

**BYLAWS  
OF  
COLORADO SOCIETY OF RADIOLOGIC TECHNOLOGISTS, INC.**

**ARTICLE I**  
Name

The name of this nonprofit corporation shall be:

COLORADO SOCIETY OF RADIOLOGIC TECHNOLOGISTS, INC. which shall be herein referred to as the "Society".

**ARTICLE II**  
Purpose and Functions

1. Policy Statement. The Society shall not discriminate on the basis of race, religion, creed, gender, disability or political affiliation.
2. Functions.
  - a. To hold meetings to transact Society business, to present scientific papers, to carry on educational activities, and to discuss professional concerns and goals.
  - b. To collect general professional and technical information to foster professional growth and provide access through such information through publications.
  - c. To assure high standards of continuing education.
  - d. To stimulate and encourage research and education in areas concerning efficient patient care.
  - e. To expand educational opportunities and to develop programs to broaden the scope of technological service.
  - f. To establish qualifications and categories for membership.
  - g. To establish policies and position statements concerning professional status, legislative activity, and the welfare of members.
  - h. As an affiliate of the American Society of Radiologic Technologists ("ASRT"), to support the purpose and policies of the ASRT.
  - i. To cooperate with external organizations or agencies as may be necessary to assure continued growth and progress of the Society.

## **ARTICLE III** **Offices and Agents**

1. **Principal Office.** The principal office of the Society may be located within or without the State of Colorado, as designated by the Board of Directors. The Society may have other offices and places of business at such places within or without the State of Colorado as shall be determined by the directors.
2. **Registered Office.** The registered office of the Society required by the Colorado Corporation Code must be maintained in the State of Colorado, and it may be, but need not be, identical with the principal office, if located in the State of Colorado. The address of the registered office of the Society may be changed from time to time as provided by the Colorado Corporation Code.
3. **Registered Agent.** The Society shall maintain a registered agent in the State of Colorado as required by the Colorado Corporation Code. Such registered agent may be changed from time to time as provided by the Colorado Corporation Code.

## **ARTICLE IV** **Members**

1. **Classes of Membership.** The membership of this Society shall consist of:
  - Active Members
  - Technologist Associate Members
  - Life Members
  - Student Members
  - Inactive Members
  - Honorary Members
  - Supporting Members
2. **Qualifications and Voting Rights.** All members shall have the rights, privileges and obligations listed below for the membership class to which they belong, unless the member is in arrears in membership dues or other obligations of membership.
  - a. **Active Members** shall be technologists certified by and in good standing with the American Registry of Radiologic Technologists (ARRT) and the American Society of Radiologic Technologists (ASRT), and shall be actively practicing radiologic technology. Active members shall have the right to vote on all matters submitted to the membership, to hold office and/or serve as a delegate to the ASRT House of Delegates and to participate in all activities and privileges afforded to members by the Society.
  - b. **Technologist Associate Members** shall be technologists actively practicing radiologic technology and who are certified by and in good standing with the ARRT but are not active members of the American Society of Radiologic Technologists. They shall have all the rights of Active members, except the right to vote on ASRT matters and to hold office or serve as a delegatae to the ASRT House of Delegates.
  - c. **Life Members** shall be Active Members who have rendered unusual service to the Society, as recommended by a unanimous vote of the Board of Directors and ratified by a majority of the voting members at the annual meeting. Life Members shall have no obligation for membership dues, but shall have all the other rights, obligations and privileges of Active Members.

- d. Student Members shall be technologists who are enrolled in radiologic technology education programs which are approved by an accreditation agency recognized by the ARRT. Eligibility for this membership class shall terminate on completion of or discontinuation of such education. Student Members shall have all the rights, obligations and privileges of Active Members, except the right to vote and to hold office or to serve as a delegate to the ASRT House of Delegates.
- e. Inactive Members shall be technologists who have been certified by and in good standing with the ARRT and the ASRT but who are no longer actively engaged in the field of radiologic technology and who have applied for inactive status. They shall have all the rights, obligations and privileges of Active Members, except the right to vote or to hold office.
- f. Honorary Members shall be those persons who, because of the interest they have evidenced in the activities and aims of the Society, the Society wishes to honor. Honorary Members shall be recommended by the Board of Directors. Election shall be by the majority of voting members at the annual meeting of the Society. They shall pay no dues, and have all the rights, other obligations and privileges of Active Members, except the right to vote and to hold office.
- g. Supporting Members shall be those persons who are interested in promoting the purpose and functions of the Society, but who are not eligible to join under established categories. Admission of Supporting Members shall be at the discretion of the Board of Directors. They shall have all the rights, obligations and privileges of Active Members, except the right to vote and to hold office or to serve as a delegate to the ASRT.

3. Admission to Membership. Candidates for membership shall submit a formal application for the class of membership desired and the appropriate application fee to the Secretary-Treasurer who shall submit it to the Board of Directors for review and approval. Candidates for Student Member shall submit documentation of student status with the application and fee.

4. Resignation. A member may resign from the Society by delivering a written letter of resignation to the Secretary-Treasurer or other person designated by the Board of Directors, which resignation shall become effective immediately.

5. Termination of Membership. Membership and all of the rights, privileges and obligations in the Society shall terminate upon: 1) the death of a member, 2) resignation of a member or 3) expulsion of a member.

6. Expulsion of Members. A member may be expelled from the Society for the following reasons: 1) Failure to pay membership dues or other financial obligations of membership when due or 2) conduct which reflects adversely on the integrity of the profession or the Society, as determined by the Board of Directors.

- a. Process. Members may recommend the expulsion of another member by submitting in writing the basis for the members' recommendation, signed by at least two members, to the Board of Directors. The Board of Directors shall use its best efforts to perform and complete its recommendation. If the Board has not rendered its decision within 180 days of the date of receipt of the recommendation, the recommendation for expulsion shall be deemed denied and the matter dismissed. The member who is the subject of the recommendation for expulsion (the "charged member") shall be advised by the Board of

the recommendation (the “charges”) as soon as practical after the Board receives the written charges.

- b. Investigation. As part of the Board’s investigation, the members who have recommended the expulsion and the charged member shall be interviewed separately by the Board, or its authorized representative or committee. The charged member shall have the right to provide a written statement in response to the charges and may request that he be allowed to appear before the Board in person to deliver his response, in addition to the interview. The Board may conduct such further activities and investigation as it deems necessary to make its determination.
- c. Determination. If the Board determines that the charged member’s conduct or status meets the criteria for expulsion, the Board may terminate the charged member’s membership and expel the member by written notice to the charged member. If the Board determines that no basis for expulsion exists, the Board shall dismiss the matter and advise the charged member and the members who submitted the charges that the matter has been dismissed. In making its determination, the Board may consider mitigating circumstances presented by the charged member and, if appropriate, impose a period of suspension of a member’s membership in lieu of expulsion. If a member is expelled, the name of the individual expelled and the reasons therefor shall be submitted to the Board of Directors of the American Society of Radiologic Technologists (“ASRT”) if the individual is a member of the ASRT.
- d. Reinstatement. An expelled member may be reinstated upon application to the Board of Directors no sooner than one year following the effective date of the expulsion.

7. Application Fees and Membership Dues. Application fees and membership dues for each class of membership shall be established by the Board of Directors. Changes in dues or fees shall not become effective until the date of the next annual meeting of members after the Board’s determination of the new fee and dues schedule. Membership dues for all classes of membership shall include a subscription to the publications of the Society.

8. Arrearages. Members who are in arrears for dues shall not be entitled to vote, to hold office, to receive reports of transactions of the Society or to participate in any other activities of the Society until arrearages are satisfied and may be expelled from the Society. It shall be the duty of the Secretary-Treasurer to remove from the rolls of membership the name of any person who is in arrears for more than 90 days. Any member dropped from the rolls for nonpayment of dues may be reinstated only upon filing a new application with the Board of Directors and paying the prescribed dues of the membership class applied for. Neither application fees nor membership dues are refundable for any reason.

## ARTICLE V

### Members Meetings

1. Annual Meetings. Unless otherwise determined by the Board of Directors, the annual meeting of the members of the Society shall be held at a reasonable hour between February and June of each year on a date determined by the Board of Directors. The annual meeting of the members shall be held for the purpose of announcing the officers and directors elected by mail ballot or electing same and transacting such other business as may come before the meeting. If the election of officers shall not be completed on the day designated herein for any annual meeting of the members or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting or by mail ballot of the members as soon thereafter as conveniently may be.

2. Special Meetings. Special meetings of the members of the Society, for any purpose or purposes, unless otherwise prescribed by statute, may be called at any time by the Chairman of the Board of Directors, if any, by the President, by resolution of the Board of Directors, or by not less than one-tenth (1/10) of all members entitled to vote at the meeting. The Secretary-Treasurer shall notify members 30 days in advance. The notice of or call for a special meeting shall state the purpose or purposes for which the meeting is called and how business other than that stated in the notice shall be transacted at such meeting.

3. Place of Meeting. The annual meeting of the members of the Society may be held at any place, either within or without the State of Colorado, as may be designated by the Board of Directors.

4. Notice of Meeting. Except as otherwise provided in these Bylaws or by the laws of the State of Colorado, written or printed notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered either personally or by mail to each member of record entitled to vote at such meeting not less than ten (10) nor more than fifty (50) days before the date of the meeting, by or at the direction of the President, the Secretary-Treasurer or the officer or person calling the meeting. Notice to members of record, if mailed, shall be deemed delivered as to any member when deposited in the United States Mail, addressed to the member at his address as it appears on the membership records of the Society, with postage prepaid, but if three successive letters mail to the last-known address of any member are returned as undeliverable, no further notices to such member shall be necessary until another address for such member is made known to the Society.

5. Waiver of Notice. Any member, either before, at, or after any members' meeting, in writing, signed by the member or his agent entitled to such notice, may waive notice of the meeting, and his waiver shall be deemed the equivalent of giving notice. Attendance at a members' meeting by a person entitled to notice thereof shall constitute a waiver of notice of the meeting unless he attends for the express purpose of objecting to the transaction of business on the ground that the meeting was not lawfully called or convened. By attending a meeting, a member waives objection to lack of notice or defective notice of such meeting unless the member, at the beginning of the meeting, objects to the holding of the meeting, or the transacting of business at the meeting. The consideration at such meeting of a particular matter not within the purpose or purposes described in the meeting notice if not objected to by the member constitutes a waiver unless there is an objection concerning the matter when such is presented.

6. Closing of Membership Records or Fixing of Record Date. For the purpose of determining members entitled to notice of or to vote at any meeting of members or any adjournment thereof, or in order to make a determination of members for any other proper purpose, the Board of Directors of the Society may provide that the Membership Records shall be closed for a stated period but not to exceed, in any case, fifty (50) days. If the Membership Records shall be closed for the purpose of determining members entitled to notice of or to vote at a meeting of members such Records shall be closed for at least ten (10) days immediately preceding said meeting. In lieu of closing the Membership Records, the Board of Directors may fix in advance a date as the record date for any such determination of members, such date in any case to be not more than fifty (50) days and, in case of a meeting of members, not less than ten (10) days prior to the date on which the particular action requiring such determination of members is to be taken. If the Membership Records are not closed, and no record date is fixed for the determination of members entitled to notice of or to vote at a meeting of members, the date on which notice of the meeting is mailed, shall be the record date for such determination of members. When a determination of members entitled to vote at any meeting of members has been made as provided in this section, such determination shall apply to any adjournment thereof.

7. Voting List. The officer or agent having charge of the Membership Records of the Society shall make, at least ten (10) days before each meeting of members, a complete list of the members entitled to

vote at such meeting (or any adjournment thereof), arranged in alphabetical order, with the address of each, which list, for a period of ten (10) days prior to such meeting, shall be kept on file at the principal office of the Society, whether within or without the State of Colorado, and shall be subject to inspection by any member entitled to vote for any purpose germane to the meeting at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member entitled to vote for any purpose germane to the meeting during the whole time of the meeting. The original Membership Records shall be *prima facie* evidence as to who are the members entitled to examine such list or Membership Records or to vote at any meeting of members.

8. Quorum. A quorum for an annual meeting or special meeting of members shall consist of 25% of the members entitled to vote present at the meeting. If a quorum is present, the affirmative vote of a majority of the members at the meeting and entitled to vote on the subject matter shall be the act of the members unless the vote of a greater number or voting by classes is required by the Colorado Nonprofit Corporation Act or the Articles of Incorporation. In the event any members withdraw from a duly organized meeting at which a quorum was initially present, the remaining members shall constitute a quorum for the purpose of continuing to do business, and the affirmative vote of the majority of the remaining members at the meeting and entitled to vote on the subject matter shall be the act of the members unless the vote of a greater number or voting by classes is required by the Colorado Nonprofit Corporation Act or the Articles of Incorporation.

9. Procedure and Order of Business. The meetings of the Society shall be governed by the latest revision of Robert's Rules of Order in all matters to which they are applicable and consistent with these Bylaws. A parliamentarian, selected by the President, shall be in attendance for consultation and advice at each business session held during the annual or special meetings of the members.

The following shall be the order of business at meetings of the members unless otherwise ordered by the presiding officer:

- a. call to order
- b. adoption of annual meeting rules
- c. approval of minutes
- d. reports of committees
- e. appointment of committees
- f. unfinished business
- g. announcement of meeting place
- h. adjournment

10. Voting Rights. Each member shall be entitled to one vote on each matter submitted to a vote at a meeting of members except to the extent that the voting rights of any class or classes are limited or denied by the Bylaws. At each election for officers and directors every member entitled to vote at such election shall have the right to vote in person or by mail for as many persons as there are officers and directors to be elected and for whose election he has a right to vote. Cumulative voting in the election of officers and directors shall not be permitted.

11. Adjournments. If less than a quorum of the members entitled to vote is represented at any meeting of the members, a majority of the members may adjourn the meeting from time to time without further notice, for a period not to exceed sixty (60) days at any one adjournment. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. Any meeting of the members may adjourn from time to time until its business is completed.

12. Informal Action By Members. Any action required to be taken at a meeting of the members, or any other action which may be taken at a meeting of the members, may be taken without a meeting if action is evidenced by one or more written consents describing the action taken, signed by each member entitled to vote and delivered to the Secretary-Treasurer of the Society for inclusion in the minutes of for filing with the corporate records. Action taken under this section is effective when all members entitled to vote have signed the consent, unless the consent specifies a different effective date. Written consent of all the members entitled to vote has the same force and effect as a unanimous vote of such members and may be stated as such in any document filed with the Secretary of State of Colorado under the Colorado Nonprofit Corporation Act.

## ARTICLE VI Board of Directors

1. Number Qualifications and Term of Office. Except as otherwise provided in the Articles of Incorporation or the Colorado Nonprofit Corporation Act, the business and affairs of the Society shall be managed by a Board of Directors consisting of five members but not less than one; except that there need be only as many directors as there are members. Each director shall be a natural person of the age of eighteen years or older, but does not need to be a resident of the State of Colorado. Each director must be an active member in the Society and a member in good standing of the American Society of Radiologic Technologists and the American Registry of Radiologic Technologists. The Board of Directors, by resolution, may increase or decrease the number of directors from time to time. Except as otherwise provided in these Bylaws, each director may also hold an office in the Society and shall be elected at an annual meeting of members by election into such office or, by election as a director if the Society has more directors than officer positions, as determined by the Board of Directors, and shall hold such office until the next annual meeting of members and until his successor shall be elected and shall qualify. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director.

2. Duties. The responsibilities of the Board of Directors shall include, but not be limited to, the following: oversight of activities, committees, programs and functions of the Society, setting, amending and altering policies of the Society, and all other duties provided in these Bylaws, and as may be amended from time to time.

3. Chairman of the Board. There shall be a Chairman of the Board who shall have served as President in the year immediately preceding his service as Chairman of the Board. The Chairman of the Board shall not serve as a officer concurrently with service as Chairman of the Board. The Chairman of the Board shall preside as chairman at meetings of the members and the Board of Directors. He shall, in addition, have such other duties as the Board may prescribe he perform. In the event the Chairman of the Board cannot perform the duties of the position due to resignation, death, removal or other inability to act, the President shall perform such duties.

4. Vacancies. Any director may resign at any time by giving written notice to the President or to the Secretary-Treasurer of the Society. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any vacancy occurring as a result of the resignation, removal or death of a director holding an officer position, except for the office of President or President-Elect, may be filled by the affirmative vote of a majority of the remaining directors although less than a quorum. A vacancy in the office of President shall be filled by the Vice President. A vacancy in the office of President-Elect shall remain vacant until the next annual meeting of the members. The President and President-Elect shall then be elected by a majority vote of the membership at that meeting or by mail. The vacancy in the director position caused by a vacancy in the office of the President-Elect shall be filled by the affirmative vote of a majority of the remaining directors although less than a quorum. A director elected to fill a vacancy

shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by the affirmative vote of a majority of the directors then in office or by an election at an annual meeting or special meeting of members called for that purpose. A director elected to fill a position resulting from an increase in the number of directors shall hold office until the next annual meeting of members and until his successor has been elected and qualified.

5. Removal. At a meeting of members called expressly for that purpose, the entire Board of Directors or any individual directors may be removed from office without assignment of cause by a vote of the majority of the members entitled to vote.

6. Compensation. By resolution of the Board of Directors, any director may be paid any one or more of the following: his expenses, if any, of attendance at meetings; or a fixed sum for attendance at each meeting. No such payment shall preclude any director from serving the Society in any other capacity and receiving compensation therefor.

## **ARTICLE VII**

### Meetings of the Board

1. Place of Meetings. The regular or special meetings of the Board of Directors or any committee designated by the Board shall be held at the principal office of the Society or at any other place within or without the State of Colorado that a majority of the Board of Directors or any such committee, as the case may be, may designate from time to time by resolution.

2. Regular Meetings. The Board of Directors shall meet each year immediately after and at the same place as the annual meeting of the members for the purpose of electing officers and transacting such other business as may come before the meeting. The Board of Directors or any committee designated by the Board may provide, by resolution, for the holding of additional regular meetings without other notice than such resolution.

3. Special Meetings. Special meetings of the Board of Directors or any committee designated by the Board or by the President may be called at any time by the Chairman of the Board, if any, by the President or by a majority of the members of the Board of Directors or any such committee, as the case may be.

4. Notice of Meetings. Notice of the regular meetings of the Board of Directors or any committee designated by the Board need not be given. Except as otherwise provided by these Bylaws or the laws of the State of Colorado, written notice of each special meeting of the Board of Directors or any such committee setting forth the time and the place of the meeting shall be given to each director not less than five (5) days prior to the time fixed for the meeting. Notice of special meetings may either be given personally, personally by telephone, or by sending a copy of the notice through the United States mail or by telegram, telex or telecopy, charges prepaid, to the address of each director appearing on the books of the Society. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage prepaid thereon. If notice be given by telegram, telex, or telecopy, such notice shall be deemed to be delivered when delivered to the telegraph, telex or telecopy operator. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

5. Waiver of Notice. A director may in writing waive notice of any special meeting of the Board of Directors or any committee, either before, at, or after the meeting; and his waiver shall be deemed the equivalent of giving notice. Attendance of a director at a meeting shall constitute waiver of notice of

that meeting unless he attends for the express purpose of objecting to the transaction of business because the meeting has not been lawfully called or convened.

6. Quorum. At meetings of the Board of Directors or any committee designated by the Board, a majority of the number of directors fixed by these Bylaws or a majority of the members of any such committee, as the case may be, shall be necessary to constitute a quorum for the transaction of business. If a quorum is present, the act of the majority of directors in attendance shall be the act of the Board of Directors or any such committee, as the case may be, unless the act of a greater number is required by these Bylaws, the Articles of Incorporation or the Colorado Nonprofit Corporation Code. One or more directors may participate in meetings of the Board of Directors by conference telephone, while the remaining director or directors are physically present at the meeting.

7. Presumption of Assent. A director who is present at a meeting of the Board or a committee of the Board when corporate action is taken is deemed to have assented to the action taken unless:

- a. He objects at the beginning of such meeting to the holding of the meeting or the transacting of business at the meeting;
- b. He contemporaneously requests that his dissent from the action taken be entered in the minutes of such meeting; or
- c. He gives written notice of his dissent to the presiding officer of such meeting before its adjournment or to the Secretary-Treasurer of the Society immediately after adjournment of such meeting.
- d. The right of dissent as to a specific action taken in a meeting of a Board or a committee is not available to a director who votes in favor of such action on.

Neither the designation of any such committee, the delegation of authority to such committee, nor any action by such committee pursuant to its authority shall alone constitute compliance by any member of the Board of Directors, not a member of the committee in question, with his responsibility to act in good faith, in a manner he reasonably believes to be in the best interests of the Society, and with such care as an ordinarily prudent person in a like position would use under similar circumstances.

8. Informal Action by Directors. Any action required or permitted by these Bylaws to be taken at a meeting of the Board of Directors or any committee designated by said Board may be taken without a meeting if the action is evidenced by one or more written consents describing the action taken, signed by each director or committee member, and delivered to the Secretary-Treasurer for inclusion in the minutes or for filing with the corporate records. Action taken under this section is effective when all directors or committee members have signed the consent, unless the consent specifies a different effective date. Such consent has the same force and effect as a unanimous vote of the directors or committee members and may be stated as such in any document filed with the Secretary of the State of Colorado under the Colorado Nonprofit Corporation Code.

9. Telephonic Meetings. Members of the Board of Directors or any committee designated by the Board may participate in any regular or special meeting of the Board or committee by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting.

## **ARTICLE VIII**

### **Officers and Agents**

1. **General.** The initial officers of the Society shall be elected by the initial Board of Directors and shall serve until the first annual meeting of the members and the election and qualification of their successors. The officers of the Society shall consist of a President, President-Elect, Vice President, and Secretary-Treasurer. The offices of President-Elect, Vice President and Secretary-Treasurer of the Society shall be elected annually by a majority mail or in-person vote of the members entitled to vote. The President-Elect shall serve one year in this position, then shall serve one year as President, then shall serve one year as Chairman of the Board of Directors, unless he leaves the office or offices earlier as a result of removal, resignation or death. The President-Elect shall not be re-elected to that office within two years of the end of his most recent tenure.
2. **General Duties.** All officers and agents of the Society, as between themselves and the Society, shall have such authority and shall perform such duties in the management of the Society as may be provided in these Bylaws or as may be determined by resolution of the Board of Directors not inconsistent with these Bylaws. In all cases where the duties of any officer, agent or employee are not prescribed by the Bylaws or by the Board of Directors, such officer, agent or employee shall follow the orders and instructions of the President. All officers shall also serve as members of the Board of Directors.
3. **Vacancies.** When a vacancy occurs in one of the executive offices by reason of death, resignation, removal or other inability to serve, it shall be filled in accordance with Article VI . 4. The officer so selected shall hold office until his successor is chosen and qualified.
4. **Nominating Committee.** The President shall establish a nominating committee and appoint a chairman who shall select members to serve on the committee and oversee the performance of the tasks assigned to the committee. If such chairman refuses or fails to perform the duties of chairman, the Board may remove the chairman and direct the President to appoint another chairman. The nominating committee shall prepare a report which presents a slate of two or more candidates, if possible, for the offices of President-Elect, Vice President, and Secretary-Treasurer to be filled by vote of the members. The committee shall assure that all candidates are in good standing both professionally and in the Society, are ACTIVE members of the Society, employed in the field of Radiologic Technology, and are willing to serve if elected.
5. **Elections.** The report of the nominating committee shall be submitted to the Board of Directors at least 90 days prior to the date of the annual meeting of members. The nominating committee shall prepare and mail ballots to members eligible to vote at least 60 days prior to the annual meeting of members. Marked Ballots must be postmarked and returned to the person identified on the ballots at least 45 days prior to the annual meeting of members. Ballots postmarked after that date shall not be counted. If necessary, as determined by the Board of Directors, election of officers may take place at the annual meeting by majority vote of a quorum of the members entitled to vote present or at any special meeting called by the Board of Directors.
6. **Induction of Officers.** The newly elected officers shall be inducted into office at the last business session of the annual meeting of members under the direction of the Board of Directors.
7. **Removal.** Any officer or agent of this Society may be removed by the Board of Directors whenever in its judgment the best interests of the Society may be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

8. President. The President shall serve for a one year term. The President shall be the chief executive officer of the Society and, subject to the control of the Board of Directors, shall have general supervision and control of the business and affairs of the Society. In the event the position of Chairman of the Board shall not be occupied or the Chairman shall be absent or otherwise unable to act, the President shall preside at meetings of the members and directors and shall discharge the duties of the presiding officer. At each annual meeting of the members the President shall give a report of the business of the Society for the preceding fiscal year and shall perform whatever other duties the Board of Directors may from time to time prescribe. The President shall be an ex-officio member of all committees, except the nominating committee. The President shall appoint the chairman of all committees unless otherwise provided in these Bylaws. The President may sign, with the Secretary-Treasurer or any other proper officer of the Society authorized by the Board of Directors, any contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Society, or shall be required by law to be otherwise signed or executed.

9. President-Elect. The President-Elect shall serve a one year term and be responsible for becoming familiar with all activities of the Society and shall make preparations necessary for the assumption of the office of President at the end of his term as President-Elect.

10. Vice-President. The Vice President shall serve a one year term. The Vice President shall have such powers and perform such duties as the Board of Directors may from time to time prescribe or as the President may from time to time delegate to him. At the request of the President, in the case of the President's absence or inability to act, the Vice President may temporarily act in his place. In the case of the death, removal or resignation of the President, or in the case of his absence or inability to act, the Vice President shall perform the duties of the President. In the case of the Vice President's death, removal or resignation or other inability to act, the Board of Directors shall appoint another person to serve as Vice President until a Vice President is elected at the next annual meeting of the members.

11. Secretary-Treasurer. The Secretary-Treasurer shall serve for a term of one year. The Secretary-Treasurer shall keep or cause to be kept in books provided for that purpose the minutes of the meetings of the members, executive committees, if any, and any other committees, and of the Board of Directors; shall see that all notices are duly given in accordance with the provisions of these Bylaws and as required by law; shall be custodian of the records; keep a register of the post office address of each member which shall be furnished to the Secretary-Treasurer by such member; shall have custody of corporate funds; shall keep or cause to be kept full and accurate accounts of receipts and disbursements and shall deposit all corporate monies and other valuable effects in the name and to the credit of the Society in the depository or depositories of the Society selected by the Board of Directors, and shall render an account of his transactions as Secretary-Treasurer and of the financial condition of the Society to the President and/or the Board of Directors upon request; shall have general charge of the Membership Records of the Society; and, in general, shall perform all duties incident to the office of Secretary-Treasurer and such other duties as may, from time to time, be assigned to him by the Board of Directors or by the President. The power given to the Secretary-Treasurer to deposit and disburse funds shall not, however, preclude any other officer or employee of the Society from also depositing and disbursing funds when authorized to do so by the Board of Directors. The Secretary-Treasurer shall, if required by the Board of Directors, give the Society a bond in such amount and with such surety or sureties as may be ordered by the Board of Directors for the faithful performance of duties of his office. In the absence of the Secretary-Treasurer or his inability to act, the Board of Directors shall designate another person to perform such functions until election of a Secretary-Treasurer at the next annual meeting of the members.

## **ARTICLE IX**

### **Committees**

The President shall establish standing committees and appoint a committee chairman, who shall serve at the pleasure of the President. Each chairman shall select members to serve who must be approved by the Board of Directors. The committees shall carry out duties assigned by the President and make recommendations to the Board of Directors, prepare reports for the annual or special meetings of the members or the Board, as directed by the Board of Directors, acting through the President, or his designee.

The standing committees shall be:

- a. Membership
- b. Education
- c. Nominating
- d. Student Affairs
- e. Cassette Gazette
- f. Legislative
- g. Public Relations
- h. Resolutions and Bylaws

The President may establish other committees, as he deems necessary to assist the officers and directors of the Society to carry out their responsibilities and shall appoint the chairman for such committees who shall serve at the pleasure of the President.

## **ARTICLE X**

### **ASRT Delegates**

1. The delegates to the ASRT House of Delegates shall be the President and Chairman of the Board. The President-Elect shall be the first alternate. Other alternates as may be required to be appointed shall be appointed by the Board.
2. Qualifications. A delegate must satisfy the following criteria to serve on behalf of the Society:
  - a. A delegate shall be practicing at least half time in the profession of Radiologic Technology at the time of his service as delegate on behalf of the Society.
  - b. A delegate shall be an active member of the CSRT at the time of his service as a delegate on behalf of the Society.
  - c. A delegate must meet any other qualifications required by the ASRT.
  - d. Delegates must have proof of participation in recent continuing education activities, as determined acceptable by the Board of Directors.
3. Delegate Responsibilities. The duties and responsibilities of the delegates shall be:
  - a. Attend all sessions of the ASRT House of Delegates.
  - b. Respond to communications from the ASRT Board of Directors or the House of Delegates.

- c. Provide a written report immediately following the House of Delegates in the Cassette Gazette and report out at the Society's annual meeting.

## **ARTICLE XI**

### Fiscal Year

Fiscal Year. The fiscal year of the Society shall be determined by the Board of Directors and set forth in the minutes of the directors. Said fiscal year may be changed from time to time by the Board of Directors in its discretion.

## **ARTICLE XII**

### Amendments

Amendments to these Bylaws shall be by two-thirds vote of the membership eligible to vote thereon, at the annual meeting of the members or a special meeting called for such purpose. Notice of proposed amendments shall be sent or delivered to the members by mail or publication in Society or professional publications at least 30 days prior to such annual or special meeting.

Any member may propose an amendment to the Bylaws by submitting such proposal to the Board of Directors or a member thereof. The Board of Directors shall review such proposal and perform such research or investigation, by its own actions or the actions of a committee, as it deems necessary to determine the appropriateness of need for the amendment. The Board shall then prepare a report and recommendation for or against the amendment which shall be sent to the members at least 30 days prior to the annual or special meeting at which a vote on adoption of the amendment shall be taken.

## **ARTICLE XIII**

### Miscellaneous

1. Gender. Whenever required by the context, the singular shall include the plural, the plural the singular, and one gender shall include all genders.
2. Invalid Provision. The invalidity or unenforceability of any particular provision of these Bylaws shall not affect the other provisions herein, and these Bylaws shall be construed in all respects as if such invalid or unenforceable provision was omitted.
3. Governing Law. The Bylaws shall be governed by and construed in accordance with the laws of the State of Colorado. References herein to the Colorado Nonprofit Corporation Act shall include provisions of the Colorado Business Corporation Act, as applicable and as consistent with the status of the Society as a nonprofit corporation.

I, Joyce Noble, as Secretary-Treasurer of the Colorado Society of Radiologic Technologists hereby certify that the foregoing Bylaws were adopted by the Board of Directors of the Society effective January 28, 1995.

Joyce Noble  
Secretary-Treasurer