

Indiana Society *of* Radiologic Technologists



ARTICLES OF INCORPORATION, BYLAWS AND SPECIAL RULES

Amended, September 2010

INTRODUCTION

The General Nature of 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 most states, bylaws are not specifically required for an incorporated or unincorporated association. 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 must be viewed as constituting the terms of an agreement between an association and its members. The agreement ordinarily will 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 charges of an association. Members and staff also should familiarize themselves with the document to better understand the organization they represent and that represents them.

•Source: ASRT legal counsel, Webster, Chamberlain and Bean, Washington, D.C.

ARTICLES OF INCORPORATION

ARTICLE I

The name of this organization shall be known as the Indiana Society of Radiologic Technologists. The general nature of its business shall be educational and scientific. The principal place of business of this corporation shall be located in the City of Indianapolis, County of Marion, State of Indiana, or at any other such place or places within the State of Indiana as the Board of Directors may from time to time determine by resolution thereof.

ARTICLE II

The time of commencement of this corporation shall be March 25, 1939, and the period of its duration shall be in perpetuity.

ARTICLE III

The name and place of residence of the persons forming this corporation are:

Sophie Ebersole, South Bend, Indiana, President

Nola Lutz, Evansville, Indiana, Vice President

Emma Weber, Logansport, Indiana, Secretary/Treasurer

ARTICLE IV

The management of this corporation shall be vested in a Board of Directors chosen to serve in accordance with the provisions of the Bylaws of the corporation.

The officers of this corporation shall consist of a senior board member, immediate past president, president, president-elect, vice president, secretary and treasurer. They shall be selected annually by the membership in accordance with the provisions of the Bylaws and shall serve for a period of one year or until their successors have been selected and assumed office.

The Board of Directors shall meet at least once a year at the annual meeting of the corporation.

The election of officers shall be conducted as in the Bylaws provided.

ARTICLE V

Individual members shall be admitted to this corporation in accordance with the qualifications and procedures established by the Bylaws. The candidate shall be notified of his acceptance and shall be issued a certificate of membership. The membership may be renewed annually upon payment of such dues as shall be required. Rules of conduct for members, admission, expulsion of members and other related matters shall be governed by suitable Bylaws of this corporation.

Organizations engaged in and existing for purposes analogous to the nature of and business of this corporation may make application for and receive supporting membership in this corporation upon such conditions and pursuant to such rules as shall be established by the Bylaws of this corporation.

ARTICLE VI

This corporation shall be nonprofit and nonsectarian. No part of any net earnings shall inure to the benefit of any individual or member.

ARTICLE VII

Amendments to these Articles of Incorporation may be made by two thirds (2/3) of the members voting, following proper notification as established by the Bylaws of this corporation.

BYLAWS

ARTICLE I

Name

The name of this organization shall be the Indiana Society of Radiologic Technologists, hereinafter referred to as the ISRT, affiliated with the American Society of Radiologic Technologists (ASRT).

ARTICLE II

Definition and Purpose

Section 1. Definition

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

Section 2. Purpose

The purpose of the ISRT 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 of radiologic technologists.

ARTICLE III

Membership

Section 1. Policy and Procedure

- A. 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.
- B. The name of the ISRT or any ISRT delegate, 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 ISRT.
- C. A candidate for membership shall submit an application for membership along with the required fee to the ISRT office.

Section 2. Categories of Membership

Voting

- A. Active members are those who are registered by the American Registry of Radiologic Technologists (ARRT) or equivalent or hold an unrestricted license under state statute. They shall have all rights, privileges and obligations of membership including the right to vote, hold office and serve as a delegate.
- B. Life members are those individuals who have rendered outstanding and sustaining service to the ISRT above and beyond the ordinary obligations of membership and contribute to the ISRT and to the profession through continuing efforts and exemplary performance. They shall be selected by a three-fourths (3/4) vote of the entire membership of the Board of Directors. They shall have all the rights, privileges and obligations of active members.

Nonvoting

- A. Student members are those who are enrolled in primary radiologic science programs including Indiana State Department of Health (ISDH) approved limited programs. They shall have all rights, privileges and obligations of active members except to vote, hold office, or serve as a delegate. Eligibility for student membership shall terminate upon initial certification.
- B. Limited x-ray machine operator members are those who perform diagnostic x-ray procedures on selected anatomical sites, hold a current limited license to operate ionizing radiation equipment under state statutes 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.
- C. Supporting members are those who are or have been employed in the technical, educational, managerial or corporate aspects of the radiologic sciences and do not qualify for other categories of membership. They shall have all rights, privileges and obligations of active members except to vote, hold office or serve as a delegate.
- D. Retired members are those who hold retired status with the American Registry of Radiologic Technologists (ARRT) or equivalent or who meet Social Security Administration requirements for retirement. They shall have all rights, privileges and obligations of active members except to vote, hold office or serve as a delegate.
- E. Honorary members are those the ISRT has selected for their service to the ISRT. They shall be selected by a three-fourths (3/4) vote of the entire membership of the Board of Directors. They shall have all rights, privileges and obligations of active members except to vote, hold office or serve as a delegate.

Section 3. Dues

- A. Dues for all members, proposed by the Board of Directors, require adoption by a two-thirds (2/3) vote of voting members at the annual business meeting.
 - 1. Intent to change dues structure shall be communicated to all members a minimum of thirty (30) days prior to the beginning of the annual business meeting.
- B. Dues shall be paid by the expiration date.

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, acceptance of the application by the Board of Directors, and paying the fees as a new member.

ARTICLE IV

Officers

Section 1. Positions

The elected officers of the ISRT shall be: the senior board member, immediate past president, president, vice president, president-elect, secretary and treasurer.

Section 2. Qualifications

- A. General qualifications
 - 1. An officer shall practice in the radiologic science profession or health care.
 - 2. An officer shall be a voting member of the ASRT and the ISRT.
 - 3. An officer shall show proof of continuing education.
 - 4. An officer may serve concurrently on the board of any national radiologic science certification or national accreditation agency and as a delegate.
- B. An officer who met qualification requirements at the time of nomination shall be permitted to complete the term, even though employment status changes.

Section 3. Terms of Office

- A. The vice president and secretary shall serve for a term of one (1) year or until their successors have been elected.
- B. The treasurer shall serve for 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, one (1) year as immediate past president and one (1) year as senior board member.
- D. Terms shall begin at the close of the annual business meeting.

Section 4. Duties

Officers shall perform the duties prescribed by these bylaws.

- A. Senior Board Member
 - 1. Shall be the chairman of the Finance Committee.
- B. Immediate Past President
 - 1. Shall be a member of the Finance Committee.
- C. President:
 - 1. Shall be an ex-officio member of all committees appointed by the Board of Directors except the Nominating Committee.
- D. Vice President:
 - 1. Shall assume the duties of the president when necessary.
- E. President-Elect:
 - 1. Shall become familiar with all ISRT activities and be prepared to assume the office of president.
 - 2. Shall appoint and provide charges to committees for the presidential year.
- F. Secretary:
 - 1. Shall perform duties assigned by the Board of Directors.
- G. Treasurer:
 - 1. Shall keep all financial accounts in a manner approved by the by the Board of Directors.

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 shall remain vacant until the next annual business meeting.
- C. A vacancy in the office of senior board member, immediate past president, vice president, secretary, or treasurer shall be filled by appointment by a majority vote of the entire remaining membership of the Board of Directors.

ARTICLE V

ISRT Delegates to the ASRT House of Delegates

Section 1. Delegates Requirements and Qualifications

- A. Two ISRT delegates and two alternate delegates shall be elected annually by a plurality vote of the voting members of the ISRT.
- B. Delegates shall be elected for a term of two (2) years. The term shall begin at the close of the annual meeting of the House of Delegates in the year the delegate is elected.
- C. A delegate shall be limited to two (2), two-(2-) year consecutive terms unless there is not a full slate of qualified candidates nominated.
- D. The delegate nominees receiving the third and fourth highest number of votes on the ballot are the elected alternate delegates. If two (2) alternates are not elected, the Board of Directors shall appoint the alternate delegate(s).
- E. An alternate delegate shall serve a one- (1-) year term. The term shall begin at the close of the annual meeting of the House of Delegates in the year the alternate delegate is elected/appointed.
- F. The ISRT shall submit completed affiliate delegate information forms to the ASRT for the delegates and alternate delegates by the end of the first business day of April. Delegate and alternate delegate positions not filled with qualified members by the first business day of April shall remain open until after the annual meeting of the House of Delegates.
- G. A delegate shall show proof of continuing education.
- H. A delegate shall be a voting member of the ASRT and the ISRT for two (2) years immediately preceding nomination.
- I. A delegate shall have served as an officer, or on the Board of Directors or as a committee member in the ISRT.
- J. A delegate shall practice in the radiologic science profession or health care.
- K. A delegate may serve concurrently on the board of any national radiologic science certification or national accreditation agency.
- L. A delegate shall have the time and availability for necessary travel to represent the ASRT.
- M. A delegate shall attend the annual meeting of the House of Delegates and all meetings required of delegates.

Section 2. Absences and Vacancies

- A. Absence
 - 1. An absence exists when a 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.
 - 2. It is the responsibility of the delegate to notify the ASRT, the speaker of the House, ISRT board of directors 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.
 - 3. 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.
- B. Vacancies
 - 1. Delegate vacancies shall be filled by the alternate delegate.

ARTICLE VI

Nominations and Elections

Section 1. Composition and Responsibilities of the Nominating Committee

- A. The Board of Directors shall appoint a chairman and four (4) members to the Nominating Committee, none of whom may be members of the Board of Directors.
- B. It shall be the duty of the Nominating Committee to review candidate information and present all qualified candidates for ISRT officer and affiliate delegate positions.

Section 2. Nominations

Nominations of officers and affiliate delegates may be submitted by any ISRT member. Nominations shall be received by the Nominating Committee Chairman by the end of the first business day of May. Completed candidate information forms shall be received by the Nominating Committee Chairman by the end of the first business day of June.

Section 3. Balloting

- A. Ballots prepared by the ISRT office shall be made available to the voting members at least forty-five (45) days prior to the beginning of the annual business meeting.
- B. Ballots shall be cast no later than thirty (30) days prior to the beginning of the annual business meeting. Ballots postmarked after this date shall not be counted.
- C. Write-in votes are allowed for all officer and delegate positions.

Section 4. Election and Notification

- A. The vice president, president-elect, secretary, treasurer, and affiliate delegate shall be elected by a plurality vote of the voting members of the ISRT.
- B. A tie vote shall be decided by lot at the annual business meeting.
- C. Newly elected officers and delegates shall be notified of election results at least fifteen (15) days prior to the beginning of the annual business meeting.
- D. Election results shall be announced at the annual business meeting.

ARTICLE VII

Board of Directors

Section 1. Composition

The Board of Directors shall consist of the officers of the ISRT.

Section 2. Duties

The Board of Directors shall:

- A. Be vested with the responsibility of the management of the business of the corporation in concert with its strategic plan.
- B. Appoint external organization representatives.
- C. Temporarily suspend main motions adopted at the annual business meeting if found to be contrary to federal, state or local laws, ISRT bylaws, ASRT Bylaws, or to be financially infeasible.

Section 3. Meetings

- A. The Board of Directors shall meet at least once annually at the annual business meeting.
- B. The president or the chairman of the Board, or a majority of the members of the Board of Directors, upon written request to the chairman of the Board, may call a meeting, and the meeting shall occur, provided no less than a fifteen- (15-) day notice to all Board members is given.
- C. The Board of Directors may permit any or all members to participate in a meeting by, or conduct the meeting through the use of, any means of communication by which all members participating may simultaneously hear each other during the meeting.

Section 4. Quorum

A majority of the Board of Directors shall constitute a quorum for all meetings. Proxies are prohibited.

ARTICLE VIII

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 ISRT, 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 charged 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 person charged 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 person 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 or delegate 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 or delegate shall be by three-fourths (3/4) vote of the entire membership of the Board of Directors.
- I. Removal of a Board member shall be by three-fourths (3/4) vote of the entire remaining membership of the Board of Directors.

ARTICLE IX

Committees

- A. There shall be committees as deemed necessary appointed by the Board of Directors, president and president-elect.
- B. The appointing authority shall be an ex-officio member of all committees appointed by him or her, except the Nominating Committee.
- C. The president-elect shall appoint and provide charges to committees for the presidential year.
- D. A vacancy in any committee shall be filled by the appointing power.

ARTICLE X

Meetings

Section 1. Business Meeting

- A. There shall be an annual business meeting.
- B. The ISRT may permit any or all members to participate in a meeting by, or conduct the meeting through the use of, any means of communication by which all members participating may simultaneously hear each other during the meeting.
- C. Special meetings of the ISRT may be called at such time and place as designated by a majority vote of the Board of Directors. ISRT members shall be notified thirty (30) days in advance of such meetings, with a statement of the business to be transacted. No business other than that specified shall be transacted.

Section 2. Quorum

A quorum shall consist of the number of voting ISRT members in attendance at the business sessions.

Section 3. Voting

Members may attend the annual business meeting, but only voting members shall vote. There shall be no proxy voting.

ARTICLE XI

Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised*, shall govern the ISRT in all cases in which they are applicable unless they are inconsistent with these Bylaws, the Articles of Incorporation, or state or federal law.

ARTICLE XII

Amendments

- A. Amendments to the Bylaws shall be received by the Bylaws Committee by the last business day of June.
- B. Notice of Bylaw amendments shall be provided to the members at least thirty (30) days prior to the beginning of the annual business meeting.
- C. These Bylaws may be amended by two-thirds (2/3) vote of the members voting at the annual business meeting.

ARTICLE XIII

Indemnification

Every officer, director, employee or delegate of the ISRT shall be indemnified by the ISRT 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 ISRT 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 ISRT. In no event shall indemnification be paid to or on behalf of any above-named individual going beyond or acting beyond the powers granted by authority of this organization or Bylaws. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such officer, director, employee or delegate may be entitled.

ARTICLE XIV

Dissolution

In the event of dissolution or final liquidation of the ISRT, 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 in radiologic technology, consistent with those of the ISRT, as designated by the Board of Directors.

SPECIAL RULES

1. Life Member Qualifications

- a. The nominee shall have maintained continuous active membership in the ISRT for a minimum of 10 years.
- b. The nominee shall attend state meetings and seminars regularly.
- c. The nominee shall perform outstanding and sustaining service to the ISRT above and beyond the ordinary demands of membership.
- d. The nominee shall contribute to the ISRT and to the profession through continuing efforts and exemplary performance.

Life Member Procedures

- a. The Board of Directors shall utilize the Life Membership Qualifications to evaluate the nominee for Life membership. The Board shall be charged to investigate the accomplishments of the nominee and rate said nominee according to the qualifications.

- b. The nominee shall meet the qualifications to be considered for Life membership. A nominee meeting the qualifications is not automatically granted Life membership. The qualifications establish criteria to evaluate a nominee.
 - c. Nominations may be made by any ISRT member. The nominee's resume and any necessary supporting documentation shall be submitted to the Chairman of the Board. The Chairman of the Board shall place the item on a Board meeting agenda for evaluation and consideration by the Board of Directors. The recipient shall be selected by three-fourths (3/4) vote of the entire membership of the Board of Directors.
2. **President's Award:** By declaration of the Board of Directors, there may be a President's Award. This award may be given annually to a technologist who has demonstrated outstanding devotion to the ISRT.

President's Award Qualifications

- a. The nominee shall be a current ISRT member and hold current, non probationary status with the American Registry of Radiologic Technologists (ARRT) or equivalent and/or hold a current unrestricted license under state statute.
- b. The nominee shall have displayed leadership and served as an elected officer or a committee chairman in the ISRT.
- c. The nominee shall have demonstrated loyalty in upholding the ethical standards of the profession of the radiologic sciences.

President's Award Procedures

The President's Award Selection Committee shall utilize the President's Award Qualifications to evaluate the nominee for the President's Award. The President's Award Selection Committee shall be charged to investigate the accomplishments of the nominee and rate said nominee according to the qualifications.

- a. The nominee shall meet the qualifications to be considered for the President's Award. A nominee meeting the qualifications is not automatically a recipient of the award. The qualifications establish criteria to evaluate a nominee.
- b. Members of the Board of Directors shall not be eligible during their term of office.
- c. Only one award may be given each year.
- d. Nominations may be made by any ISRT member and shall be received by the ISRT President by the end of the first business day of May. Nominations shall be submitted on the approved Nomination Form.
- e. Individuals shall be notified by May 15th of their nomination. Nominees shall be responsible for completing the biographical sketch forms and returning them to the President by the first business day of July.
- f. Evaluation of the nominee and selection of the recipient shall be the sole responsibility of the President's Award Selection Committee.
- g. The President's Award Selection Committee shall consist of the current President and two (2) past Presidents. The President shall have the sole responsibility of appointing the members to this committee.
- h. The recipient shall be selected by majority vote of the entire President's Award Selection Committee.

3. **Outstanding Technologist Award:** By declaration of the Board of Directors there may be an Outstanding Technologist Award. The award may be presented annually to a technologist who consistently exemplifies outstanding values and ethics as a radiologic technologist.

Outstanding Technologist Qualifications

- a. The nominee shall have maintained continuous active membership in the ISRT for a minimum of 5 years and shall be a current member in good standing at the time of nomination.
- b. The nominee shall have consistently exemplified outstanding values and ethics as a radiologic technologist.

Outstanding Technologist Procedures

- a. The Board of Directors shall utilize the Outstanding Technologist Qualifications to evaluate the nominee for the award. The Board shall be charged to investigate the accomplishments of the nominee and rate said nominee according to the qualifications.
 - b. The nominee shall meet the qualifications to be considered for the Outstanding Technologist Award. A nominee meeting the qualifications is not automatically a recipient of the award. The qualifications establish criteria to evaluate a nominee.
 - c. Members of the Board of Directors shall not be eligible during their term of office.
 - d. Only one award may be given each year.
 - e. Nominations may be made by any ISRT member and shall be received by the Chairman of the Board by the end of the first business day of May. Nominations shall be submitted on the approved Nomination Form.
 - f. Individuals shall be notified by May 15th of their nomination. Nominees shall be responsible for completing the biographical sketch forms and returning them to the Chairman of the Board by the first business day of July.
 - g. Evaluation of the nominee and selection of the recipient shall be the sole responsibility of the Board of Directors.
 - h. The recipient shall be selected by three-fourths (3/4) vote of the entire membership of the Board of Directors.
4. These special rules may be amended or rescinded by a two-thirds (2/3) vote without previous notice or by a majority vote if previous notice has been given of the members voting at the annual business meeting.
5. The 1st place award in the individual technologist exhibit competition shall be the Richard C. Marks, RT(R) memorial award.
6. The 1st place award in the individual technologist essay competition shall be the Mary Knish Jancosek, RT(R), FASRT memorial award.