

**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**

Section 1: Purpose

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.

Section 2: Functions

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

- A. Hold meetings to transact Society business, to present scientific papers, to carry on educational activities, and to discuss professional issues and goals.
- B. Collect general professional and technical information to foster professional growth and provide access to such information through publications.
- C. Assure high standards of continuing education.
- D. Encourage research and education in areas concerning efficient patient care.
- E. Expand educational opportunities and to develop programs to broaden the scope of technological service.
- F. Establish qualifications and categories for membership.
- G. 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. Collaborate and cooperate with external organizations or agencies as may be necessary to assure continued growth and progress of the Society.

ARTICLE III

Offices

Section 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.

Section 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.

Section 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

Membership

Section 1: Policy Statement

- 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 officers, 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. All privileges and obligations shall terminate upon: 1) the death of the member, 2) resignation of a member or 3) expulsion of a member.

Section 2: Qualifications

- A. Membership in the Society shall be open to those individuals associated with the practice, education or administration of radiation, and imaging disciplines and specialties.
- B. Candidates for membership shall submit a formal application and the appropriate fee to the Secretary for the category of membership desired. Candidates for Student Membership shall submit documentation of student status with the application and fee.

Section 3: Categories

- A. The membership of this Society shall consist of:
- Active Members
 - Technologist Associate Members
 - Associate Members
 - Life Members
 - Student Members
 - Inactive Members
 - Honorary Members
 - Supporting Members
 - Limited X-ray Machine Operator Members
- B. The rights, privileges and obligations of each membership category is listed below. 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.
- C. Active members are those who are registered by the American Registry of Radiologic Technologists (ARRT) or its equivalent or hold an unrestricted license in medical imaging or radiation therapy under state statutes and are voting members of the American Society of Radiologic Technologists (ASRT). 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 and to participate in all activities and privileges afforded to members by the Society.
- D. Technologist associate members shall be radiologic technologists actively practicing radiologic technology and who are registered by the ARRT but are not voting members ASRT. They shall have all the rights of active members, except the right to vote on ASRT matters, to hold office or serve as a delegate to the ASRT House of Delegates.
- E. Life members shall be active members who have rendered exceptional service to the Society. Life members shall be selected by a majority vote at an annual meeting upon a three-fourths (3/4) vote of the entire Board of Directors. Life members shall pay no dues and have all the other rights, obligations and privileges of active members.
- F. Student members shall be those who are enrolled in primary medical imaging or radiation therapy programs which are approved by an accreditation agency recognized by the ARRT. Eligibility for Student membership shall terminate upon initial certification. Student members shall have all the rights, obligations and privileges of active members, except the right to vote.
- G. Inactive members shall be technologists who have been registered by the ARRT and are a voting member of 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, and to hold office or to serve as a delegate of the ASRT House of Delegates.
- H. 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 selected by a majority vote at an annual meeting upon recommendation of the Board of Directors. They shall pay no dues, and have all the rights, obligations and privileges of active members, except the right to vote, hold office or serve as a delegate to the ASRT House of Delegates.

- I. Supporting members shall be those person who are interested in promoting the purpose and functions of the Society, but who are not eligible to join under other 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, hold office, or to serve as a delegate to the ASRT House of Delegates.
- J. 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 an ASRT delegate.

Section 4: Dues and Fees

- A. Dues for all members as proposed by the Board of Directors require adoption by a 2/3 vote of the voting members at the annual meeting. Intent to change the dues shall be communicated to all members a minimum of 45 days prior to the annual meeting.
- B. All Society publications shall be included as part of the annual Society dues.
- C. Members who are in arrears for dues shall not be entitled to vote, hold office, or receive reports of Society transactions.
- D. Membership dues and application fees are not refundable for any reason.

Section 5: Resignation

Any member shall have the right to resign by written communication to the Society secretary or other Board of Directors' designee. Resignations are effective immediately.

Section 6: Censure, Reprimand and Removal

Any member may be censored, reprimanded or removed for cause. Sufficient cause includes 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. Censure or reprimand of a member shall be by majority vote of the entire membership of the Board of Directors.
- F. Removal of a member shall be by two-thirds (2/3) of the entire membership of the Board of Directors.
- G. The name of the expelled member and the reason for expulsion shall be submitted to the ASRT Board of Directors when the individual is an ASRT member.

Section 7: Reinstatement

A member who has resigned or whose membership has been revoked by the Society for other reasons may be reinstated only after filing a new application and paying the fees as a new member. A revoked member may be reinstated upon application to the Board of Directors no sooner than one year following the effective date of the revocation.

ARTICLE V

Meetings

Section 1: Annual Meetings

An annual meeting of the Society with the date and location determined by the Board of Directors, shall be held in the spring between February and June for the purpose of installing officers, announcing directors, receiving reports, amending bylaws, and conducting such other business as may arise and for presenting educational programs.

Section 2: Special Meetings

Special meetings of the Society may be called at such time and place as may be designated by the Board of Directors. A Majority of the Board of Directors shall constitute sufficient authority to call a special meeting. The membership shall be notified thirty (30) days in advance of such meetings with a statement of business to be transacted. No business other than that specified shall be transacted.

Section 3: Quorum

A quorum for the annual business meeting or special Society meeting shall consist of 25% of the voting members in attendance and includes not less than two (2) officers.

Section 4: Parliamentarian

A parliamentarian, selected by the President, shall be in attendance for consultation and advice at each business session during the annual or special meetings of the Society.

ARTICLE VI

Board of Directors

Section 1: Composition

The Board of Directors shall consist of elected officers and the immediate past president. The immediate past president shall serve as chairman of the Board of Directors.

Section 2: Qualifications

- A. Members of the Board of Directors shall be active members of the Society, and voting members of the ASRT.
- B. Members of the Board of Directors need not reside in the state.

Section 3: Duties

The responsibilities of the Board of Directors shall include, but not be limited to:

- A. Responsibility for the management of the business of the corporation.
- B. Oversight of activities, committees, programs and functions of the Society.
- C. Setting, amending and altering policies of the Society.

- D. 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.
- E. All other duties provided in these Bylaws, and as may be amended from time to time.
- F. The Board of Directors will be responsible for appointing the delegates to represent the State of Colorado at the ASRT House of Delegates annual meeting.

Section 4: Chairman of the Board

- A. The immediate past president shall serve as chairman of the Board of Directors.
- B. The chairman of the board shall not serve as an officer concurrently with service as chairman of the board.
- C. The chairman of the board shall preside at meetings of the Board of Directors.
- D. The Board of Directors may prescribe other duties for the chairman to perform.
- E. In the event the chairman of the board cannot perform the duties of the position, the president shall perform such duties.
- F. The chairman of the board may be a Society delegate to the ASRT House of Delegates.

Section 5: Meetings

- A. The Board of Directors shall meet at least six (6) times per year.
- B. The board chairman, president, or a majority of the members of the Board of Directors, upon written request to the chairman of the board, may call a special meeting, provided a five (5) day notice is given to all board members.
- C. Meetings of the Board may be held by teleconference, at the discretion of the Chairman. Members of the Board shall each pay their own costs associated with participating in a teleconference, although the Society may pay set-up costs or other administrative costs of holding a special meeting by teleconference. Standing rules specific to meetings held by teleconference may be adopted by the Board. The Secretary shall be responsible for preparing minutes of all meetings conducted via teleconference.
- D. A majority of the members shall constitute a quorum of the Board of Directors.

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 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 the 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 or reprimand of a Board Member shall be by majority vote of the entire remaining membership of the Board of Directors.
- F. Removal of a Board member shall be by two-thirds (2/3) vote of the entire remaining membership of the Board of Directors.

Section 7: Quorum

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

ARTICLE VII **Officers**

The elected officers of the Society shall be president, vice president, president-elect and secretary.

Section 1: Responsibilities

- A. President
 - 1. Shall perform duties consistent with the office.
 - 2. Shall be the chief executive officer of the Society and, subject to the control of the Board of Directors.
 - 3. Shall have general supervision and control of the business and affairs of the Society.
 - 4. Shall be an ex-officio member of all committees, except the committee on nominations.
 - 5. In the absence or inability of the immediate past president to serve as chairman, the president shall preside at meetings of the Board of Directors
 - 6. May be a Society delegate to the ASRT House of Delegates.
 - 7. Shall give a report of the business of the Society for the preceding fiscal year at the annual meeting.
- B. Vice President
 - 1. Shall perform all duties consistent with the office
 - 2. Shall assume the duties of the president when necessary.
- C. President-elect
 - 1. Shall perform all duties consistent with the office.
 - 2. Shall become familiar with the Society's activities and be prepared to assume the office of president.
 - 3. Shall appoint and provide charges to committees and task forces for the presidential year.
 - 4. May be a Society delegate to the ASRT House of Delegates.
- D. Secretary
 - 1. Shall perform all duties consistent with the office.
 - 2. Shall keep detailed minutes of all meetings.
 - 3. Shall conduct correspondence.
 - 4. The Board of Directors may assign any duties of the secretary to the Society executive secretary.

Section 2: Term

- A. The vice president and secretary shall serve for a term of one (1) year or until their successors have been elected.
- B. The president-elect shall serve for a term of one (1) year as president-elect, one (1) year as president and one (1) year as immediate past president.
- C. The term shall begin at the close of each annual meeting.

Section 3: Eligibility

An officer who meets eligibility requirements at the time of nomination shall be permitted to complete the term, even though employment status changes.

Section 4: Qualifications

- A. An officer shall practice in the medical imaging or radiation therapy profession.
- B. An officer shall be an active member of the Society and a voting member of the ASRT.
- C. An officer shall show proof of continuing education.

Section 5: 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, vice president or secretary shall be filled by appointment agreed upon by a majority of the remaining members of the Board of Directors.

Section 6: Nomination

- A. The Board of Directors shall appoint a nominating committee chairman who, in turn, shall select two (2) members to serve on the committee. The chairman shall oversee the performance of the tasks assigned to the committee.
- B. The nominating committee shall identify candidates, if possible, for the offices of president-elect, vice president, and secretary. The nominating committee report shall be submitted to the Board of Directors at least ninety (90) days prior to the date of the annual meeting.
- C. The committee shall assure that all candidates meet the qualifications for office and are willing to serve if elected.
- D. Nominations may be submitted by any Society member.

Section 7: Elections

The vice president, president-elect and secretary shall be elected by a plurality vote of the voting members of the Society.

- A. Ballots prepared by the nominating committee shall be made available to the voting members at least sixty (60) days prior to the annual meeting.
- B. Ballots shall be cast no later than forty-five (45) days prior to the annual meeting. Ballots received after this date shall not be counted.
- C. The newly elected officers shall be installed into office at the annual meeting under the direction 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 or reprimand of a Board member shall be by majority vote of the entire remaining membership of the Board of Directors.
- F. Removal of a Board member shall be by two-thirds (2/3) vote of the entire remaining membership of the Board of Directors.

ARTICLE VIII **Committees**

Section 1: Standing Committees

- A. Members of standing committees shall be appointed by the, president, at the beginning of his or her term of office.
 - 1. Public Relations committee
 - 2. Nominating committee (appointed only by the Board of Directors)
 - 3. Bylaws committee
- B. The president may establish other committees or task forces, as deemed necessary to assist the Society.

ARTICLE IX **District and Chapter Societies**

Section 1: Districts and Chapters

- A. The Society may grant affiliate charters to designated districts and chapters who shall work in conjunction with the needs and philosophy of the Society.
- B. The number of district organization and their boundaries shall be determined by the Board of Directors.

- C. Each chapter and district shall review its charter annually and within sixty (60) days after the close of its fiscal year, submit the following to the Society:
 - 1. Annual budget/financial statement
 - 2. Bylaws in agreement with the Society
 - 3. Articles of incorporation
 - 4. Verification that officers are Society members
 - 5. Annual meeting information
 - 6. Names and contact information for officers and board members
- D. Any district or chapter not in compliance shall be placed on probationary status
- E. A district or chapter on probationary status for more than two consecutive years shall be considered inactive

Section 2: Termination

- A. A district or chapter charter may be terminated by a majority vote of the Society Board of Directors.
- B. The district or chapter society may terminate the charter by a majority vote of its officers.
- C. In the event of the dissolution of the district, ALL ASSETS remaining after payment of all indebtedness of the District or Chapter shall be returned to the Society general fund.

Section 3: Indemnification

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

ARTICLE X

Society Delegate to the ASRT House of Delegates

Section 1: Delegates

- A. Two Society delegates and two alternate delegates shall be appointed by the Board of Directors of the Society.
- B. 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.
- C. The Society has the power to remove the delegates, in accordance with the procedures in Section VI.

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 ASRT.

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. Provide a written report immediately following the ASRT House of Delegates' meeting to be posted on the Society web site, and report out at the Society's annual meeting.
- D. Disseminate information to the Society

Section 4: Absence

An absence exists when an appointed Society delegate is unable to fulfill the duties of the position during the ASRT House of Delegates' meeting. The delegate shall be considered absent for the purpose of that meeting only. It is the responsibility of the Society delegate to notify the ASRT, the Speaker of the House, and the alternate delegate of 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.

Section 5: 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 6: Censure, Reprimand and Removal

Any Society delegate may be censure, reprimanded or removed from the position for dereliction of duty or conduct detrimental to the ASRT of the Society. 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 or reprimand of a delegate shall be by majority vote of the Board of Directors.
- F. Removal of a delegate shall be by two-thirds (2/3) vote of the Board of Directors.

ARTICLE XI
Parliamentary Authority

The rules contained in the current edition of *Roberts' Rules of Order Newly Revised*, shall govern the Society in all cases in which they are applicable in which they are consistent with the Bylaws.

ARTICLE XII
Amendments

- A. Amendments to these Bylaws shall be made by two-thirds (2/3) vote of the voting membership at any business meeting of the Society. Notice of such proposed amendments must be provided to all voting members at least thirty (30) days, but no more than sixty (60) days in advance of the meeting.
- B. Amendments to the Bylaws shall be proposed by any member to the Board of Directors or one of its members at least thirty (30) days prior to the date that notice must be provided for the annual meeting.
- C. The Committee on Bylaws shall prepare a report and rationale for or against the proposed amendment.
- D. Amendments shall be effective at the conclusion of the annual or special meeting where amended unless otherwise specified.

ARTICLE XIII
Indemnification

To the greatest extent of the laws of the State of Colorado, 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 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 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 by law. 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
Dissolution

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