



# **TSRT Operational Policy & Procedure Manual**

# **Articles of Incorporation Bylaws**

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**Texas Society of Radiologic Technologists, Inc.**

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#### 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 some states, bylaws are not specifically required for an incorporated or unincorporated association, or they are only mentioned in a cursory manner. ASRT's state of incorporation, Illinois, requires them. 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 shall be viewed as constituting the terms of an agreement between an association and its members. The agreement ordinarily shall 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.**

**This state was prepared September 2003 by American Society of Radiologic Technologists (ASRT) legal counsel, Webster, Chamberlain and Bean, Washington, DC.**

**The Texas Society of Radiologic Technologists (TSRT) agrees to follow the (ASRT) bylaw structures to be in compliance with the ASRT Affiliate Compliance Documents signed by both parties each year. The TSRT bylaws will be submitted to the ASRT for review and proposed bylaw changes each year. The TSRT Board Chair will work with the ASRT Affiliate Department and Legal Counsel regarding bylaw changes.**

### **Articles of Incorporation**

**Texas Society of Radiologic Technologists, INC.  
Charter #157283-01**

<b>Articles of Incorporation</b>	<b>July 6, 1959</b>
<b>Change of Registered Office and/or Agent</b>	<b>October 19, 1965</b>
<b>9.01 Periodic Report</b>	<b>October 25, 1963</b>
<b>Articles of Amendment</b>	<b>April 30, 1968</b>
<b>9.01 Periodic Report</b>	<b>January 13, 1986</b>
<b>Certification Statement</b>	<b>October 15, 1999</b>
<b>Change of Registered Office and/or Agent</b>	<b>August 23, 2000</b>
<b>9.01 Periodic Report</b>	<b>November 8, 2012</b>
<b>9.01 Periodic Report</b>	<b>June 23, 2016</b>

### **Charter**

**That we, CH Gillespie, Jr., Charles B. Robinson and Beryle Bishop, all citizens of the State of Texas and residents of the County of Grayson, State of Texas, under and by virtue of the laws of the State of Texas, do hereby voluntarily associate ourselves together for the purpose of forming a private corporation, under the terms and conditions hereinafter stated, to-wit:**

**I.**

**The name of this corporation shall be “Texas Society of X-RAY Technicians, INC.”**

**II.**

**The purpose for which this corporation is formed is to advance education and science in the field of radiography and related fields and otherwise as is or hereafter may be authorized under subdivision 105, Article 1302, Revised Civil Statutes of Texas, as amended.**

**III.**

**This corporation is formed strictly as an educational and scientific undertaking and the purpose and powers herein granted shall be limited in their application to the promotion of the science and art of radiography by the promotion of approved standards of training and qualifications for those engaged in technical radiography and by such other means as may be deemed practicable.**

**IV.**

**This corporation is not organized for profit or personal gain and there shall never be any dividends declared or paid from profits, but any and all profits accruing and earned shall be placed in a surplus fund to be used in the furtherance of the objectives and purposes of the corporation.**

**V.**

**The place where the business of this corporation is to be transacted is in the City of Sherman, Grayson County, Texas and such other place or places within the United States as may be necessary or desirable.**

**VI.**

**The term for which this corporation is to exist is indefinitely until dissolved as set forth in the bylaws.**

**VII.**

**The number of directors shall be three (3) or more as provided in the bylaws adopted hereunder. The names and post office addresses of the original directors are as follows:**

**Irma B. Hanna, 2504 Kenosha, Lubbock, Texas**

**J. Wilma Hicks, 4709 Libbey Lane, Houston, Texas**

**Merle Moore, 602 West French Place, San Antonio, Texas**

**VIII.**

**This corporation, being educational and scientific, shall have no capital stock and has no property of any kind at this time.**

**In testimony whereof, we here unto affix our names this the 2<sup>nd</sup> day of July 1959.**

**Articles of Amendment to the Articles of Incorporation of Texas Society of X-Ray Technicians, INC.**

**Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which:**

**Change the name of the corporation.**

- 1. The name of the corporation is: Texas Society of X-Ray Technicians, Inc.**
- 2. The following amendment to the Articles of Incorporation was adopted by the corporation on April 21, 1966. Article I of the Articles of Incorporation is hereby amended so as to read as follows: The name of this corporation shall be "Texas Society of Radiologic Technologists, Inc.**
- 3. The amendment was adopted in the following manner: The amendment was adopted at a meeting of the members held on April 21, 1966, at which a quorum was present, and the amendment received at least two-thirds (2/3) of the votes which members present or represented by proxy at such meeting were entitled to cast.**

**Dated 29<sup>th</sup> day of April 1968.**

**Signed by Royce G. Burns, TSRT President and Dora Mae Wyatt, TSRT Executive Secretary**

## **TEXAS SOCIETY OF RADIOLOGIC TECHNOLOGISTS, INC.**

### **ARTICLE I: NAME**

The name of this organization shall be the Texas Society of Radiologic Technologists, Inc. hereinafter referred to as the TSRT.

### **ARTICLE II: PURPOSE AND GOALS**

#### **SECTION 1: PURPOSE**

The purpose of TSRT shall be to advance the profession of medical imaging and radiation therapy; 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: GOALS**

##### **The TSRT**

- A. Shall meet several times a year to transact TSRT business, to promote scientific papers, displays, and educational opportunities, to discuss professional achievements and advocacy, and to encourage similar programs among organizations affiliated with, or subordinate to, TSRT.
- B. Shall publish and communicate information pertinent to the TSRT and the profession.
- C. Shall assist in establishing and communicating high standards of education and training in diagnostic imaging and radiation therapy and to implement them through appropriate channels.
- D. Shall encourage research and/or programs designed to assure increasingly efficient imaging technology, therapy methodology, and patient care.
- E. Shall expand educational opportunities and to develop programs designed to broaden the scope of the medical imaging and radiation therapy profession.
- F. Shall advance policies concerning the professional status, legislative activity, and the welfare of its members.
- G. Shall cooperate with other organizations and agencies that support and encourage TSRT and whose policies do not conflict with TSRT.

### **ARTICLE III: GOVERNING BODY**

The American Society of Radiologic Technologists (ASRT) shall be the governing/advising body. The TSRT will be governed by its bylaws and regulations pertaining to its affiliate organizations. The Society needing counseling shall submit its problems to the ASRT by contacting the Affiliate Relations Department.

## **ARTICLE IV: CONFLICT OF INTEREST AND PROFESSIONAL ETHICS**

- A. The name of the TSRT or any of its Executive Board 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 TSRT.
- B. TSRT shall be committed to equal opportunity and non-discrimination 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.
- C. Members shall follow the ethical standards as stated by the American Society of Radiologic Technologists (ASRT), those certification agencies recognized by the ASRT which have certified the individual member, and the Texas Medical Radiologic Technologist (MRT) Act.

## **ARTICLE V: MEMBERSHIP AND MEMBERSHIP FEES**

### **SECTION 1: MEMBERSHIP CLASSIFICATIONS**

All candidates for membership, except for life and supportive members, shall submit their completed application form, required fees, and additional information to the TSRT Executive Office Manager (EOM). These classifications and their rights and obligations include:

#### **Voting Members**

##### **A. Active Members**

- 1. Shall be registered or certified in a primary modality by certification agencies recognized by the ASRT or hold an unrestricted license in medical imaging or radiation therapy under state statute.
- 2. Shall be licensed under the MRT's Act with a general license.
- 3. Shall have all the rights, privileges, and obligations of membership including the right to vote, debate, hold office, and serve as an ASRT Affiliate Delegate, provided they meet requirements as defined by the ASRT.

##### **B. Student Members**

- 1. Shall be students enrolled in medical imaging or radiation therapy programs accepted by certification agencies recognized by the ASRT or equivalent professional agencies.
- 2. Shall have the rights, obligations, and privileges of Active members including the right to vote, debate and to serve as an ASRT Affiliate Delegate, provided they meet requirements as defined by the ASRT.
- 3. Shall not hold office.

##### **C. Life Members**

- 1. Shall be active TSRT members who have rendered long and distinguished service to TSRT, its members, and/or the profession.
- 2. Shall be selected by a unanimous vote of the TSRT Executive Board and become life-long Active members of TSRT.

3. Shall not pay membership fees, but have all the rights, obligations, and privileges of Active members including the right to vote, debate, hold office, and serve as an ASRT Affiliate Delegate, provided they meet requirements as defined by the ASRT.

### **Non-Voting Members**

#### **D. Associate Members**

1. Shall be persons with Texas Non-Certified Technician (NCT) or Limited Medical Radiologic Technologist (LMRT) certificates or other persons who are interested in promoting the purposes and functions of TSRT.
2. Shall be persons not eligible for active or student membership.
3. Shall have the right, obligations and privileges of membership, except they may not vote debate, hold office, or serve as an ASRT Affiliate Delegate.

#### **E. Supportive Members**

1. Shall be a person, group, company, or institution that has rendered long and distinguished service to TSRT, its members, and/or the profession.
2. Shall be selected by majority vote of the TSRT Executive Board.
3. Shall pay membership fees and have the rights, obligations, and privileges of an Associate member, except they may not vote, hold office, or be an ASRT Affiliate Delegate.

### **SECTION 2: MEMBERSHIP RESIGNATION**

- A. A member may resign their TSRT membership by sending a written or electronic notice to the TSRT Executive Office.
- B. A member who resigns may reapply for membership by submitting their TSRT member application and membership fees to the Executive Office.

### **SECTION 3: LOSS OF MEMBERSHIP**

- A. Active, Associate, and Life shall lose their TSRT membership if they no longer meet the qualifications for those membership classifications, including holding professional credentials and/or licensing.
- B. Student membership will end upon conclusion or discontinuance of their education. Eligibility for Student membership shall terminate upon initial certification.
- C. In all other instances, membership may only be lost through the processes described in Article XV.

### **SECTION 4: REINSTATEMENT**

- A. A member who has resigned or whose membership has been deleted from the TSRT for other reasons may be reinstated only after filing a new application and paying the fees as a new member.



## **SECTION 5: MEMBERSHIP FEES**

- A. The annual fees for active, supporting, and student members shall be payable each year on or before the last day of the month of expiration of membership.
- B. Fees for all members, established by the Executive Board, require adoption by a two-thirds (2/3) vote of the voting members at the annual conference business meeting. Notice of such vote shall be given to the members at least thirty (30) days in advance of the vote.

## **SECTION 6: OVERDUE MEMBERSHIP FEES**

- A. A member with overdue membership fees:
  - 1. Shall not be considered an Active, Associate, Supportive, or Student member.
  - 2. Shall not be allowed to vote, debate, hold office, or receive communications from the TSRT.
- B. A member with overdue membership fees may apply for membership by sending their completed TSRT membership application and required fees to the Executive Office.

## **ARTICLE VI: EXECUTIVE OFFICERS**

The TSRT Executive Officers shall be the Board Chair, President, President-Elect, and Vice-President and Secretary Treasurer.

## **SECTION 1: QUALIFICATIONS OF AN EXECUTIVE OFFICER**

- A. Shall be a voting member of the ASRT.
- B. Shall be a TSRT active member for one year.
- C. Shall be in medical imaging or radiation therapy in good standing with certification agencies recognized by the ASRT.
- D. Shall hold a MRT general license.
- E. Shall practice in the medical imaging, radiation therapy profession, or health care.
- F. Shall have served on a TSRT committee or as an Area Counselor, Subordinate for at least one term.
- G. These qualifications will be verified by the President-elect and Board Chair and candidates approved by the Nominating Committee

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

## **SECTION 2: TERMS OF EXECUTIVE OFFICERS**

- A. A Vice -President shall be elected annually.
  - 1. The Vice President shall serve for a term of one year or until their successor has been elected or appointed.
- B. A President-elect shall be elected annually.
  - 1. Following the installation of Executive Officers at the Annual Meeting, the President-Elect will become President, and the President will become Board Chair.
- C. A Treasurer shall be elected in even-numbered years and shall serve a two-year term of office.
- E. Executive Officers may be re-nominated and/or re-elected.

- F. The Executive Board, by unanimous vote, may add an additional officer and shall amend the bylaws for membership vote.
- G. At the end of the Executive Officer's term, the outgoing officer will return all TSRT documents and property to the TSRT.

#### **SECTION 4: VACANCY OF EXECUTIVE OFFICER**

- A. Vacancy of Vice-President or Board Chair: The Executive Board shall review qualified candidates and appoint a new officer by majority vote.
- B. Vacancy of President shall be filled by the President-Elect.
  - 1. Vice-President shall become President-Elect.
  - 2. The Executive Board shall review qualified candidates and appointed a new Vice-President to fulfill the remainder of the term by majority vote. At the next election, the membership shall elect a new Vice President and a new President-elect. There shall be no prohibition on the appointed Vice President running for the position of President-elect.
- C. Simultaneous President and President-Elect vacancies: Board Chair will assume duties of the President, seek qualified candidates, and the Board shall appoint a new President and President-Elect to fulfil the remainder of the term by unanimous vote.
- D. Vacancy of Secretary Treasurer: Qualified candidates will be reviewed and filled by Executive Board Officers by majority vote.

#### **SECTION 5: DUTIES OF EXECUTIVE OFFICERS**

##### **Board Chair**

- A. Shall serve as chairperson of the Nominating Committee.
- B. Shall serve as the liaison to affiliate societies.
- C. Shall preside over meetings in the temporary absence of the President.
- D. Shall serve as Chairperson of the Budget and Bylaws committee.
  - 1. Shall review current bylaws, prepare bylaw proposals if needed, and seek Executive Board approval of proposals at Winter Meeting.
  - 2. Shall post Executive Board approved bylaw proposals on website thirty (30) days prior to Annual Business Meeting.
  - 3. Shall present bylaw proposals to the membership at Annual Business Meeting and seek membership approval.
  - 4. Shall post membership approved bylaws on website by thirty (30) days after Annual Business Meeting.
- E. Shall review current annual budget, propose the following year's annual budget, and seek Executive Board approval of the proposed budget at Winter Board meeting in conjunction with the Secretary Treasurer.
- F. Perform other duties as outlined in the TSRT Guidebook and Standing Rules.

### **President**

- A. Shall preside over all TSRT Board meetings, Annual Meeting, and may call additional meetings as needed.
- B. Shall appoint, with Executive Board approval
  - 1. Committee members and chairpersons, except as defined elsewhere in the bylaws.
  - 2. The Annual Business Meeting Parliamentarian.
  - 3. Tex-Rays Editor and Editorial Staff.
- C. Shall set time, date, and location of Executive Board meetings.
- D. Shall serve as liaison to ASRT.
- E. Shall attend to the matters concerning state licensure.
- F. Shall serve as Ex-Officio member of all committees, except the Nominating Committee.
- G. Shall perform other duties as outlined in the TSRT Guidebook and Standing Rules.

### **President-Elect**

- A. Shall serve on the Organizational Development and Marketing Committee.
- B. Shall serve on the Budget and Bylaws Committee.
- C. Shall serve on the Legislative Committee.
- D. Shall perform other duties as outlined in the TSRT Guidebook and Standing Rules.

### **Vice-President**

- A. Shall serve as Student Affairs Committee Chairman.
- B. Shall serve as coordinator of all student competitions/events at the Annual Meeting.
- C. Shall serve on the Continuing Education for Radiologic Technologist in Texas (CERTT) Committee.
- D. Shall serve as liaison with the Alliance Committee for Educators.
- E. Shall perform other duties as outlined in the TSRT Guidebook and Standing

### **Secretary Treasurer**

- A. Shall review current annual budget, propose the following year's annual budget, and seek Executive Board approval of the proposed budget at Winter Board meeting.
  - 1. Shall post Executive Board approve annual budget on website thirty (30) days prior to Annual Business Meeting.
  - 2. Shall present new budget proposal to the membership at Annual Business Meeting and seek membership approval.
  - 3. Shall post membership approved budget on website by thirty (30) days after Annual Business Meeting.
- B. Shall serve on the Budget and Bylaws Committee.
- C. Shall supervise fund allocation, distribution and accounting needs
- D. Shall provide financial reports to the Executive Board
- E. Shall coordinate with the Executive Office Manager.
- F. Shall perform other duties as outlined in the TSRT Guidebook and Standing Rules.

### **Delegates and Alternate Delegates to the ASRT House of Delegates (HOD) Meeting**

- A. The President and President-Elect shall serve as the two TXSRT Affiliate Delegates to the ASRT House of Delegates.
- B. The Board Chair and the Vice President shall serve as the two TXSRT Affiliate Alternate Delegates to the ASRT House of Delegates. The Board Chair shall be First Alternate Delegate and the Vice President shall be Second Alternate Delegate.

- C. The persons serving as Affiliate Delegates and Alternate Delegates shall be the office holders at the time the ASRT mandates the submission of the Affiliate Delegate/Alternate Delegate roster and shall be eligible to continue as an Affiliate Delegate or Alternate Delegate even after their term of office expires as long as they remain members in good standing of the TXSRT. Affiliate Delegates or Alternate Delegates who no longer hold an Executive Office shall be non-voting ex-officio members of the TXSRT Board of Directors for the duration of their term as Affiliate Delegate or Alternate Delegate.
- D. In the event that an office holder is unable to serve as an Affiliate Delegate, the First Alternate Delegate shall become an Affiliate Delegate. The Second Alternate Delegate shall then become the First Alternate Delegate. The Secretary Treasurer shall then become the Second Alternate Delegate if the roster of TXSRT Affiliate Delegates and Alternate Delegates has not yet been submitted to the ASRT.
- E. In the event that an Executive Officer cannot serve as an Alternate Delegate, the President shall appoint another non-voting member of the TXSRT Board of Directors to be an Alternate Delegate. If there are no non-voting members of the TXSRT Board of Directors who can serve as an Alternate Delegate, then the President shall appoint a member in good standing of the TXSRT to serve as an Alternate Delegate.
- F. All Affiliate Delegates and Alternate Delegates shall serve from the time the roster of TXSRT Affiliate Delegates and Alternate Delegates is submitted to the ASRT until the end of the House of Delegates meeting for which the roster has been submitted.
- G.

## **ARTICLE VII: SUBORDINATE SOCIETIES**

### **SECTION 1: AFFILIATE SUBORDINATES**

- A. Radiology, therapy, or imaging professionals (minimum of four) seeking to create an affiliate subordinate society shall submit a written/electronic notice to the TSRT executive office, submit bylaws, develop an annual budget, and seek to become compliant with ASRT.
  - 1. The TSRT Executive Officers with the Executive Office Manager in an advisory role shall review submitted bylaws and check for conflicts with current TSRT/ASRT bylaws.
  - 2. Upon TSRT Executive Board approval, a charter shall be issued to the affiliate subordinate society.
  - 3. The affiliate subordinate society shall operate using *Robert's Rules of Order Newly Revised* as its parliamentary authority.
  - 4. TSRT shall notify ASRT of the formation of a new affiliate subordinate society.
- B. The affiliate subordinate society shall maintain a charter, income tax forms, bylaws, and operations within the bounds, guidance, rulings, and operation of TSRT and ASRT.
  - 1. If an affiliate subordinate society chooses to send a disband notice to TSRT or if its charter is revoked by TSRT or ASRT, the affiliate society shall send to TSRT:
    - i. Its charter
    - ii. Last four years of Continuing Education (CE) paperwork
    - iii. Minutes of meetings
    - iv. All remaining funds and accounts.

- C. Upon receiving a TSRT charter, an affiliate subordinate society Board shall be established by a vote of its membership in accordance with its bylaws and shall include a President and at least three other officers: President-Elect, Vice-President(s), Secretary, Treasurer, and/or other officers as needed.
  - 1. Affiliate subordinate officers shall be members of the society, TSRT, and ASRT.
  - 2. The President or appointed designee shall serve on the TSRT Nominating committee and attend the TSRT Annual Meeting.
- D. The affiliate subordinate society shall state the amount and method of payment of membership fees as determined by its bylaws.
- E. The affiliate subordinate society:
  - 1. Shall promote membership in TSRT, ASRT, and other professional organizations.
  - 2. Shall control and keep records of its funding and treasury.
  - 3. Shall hold a minimum of one meeting per year with a quorum as established by its bylaws.
- F. An affiliate subordinate may be terminated by the TSRT Executive Board or by a majority vote of the members of the affiliate subordinate.
- G. TSRT shall not be responsible for any debts or statements made by an affiliate subordinate society.

## **SECTION 2: AREA COUNSELORS**

### **Area Counselors**

- A. Area Counselor term is one year.
- B. The TSRT Executive Board shall create eight areas within Texas: Northeast, Northwest, Central, South Central, West, Midwest, Southeast, and Southwest.
- C. Each area shall have an Area Counselor who shall be responsible for societies within their area.
- D. Area Counselors
  - 1. Shall be elected by TSRT members in that area or appointed by the TSRT Executive Officers by majority vote.
  - 2. Shall be non-voting members of the TSRT Executive Board.
  - 3. Shall be members of TSRT and ASRT.
  - 4. Shall serve on the TSRT Nominating Committee.
  - 5. Shall attend or send reports about their area to the TSRT President prior to an Executive Board meeting.
  - 6. Shall attend the TSRT Annual Meeting.
  - 7. Shall notify TSRT immediately if an area society in their area has disbanded.
- E. Area Counselors may appoint committees or additional staff (Area Counselor-Elects or Area Assistants) in their areas upon majority approval of the Executive Board.

## **ARTICLE VIII: NOMINATIONS AND ELECTIONS**

### **SECTION 1: NOMINATING COMMITTEE**

- A. Shall consist of
  - 1. TSRT Board Chair as Chairman.

2. Affiliate subordinate presidents.
  3. Other committee members as appointed by the Board Chair and approved by the Executive Board.
  4. Nominations may be submitted by any TSRT voting member. Nominations shall be sent to the Chairman of the Nominating Committee
- B. Shall follow timeline as stated in the TSRT Guidebook and Standing Rules when sending out a call for candidates for Vice-President and posting notices on the TSRT website.
1. Shall instruct potential candidates to review the TSRT bylaws, Guidebook and Standing Rules, and other information as posted on the website.
  2. Shall verify the qualifications of the candidates.
  3. Shall interview the candidates and verify their willingness to serve as Vice-President and succeeding terms.
  4. Shall verify a candidate will not hold two Executive Officer positions simultaneously.
  5. Shall submit all qualified candidates to the Board.

## **SECTION 2: TSRT EXECUTIVE BOARD AND ELECTIONS**

- A. The TSRT Executive Board shall approve the Vice-President candidates and designate the Board Chair or EOM to create an election ballot.
- B. The TSRT Executive Board shall:
1. Post on the website the notice of the election and candidate statements.
  2. Establish start/end election dates and distribute the Vice-President Election ballot to the membership. The voting period shall be at least 30 days long.
  3. Determine how the membership will cast their votes, either by mail, electronically, or by other methods.
  4. Determine how the votes will be counted; either by the Nominating Committee, two Board Officers, or by an outside agency.
  5. Shall break a tie vote on the ballot by vote of the membership on the floor during the Annual Meeting.
  6. Shall verify and document the results of the election at the next Board Meeting.
- C. The President shall notify the candidates the results of the election prior to the Annual Meeting. Election shall be by plurality vote.
- D. TSRT Executive Board shall establish a method to destroy final ballots after Annual Meeting.

## **ARTICLE IX: MEETINGS**

### **SECTION 1: ANNUAL MEETING**

- A. The Executive Board shall determine the date and location of the Annual Meeting.
- B. In the event of an emergency, the Executive Board (by majority vote) may postpone or cancel the Annual Meeting.

## **SECTION 2: BUSINESS MEETING(S)**

- A. A quorum is established at a TSRT business meeting(s) when fifty (50) voting TSRT members (registered at the meeting) and two Executive Board Officers are present.
- B. TSRT voting members may cast their votes during business meeting(s) per the current edition of *Robert's Rules of Order Newly Revised*.
- C. TSRT voting members may only cast one vote per each call for votes.
- D. There shall be no voting by proxy.

## **SECTION 3: SPECIAL MEETING(S)**

- A. The President or three TSRT active members may request a special meeting.
  - 1. TSRT members shall submit their request in writing to the TSRT Executive Office or an Executive Officer.
  - 2. The Executive Board will select the date, time, and location of the special meeting by majority vote of the Executive Officers.
  - 3. The date, time, location, and agenda of the special meeting shall be posted on the TSRT website at least fifteen (15) days prior to the meeting.
- B. No business other than that specified shall be transacted during the special meeting.
- C. Special meetings may be held by teleconference, webinar, or other technological means, so long as all members present may hear each other.

## **ARTICLE X: TSRT EXECUTIVE BOARD**

### **SECTION 1: COMPOSITION**

The TSRT Executive Board shall include the Executive Board Officers, Executive Office Manager (EOM), and Area Counselors

**Voting Executive Officers:** Board Chair, President, President-Elect, Vice-President and Secretary Treasurer

**Non-voting Board Members:** Area Counselors and EOM

### **SECTION 2. DUTIES**

The TSRT Executive Board shall:

- A. Be vested with the responsibility of the management of the business of the TSRT.
- B. Provide for the audit of the books and accounts of the TSRT.
- C. Control all funds and property owned by the TSRT.
- D. Establish committees as deemed necessary to aid the TSRT in carrying out its activities.
- E. Change the dates or location of the annual meeting if found advisable, and in case of state or national emergency, to cancel an annual meeting, and to provide for election of officers.
- F. Employ such personnel as may be necessary to conduct the business of the TSRT.
- G. Determine the number and boundaries of the affiliate subordinates.
- H. Temporarily suspend action adopted by the membership if such policy is found to be contrary to Federal, State, or Local laws, TSRT bylaws, or to be financially infeasible. All such action shall be ratified by the voting members at the next annual meeting.
- I. Fill vacancies in the Nominating Committee.

- J. Follow the appropriate guidelines included in the TSRT Guidebook and Standing Rules.
- K. 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.

### **SECTION 3 MEETINGS**

- A. The Executive Board shall meet at least three (3) times per year.
- B. The board chair, or a majority of the members of the Executive Board, upon written request to the board chair, may call a special meeting, provided a fifteen (15) day notice to all Board members is given.
- C. Meetings of the Executive Board may be held by teleconference, or other technological means, at the discretion of the President, provided that all members can hear each other. Members of the Board shall each pay their own costs associated with participating in a teleconference, although TSRT may pay setup 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 EOM shall be responsible for preparing minutes of all meetings conducted via teleconference.
- D. Voting shall be conducted according to the rules of the parliamentary authority cited in Article XIII. There shall be no proxy or absentee voting allowed.
- E. A majority of the Executive Board members shall constitute a quorum for all meetings.

## **ARTICLE XI: TSRT AFFILIATE DELEGATES AND THE ASRT HOUSE OF DELEGATES**

### **SECTION 1: TSRT AFFILIATE DELEGATES TO ASRT HOUSE OF DELEGATES MEETING**

The President and EOM shall submit to ASRT the names of the two TSRT Affiliate Delegates and Alternate Delegate by the last business day of January or the TSRT delegate positions shall remain open until after the ASRT House of Delegates meeting.

- A. The President and President-Elect shall serve as TSRT Affiliate Delegates at the annual ASRT House of Delegates meeting. The Chairman of the Board shall serve as one of the Alternate Delegates.
- B. TSRT Affiliate Delegates:
  - 1. Shall meet ASRT's Affiliate Delegate criteria.
  - 2. Shall complete and submit Affiliate Delegate information when requested by ASRT.
  - 3. Shall be voting members of ASRT and TSRT for a minimum of two years.
  - 4. Shall practice in the medical imaging or radiation therapy professions or healthcare.
  - 5. Shall have the time and availability for necessary travel to represent the ASRT.
  - 6. Shall attend the ASRT House of Delegates meeting and all meetings required of Delegates.
  - 7. Shall notify the Executive Board and ASRT immediately if unable to attend the ASRT House of Delegates meeting



8. May serve concurrently on other national certification or accreditation agencies.
- C. The Board Chair shall serve as alternate affiliate delegate and attend the ASRT House of Delegates meeting in event the President or President-Elect are unable to serve. TSRT has the power to remove affiliate delegates according to the procedures found in Article XV.
- D. The Board, by majority vote, may appoint another officer or TSRT committee member to serve as Affiliate Delegate or Alternate Delegate if there is a vacancy in the list of delegates, and if the individual so appointed meets the requirements of ASRT.

## **SECTION 2: RESPONSIBILITIES**

### **TSRT affiliate delegate**

- A. Shall attend meetings, vote, submit reports, follow ASRT bylaws/directives, and perform other duties as mandated in the ASRT Delegate Handbook.
- B. Shall serve in the best interest of TSRT, ASRT, and the profession.
- C. If at the ASRT House of Delegates meeting a TSRT affiliate delegate cannot serve, they shall notify ASRT and the Speaker of the House immediately. ASRT will determine if the TSRT Alternate Delegate may be seated.

## **SECTION 3: ABSENCE**

An absence exists when an appointed TSRT Affiliate 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 TSRT Affiliate 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 Affiliate Delegate position or Alternate Delegate position not filled by the appointment process remains open. There shall be no onsite credentialing of delegates.

## **SECTION 4: VACANCY**

Executive Officers shall commit to attending all Executive Board meetings. Failure to attend two consecutive Executive Board meetings without prior approval of the President shall be considered a resignation from office.

A vacancy exists when a delegate has submitted a written letter of resignation or when an Affiliate Delegate position has not been filled by the appointment process. Vacancies caused by the written resignation of a delegate shall be filled by the appointed Alternate Delegate.

## **ARTICLE XII: COMMITTEES**

- A. The Executive Board shall establish committees as deemed necessary for the business of TSRT.
  1. Committees shall be responsible to the Executive Board.
  2. The President shall serve as Ex Officio member of all committees, except the Nominating Committee.

3. Committee chairpersons and members shall be appointed by the President and approved by the Executive Board, with the exception of the Nominating Committee.
- B. The Alliance Committee for Educators shall elect their chairperson at the Annual Meeting.
- C. The Organization of Past Presidents shall elect their chairperson as needed.
- D. In the event of a committee vacancy, other than the Nominating Committee, the President (with Executive Board approval) shall appoint a replacement.
- E. In the event of a vacancy of the Nominating Committee, the Board Chair (with Executive Board approval) shall appoint a replacement.
- F. The term for the Committees shall be one year.

### **ARTICLE XIII: PARLIAMENTARY AUTHORITY**

The rules contained in the most current edition of *Robert's Rules of Order*, shall govern the TSRT in all cases in which they are applicable in which they are consistent with the bylaws.

### **ARTICLE XIV: AMENDMENTS TO THE BYLAWS**

- A. Amendments may be submitted by any TSRT member. Amendments shall be sent to the Chairman of the Budget & Bylaw Committee no later than 60 days before Annual meeting
- B. The proposed amendments will be reviewed annually by the Budget & Bylaw Committee before the close of the fiscal year.
- C. TSRT Board Chair shall submit proposed amendments of TSRT bylaws to the Executive Board and seek approval by the Executive Board at least six weeks prior to the Annual Meeting.
- D. The proposed amendments (upon Board approval) shall be posted in TEX-RAYS, posted on the TSRT website, and/or distributed electronically to the membership at least thirty (30) days prior to the Annual Meeting.
- E. The proposed bylaw amendments shall be presented to the membership by the Board Chair/designee at the Annual Meeting.
- F. Upon closure of discussion, the membership in attendance shall vote on approving the proposed revisions or amendments.
- G. Approval of the proposed amendments shall be by two-thirds (2/3) vote
- H. Bylaws may be amended in less than thirty (30) days by unanimous approval of the Executive Board, five-day notice to membership, and four/fifths (4/5) approval of membership votes submitted by e-mail, electronically, and/or mail.

#### **ARTICLE XV: CENSURE, REPRIMAND, AND REMOVAL**

Any member, officer, or Executive Officer may be suspended or terminated for cause. Sufficient cause for such suspension or termination of membership shall be a violation of the bylaws or any lawful rule or practice duly adopted by the TSRT or any other conduct prejudicial to the interests of the TSRT.

- A. If the Executive Board 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 Executive Board 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, reprimand, suspension or expulsion of a member shall be by majority vote of the entire membership of the Executive Board.
- F. Resignation or whose membership has been deleted from the TSRT for other reasons may be reinstated only after filing a new application and paying the Executive Office.

#### **ARTICLE XVI: INDEMNIFICATION**

To the greatest extent of the laws of the State of Texas, every Executive Officer, director, employee or delegate of the TSRT shall be indemnified by the TSRT 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 Executive Officer, director, employee or delegate of the TSRT 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 TSRT. 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 Executive Officer, director, employee or delegate may be entitled.

#### **ARTICLE XVII: DISSOLUTION**

In the event of dissolution or final liquidation of the TSRT, all of its assets remaining, after payment of its obligation(s) 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 TSRT, as designated by the TSRT Executive Board.

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Amended 1988  
Amended 1989  
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Amended 1991  
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Amended 2014