REPRIMAND and REMOVAL

Any officer may be censured, reprimanded or removed from the office for dereliction of duty or conduct detrimental to the MSRT. 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 person 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 officer 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 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, reprimand or removal shall be by two-thirds (2/3) vote of the remaining membership of the Board of Directors.

ARTICLE VII: THE BOARD OF DIRECTORS

Section 1: COMPOSITION

Members of the Board of Directors shall be the President, President-Elect, Secretary, Treasurer, immediate Past President /Chairman of the Board, the MSRT MARS President and the Presidents of the active districts. Additional directorships may be established by a ballot of the voting members of the MSRT. Such directors shall serve for a period of one year and shall not succeed to the chairmanship.

Section 2: QUALIFICATIONS

Members of the Board of Directors shall be active members of the MSRT.

Section 3: DUTIES

- A. Be vested with the responsibility of the management of the business of the corporation.
- B. To provide for the audit of the books and accounts of the MSRT.
- C. To control all funds and/or properties of the MSRT.
- D. To change the dates or location of the annual meeting if found advisable.
- E. In the case of state or national emergency, to cancel the annual meeting, and to provide for the election of officers.
- F. To employ such personnel as may be necessary to conduct the business of the MSRT.
- G. Shall approve the site of the Annual Meeting.
- H. Shall fill a vacancy in the office of Secretary and Treasurer

Section 4: MEETINGS

- A. The Board of Directors shall meet at least four times per year.
- B. The president, or a majority of the members of the Board of Directors, upon written request to the President, may call a special meeting, provided a fifteen (15) day notice to all Board members is given.

Section 5: QUORUM

A majority of the Board of Directors' members shall constitute a quorum for all meetings.

Section 6: CENSURE, REPRIMAND and REMOVAL

Any Board member may be censured, reprimanded or removed from the position for dereliction of duty or conduct detrimental to the MSRT. 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 person 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 Board 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 Board 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. Censure, reprimand or removal shall be by two-thirds (2/3) vote of the remaining membership of the Board of Directors.

ARTICLE IX: DELEGATES TO THE ASRT HOUSE OF DELEGATES

Section 1: AFFILIATE DELEGATES

- A. Two MSRT delegates and one alternate delegate shall be appointed by the MSRT. The Affiliate Delegates to the ASRT House of Delegates shall be the current MSRT President and the Immediate Past President. The Immediate Past President shall serve as the Senior Delegate. The alternate delegate shall be the President-Elect.
- B. The MSRT shall submit to ASRT the names of the MSRT delegates and alternate delegate by the first business day of April or the MSRT delegate positions shall remain open until after the ASRT House of Delegates' meeting.
- C. The MSRT has the power to remove delegates

Section 2: QUALIFICATIONS

- A. A delegate shall show proof of continuing education.

- B. A delegate shall be a voting member of the ASRT and the MSRT 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 member in the MSRT.
- D. A delegate shall practice in the radiologic science profession or health care.
- E. A delegate may serve concurrently on the board of any national radiologic science certification or national accreditation agency.
- F. A delegate shall have the time and availability for necessary travel to represent the ASRT.

Section 3: RESPONSIBILITIES

- A. MSRT delegates shall attend the ASRT House of Delegates' meeting and all meetings required of delegates.
- B. Respond to communications from the ASRT Office, ASRT Board of Directors or from the ASRT House of Delegates.
- C. Disseminate information to the Board of Directors and the MSRT.
- D. The Senior Delegate shall provide a report of the activities of the ASRT during the past year at the MSRT's Annual Meeting.

Section 4: TERM

A MSRT delegate may serve for a term of two years; and may not serve more than two consecutive terms.

Section 5: ABSENCE

An absence exists when an appointed MSRT 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 MSRT delegate to notify the ASRT, the Speaker of the House, and the alternate delegate of the delegate's 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 appointed alternate delegate.

Section 7: CENSURE, REPRIMAND and REMOVAL

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

- A. If the Board of Directors deems the charges to be sufficient, the person 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 delegate 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 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, reprimand or removal shall be by two-thirds (2/3) vote of the respective Board of Directors.

ARTICLE X: MEETINGS

Section 1: ANNUAL MEETING

An Annual Meeting of the MSRT shall be held in the fall for the purpose of installing officers, receiving reports, amending Bylaws, and conducting such other business as may arise; and for presenting educational programs.

Section 2: SPECIAL MEETINGS

The president, or a majority of the members of the Board of Directors, upon written request to the President, may call a special meeting, provided a fifteen (15) day notice to all members is given. The purpose of such meetings shall be stated in the notice and no other business shall be transacted.

Section 3: QUORUM

A quorum for business meetings or for any special MSRT meeting shall consist of twenty-five percent (25%) of the voting members in attendance and includes not less than two (2) officers.

ARTICLE XI: STANDING COMMITTEES

Section 1: STANDING COMMITTEES

The Board of Directors shall establish standing committees as deemed necessary to aid the MSRT in carrying on its activities. Such committees shall be responsible to the Board of Directors and may be altered or eliminated at any time by the Board of Directors.

Section 2: VACANCIES

A vacancy in any Standing Committee shall be filled by appointment by the President.

ARTICLE XII: PARLIAMENTARY AUTHORITY

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

ARTICLE XIII: DISTRICT ORGANIZATIONS POWERS AND PRIVILEGES

The MSRT may establish, organize and supervise district organizations within the state.

Section 1: DISTRICTS

The number of districts and their boundaries shall be determined by the Board of Directors.

Section 2: OFFICERS

- A. The district President and President-Elect must be MSRT active members.
- B. President-Elect and Secretary-Treasurer shall be elected by the membership of each district.

- C. The office of Secretary-Treasurer may be divided.
- D. In the absence of President-Elect, the District shall elect a President.
- E. The district shall establish by a majority vote at a regular meeting such voting procedures as best meet the needs of the district and are applicable to the business conducted.
- F. All officers shall serve a term as determined by the district or until their successors have been elected and assumed office.
- G. They shall surrender to their successor all records and properties belonging to the district and/or MSRT.
- H. Officers may not be elected for more than two consecutive terms.

Section 3: MEMBERSHIP

- A. Membership in the district shall be active, associate and student membership.
- B. Associate and student members may vote at district meetings and may hold the office of secretary and/or treasurer.

Section 4: DISTRICT TREASURY

The district organizations shall have control over its treasury. Disbursements from the district treasury shall be approved by a majority of the district officers.

Section 5: COMMITTEES

The District President may appoint committees as are necessary to promote the activities of the district.

Section 6: MEETINGS

- A. District organizations shall hold at least two meetings each year.
- B. Each district shall determine its quorum. Two district officers must be included in the quorum.

Section 7: INDEMNIFICATION

The MSRT shall not be responsible for any debts, actions or statements made by, or on behalf of, any district.

ARTICLE XIV: AMENDMENTS

Amendments to these bylaws may be made by a two-thirds (2/3) vote of the members voting at any business meeting of the MSRT. Notice of such proposed amendments must be sent to the membership at least fifteen (15) days prior to the time of voting.

ARTICLE XV: INDEMNIFICATION

Every officer, director, employee or delegate of the MSRT shall be indemnified by the MSRT against all expenses and liabilities, including attorney's fees, in connection with any threatened, pending or completed proceeding in which the above-named individual is involved by reason of being or having been an officer, director, employee or delegate of the MSRT 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 interests of the MSRT. 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, director, employee or delegate may be entitled.

CHAPTER XX: ARTICLE XVI: DISSOLUTION

In the event of dissolution or final liquidation of the MSRT, all of 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 MSRT, as designated by the Board of Directors.