

# Constitution and By-Laws

THE CENTRAL CHAPTER OF THE SOCIETY OF NUCLEAR MEDICINE

*December 2006*

## CONSTITUTION

## BYLAWS

### ARTICLE 1. STRUCTURE

#### Section 1.1

The Chapter shall be an autonomous organization with its own officers, constitution, bylaws and dues, and shall also be a chartered Chapter of the Society.

#### Section 1.2

Matters of primary concern to the Society shall be governed by the Constitution and Bylaws of the Society.

#### Section 1.3

Matters of primary concern to the Chapter shall be governed by the Constitution and Bylaws of the Chapter.

#### Section 1.4

Matters of primary concern to both the Society and the Chapter shall be governed by their appropriate Constitution and Bylaws upon the recommendations or decision of the Board of Governors of the Chapter, after consultations with the appropriate officers of the Society. The Chapter shall undertake no action contrary to the Constitution or Bylaws of the Society.

#### Section 1.5

Reciprocity may be established with other Chapters with regard to the status of members.

#### Section 1.6

Within the Chapter, organizations may exist, composed of any class or classes of members who may wish to assemble because of their common interest in Nuclear Medicine, the Chapter, the Society, and their objectives. Proponents of these organizations may petition any member of the Board of Governors on behalf of their group for the purpose of forming and implementing such organizations.

These organizations are to remain under the jurisdiction of the Chapter. They may have their own subordinate constitution and bylaws, may elect their own officers, assess their own dues, and determine the time, place and scope of their own meetings. These organizations may not obligate the Chapter in any way, and may not speak for the Chapter. They shall not include in their active membership individuals who are not members in good standing in the Chapter.

These organizations will submit to the President of the Chapter copies of any written minutes of their meetings, any proposed constitution and bylaws, or amendments to, or

changes in either. Annually, they will submit current rosters of membership and financial statements.

Such an organization shall have no right or status in the Chapter until it has obtained written approval of its affiliation from the Board of Governors of the Chapter. Its privilege to be affiliated with the Chapter may be withdrawn by a vote of two-thirds of the entire Board of Governors, whether taken in executive session or by mail. An advisor will be appointed by the President from the membership of the Chapter, after said advisor shall have been nominated by the organization.

### **Section 1.7**

As defined by the Society members may belong to a Technologist Section. A Technologist Section of the Central Chapter is recognized with the same status as the National Technologist Section and is governed by the conditions of Section 1.6 with the exception that it need not apply for recognition and need not have an advisor.

## **ARTICLE 2. MEMBERSHIP**

### **Section 2.1**

Categories of membership have been and are established by the Society. Membership in the Chapter shall be divided into classes as provided for in the Bylaws of the Society and shall be open to all persons who, by virtue of residence or occupation in the territory embraced by the Chapter, or are otherwise eligible for membership in one of the categories described in the Bylaws of the Society, provided that they are found acceptable by the Society. A member shall be in good standing if he/she is a member in good standing of the Society of Nuclear Medicine.

## **ARTICLE 3. OFFICERS AND DUTIES OF OFFICERS**

### **Section 3.1**

The officers of the Chapter shall be a President, a Vice-President, a Secretary-Treasurer, such officers as may be elected by the Technologist Section and a Board of Governors. The President shall serve for a term of one year or until a duly elected successor shall be able to assume the office.

The terms of office for the President, Vice-President, Secretary-Treasurer, and all members of the Board of Governors shall begin at the conclusion of the Annual Meeting of the Central Chapter, Society of Nuclear Medicine.

The Vice-President and Secretary-Treasurer shall each serve for a term of two years, and shall alternately succeed to the Presidency. In the year before coming President, the officer who is to succeed to the presidency shall assume the duties of President-Elect.

A vote shall be taken each year to elect a Vice-President or, alternately, a Secretary-Treasurer. Voting and non-voting members of the Board of Governors are eligible for nomination for Vice President or Secretary-Treasurer as long as they satisfy the one-year service criterion and are members in good standing. The first and second immediate past Presidents shall not be eligible for nomination.

### **Section 3.2 (a)**

The voting members of the Board of Governors shall consist of the President; the Vice-President; the Secretary-Treasurer; the last two past Presidents, each serving for a term of two years after their presidency; the President and the President-elect of the Technologist Section; and six Chapter members, two of whom shall be elected each year for a term of three years by a plurality of those voting in a mail or electronic ballot.

Two Technologist Section members are to be elected by the Technologist Section, each serving a term of three years. Balloting for position of technologist members of the Board of Governors will be fully detailed in the Technologist Section Bylaws.

### **Section 3.2 (b)**

Non-voting members of the Board of Governors shall consist of all past Presidents who are not members of the Board of Governors, all Chapter members who are officers or delegates of the Society, and the Chairpersons of the standing committees.

### **Section 3.3 (a) Duties of the President**

The President shall preside at meetings of the Chapter and of the Board of Governors. The President shall appoint all ad hoc committees, and shall designate chairpersons for such committees. The President shall appoint one member each year to each of the standing committees except the Nominating Committee. The President, or an appointed delegate shall, when necessary, appoint auditors, tellers, a parliamentarian, and other persons authorized to conduct the business of the Chapter. The President, when necessary, may seek and appoint legal counsel for the Chapter after consultation with the chairperson of the Finance Committee. The President, or an appointed delegate, shall represent the Chapter at meetings of the Society. The President is an ex-officio member of all committees, except the Nominating Committee.

### **Section 3.3 (b) Duties of the Vice-President**

The Vice-President shall act as President in any meeting, process or deliberation of the Chapter at which the President is either absent or unable to act as President, except in an action for the removal from office of the President, in which case the first immediate Past-President shall preside. If the first immediate Past-President is unable to preside, then either the second, the third, or the fourth immediate Past-President, in the order named herein, shall preside. The Vice-President and Secretary-Treasurer shall have no vote in a procedure for the removal from office of the President.

### **Section 3.3 (c) Duties of the Secretary-Treasurer**

The Secretary-Treasurer shall keep, or cause to be kept, a record of the minutes of all meetings of the Chapter, including a record of the reports of all committees. The Secretary-Treasurer shall oversee the deposit and disburse all monies of the Chapter, and may request an audit of the same, unless an external audit be voted by the Chapter, or in an emergency, by the vote of the Board of Governors. The Secretary-Treasurer shall collect, or cause to be collected, assessments when they are authorized by the Chapter or the Board of Governors. At the completion of the term of office as Secretary-Treasurer, he/she shall deliver all records of the Chapter in his/her keeping to the new Secretary-Treasurer.

### **Section 3.3 (d) Duties of the Board of Governors**

The Board of Governors shall facilitate the business of the Chapter and shall conduct all business of the Chapter, except when the Chapter is in plenary session. It shall initiate any action for the removal from office or from membership of any member. The President shall preside in any such action unless it is for his/her removal or dismissal.

Emergency balloting or polling of the members of the Board of Governors by telephone by the President, or by the President's appointed alternate, shall have full force and effect provided that no member of the Board of Governors shall willfully be denied the opportunity to vote in any matter so treated.

The Board shall review the budget and the audit of the books of the Treasurer and shall approve or disapprove any dues or assessments or any recommended changes in either. It should review the action of all committees for approval or disapproval. A quorum of the Board of Governors for any meeting shall consist of one-half the current membership plus one in addition to the President or acting President.

Service as an elected member of the Board of Governors for more than six months will count as a full year of service.

### **Section 3.4 Emergency Succession to the Presidency**

If, before the completion of his/her term of office to which he/she was elected, the President dies, resigns, is removed from office, or becomes disqualified, he/she shall be succeeded by the Vice-President, or Secretary-Treasurer, depending upon the pre-determined order of succession. (Art. 3, Section 3.1). The officer succeeding to the presidency shall complete the unexpired term as well as his/her own designated term.

### **Section 3.5 Vacancies in Other Offices**

Vacancies in other offices by the death, resignation, removal from office or disqualification of other officers, and vacancies caused by contingencies not herein provided for, shall be filled by appointment by the President until the next regular meeting of the Chapter or until the end of the term in which the vacancy occurred, whichever comes first. If a portion of the term is unexpired at the time of the next regular meeting of the Chapter, nominations may be made to fill the vacancy for the unexpired term by the Nominating Committee or from the floor. The elections shall be conducted under same rules as for all other elections.

Should a vacancy be created on the Board of Governors, the President shall immediately appoint a member of like membership status to fill the position on an interim basis. At the next regular election, the membership will vote on three positions on the Board of Governors. The person receiving the third highest vote will be designated to fill the unexpired term of the vacated position. This term of office shall begin immediately following the counting of the ballots. If two positions are vacant, the persons with the third and fourth highest votes shall be considered elected to the vacated slots. These terms shall also begin immediately following the counting of the ballots.

If vacancies should occur on the Society House of Delegates which shall be filled by members of the Central Chapter, then these shall be filled as follows: the Nominating Committee shall propose at least one candidate per position from persons who have served at least one year on the Board of Governors. The candidates will be voted upon by the Board of Governors, with the candidate receiving the highest votes to be elected to the position. If more than one vacancy needs to be filled, then persons in the order of highest to lowest votes shall be considered elected for the vacated slots.

### **Section 3.6 Absences of Officers**

In the event of the absence of all officers from a properly designated meeting of the Chapter, the members present shall elect a President pro-tempore.

## **ARTICLE 4. COMMITTEES**

The committees of this Chapter shall consist of the following standing committees, and of such other Ad Hoc committees, as the President shall direct. All committee meetings are open to all members in good standing. Closed committee meetings can be held with written permission of the President of the Chapter. Only committee members can participate in discussion unless open discussion is allowed by the chairperson of the meeting. All committee members must be members of the SNM or SNM-TS.

The chairperson of each standing committee is appointed annually by the President except the Nominating Committee. Any member of the Chapter, who is in good standing, shall be eligible for membership on standing committees. The number of members on each committee is defined under the committee section. Each standing committee shall have at least one technologist member

In the case of resignation, death, disqualification, or other contingency which prohibits the fulfillment of the member's term on a standing committee the President shall appoint an individual of the same category of membership to complete the vacated term of office. The technologist appointee, whether to full or partial term, must be acceptable to the Technologist Section President as a representative of the Technologist Section.

#### **Section 4.1 Nominating Committee**

The Nominating Committee shall consist of four members. The membership of this committee shall consist of the four most immediate past presidents, with the immediate past president serving as Chair. This Committee shall seek suggestions from the voting membership for all elective offices to be filled by the annual balloting or for officers to be elected to unexpired terms as provided in Article 3. Section 3.5

#### **Section 4.2 Membership Committee**

The Membership Committee shall consist of four members, one to be appointed each year by the President. They shall each serve for a term of four years, one retiring each year. The President shall annually designate the Chairperson of the Committee. This Committee shall be responsible for all matters pertaining to membership. This committee may meet jointly with the Technologist Section membership committee. and in that event the Co-Chair is the Chair of the Technologist Membership Committee.

#### **Section 4.3 Constitution and Bylaws Committee**

The Constitution and Bylaws Committee shall consist of four members, one to be appointed each year by the President. They shall serve for a term of four years, one retiring each year. The President shall annually designate the Chairperson of the Committee. This Committee shall maintain a study of the Constitution and Bylaws and shall recommend to the Board of Governors such changes, additions, or amendments as it finds necessary to the structure and content of either. The Chairperson of the Constitution and Bylaws Committee shall serve as parliamentarian of the Chapter.

#### **Section 4.4 Finance Committee**

The Finance Committee shall consist of five members, one of whom shall be the Secretary-Treasurer of the Chapter and at least one technologist member. Of the remaining three, each shall serve for a term of three years, one retiring each year. The President shall annually designate the Chairperson of this Committee. The Technologist member to the Finance Committee is an ex-officio non-voting member and shall be the Chairperson of Technologist Section's Finance Committee.

The Finance Committee shall review the annual budget and recommend dues and assessments to the Board of Governors. It may audit the books of the Treasurer, and shall submit a written report to the Board of Governors at each meeting.

#### **Section 4.5 Program Committee**

The Program Committee shall consist of four members, one of whom shall be the Vice-President of the Chapter, who shall serve as its Chairperson. This Committee shall be responsible for the Scientific Program at the Chapter meetings. The Chairperson of this Committee is a voting ex-officio member of the Continuing Education Committee and of the Publications Committee. Each appointed member shall serve for a term of three years, one retiring each year.

#### **Section 4.6 Committee on Continuing Education**

The Committee on Continuing Education shall consist of at least four members, one to be appointed each year by the President. At least two members shall be technologist members. They shall each serve for a term of four years, one retiring each year. The President shall annually designate the Chairperson of this Committee, who may be a technologist.

The function of this Committee shall be to facilitate the educational efforts of the Chapter aside from educational events at Chapter meeting. Its operation shall be governed by policies and guidelines established by the Board of Governors. It shall submit a report of its activities at each meeting of the Chapter.

The Chairperson of this Committee is a voting ex-officio member of the Program Committee and of the Publications Committee.

#### **Section 4.7 Publications Committee**

The Publications Committee shall consist of four members, one to be appointed each year by the President. There may be one or more members from the technologist section on this committee. All members shall serve for a term of four years, one retiring each year. The President shall annually designate the Chairperson of this Committee. In addition, the Editor and Co-Editor of the Chapter's Newsletter are ex-officio members of this Committee.

The function of this Committee shall be the supervision of all publications of the Chapter; including the selection, with the advice and consent of the Board of Governors, of any editor or editors chosen for the management of such publications.

The Chairperson of this Committee is a voting ex-officio member of the Program and Continuing Education Committee.

#### **Section 4.8 Ad Hoc Committees**

The President shall appoint Ad Hoc committees as needed. The Ad Hoc committee is in existence for the duration of the term of the President who formed the committee unless extended by the subsequent President.

### **Article 5. DUES AND ASSESSMENTS**

#### **Section 5.1**

The dues of the Chapter shall vary according to the category of membership. Changes in the dues of the Chapter shall be recommended by the Board of Governors and adopted by a simple majority of those present and voting at a Business Meeting of the Chapter.

#### **Section 5.2**

In the event of emergency or extraordinary need, assessments may be levied upon the approval of a two-thirds majority of the entire Board of Governors.

### **ARTICLE 6. MEETINGS**

#### **Section 6.1**

Regular meetings of the Chapter shall be called by the Board of Governors. The announcement of the time and place of the meetings shall be made to the membership at least sixty days before the meeting date. Meetings shall include a meeting of the Board of Governors, a Business Meeting of the voting members (at the Annual Meeting), a meeting of all Standing Committees, and a Scientific Program.

Each Committee Chairperson shall give a report of the activities of his/her Committee to the Board of Governors at its meetings.

### **Section 6.2**

Other meetings may be called by the President. No business may be transacted at a Chapter meeting unless there has been sixty days prior notice of such meeting.

### **Section 6.3**

At a duly called Business Meeting, a quorum shall consist of not less than ten voting members.

## **ARTICLE 7. ELECTIONS**

### **Section 7.1**

Nominations for election to the Board of Governors may be made in writing prior to January 1. The Nominating Committee shall announce its nominations for election for all vacant offices and to the Board of Governors. Nominees accepted by the Nominating Committee shall be included on a ballot. Those ballots returned on or before thirty days after the postmark or posting date of the ballot shall be counted. Those received after thirty days shall not be counted. The Board of Governors may authorize electronic voting to be implemented by email or other means. In the event electronic voting is employed a secure system that guarantees an individual may only vote once for each office must be employed. Electronic or mail ballots received after thirty days from the original mailing or posting date shall not be counted.

The two candidates for Board of Governors having a plurality of the vote shall be declared elected. Those candidates for each office receiving the greatest number of votes shall be declared elected. A simple majority of votes counted shall be necessary for election. If no one receives a majority of votes cast, the candidate with the highest number of votes will be elected.

### **Section 7.2**

All members entitled to vote in Society elections, shall have the right to vote in Chapter elections, as well as in Business Meetings of the Chapter.

### **Section 7.3**

The terms of the office for the President, Vice-President, Secretary-Treasurer, and all members of the Board of Governors shall begin at the conclusion of the Annual Meeting of the Central Chapter of the Society of Nuclear Medicine.

### **Section 7.4**

In the case of a tie, the Board of Governors, acting as a group, shall cast one tie-breaking vote.

## **ARTICLE 8. ETHICS**

### **Section 8.1**

The Board of Governors of the Chapter shall have authority to transmit information concerning ethical issues to the Ethics Committee of the Society for further evaluation.

## **ARTICLE 9. TERMINATION**

### **Section 9.1**

Should the Central Chapter of the Society of Nuclear Medicine be disbanded, or should it otherwise cease to exist, its official records, minutes, books, any other pertinent documents, and any real properties and assets which the Chapter may then possess, shall be delivered to the then current President of the Society of Nuclear Medicine or its successor, or to an appropriate officer designated by him/her, for filing, storage, or other disposition at the discretion of the House of Delegates of the Society.

### **Section 9.2**

Monies and other financial assets, wherever or however held, remaining to the credit of the Chapter after the settlement of all outstanding financial obligations of the Chapter, and if the Society of Nuclear Medicine shall not then exist, shall be donated to one or more non-profit, tax-exempt organizations engaged, directly or indirectly, in some aspect of nuclear medicine. Such recipient organizations shall be selected, opportunity permitting, by the Board of Governors of the Chapter at either a regular or special meeting of the Board of Governors. If feasible, the Board shall, in making its choice, give careful consideration to the wishes of a majority of the members of the Chapter. If such formal meeting of the Board shall not be possible, the Chapter's then President or successor (Article 3, Section 3.4 and 3.5) shall designate the recipients, being guided by whatever opinion the President may be able to obtain from other members of the Board of Governors. The Chapter's Treasurer shall preferably carry out this transfer of financial assets.

## **ARTICLE 10. AMENDMENTS**

### **Section 10.1**

An amendment to the Constitution or Bylaws of the Central Chapter of the Society of Nuclear Medicine may be initiated either by the petition of twenty-five or more voting members in good standing or by the Constitution and Bylaws Committee, or by the Board of Governors sending a proposal for amendment to the President, who shall, within thirty days, consult by mail, e-mail, or by telephone with the Board of Governors, and the Constitution and Bylaws Committee, following which, within thirty days, the proposal shall be voted upon by the Board of Governors. Unless the Board of Governors disapprove, by a three-fourths majority, the proposed amendment shall be made available to each member who is qualified to vote. The members shall then indicate their consent or displeasure by marking ballots of the proposed amendment, and returning them to the President or designate. Ballots received on or before thirty days after the postmark or posting date of the submitted proposal shall be counted. Those ballots received after thirty days shall not be counted. A two-thirds majority of those counted shall be necessary for amendment. If a proposed amendment is rejected by the Board of Governors, the group proposing the amendment shall have the right to appeal the decision by introducing the proposed amendment for discussion at the next Business Meeting of the Chapter, providing they make the request to do so in writing to the President at least thirty days before the meeting.

Bylaws shall not in any event be contradictory to the Constitution. It is the sense of the members of the Chapter that the Bylaws should be more readily proposed, more easily passed, and more freely changed than the Articles of Constitution.

A Bylaw or any change in any Bylaw, may be proposed by any voting member of the Chapter in good standing at any plenary session of the Chapter. A Bylaw shall be passed if, after it has been so proposed, it receives the affirmative vote of the majority of those present and voting. A Bylaw shall be changed either in whole or in part, after such change has been properly proposed, by an affirmative vote of the majority of those present and voting.

## **ARTICLE 11. PARLIAMENTARY PROCEDURE**

### **Section 11.1**

All questions of parliamentary procedure will be determined at all meetings of the Chapter and of the Board of Governors by the provisions of the Laws of the State in which such meeting takes place, the Bylaws of the Society of Nuclear Medicine, this Constitution, and *Robert's Rules of Order, Newly Revised*. In the event of any inconsistency in the foregoing, they shall take precedence in the order set forth.