

BY-LAWS AND CONSTITUTION
OF
THE SOCIETY OF SKELETAL RADIOLOGY, INC.

Article I

NAME

This Society shall be known as The Society of Skeletal Radiology, Inc.

Article II

OBJECTIVES

The objectives and purposes of this Society shall be:

Section 1. To encourage and support the development of expertise in the subspecialty of musculoskeletal radiology.

Section 2. To provide continuing medical education via an annual scientific meeting.

- A. The goals of this annual meeting are to encourage research activity and dissemination, stimulate collaboration among members, and refine subspecialty expertise
- B. Peer-reviewed papers will be given by society members covering such musculoskeletal topics as tumors, arthritis, sports medicine/trauma, metabolic/endocrine disease, spine topics, imaging techniques and procedures, resident/fellow education and socioeconomic issues.
- C. Completed research, preliminary work, or simply ideas can be given a forum, with discussion encouraged.
- D. Based on needs assessment, special topic panel discussions will be developed and presented.

Section 3. To encourage research in musculoskeletal radiology and related sciences.

Section 4. To promote musculoskeletal radiology by encouraging cooperation with other branches of medicine and allied musculoskeletal disciplines.

Article III

MEMBERSHIP

Section 1. The membership of this society shall be by invitation only and shall consist of:

- 1. Full Members
[delete: *Members-In-Training*]
- 2. Honorary Members

3. International Members
4. Emeritus Members

Hereinafter the words "Members" or "Membership" when used in this constitution shall mean any of the foregoing classes of Members to which it shall be applicable.

Section 2. *FULL MEMBERS.* *Full Members* shall at the time of invitation, and at all times thereafter, fulfill all the following requirements:

- A. They shall be a board certified radiologist and engaged in the practice of radiology within the constituent states of the United States.
- B. They must devote a majority of their time to the professional practice of the broad range of musculoskeletal radiology, exclusive of time devoted to administrative duties.
- C. A candidate for *Full Membership* must be sponsored by a *Full Member* in good standing.

[delete: *Members-In-Training Section*]

Section 3. *HONORARY MEMBERS.* Honorary Members shall be persons who have made valuable contributions to musculoskeletal radiology. Any *Full Member* may nominate a candidate for such Membership pursuant to the provisions of Article XII. Honorary Members shall receive a certificate of Honorary Membership and shall have all the rights of *Full Members* except the right to vote and hold office and they shall be exempt from all dues and assessments.

Section 4. *INTERNATIONAL MEMBERS.* International Members are those Members who spend a majority portion of their professional practice in musculoskeletal radiology, but who live outside the geographic area of the United States. They shall have all the rights of *Full Members*, except the right to vote and hold office. They shall be required to pay all dues and assessments. A International Members will be automatically transferred to *Full Membership* when residing in the United States pursuant to approval by the ~~Executive~~ *Membership Committee*.

Section 5. *EMERITUS MEMBERS.* Emeritus members are those previous *Full Members* who are now retired from the practice of radiology. They shall have all the privileges of *Full Membership* except the right to vote and hold office. They shall be excused from payment of all dues. *Full Members* shall be changed to Emeritus Members by notifying the Membership Committee of their retirement.

Section 6. Members shall be considered in good standing when their dues are current ~~and they have attended at least one meeting of the Society.~~

Article IV

OFFICERS

Section 1. The officers of the Society shall be President, President - Elect, Secretary and Treasurer.

Section 2. Officers shall be *Full Members* of the Society in good standing.

Section 3. The officers shall be elected by a majority of the ballots cast at the annual meeting, *or by mail ballot*, according to Article IX.

Article V

DUTIES OF OFFICERS

Section 1. The President shall be the presiding officer of the Society, Chair of the Executive Committee and a member ex-officio of all committees. The President shall perform all of the duties which custom and parliamentary practice commonly associated with the office of President, and shall appoint committees (other than the regular committees) and representatives, as necessary. The term of office shall be two years *and shall begin on July 1st two years following election as President-elect.*

Section 2. In the absence of the President, or if the President is unable to act, the duties outlined in Section 1 shall be performed by the President-elect. The President-elect shall be a member of the Executive Committee and shall be Chair of the Program Committee. The President-elect's term of office *shall be two years, and shall begin on the July 1st following election at the annual meeting.* The President-elect is a member ex-officio of all committees. *The President-elect shall succeed to the office of President immediately upon completion of the two year term as President-elect.*

Section 3. The Secretary shall be responsible for maintaining a correct and permanent record of the proceedings of the Society; shall keep a correct alphabetical list of the members of the society, showing their current addresses, the year of their election, and specifying the classification of their membership; and shall make available copies of the list to members of the society each year. The Secretary shall conduct correspondence, ~~notify applicants for membership in the Society of their acceptance,~~ shall provide safekeeping for all records and transaction of the society which possess historical value and perform all other duties that usually and customarily appertain to the office of Secretary. Not later than six months after each annual meeting of the Society the Secretary shall print and distribute to each member of the Society a transcript of the minutes of the annual meeting, which shall include the reports of all officers and committees. The transcript need not be verbatim but may be condensed and abridged by order of the Executive Committee. The Secretary shall be a member of the Executive Committee and Program Committee, and an ex-officio member of the Membership Committee. The Secretary shall be responsible for all activities related to securing a site for the annual meeting. The term of office shall be two years and *shall begin on the July 1st following the annual meeting at which election occurred*

Section 4. The Treasurer shall collect, receive, and be accountable for all funds of the Society; shall, with the President and President-elect, be empowered to disburse from the treasury such funds only upon order of the Executive Committee; and shall keep a complete and permanent record of the financial report at the annual meeting of the Society, which shall be incorporated in the minutes of the meeting. The term of office shall be two years and *shall begin on the July 1st following the annual meeting at which election occurred.*

Article VI

COMMITTEES

Section 1. Standing committees of the society shall be as follows:

1. Executive Committee
2. Rules Committee
3. Program Committee
4. Auditing Committee
5. Nominating Committee
6. Membership Committee

and such other committees that, in the judgment of the Executive Committee or the Membership of the Society, may be necessary. Such committees shall be appointed by the President unless otherwise provided herein or directed by the Society. Actions of all committees shall be reported to the Membership and are subject to review and approval.

[delete: Section 2.]

A. For the purpose of formation of this society, the Executive Committee will assume all duties and responsibilities of the Program Committee and the Membership Committee.

B. For the purpose of formation of this Society, the Rules Committee will assume all duties of and responsibilities of the Auditing Committee and the Nominating Committee.

C. The joint responsibility of these committees shall endure until by the judgment of Executive Committee, these bodies should exist independently pursuant to the provisions of this Article, Sections 3, 4, 5, 6, 7, and 8.]

Section 3.(Section 2.) The Executive Committee shall consist of the President, President-elect, Secretary, Treasurer, and immediate Past-President to be elected pursuant to the provisions of Article IX.

The Executive Committee shall perform the duties customarily expected of Board of Directors of non-profit corporations; shall be empowered to carry out the business of the Society between meetings of the Membership, shall control and manage the affairs, funds, expenditures and investments of the Society; and see to the safekeeping or sale of all its valuable property. No money or other valuable property of the Society shall be expended, or mortgaged, or otherwise disposed of without the sanction and approval of the majority of the Executive Committee, except it be ordered by a three-fourths vote of the Members present and voting, to reject any recommendations of the Executive Committee relative to the finances of the Society. The President, President-elect and, Treasurer shall be empowered to disburse funds from the treasury for the business of the Society.

The Executive Committee shall have general supervision of the affairs of the Society not otherwise provided for.

Section 4. (Section 3.) The Rules Committee shall consist of three *Full* Members in good standing, appointed for a period of three years, with one member being appointed by the President annually. The Chair will be the committee member in their third year of service and the Chair shall also serve as a member of the Nominating Committee.

The Rules Committee is responsible for the constitution and may be called upon to interpret it where questions arise. It shall, on order of the Executive Committee, prepare and submit amendments proposed by members of the Society; and, it may on its own motion prepare and present to the members any amendments which it deems necessary. It shall receive all resolutions introduced by members and may reword them, combine those having the same intent and otherwise edit and prepare them for presentation, and shall present them to the members with the committee recommendation thereon.

Section 5. (Section 4.) The Program Committee shall consist of the President-elect, who shall be its Chair, the Secretary, and one other *Full Member* in good standing appointed by the President. This *Full Member* shall serve a two year term and shall be appointed each non-election year. It shall be the duty of this committee to determine the character and scope of the scientific proceedings of the Society at each annual meeting. It shall have the right to accept or reject papers for presentation at the meeting and shall exercise proper control over the format, time allotments including discussion, and arrangements for presentation. The Program Committee is not obliged in any way to select papers in the order in which they are submitted for consideration. This Committee may invite a guest speaker of Honorary Member to lecture at the scientific session of the annual meeting. If appropriate, compensation may be funded by the Society. Such action shall be approved, in advance of any invitation, by the Executive Committee.

Section 6. (Section 5.) The Auditing Committee shall *consist of three Full Members in good standing, appointed for a period of six years, with one member being appointed by the President every two years in a non-election year. The Chair of the Committee shall be the committee member in their fifth and sixth years of service and shall serve for two years. The Auditing Committee shall audit the accounts of the Society at least semi-annually, assuring accurate financial data including documentation and appropriateness of Society expenses and revenue and certify the annual report of the Treasurer.* A certified public accountant may be hired by this committee, *after confirming in advance that funds are available to pay for an audit.* The results of the audit shall be reported to the Membership each year.

Section 7. (Section 6.) The Nominating Committee, ~~which serves for two years,~~ shall consist of the President, the Chair of the ~~Bylaws~~ Rules Committee, and one *Full Member* in good standing appointed by the Executive Committee from the membership at large. *The member so appointed shall serve as Chair, shall serve a two year term and shall be appointed each non-election year.*

This Committee shall perform its duties in accordance with the provisions of Article IX of this constitution.

Section 8. (Section 7.) The Membership Committee is comprised of three *Full Members* in good standing, each of whom serves for a three year term. One new member shall be appointed by the President each year; the committee member in their third year of service shall serve as Chair. *The Chair shall be responsible for notifying applicants for membership in the Society of their acceptance.*

The Membership Committee shall review and screen all individuals suggested for membership, in accordance with the provisions of Article III of this constitution, to insure that they fulfill the requirements for membership in their appropriate category; shall compile a summary of the curriculum vitae on each candidate who qualifies. This committee shall make this information available to all *Full Members* prior to any ballot for the purpose of election of new members.

The Committee shall be responsible for initiating changes in membership categories, as defined in Section III, and for making suitable recommendations concerning the status of the members. The committee shall be responsible for obtaining the names of members who are delinquent in the payment of dues or attendance of meetings from the Secretary, and for initiating proceedings to terminate the membership of such individuals.

Section 9. (Section 8.) Other necessary committees and representatives not specifically mentioned heretofore, shall be appointed by the President.

Article VII

MEETINGS

Section 1. The annual meeting of the Society shall be held at a place and time designated by the Program Committee with approval by the Executive Committee. It shall consist of a business and a scientific session pursuant to the provisions of Article VIII.

Section 2. Special business meetings may be called by the President of the Society or upon the written request of one-third of the members. Such written request shall be sent to Secretary. At such special meetings no other business shall be conducted except that stated in the call for the meeting.

Section 3. One-quarter of the *Full* Members in good standing constitutes a quorum. A quorum must be present in order for new or unfinished business of the Society to be conducted at the annual meeting. If a quorum is not present unresolved business shall be submitted to a mail ballot as per ~~Section~~ Article XIII.

Section 4. The Secretary shall distribute an agenda for the annual meeting to all Members present. Similar agenda for special meetings shall be sent 30 days in advance.

Section 5. Attendance at business meetings shall be limited to members. Scientific meetings shall be open to members and invited guests.

Article VIII

PROCEDURE

Section 1. The fiscal year shall begin on the first day of July and shall end on the 30th day of June.

Section 2. In the absence of contrary statements in this constitution, Robert's Rule of Order shall govern the procedure.

Section 3. Order of Business:

1. Call to order
2. Reading of minutes
3. Secretary's report

4. Treasurer's report
5. Report on committees
6. Unfinished business
7. Election of members
8. New business
9. Report of nominating committee
10. Election of officers
11. Installation of officers
12. Appointment of committees
13. Adjournment

Section 4. The scientific and business sessions of the annual meeting may, at the discretion of the Program Committee, be conducted separately or in combined format.

Article IX

ELECTIONS

Section 1. Officers ~~and officials~~ of the Society shall be elected at the annual meeting, each to serve for a period of two years.

Section 2. The method of procedure for holding election of officers ~~or other officials~~ of this society shall be as follows:

- A. The Nominating Committee shall, *during an election year*, nominate one or more candidates for each of the elective offices of the society, namely, president-elect, Secretary and Treasurer and report the names to the society at the annual meeting, after obtaining the candidate's consent.
- B. The order of elections shall be as indicated in the above list of elective offices.
- C. The President shall give opportunity for other nominations to be made from the floor, after which the nominations shall be closed.
- D. In all cases where more than one person shall be nominated for the same office, votes shall be cast by secret ballot.
- E. ~~A three person committee~~ *The Nominating Committee* shall act as tellers; they shall distribute, collect, count the ballots, and report the results to the President.
- F. The result of the election shall be announced immediately, with the candidate getting the greatest number of votes being declared elected. In case of a tie ballot, the presiding officer shall declare the election for the post void. Additional nominations shall be called for before another vote is taken.
- G. *If a quorum of Full Members of the Society is not present at the annual meeting, then the election shall be submitted to a mail ballot, as described in Article XIII, Sections 5 and 6.*

Section 3. Only *Full Members* in good standing shall be entitled to vote.

Article X

MEMBERSHIP FEES AND DUES

Section 1. The dues of this society shall be solicited June 1st (30 days notice) to be due and payable on July 1st. Dues so paid shall cover the fiscal year beginning on that date. The dues shall be set annually by the Executive Committee and shall be consistent with the needs of the society.

Section 2. Members who have not paid dues by September 1st will receive a second notice by September 30 of the fiscal year. Dues shall become delinquent on December 31st of the fiscal year and delinquent members shall be notified by that date that their membership in the society will be terminated in 30 days unless dues are paid. Failure to pay dues by the end of this grace period shall automatically result in dropping of the delinquent member from the society effective on the 31st day of December. A notice of termination of membership shall be sent to all persons with delinquent dues.

Section 3. Members may be reinstated in the Society within ~~twelve months~~ *two years* of date of notification of termination by submitting a request for reinstatement to be considered by the Membership committee and payment of all delinquent dues. After ~~twelve months~~ *two years* membership may be gained by reapplication as a new member.

Article XI

TERMINATION OF MEMBERSHIP

The Executive Committee reserves the right to terminate the membership of *Full Members* who (~~shall~~) fail to demonstrate interest and activity in the Society for a significant period of time. Circumstances and explanation of such failure shall be reviewed by the Membership Committee and a recommendation shall be made to the membership at large prior to the subsequent status of the member with that status becoming effective immediately. A member dropped from the Society for failing to maintain activity in the Society may re-apply for membership without the usual protocol (need for sponsoring, etc.) if such membership is reapplied for within ~~12 months~~ *two years* of termination.

Article XII

PROCEDURES FOR ELECTION TO MEMBERSHIP

Section 1. Any *Full Member* of the Society in good standing may propose persons who fulfill the requirements for membership in any category by sending a letter of sponsorship, including the candidate's name and address, to the Chairman of the Membership Committee.

Section 2. ~~The sponsor of a prospective member shall supply the Membership Committee with the following information:~~ *The candidate shall be responsible for supplying the Chair of the Membership Committee with:*

- A. ~~A statement of the candidate's desire to join~~ *completed application for membership in the Society of Skeletal Radiology.*
- B. His/her curriculum vitae.

Section 3. The data on all nominees shall be reviewed by the Membership Committee and the nominee approved or disapproved.

~~(delete Section 4) Section 4.~~ ~~A list of prospective candidates approved by the Membership Committee and a biographical sketch of each shall then be made available to the Full Members of the Society for their comments. Negative comments which are received shall be considered further before the name of the candidate is presented to the membership for approval.~~

Section 5 (Section 4). A majority vote of the *Full Membership* present at the annual meeting is necessary for election. All those elected shall become members of this Society immediately following the votes.

Article XIII

BALLOTING

Section 1. Voting at meetings shall be in the usual manner of such balloting.

Section 2. Any item or question of this Society may be submitted to the *Full Membership* for a vote at the annual meeting or by mail ballot.

Section 3. The list of approved candidates or propositions to be voted upon shall be distributed by the Secretary to all *Full Members* in good standing whom are present at the annual meeting. Voting may be by means of a hand count or written ballot as determined by the President.

Section 4. To be adopted by the Society an issue must receive a majority of votes of *Full Members* present at the annual meeting, if there is a sufficient number of members present to constitute a quorum, *as defined in Article VII, Section 3.*

Section 5. When voting is submitted to a mail ballot, a list of approved candidates or propositions to be voted upon, together with ballots for recording of votes, shall be distributed by the Secretary to all *Full Members* in good standing, at least 30 days prior to the date specified in such submission, by which time such ballots must be received by the Society to be valid.

Section 6. If an issue is submitted to mail ballot, it shall require a majority vote of the ballots returned to pass. *The result of a mail ballot shall be considered valid only if a quorum, as defined in Article VII, Section 3, submit ballot entries.*

Article XIV

AMENDMENTS

This constitution may be amended at any business meeting of the society by two-thirds of the *Full* Members in good standing present, if there is a sufficient number of members present to constitute a quorum, *as defined in Article VII, Section 3*. Notice of the proposed amendment shall be presented to the members in the agenda for the meeting at which the vote is taken.

Article XV

DISSOLUTION

In the event of the dissolution of the society, all assets shall be donated to the American College of Radiology, provided such organization qualifies as a 501© (3) organization of the Internal Revenue Code in existence at the time of the dissolution. If it would not qualify as a 501© (3) organization, then in said event all assets shall be distributed to a 501© (3) organization.

Revisions proposed 1/3/99.
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