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## **The General Nature of the Bylaws**

Bylaws are rules adopted and maintained by an association or society that define and direct its internal structure and management. They are subordinate, and complementary, to an association's articles of incorporation.

Articles of incorporation are the primary law of an association used to establish the general organization and governing of the association to achieve corporate existence.

Bylaws are the secondary law of an association best used to detail how the society is formed and run.

In some states, bylaws are not specifically required for an incorporated or unincorporated association, or they are only mentioned in a cursory manner. Even where legally optional, most associations elect to have a set of bylaws because of its usefulness in management operations.

If the articles constitute an agreement between the society and the state, the bylaws shall be viewed as constituting the terms of an agreement between an association and its members. The agreement ordinarily shall be honored and enforced in a court of law. Bylaws describe the relationships, rights and obligations for the members, directors, officers and staff of an association. They can be invaluable in avoiding or resolving differences among those who are part of the association or who deal with it.

Consequently, bylaws should be kept current, taking into account the changes of an association. Members and staff also should familiarize themselves with the document to better understand the organization they represent and that represents them.

## **ARTICLE I**

### **NAME**

The name of this organization shall be the Idaho Society of Radiologic Technologists hereinafter referred to as the Society. The principal place of business is within the State of Idaho. The Society is affiliated with the American Society of Radiologic Technologists.

## **ARTICLE II**

### **PURPOSE, FUNCTIONS, DEFINITION AND GOVERNANCE**

#### **SECTION 1. PURPOSE**

The purpose of this 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.

#### **SECTION 2. FUNCTIONS**

The functions of the Society shall include but not be limited to:

- A. To provide a forum to transact Society business.
- B. To disseminate information pertinent to the profession.
- C. To promote high standards of education.
- D. To encourage scientific research.
- E. To encourage quality patient care.
- F. To establish and promote policies relevant to the profession.
- G. Expand educational opportunities and to develop programs to broaden the scope of technological service.
- H. Establish qualifications and categories for membership.
- I. As an affiliate of the American Society of Radiologic Technologists ("ASRT"), to support the purpose and policies of the ASRT.
- J. Collaborate and cooperate with external organizations or agencies as may be necessary to assure continued growth and progress of the Society

#### **SECTION 3. DEFINITION**

Radiologic Technologist shall be the term used to define radiographer, nuclear medicine technologist, radiation therapist, sonographer, magnetic resonance technologist, radiologist assistant and bone densitometrist and shall be used to describe the areas of certification or licensure. Additional terms of description may be adopted by the Society to define new areas of certification or licensure.

#### SECTION 4. GOVERNANCE

The Society is a subsidiary organization of the American Society of Radiologic Technologists (ASRT).

### **ARTICLE III**

#### **MEMBERSHIP**

##### SECTION 1. POLICY AND PROCEDURE

- A. The Society 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.
- B. 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 other than the regular functions of the Society.
- C. A candidate for membership shall submit an application for membership along with the required fee to the ISRT.

##### SECTION 2. CATEGORIES

The membership of this Society shall consist of voting and non-voting members. The ISRT 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.

###### A. Voting Members

- 1. Voting members shall be those active members who are certified by the American Registry of Radiologic Technologists or equivalent or hold an unrestricted license under state statute, or who are currently enrolled in an accredited Radiologic Technology Program. They shall have all rights, privileges and obligations of

membership including the right to vote, debate, hold office and serve as a delegate in the ASRT House of Delegates.

## 2. Student Members

Student Members are those who are enrolled in primary medical imaging or radiation therapy programs. They shall have all rights, privileges and obligations of Active members. Eligibility for Student membership shall terminate upon initial certification.

## 3. Life Members

Life members are those voting members who have provided exceptional service and dedication to the ISRT and the profession. Life member nominees shall be selected by three-fourths vote of the entire membership of the Board of Directors. They shall have all rights, privileges and obligations of Active members. They shall pay no membership dues.

## B. Non-voting Members

1. Associate members are those who are or have been employed in the technical, educational, managerial or corporate aspects of the medical imaging and radiation therapy profession and do not qualify for Active membership. They shall have all rights, privileges and obligations of Active members except to vote, hold office or serve as a delegate.
2. Limited x-ray machine operators are those who perform diagnostic x-ray procedures on selected anatomical sites and are not registered radiologic technologists. They shall have all rights, privileges and obligations of Active members except to vote, hold office or serve as a delegate.

## SECTION 3. MEMBERSHIP DUES

- A. Dues of all members, established by the Board of Directors, shall be adopted by a two-thirds (2/3) vote of the voting membership who are present and voting at the annual conference.
- B. Any intent by the Board of Directors to change the dues shall be communicated to all members by publication on the ISRT website <https://idahoisrt.org> and/or Facebook page a minimum of sixty days (60) prior to the annual conference.
- C. Dues shall be paid within sixty (60) days of the renewal date. The name of any member in arrears after sixty (60) days shall be deleted from membership.
- D. Voting membership shall be given at no charge to all newly graduated technologists. This membership shall be for a period of one year and also be contingent on being a registered radiologic technologist.

## SECTION 4. RESIGNATION

Any member shall have the right to resign by written communication to the ISRT office.

## SECTION 5. REINSTATEMENT

A member who has resigned or whose membership has been revoked by the ISRT for other reasons may be reinstated only after filing a new application to be accepted by the Board of Directors, and paying the fees as a new member.

# ARTICLE IV

## OFFICERS

### SECTION 1. OFFICERS OF THE SOCIETY

The officers of this Society shall be the Chairman, President, President-Elect, Secretary, Treasurer/Membership, and Webmaster.

### SECTION 2. TERMS OF OFFICE

- A. The Secretary shall serve for a term of one (1) year or until their successor has been elected.
- B. The Treasurer/Membership Officer shall serve a term of two (2) years or until their successor has been elected.
- C. 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 Chairman of the Board.
- D. The terms shall begin at the close of each annual conference.

### SECTION 3. QUALIFICATIONS

Qualifications for officers shall include:

- A. Shall practice in the medical imaging or radiation therapy professions or health care.
- B. An officer who meets eligibility requirements at the time of nomination shall be permitted to complete the term, even though employment status changes.
- C. Shall show proof of continuing education.
- D. Shall be a voting member of the ISRT and a voting member of the ASRT.
- E. Candidates for President-Elect shall meet the qualifications to serve as a delegate to the ASRT House of Delegates.

## SECTION 4. GENERAL DUTIES OF OFFICERS

The officers of the Society shall carry out the policies and procedures established by the Board of Directors. They shall also conduct themselves in such a manner as to enhance the image of the profession and the Society.

### A. Chairman of the Board

1. Shall preserve order and decorum and perform all duties consistent with the office of Chairman of the Board.
2. Shall represent the Society as a delegate to the annual ASRT meeting.
3. Shall preside over meetings of the Board of Directors
4. Shall have the time and availability to conduct necessary business of the ISRT.

### B. President

1. Shall preserve order and decorum and perform all duties consistent with the office of President.
2. Shall be an ex-officio member of all committees except the Nominating Committee.
3. Shall preside at all annual business meetings.
4. Shall represent the Society as a delegate to the annual ASRT meeting,
5. In the absence of the Chairman, the President shall assume the duties of the Chairman of the Board of Directors.
6. Shall have the time and availability to conduct necessary business of the ISRT.

### B. President-Elect

1. Shall become completely familiar with the duties and responsibilities of the office of President.
2. Shall assume the role of President in the absence of the President.
3. Shall perform all duties consistent with the office.
4. Shall have the time and availability to conduct necessary business of the ISRT.

### C. Secretary

1. Shall keep an accurate and permanent record of all Society meetings.



2. Shall maintain copies of all official correspondence.
3. Shall perform all duties consistent with the office.
4. Shall have the time and availability to conduct necessary business of the ISRT.

D. Treasurer/Membership Officer

1. Shall perform all duties consistent with the office.
2. Shall keep a true record of the financial activities of the Society.
3. Shall disburse Society funds only as directed by the Board of Directors.
4. Shall arrange for an annual audit of the Society financial records and submit it to the Board of Directors prior to the annual meeting.
5. Shall prepare an annual budget.
6. Shall collect dues, send renewal notices, and deposit monies as directed by the Board of Directors.
7. Shall maintain an up-to-date list of all Society members.
8. Shall have the time and availability to conduct necessary business of the ISRT.

E. Webmaster Officer

1. Shall perform all duties consistent with the office.
2. Shall maintain the Facebook page and other Social Media presence of the Society.
3. Shall post events such as the annual conference and Society updates to the Website as directed by the Board of Directors.
4. Shall attend Society Board meetings.
5. Shall have the time and availability to conduct necessary business of the ISRT.

SECTION 5. VACANCIES

- A. A vacancy in the office of President shall be filled by the President-elect.
- B. A vacancy in the office of President-Elect shall be filled by a special election of the membership.
- C. A vacancy in the office secretary, membership/treasurer, or webmaster shall be filled by appointment by a majority vote of the entire remaining membership of the Board of Directors.

## ARTICLE V

### BOARD OF DIRECTORS

#### SECTION 1. COMPOSITION

- A. The Board of Directors shall be composed of the Chairman of the Board of Directors, President, President-Elect, Secretary, Treasurer/Membership Officer, Webmaster, and Conference Committee Chairman.

All board members shall be voting members of the Society and the ASRT.

#### SECTION 2. DUTIES OF THE BOARD OF DIRECTORS

- A. The Board of Directors shall be vested with the responsibility of the management of the business of the corporation.
- B. Control all funds and property owned by the Society.
- C. Make all policy decisions.
- D. Approve or disapprove recommendations, reports, actions or resolutions placed before the Board of Directors by members of the Society or committees. The Board of Directors may refer any resolution to a standing or special committee or may modify such proposal.
- E. Give direction concerning the decisions of the Board of Directors to the President who shall then be required to take action and report on the progress at the next meeting of the Board of Directors.
- F. To be active partners in all aspects of the annual conference.
- G. Appoint or nominate representatives to external organizations.
- H. Fill vacancies of elected offices by appointment.
- I. Remove officers who are not fulfilling their responsibilities.
- J. Fulfill requirements of ASRT regarding annual renewal, including documentation of corporate existence and proof of current IRS tax-exemption status and documentation of appropriate tax returns being filed with the IRS in the prior year.

#### SECTION 3. DUTIES OF THE CHAIRMAN OF THE BOARD OF DIRECTORS

- A. Preside over all Board of Directors meetings.
- B. Prepare the agenda for the Board of Directors meetings.
- C. Receive all committee reports and recommendations.
- D. Disseminate the committee agenda and committee report/recommendations to the Board of Directors thirty (30) days prior to the next Board meeting.

- E. Serve as delegate to ASRT.

#### SECTION 4. MEETINGS

- A. The Board of Directors will meet four (4) times each year including a pre and post annual conference Board meeting.
- B. Other meetings, if necessary, may be called by the Chairman of the Board of Directors or a majority of the Board of Directors. The Chairman of the Board is responsible to designate the time and place of such special meetings. Members of the Board of Directors shall be notified fifteen (15) days in advance of such meetings.
- C. Members may attend meetings of the Board of Directors but only members of the Board of Directors may vote.

#### SECTION 5. VOTING

- A. A majority of the Board of Directors' members shall constitute a quorum for all Board meetings.
- B. Each member of the Board of Directors shall have one vote and there shall be no proxy voting.

### **ARTICLE VI**

#### **SOCIETY DELEGATES TO THE ASRT HOUSE OF DELEGATES**

##### SECTION 1. DELEGATES

- A. Two Society delegates and two alternate delegates shall be appointed by the Society.
- B. The President and the Chairman of the Board of Directors shall represent the Society at the American Society of Radiologic Technologists House of Delegates.
- C. In the event that the President and/or Chairman of the Board of Directors are not able to attend the ASRT House of Delegates meeting, the Board shall appoint Society delegates who are eligible to represent the ISRT and meet the ASRT requirements for Delegates.
- D. The Society shall submit to ASRT the names of the Society delegates and alternate delegates by the last business day of January or the Society delegate positions shall remain open until after the ASRT House of Delegates' meeting.

##### 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 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 member in the Society.
- D. A delegate shall practice in the medical imaging or radiation therapy professions or health care.
- E. A delegate may serve concurrently on the board of any national medical imaging or radiation therapy certification or national accreditation agency.
- F. A delegate shall have the time and availability for necessary travel to represent the ISRT.

### SECTION 3. RESPONSIBILITIES

- A. Society 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 Society.

### SECTION 4. ABSENCE

- A. An absence exists when an elected/appointed delegate is unable to fulfill the duties of the position during the annual meeting of the House of Delegates. The delegate shall be considered absent for the purpose of that meeting only.
- B. It is the responsibility of the delegate to notify the ASRT, the speaker of the House and the alternate delegate of the delegate's inability to attend the annual meeting of the House of Delegates as soon as possible. The alternate delegate shall be seated for that meeting only.
- C. If the alternate delegate is unable to serve because of extenuating circumstances, the speaker of the House may seat a qualified delegate for the annual meeting of the House of Delegates for that meeting only.

### SECTION 5. VACANCIES

Delegate vacancies shall be filled by the elected/appointed alternate delegate.

## ARTICLE VII

### CENSURE, REPRIMAND AND REMOVAL

An ISRT member, delegate or Board member may be censured, reprimanded or removed for cause. Sufficient cause includes a violation of the Bylaws or any lawful rule or practice duly adopted by the ISRT, dereliction of duty, other conduct prejudicial to the interests of the ASRT, or conduct detrimental to the ISRT. Such action may occur following completion of the due process procedure.

- A. The Board of Directors must receive formal and specific charges in writing against the individual.
- B. If the Board of Directors deems the charges to be sufficient, the person charges shall be advised, in writing, of the charges.
- C. 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.
- D. 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.
- E. The individual charged shall have the opportunity to address the charges and be represented by counsel to present any defense to such charges before action is taken.
- F. Censure or reprimand of an ISRT member shall be by majority vote of the entire membership of the Board of Directors.
- G. Censure or reprimand of a Board member shall be by majority vote of the entire remaining membership of the Board of Directors.
- H. Removal of an ISRT member shall be by three-fourths vote of the entire membership of the Board of Directors.
- I. Removal of a Board member shall be by three-fourths vote of the entire remaining membership of the Board of Directors.

## ARTICLE VIII

### ELECTIONS

#### SECTION 1. NOMINATING COMMITTEE

- A. After the election of officers at the annual business meeting, three active Society members shall be elected by the voting membership. These three persons shall constitute the Nominating Committee for the next annual meeting.
- B. The Nominating Committee shall select the chairperson. If no chairperson is selected, the President-Elect shall appoint a chairperson from the members of the committee.
- C. The Nominating Committee shall be familiar with the qualifications for all ISRT offices and shall make sure that all candidates meet those qualifications.
- D. Nominations may be submitted by any ISRT voting member to the Nominating Committee. Nominations will also be accepted from the floor during the annual conference business meeting.
- E. The Nominating Committee shall conduct the election of officers, tally the ballots, and announce the results to the business meeting participants.

#### SECTION 2. OFFICES

The President-Elect, Secretary and Treasurer/Membership officer shall be elected at the annual meeting of the Society by plurality vote.

#### SECTION 3. ELECTION AND NOTIFICATION

- A. The election shall be made by ballot, unless there is a single candidate for office, in which case the election may be *viva voce*.
- B. In case of a tie vote, the election shall be decided by lot.
- C. Election results shall be announced to the membership at the annual business meeting.
- D. The newly elected officers and candidates are notified of election results when the results are reported to the membership.
- E. The newly elected officers shall be installed into office at the annual meeting under the direction of the Board of Directors.

## **ARTICLE IX**

### **ANNUAL MEETINGS**

- A. The Society shall conduct an annual business meeting each year.
- B. A parliamentarian, if desired, will be selected by the Chairman of the Board.
- C. A quorum shall consist of at least thirty (30) percent of the voting members of the Society registered at the annual meeting.

## **ARTICLE X**

### **COMMITTEES**

- A. The Board of Directors shall establish committees, as deemed necessary, to aid the ISRT in carrying on its activities.
- B. Such committees shall be responsible to the Board of Directors and may be altered or eliminated at any time by the Board of Directors.
- C. The President shall appoint the members of the committees unless in conflict with other sections of the bylaws.
- D. A vacancy in any committee shall be filled by appointment by the President.
- E. The Board of Directors shall determine the duties of all standing committees.

## **ARTICLE XI**

### **PARLIAMENTARY AUTHORITY**

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

## **ARTICLE XII**

### **AMENDMENTS**

- A. These bylaws may be amended or repealed by a two-thirds (2/3) vote of the voting members of the Society in attendance at an annual business meeting.

- B. Notice of proposed bylaw amendment shall be provided to members on the ISRT website <https://www.idahoisrt.org> and/or on the Society's Facebook page, at least sixty (60) days prior to the annual conference.

## **ARTICLE XIII**

### **INDEMNIFICATION**

To the greatest extent of the laws of Idaho, every officer, director, 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 being or having been an officer, director, employee or delegate of the Society if the above named individual acted in good faith and in a manner reasonably believed to be not opposed to the best interests 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, director, employee or delegate may be entitled.

## **ARTICLE XIV**

### **OFFICIAL COMMUNICATIONS**

The ISRT website <https://idahoisrt.org> will be the official destination for publication and important communications.

## **ARTICLE XV**

### **DISSOLUTION**

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