

ATLANTA SOCIETY OF RADIOLOGIC TECHNOLOGISTS, INC.

ARTICLE I

NAME

The name of the Society shall be THE ATLANTA SOCIETY OF RADIOLOGIC TECHNOLOGISTS, INC., hereinafter referred to as the Society.

ARTICLE II

GOVERNING BODY

The affairs of the Society shall be administered by a Board of Directors. Each director shall be an active member of the Society and The Georgia Society of Radiologic Technologists, Inc. (GSRT). This Society shall be a recognized affiliate of The Georgia Society of Radiologic Technologists, Inc., and shall support its policies and procedures. When in need of counsel, the Society will consult The Georgia Society of Radiologic Technologists, Inc.

ARTICLE III

PURPOSE AND FUNCTIONS

The purpose of the Society 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.

ARTICLE IV

POLICIES

- A. The Society shall be noncommercial, nonprofit, nonsectarian and nonpartisan. No commercial enterprise or any candidate for public office shall be endorsed by it. The name of the Society or any of its officers, Board members, delegates or staff in their official capacities shall be used in connection with promotion of a commercial company or with any partisan interest for 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 will 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.

ARTICLE V

MEMBERSHIP

SECTION 1: Qualifications

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

SECTION 2: Categories

- A. Active members are those who are registered by the American Registry of Radiologic Technologists (ARRT) or its equivalent or hold an unrestricted license under state statutes. They shall have all rights, privileges and obligations of membership including the right to vote, debate, and hold office.
- B. Associate members are those who are interested in promoting the purposes and functions of the Society, but who are not eligible for active or student membership. They shall have all rights, privileges and obligations of active members except the right to vote and hold office.
- C. Student members are those who are enrolled in a primary radiologic science program accredited

by a Joint Review Committee or regional accrediting agency. Eligibility for this category shall terminate on conclusion or discontinuation of such education. Student members shall have all rights, privileges and obligations of active members, except the right to vote and hold office.

- D. Life members are those active members who have rendered exceptional service to the Society. Life members shall be elected by a majority vote at a Society business meeting upon a majority recommendation by the Board of Directors. They shall pay no dues and shall have all the rights, privileges and obligations of an active member.
- E. Honorary members are those persons the Society wishes to honor because of the interest they have exhibited in the activities of the Society. Honorary members shall be selected by a majority vote at a business meeting of the Society, upon a unanimous recommendation from the Board of Directors. These members shall pay no dues and shall have all the rights, privileges and obligations of active members except the right to vote or hold office.

SECTION 3: Resignation

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

SECTION 4: 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 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 5: Reinstatement

A 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 the dues and application fee for the year in which he is reinstated.

ARTICLE VI

MEMBERSHIP DUES

- A. The annual dues for active, associate, and student members shall be payable each year in advance of the fiscal year, June 1, through May 31.
- B. Dues for all members, established by the Board of Directors, require adoption by a two-thirds (2/3) vote of the voting members at a Society business meeting. Notice of such vote shall be given to the members at least 15 days in advance of the vote.
- 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. Any member in arrears for more than ninety (90) days will be erased from the rolls of membership.

ARTICLE VII

OFFICERS

SECTION 1: Qualifications

All officers shall be active or life members of the Society, and voting members of the Georgia Society of Radiologic Technologists, Inc.

SECTION 2: Officers

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

SECTION 3: Eligibility

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

SECTION 4: Elections

A. Nominations

1. A nominating committee of three members geographically distributed shall be appointed by the President within thirty (30) days following the date of the annual meeting.
2. The nominating committee shall satisfy itself that all candidates have the proper credentials and are willing to serve if elected. The committee shall present all qualified candidates.
3. Nominations may be submitted by any Society voting member to the Chairman of the Nominations Committee. Nominations will also be accepted from the floor during an annual business meeting.

B. Elections

The President-Elect, Vice President, Administrative Secretary, and Treasurer shall be elected by majority vote of the voting members present at a designated, business meeting. Notice of the election shall be sent to the membership at least 15 days prior to such meeting.

SECTION 5: Term

- A. The Vice President, and Administrative Secretary shall serve for a term of one year, or until their successors have been appointed or elected and assumed office.
- B. The Treasurer shall serve a two-year term.
- C. The President-Elect shall serve for a term of one (1) year as President-Elect, one (1) year as President, one (1) year as immediate Past President and one (1) year as senior Past President/Chairman of the Board.
- D. All officers, except the President and President-Elect may be re-elected.

SECTION 6: Duties of Officers

- A. **President:** The President shall preside at all meetings of the Society and perform all duties consistent with the office. The President shall be an ex-officio member of all committees, except the nominating committee. The President shall appoint committees unless otherwise provided in the Bylaws or the Society's policies and procedure manual.
- B. **President-Elect:** The President-Elect shall become familiar with all activities of the Society and shall make preparations necessary for elevation to the office of President.
- C. **Vice President:** The Vice President shall become acquainted with all the duties of President. In the absence of the President, the Vice President shall assume the duties of the President.
- D. **Administrative Secretary:** The Administrative Secretary shall record meeting minutes, conduct correspondence and keep accurate and permanent records of all business transactions. The Administrative Secretary shall notify all members of forthcoming meetings at least 15 days prior to such meetings.
- E. **Treasurer:** The Treasurer shall receive and deposit funds for the Society, keep correct and accurate records and disperse funds only upon order of the Board of Directors.

SECTION 7: Vacancies

- A. A vacancy in the office of President shall be filled by the Vice President.
- 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.
- C. A vacancy in an elected office except the office of President and President-Elect shall be filled by an appointment unanimously agreed upon by the members of the Board of Directors

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 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 VIII
BOARD OF DIRECTORS**

SECTION 1: Qualifications

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

SECTION 2: Composition

- A. The Board of Directors shall be composed of the following members; the immediate past President, the senior past President and the current elected or appointed officers. The Chairperson of the Board shall be the senior Past President. If the senior Past President declines the chairmanship, a Chairman will be elected by majority ballot of the Board of Directors. The Chairperson must be a past President of the society.
- B. The term as Chairperson may exceed one year.

SECTION 3: Responsibilities

The responsibilities of the Board of Directors shall be to:

- A. Be vested with the responsibility of the management of the business of the corporation.
- B. Provide for the audit of the books and accounts of the Society annually and/or more often if deemed necessary.
- C. Control all funds or other property of the Society including savings and educational funds.
- D. Approve the dates and location of the Society meetings, may change the date or location of the meeting of the Society whenever it is found advisable and may cancel any social affair that shows the potential for significant financial liability.
- E. Contract such personnel as may be necessary to conduct the business of the Society.
- F. Provide for the election of officers.

SECTION 4: Vacancy

A vacancy in the Board of Directors, except for President, shall be filled by an appointment. The appointed board member must be unanimously agreed upon by the remaining members of the Board of Directors and will only complete the unexpired term. Such Director shall be a past President and shall not succeed to the chairmanship.

SECTION 5: Meetings

- A. The Board of Directors shall meet at least three (3) times per year.
- B. The president, or a majority of the members of the Board of Directors, upon request to the chairman of the Board, may call a special meeting, provided a fifteen (15) day notice to all Board members is given.

SECTION 6: Quorum

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

SECTION 7: 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 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 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 MEETINGS

SECTION 1: Number of Meetings

The meetings of the Society, not more than nine or less than 3 during any Fiscal year shall be decided upon by the Board of Directors and ratified by the membership. Scheduled during the fiscal year, the meeting dates will depend upon the business of the Society.

SECTION 2: Special Meetings

Special meetings of the Society may be called at such date, 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 essential business other than that specified shall be transacted at a special meeting.

SECTION 3: Annual Meeting.

The Society shall hold an Annual Meeting at such date, time and place as may be designated by a majority of the Board of Directors, for the purpose of installing officers, receiving reports, amending Bylaws, and conducting such other business as may arise; and for presenting educational programs. Members shall be notified 15 days prior to such meeting with such notice to include a statement of business to be discussed at the meeting.

SECTION 4: Quorum

A quorum for any business meeting shall consist of not less than ten percent (10%) of the voting membership and includes not less than two officers.

ARTICLE X COMMITTEES

- A. The Board of Directors shall establish committees deemed necessary to aid the Society 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 majority vote of the Board of Directors.
- B. The President shall make all committee appointments with reference to the Society's Policy and Procedure Manual for specific appointments unless in conflict with other sections of the Bylaws.
- C. A vacancy in any committee chairperson shall be filled by appointment by the President.

ARTICLE XI PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Roberts 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

Proposed Amendments to these bylaws, upon the approval and direction of the Board of Directors of the Society, shall be sent to all members of the Society at least 15 days prior to the time of voting. Two-thirds

of the voting members present at a designated business meeting will be necessary for adoption. Amendments shall be effective at the conclusion of the business meeting unless otherwise specified.

**ARTICLE XIII
INDEMNIFICATION**

Every officer, director, or employee or delegate of the Society shall be indemnified by the Society 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 his being or having been an officer, director, delegate or employee of the Society if the above-named individual acted in good faith and within the scope of the above-named individual 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 Bylaws. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such officer, director, delegate or employee may be entitled.

**ARTICLE XIV
DISSOLUTION**

In the event of dissolution or final liquidation of the Society, all 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.

**ARTICLE XV
LEGALITIES OF BYLAWS**

All provisions of these Bylaws shall apply except when in conflict with state or federal laws respecting non-profit corporations.