

MICHIGAN SONOGRAPHERS' SOCIETY BYLAWS

ITALICS indicates existing bylaw.

NON ITALICS AND BOLD indicates suggested amendment.

ARTICLE I NAME

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The name of this organization shall be known as the Michigan Sonographers Society hereinafter referred to as the Society.

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ARTICLE II OBJECTIVES

ARTICLE V

This Society shall be a non-profit, non-political and non-discriminatory. No part of any net earnings shall inure to the benefit of any individual member or affiliate.

CHAPTER 1 SECTION 1 PURPOSES

The purposes of this Society shall be to advance the science of Ultrasound Technology and to establish and maintain high standards of education.

SECTION 2 FUNCTIONS

A. To work with the Society of Diagnostic Medical Sonographers, to present scientific papers, to carry on educational activities, and to discuss professional advances

B. To distribute a newsletter to the membership and to collect and disseminate information pertinent to professional growth.

C. To establish and enunciate high standards of education and training and to implement them through the Society.

D. To stimulate and encourage research designed to provide the knowledge needed to assure increasingly efficient patient care.

E. To expand educational opportunities and to develop programs designed to broaden the scope of technological service.

F. To establish qualifications for membership.

G. To cooperate with professional external organizations of agencies as may be necessary to maintain continued progress and growth of the Society.

The purpose of the Society shall be to promote the Science of Diagnostic Medical Ultrasound through primary and continuing education of its membership to the ultimate benefit of enhancing patient care.

In order to accomplish its purpose, the Society shall:

- **Establish qualifications for membership in the Society.**
- **Initiate and oversee educational programs.**
- **Stimulate and encourage research designed to provide the knowledge needed to assure increasingly efficient patient care.**
- **Encourage the presentation and publication of scientific papers.**
- **Distribute a newsletter to the membership and collect and disseminate information pertinent to professional growth.**
- **Cooperate with other professional organizations or agencies as may be necessary to maintain continued progress and growth of the Society.**
- **Adopt the SDMS Code of Ethics.**

ARTICLE III POLICIES

CHAPTER II POLICIES

The name of the Society or its officers in their official capacities shall not be used in connection with a commercial company or with any partisan interest, or for other than regular functions of the Society. Neither commercial enterprise nor any candidate for public office shall be endorsed by it.

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ARTICLE IV ORGANIZATION

ARTICLE II

The time of commencement of this Society shall be December 9, 1975 and the period of its duration shall be in perpetuity.

ARTICLE II

The management of this Society shall be vested in a Board of Directors hereinafter referred to as the Board, composed of five Members to serve in accordance with the provisions of the Bylaws of this Society.

The Society shall be composed of members as hereinafter defined and shall be managed by an Executive Board.

ARTICLE V MEMBERSHIP

ARTICLE IV

Individual members shall be admitted to this Society in accordance with the qualifications and procedures established in the Bylaws. The candidate shall be notified of his acceptance and shall receive a monthly newsletter. Rules of conduct for members, admission and expulsion of members, officers and other matters shall be governed by suitable Bylaws of this Society.

CHAPTER III SECTION 1

The membership of this Society shall consist of: A) Members B) Associate members

SECTION 3

Associate members shall be in the commercial field or members of commercial organizations who contribute to the aims and purposes of the Society, and who have applied for associate status. Associate members shall have all the obligations and privileges of members except the right to vote or hold office.

The Society shall be composed of the following membership categories. The rights and privileges of each classification shall be defined in these articles.

a. ACTIVE MEMBER

- i. An active member shall be a sonographer who has obtained Registration and is currently employed in the Diagnostic Medical Sonography field.**
- ii. A member must maintain their active registry status.**
- iii. An active member may hold office, serve on a committee and possesses the right to vote.**

b. STUDENT MEMBER

- i. A student member shall be a person who is enrolled in an ultrasound training program.**
- ii. A student member shall have all the rights and privileges of membership in the Society except the right to vote and hold office or receive Continuing Education Credits.**
- iii. A student member may serve on a committee of the Society.**

c. ASSOCIATE MEMBER

- i. An associate member shall be a person who does not meet the requirements for active membership.**
- ii. An associate member shall have all the privileges of membership in the society except the right to vote or hold office.**
- iii. An associate member may serve on a committee of the Society.**

d. LIFE MEMBERSHIP

- i. Honor conferred on a person who has served the Society as a Past President.**
- ii. All rights and privileges of active membership excluding Symposium are granted to life membership, without any further payment of annual membership fees.**
- iii. After life member is no longer active as executive/committee board member, they shall receive five concurrent Symposiums free of charge, thereafter a minimal fee to cover food expenses will be charged.**

e. CORPORATE MEMBERSHIP

- i. Corporate membership is extended to those vendors or corporations who support the educational endeavors of this Society.**
- ii. Corporate members shall have all of the rights and privileges of the Society except the right to vote and hold office.**

ARTICLE VI MEMBERSHIP REGISTRATION

CHAPTER III SECTION 2

A candidate for Membership must be active in the field of diagnostic ultrasound or in the process of participating an ultrasound training program. The Membership Committee will review all applications.

- a. The membership committee will review all applications that are submitted. A registration fee in the amount specified on the form must accompany the application.**

ARTICLE VII TERMINATION OF MEMBERSHIP

CHAPTER III SECTION 4

Any member shall have the privilege of resigning by means of written communication.

- a. **Membership in the Society shall be terminated as a result of:**
 - i. **Nonpayment of yearly membership dues.**
 - ii. **Written communication to the President indicating resignation.**
 - iii. **Expulsion of a member for cause.**
 - iv. **Death of a member.**

ARTICLE VIII EXPULSION OF MEMBER FOR CAUSE

CHAPTER III SECTION 5

Charges aimed at the expulsion of any member shall be submitted in writing by at least two members to the Board of Directors who will investigate the charges. If, in their judgment, the charges are sufficient, the member charged shall be advised of the charges, and shall have the right to submit a written defense, or appear either in person or by means of an authorized representative, before a meeting of the Board of Directors of which he has been notified at least twenty days in advance. If, in the opinion of the Board, a satisfactory defense has not been made, the Board will have the right to terminate the membership.

- a. **Any member may be expelled from the Society only after due cause has been established. Due cause to expel a member includes:**
 - **Violation of Society Bylaws**
 - **Violation of SDMS Code of Ethics**
- b. **Process to expel a member is as follows:**
 - i. **Charges aimed at the expulsion of any member shall be submitted to the President in writing and accompanied by the signature of at least two (2) members of the Society.**
 - ii. **The President shall receive the petition and immediately advise the Executive Board of the action.**
 - iii. **The Executive Board will investigate the charges and if in their judgment the charges are sufficient to precede the President will advise the member involved.**
 - iv. **Within twenty (20) days the member charged shall have the right to submit a written defense or appear either in person or by means of an authorized representative before a meeting of the Executive Board.**
 - v. **If a satisfactory defense is made, the matter shall terminate.**

- vi. **If a satisfactory defense has not been made, the Board will have the right to terminate the membership by a majority vote.**

ARTICLE IX REINSTATEMENT

- a. **Any person whose membership has been terminated shall be required to apply to the Executive Board for reinstatement of membership.**
- b. **The conditions necessary for reinstatement shall be determined by the Executive Board.**

ARTICLE X DUES

CHAPTER VI SECTION 1: MEMBERSHIP AND REGISTRATION FEES

The annual dues for Members and Associates members shall be \$20.00 payable each year in advance before September 1.

- a. **Annual membership dues shall be established by the Executive Board. Membership categories that are required to submit annual dues are Active and Associate.**
- b. **The Society membership year shall extend from September 1 to August 31.**
- c. **Notification of annual dues will be through the Newsletter.**

ARTICLE XI EXECUTIVE BOARD

ARTICLE III

The offices of this Society shall consist of a President, a President-elect, a Vice-president, and a Secretary and Treasurer. They shall be elected, 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 elected and assumed office.

CHAPTER IV SECTION 1

The officers of this Society shall be President, President-Elect, Vice-President, Secretary and Treasurer. They shall be members of the Society and active in the field of Diagnostic Ultrasound Technology.

- a. **The Executive Board shall be composed of the President, President Elect, Vice President, Secretary, Treasurer and Past President.**
- b. **The Board members shall serve for a term of one year or until their successors have been elected and have assumed office.**
- c. **The officers of the Society shall have the following duties and responsibilities:**

i. **PRESIDENT**

CHAPTER V SECTION 1: DUTIES OF OFFICERS

The President shall preside at all meetings of the Society and perform all duties consistent with the office. The President shall establish committees as deemed necessary to aid the Society in carrying on its activities. The President shall appoint all members of committees unless otherwise provided for in the Bylaws.

Shall execute the Society objectives. The President will be responsible for conducting all business meetings and coordinate the performance of the Board Members and Committee Chairpersons.

ii. **PRESIDENT ELECT**

CHAPTER V SECTION 2

The President Elect shall become familiar with all activities of the Society and shall make preparations necessary for elevation to the office of President.

Assist the President in carrying out the objectives of the Society and become familiar with all activities of the Society in order to prepare for the office of President.

Perform the duties for the office of President Elect.

iii. **VICE PRESIDENT**

CHAPTER V SECTION 3

In the absence or inability of the President, the Vice President shall assume the duties of the President.

Perform the duties for the office of Vice President.

iv. **PAST PRESIDENT**

Perform the duties for the office of Past President.

v. **SECRETARY**

CHAPTER V SECTION 4

In the absence or inability of the President or Vice President to act, the Secretary shall call the meeting to order and preside until a temporary chairperson is elected. The Secretary shall attend all meetings of the Society and present the records and documents of the Society. The Secretary shall receive the reports of all committees and shall file them with other records.

Attend all meetings of the Society and record the minutes.

Responsible for the publication of minutes from monthly education meetings in the newsletter

Perform the duties for the office of Secretary.

vi. **TREASURER**

CHAPTER V SECTION 5

The Treasurer shall be the custodian of the books, records, manuscripts, and correspondence of the Society. He shall pay out money for a proper purpose. All such payments shall be by check and must be signed by two officers of the Society and a detailed report of such disbursements must be made. Faithfully perform the duties of the office in the manner set forth and reconciled biannually with a Board chosen Certified Public Accountant. Upon the expiration of the term of the office hand over to the successor of that office all property pertaining to the office of Treasurer.

ADDENDUM:

The Treasure shall be the custodian of the books, records, manuscripts, and correspondence of monetary business of the Society. She/He shall pay out money for a proper purpose and maintain records in a balanced manner. All such payments shall be by Society checks. For any amount greater than One Hundred and Fifty Dollars, checks must be signed by two bonded Society officers and a detailed report will be submitted to the President within one week after month end. The Treasurer will faithfully and responsibly perform the duties of the office in the manner set forth by the Executive Board. Records will be reconciled biannually with a Board chosen Certified Public Accountant. Upon the expiration of the term of the office, all records will be turned over to the successor.

Duties of Treasures

1. *Balance check book*
2. *Send a periodic copy of balanced record to President (see above)*
3. *Pay all Society debts (If amount is questionable it is important that the president be notified)*
4. *Three primary bonded officers names to be listed as check signers are the President, Treasurer and Secretary.*
5. *The President will retain three checks to be used in an unanticipated absence of the Treasurer.*
6. *The records must show the president's name and check numbers in his/her possession.*
7. *Reconcile records with Accountant.*
8. *Make sure all accounts (Newsletter, Hotel) have a copy of the MSS tax ID. Number to certifying MSS as a tax free organization.*

**Maintain the financial accounts for the Society with a semi-annual audit completed by a designated auditing firm.
Provide a financial statement to the Executive Board.**

Be bonded in order to withdraw and deposit checks into the Society's financial institution.

Inform our financial institution each year that checks must be co-signed by two of three parties (Treasurer, President and/or President Elect)

Perform the duties for the office of Treasurer.

ARTICLE XII VACANCIES

ARTICLE III

In the event of the death or resignation of any officer, except the President and President-Elect, the Directors of this Society shall provide an election of such resigned or deceased officer to fill out the interim term.

- a. **A vacancy of any position on the Executive Board shall be filled from the remaining Board members at the discretion of the current President.**
- b. **The selected person will perform the duties but not assume the office of the vacated position.**

ARTICLE XIII ELECTION OF OFFICERS

SECTION 3

These officers shall serve for a term of one year, or until their successors have been elected and have assumed office. The President shall not be re-elected to that office within two years of the termination of his tenure.

SECTION 4

Only members shall be entitled to vote or to hold office.

SECTION 5

The President Elect of the preceding year and the newly elected officers shall be inducted into the office at the May meeting of each year. The immediate past president or their representative shall conduct the installation of officers.

- a. **The officers that are elected each year include: President, President Elect, Vice President, Treasurer and Secretary.**
- b. **The President shall not be re-elected to that office within two years of the termination of his or her tenure.**
- c. **All officers will be installed at the May monthly educational meeting and hold office until the following May monthly educational meeting.**

ARTICLE XIV RE-ELECTION OF OFFICERS

- a. **A person may be re-elected to office (other than President) for an unlimited period of time and hold the office consecutively for an unlimited period of time.**

ARTICLE XV ELECTION PROCEDURE

ARTICLE III

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

CHAPTER IV SECTION 2

Nominations for the officers of the Society shall be nominated by the Board. The approved list of nominees shall then be submitted to the membership at large at the annual election. Election shall be made by simple majority ballot.

- a. **Announcement for open nominations of officers will be placed in the newsletter.**
- b. **Nomination forms will be mailed to all active members.**
- c. **Fully completed nomination forms must be returned to a Board member. Nomination forms must be signed by the nominated candidate indicating acceptance of nomination.**
- d. **Ballot with the list of nominated candidates will be placed in the newsletter.**
- e. **All returned ballots must be postmarked and/or received by the completion of the March meeting.**
- f. **Ballots will be tallied and the elected officers will be announced in the May newsletter.**
- g. **Installation of officers will occur at the May educational meeting.**

ARTICLE XVI DUTIES OF THE PHYSICIAN ADVISORS

ARTICLE VI

An advisor from the AIUM will be elected every year by the Board. At such time the Board deems it necessary, a second advisor may be elected. Resignation of an advisor shall be submitted at the executive Board meeting or in writing to the President of the Society.

- a. **Serve as a consultant to address medical issues that affect our membership.**

ARTICLE XVII EXECUTIVE BOARD

CHAPTER VII SECTION 1

The Board of Directors shall be composed of five members: The President, President Elect, Vice President, Secretary and Treasurer. They shall be active members of the Society and involved in the field of Ultrasound Technology. The President shall serve as Chairperson.

- a. **The Executive Board shall be composed of six (6) persons of whom all shall have been active members of the Society for a minimum of one (1) year.**
- b. **The Executive Board will include the President, President Elect, Past President, Vice President, Secretary, Treasurer.**
- c. **The Executive Board (with the exception of the Past President) shall be elected positions.**

ARTICLE XVIII DUTIES OF THE EXECUTIVE BOARD

CHAPTER VII SECTION 2

The responsibilities of the Board of Directors shall be: a) To have control of all monies or other property owned by the Society. No property owned or leased by this Society shall be expended or disposed of without the approval of the Board. B) To appoint members to act as liaisons to other interested professional organizations or to approve of liaisons from other interested professional organizations to the Society. C) To establish and maintain qualifications and regulations governing Membership of the Society. D) To provide for the election of officers.

ARTICLE II

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

- a. **Shall meet a minimum of two (2) times a year, once prior to the first meeting in September and second prior to the Spring Symposium.**
- b. **A quorum at a meeting of the Executive Board shall be five (5) members.**
- c. **The Executive Board shall be responsible to:**
 - i. **Provide general direction and supervision to regulate the policies that govern the activities of the Society.**
 - ii. **Monitor the expenditures of all money paid in or out by the Society. This is completed in cooperation with the duties of the office of Treasurer.**
 - iii. **Monitor and inventory all properties owned by the Society.**

ARTICLE XIX REMOVAL OF A MEMBER OF THE EXECUTIVE BOARD

CHAPTER III SECTION 6

If an officer is charged as stated in Chapter III, Section 5 of the Bylaws, he must be suspended by the President until the charges have been investigated and a disposition has been made.

SECTION 7

If the President is charged as the offending person as stated in Chapter III, Section 5 of the Bylaws, a process of impeachment takes place. Charges aimed at the impeachment of the President shall be submitted in writing by at least two members of the Board of Directors to the Vice-President. If, in his judgment the charges are sufficient, the President charged shall be advised of the charges and shall have the right to submit a written defense, or appear either in person or by means of an authorized representative, before a meeting of the Board of Directors of which he has been notified at least twenty days in advance. If in the opinion of the Board, a satisfactory defense has not been made, the Board will have the right to dispose him from office. If in the opinion of the Vice-President the charges are unfounded the complaint shall have the right to resubmit the charges to the entire Board of Directors.

- a. Voluntary termination - A Board member may terminate their position by a written communication to the President indicating resignation and date of resignation. The vacant position shall be filled according to the Society Bylaws.**
- b. A Board member may be removed from office only after due cause has been established. Due cause to remove a Board member includes:
 - Violation of Society Bylaws
 - Violation of SDMS Code of Ethics**
- c. Process to remove a Board member is as follows:
 - i. Charges aimed at the removal of a Board member shall be submitted to the President in writing and accompanied by the signature of at least two (2) members of the Society. If the President is the charged member the petition is submitted to the President Elect.**
 - ii. The President shall receive the petition and immediately advise the Executive Board (including the charged Board member) of the action.**
 - iii. Within the next two (2) weeks, the Executive Board will meet without the charged Board member in a closed meeting to discuss and investigate the charge and determine if there is due cause to proceed. The Executive Board must have a majority vote to pursue the matter. If the vote is less than a majority, the petition is terminated.**
 - iv. If the vote is to proceed, within the next twenty (20) days the Board member charged shall have the right to submit a written defense or appear either in person or by means of an authorized representative before a meeting of the Executive Board.**
 - v. The Executive Board will then return by a majority vote in a closed meeting whether to remove the Board member from office.**
 - vi. If a majority vote is not returned the matter shall terminate.****

- vii **If a majority vote is returned the vacancy will be filled according to the Society Bylaws.**

ARTICLE XX CHAPTER GROUPS

CHAPTER XIV CHAPTER GROUPS

SECTION 1

Chapter groups may be formed by members of the Society. A minimum of ten members is necessary to form a chapter group.

SECTION 2

Prior to attainment of chapter status, a potential chapter group shall have at least three meetings over a period of not less than nine (9) months, each of which shall be attended by at least six potential chapter members.

SECTION 3

Chapter members shall initially be members of the Society. For each Society members affiliated with a chapter group, one-half of that member's dues to the Society will be forwarded to the respective chapter group.

SECTION 4

Each chapter group will elect, by majority ballot, a Chapter Representative. This representative will conduct the business of the chapter group, appoint assistants as necessary, and be responsible for the finances of the chapter group. A report of the financial expenditure and situation for the chapter group shall be made to the President of the Society each June.

SECTION 5

Each chapter group will conduct at least two (2) educational meetings, providing CEC (Continuing Education Credits) to attending members of the Society and Chapter Group, in any one (1) calendar year. The chapter representative will notify the Society President of these educational meetings at least thirty (30) days in advance of the meeting date. This information will then be passed on to the Society membership.

- a. **Chapter groups may be formed by members of the State Society. A minimum of ten (10) members is necessary to form a chapter group.**
- b. **Prior to attainment of chapter status a potential chapter group shall have at least three (3) meetings over a period of not less than nine (9) months each of which shall be attended by at least six (6) potential chapter members.**
- c. **Chapter membership categories shall be consistent with those of the Society. Society members may attend functions of any chapter.**
- d. **The Chapter shall forward to the Society fifty percent of the Society's dues.**
- e. **A Chapter may establish additional membership and/or attendance fees.**

- f. **Each Chapter group will elect by majority ballot a Chapter representative.**
 - i. **This representative may appoint such other committees as are necessary to promote the activities of the Chapter.**
 - ii. **The representative will conduct the business of the Chapter group and be responsible for the finances of the Chapter.**
 - iii. **The representative will assure that reports of the financial expenditures and Chapter activities are furnished to the Society President and that an annual report is submitted.**

ARTICLE XXI MEETINGS

CHAPTER VIII MEETINGS

SECTION 1

The site of the monthly meetings shall be announced in the monthly newsletter.

SECTION 2

Special meetings of the Society may be called at such time and place as may be designated by the Board of Directors. A majority of this group shall constitute sufficient authority. Members shall be notified in advance of such meetings, together with a statement of business to be transacted at such meeting. No essential business other than that specified in such notice of a special meeting shall be transacted at such meeting.

SECTION 3

Continuing Medical Education Credits: The Board shall be responsible for obtaining accreditation of continuing medical education credits for it's members from the appreciable agencies. Only members of the Society are eligible to receive these credits through the Society.

CHAPTER XI ORDER OF BUSINESS

The following shall be the order of business unless otherwise ordered by the residing officer.

1. *Call to order*
 2. *Minutes of last meeting*
 3. *Unfinished Business*
 4. *New Business*
 5. *Reports of Committees*
 6. *Case presentations*
 7. *Guest speaker*
 8. *Announcement of meeting place*
 9. *Adjournment*
- a. **The annual meeting of the Society shall be held at a time and place determined by the Executive Board.**

- b. Special General Meetings of the Society may be called at such a time and place as may be designated by the Executive Board. A majority of this group shall constitute sufficient majority. Members shall be notified fifteen (15) days in advance of such meetings together with a statement of the business to be transacted. No essential business other than that specified shall be transacted at a special meeting.**

ARTICLE XXII COMMITTEES

CHAPTER IX COMMITTEES

SECTION 1

The Board of Directors and/or the President shall establish committees as deemed necessary to aid the Society in carrying on its activities. Such committees shall be responsible to the Board of Directors and may be altered or eliminated at any time by the Board.

SECTION 2

The President shall appoint the members of all committees unless in conflict with other sections of the Bylaws.

SECTION 3

Standing committees are as follows: A. Membership Committee B. Education C. Newsletter D. Public Relations.

SECTION 4

A vacancy in any committee shall be filled by appointment of the President.

- a. The President shall establish and dissolve such committees as shall be deemed necessary to the function and purpose of the Society.**
- b. The terms of reference for each Committee shall be written as directed by the President and copies shall be provided to each committee appointed.**
- c. Each Committee shall provide a report of its activity to the Executive Board.**
- D. Standing Committees are as follows - Newsletter, Membership, Education, Revenue and Public Relation.**

ARTICLE XXIII QUORUM

CHAPTER X QUORUM

SECTION 1

A quorum for a meeting or special meeting shall consist of not less than ten percent (10%) of the members, including two officers.

- a. **A Quorum for any general meeting shall be thirty (30) voting members of who not less than five (5) shall be members of the Executive Board.**

ARTICLE XXIV AMENDMENTS

ARTICLE VII

Amendments to this Constitution may be made by a simple majority of the members voting, following proper notification as established by the Bylaws of this Society.

CHAPTER XII AMENDMENTS

SECTION 1

Amendments to the Constitution may be made at any business meeting by a simple majority.

- a. **Amendments to these Bylaws may be made by the Society by a majority vote of the Quorum.**
- b. **Notice of such proposed amendment shall be made to the membership at least thirty (30) days prior to voting.**

ARTICLE XXV DISSOLUTION

CHAPTER XIII DISSOLUTION

SECTION 1

In the event of dissolution or final liquidation of the Society, all of its assets remaining, after payment of its obligations shall have been made or provided for, shall be distributed to and among such corporations, foundations, or other organizations organized and operated exclusively for scientific and educational purposes, consistent with those of the Society, as shall be designated by the Board of Directors.

- a. **The Society shall be dissolved by two-thirds (2/3) majority vote of the members present and voting at a Special General Meeting called for that purpose.**
- b. **In the event of dissolution or final liquidation of the Society, all of its assets remaining after payment of its obligations shall be distributed as designated by the Executive Board to and among such corporations, foundations or other organizations who operate exclusively for scientific and educational purposes consistent with those of the Society.**