



# West Virginia Society of Radiologic Technologists

---

*Dedicated to Professional Ideals*

[www.wvsrt.com](http://www.wvsrt.com)

## **WVSRT Bylaws** **Posted: February 2015** *(Revised October 2014)*

[www.wvsrt.com](http://www.wvsrt.com)



# WVSRT BYLAWS

## TABLE OF CONTENTS

ARTICLES OF ORGANIZATION.....	4
WVSRT BYLAWS.....	5
ARTICLE I.....	5
<i>Name</i> .....	5
ARTICLE II.....	5
<i>Purpose and Definition</i> .....	5
ARTICLE III.....	5
<i>Membership</i> .....	5
Section 1: Policy.....	5
Section 2: Qualifications.....	6
Section 3: Categories.....	6
Section 4: Dues.....	6
Section 5: District or Chapter Organizations.....	7
Section 6: Resignation.....	7
Section 7: Suspension and Expulsion.....	7
Section 8: Reinstatement.....	7
ARTICLE IV.....	7
<i>Officers</i> .....	7
Section 1: Responsibilities.....	8
Section 2: Terms.....	9
Section 3: Eligibility.....	9
Section 4: Qualifications.....	9
Section 5: Vacancies.....	9
Section 6: Censure, Reprimand and Removal.....	9
ARTICLE V.....	10
<i>Elections</i> .....	10
Section 1: Nominations.....	10
Section 2: Balloting.....	10
ARTICLE VI.....	10
<i>WVSRT Delegates to the ASRT House of Delegates</i> .....	10
Section 1: Delegates.....	10
Section 2: Qualifications.....	10
Section 3: Responsibilities.....	11
Section 4: Term.....	11
Section 5: Absence.....	11
Section 6: Vacancies.....	11
Section 7: Censure, Reprimand and Removal.....	11
ARTICLE VII.....	12
<i>Annual Meetings</i> .....	12
Section 1: Annual Conference.....	12
Section 2: Quorum.....	12
Section 3: Special Meetings.....	12
ARTICLE VIII.....	12
<i>WVSRT Board Members at Large</i> .....	12
Section 1: Qualifications.....	12
Section 2: Responsibilities.....	12
Section 3: Nomination and Election.....	12
Section 4: Term.....	12
ARTICLE IX.....	13
<i>WVSRT Modality Representatives</i> .....	13
Section 1: Composition.....	13
Section 2: Qualifications.....	13
Section 3: Responsibilities.....	13
Section 4: Term.....	13
Section 5: Nominations and Elections.....	14



## WVSRT BYLAWS

Section 6: Vacancies.....	14
<b>ARTICLE X</b> .....	14
<i>Board of Directors</i> .....	14
Section 1: Composition.....	14
Section 2: Board Chair.....	14
Section 3: Responsibility.....	14
Section 4: Duties.....	14
Section 5: Meetings.....	15
Section 6: Quorum.....	15
Section 7: Vacancies.....	15
Section 8: Censure, Reprimand and Removal.....	15
<b>ARTICLE XI</b> .....	15
<i>Executive Committee</i> .....	15
<b>ARTICLE XII</b> .....	16
<i>Committees</i> .....	16
Section 1: Standing Committees.....	16
Section 2: Vacancies.....	16
<b>ARTICLE XIII</b> .....	16
<i>Parliamentary Authority</i> .....	16
<b>ARTICLE XIV</b> .....	16
<i>Amendments</i> .....	16
<b>ARTICLE XV</b> .....	17
<i>Indemnification</i> .....	17
<b>ARTICLE XVI</b> .....	17
<i>Dissolution</i> .....	17



# WVSRT BYLAWS

## ARTICLES OF ORGANIZATION

### WEST VIRGINIA SOCIETY of RADIOLOGIC TECHNOLOGISTS

*(Procedures not defined in these Bylaws are further outlined in the Procedure Manual)*

#### ARTICLE I

The name of this organization shall be known as the West Virginia Society of Radiologic Technologists. Historically, the name of this organization was the West Virginia Society of Technicians, and shall hereby be recognized for the foundation of today's Society. The general nature of business shall be educational, scientific, and socioeconomic. The principle place of business of this organization shall be located in the State of West Virginia. This organization's borders shall be the State's border lines, (with some members admitted from border states).

#### ARTICLE II

The time of commencement of this organization shall be April 27, 1951, and the period of its duration shall be in perpetuity.

#### ARTICLE III

The names of the persons forming this organization are:

Fred C. Hardwick, RT; President  
Mary Rudder, RT; Vice President  
Carlyle Staffon, RT; Secretary/Treasurer

#### ARTICLE IV

The management of this organization shall be vested in a Board of Directors, established to serve in accordance with the provisions of the Bylaws of this organization.

The officers of this organization shall consist of a President, President-Elect, Vice president, Executive Secretary, a membership Secretary/Treasurer, and a Student Representative. (The President will be filled by the previous years elected President-Elect). The President-Elect, and Vice-President, 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 assume office. The Executive Secretary and the membership Secretary/Treasurer shall serve for a period of two years or until their successors have been elected and assume office. In the event of the death or resignation of any officer, except for the President or President-elect, the Directors of this organization shall select and appoint a member in good standing of this organization to fill out the term of such resigned or deceased officers. The Board shall also appoint a Student Representative to serve in any advisory capacity of the Board.

The Board of Directors shall meet at least four times each year, (once being at the annual conference). The election of officers shall be conducted as in the Bylaws provided. Any officer may not be elected for more than two successive terms in a particular office.

#### ARTICLE V

Individual members shall be admitted to this organization in accordance with the qualifications and procedures established in the Bylaws. (The candidate shall be notified of his/her acceptance and shall be issued a certificate of membership.) His/her membership may be renewed annually upon payment of such dues as shall be required. The amount of annual membership dues and membership fees per year shall be determined by the Board of Directors in order to meet the operational and membership requirements of the Society. The Board of Directors will establish membership classifications as required to include active, associate, student, and supporting members and will establish a due fee structure accordingly. Dues shall not be more than \$35.00 total per year for any one membership classification, (and will be payable on a date set by the Board of Directors). An application fee of \$5.00 may be established in addition to the dues structure. Rules of conduct for the members, admission and expulsion of members and related matters, shall be governed by suitable Bylaws of this organization.

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

#### ARTICLE VI

### WEST VIRGINIA SOCIETY of RADIOLOGIC TECHNOLOGISTS

This organization shall be non-profit and nonsectarian. No part of any net earnings shall be inure to the benefit of any individual, member, or affiliate.

#### ARTICLE VII

Amendments to these Articles of Organization may be made by a Quorum vote of the membership, following proper notification. Notice of such amendments shall be sent to all members at least fifteen (15) days prior to the time for voting.

*WVSRT is on record by state of WV as a corporation therefore must go through governmental, process to change any editorial or revision to these Articles of Organization. Note: Some suggested changes are in place shown by parenthesis.*

1999



# WVSRT BYLAWS

---

---

## WVSRT BYLAWS

---

### ARTICLE I

#### Name

The name of this organization shall be: The West Virginia Society of Radiologic Technologists, hereafter referred to as **WVSRT**.

### ARTICLE II

#### Purpose and Definition

##### Section 1

The purposes of the WVSRT shall be to advance the professions of radiation and imaging disciplines and specialties; to assist in the establishing and maintaining high standards of education and training; to elevate the quality of patient care and to improve the welfare and socioeconomics of Radiologic Technologists.

##### Section 2

The American Society of Radiologic Technologists shall be the governing body. WVSRT will be governed by its Bylaws and regulations pertaining to its affiliate organizations. The WVSRT needing counseling shall submit its problems to the American Society of Radiologic Technologists through the Executive Office.

##### Section 3

Radiologic Technologist shall be the term used to define Radiographer, Nuclear Medicine Technologist, Radiation Therapist, and Sonographer and shall be used to describe the areas of certification or licensure. Additional terms of description may be adopted by the ASRT to define new areas of certification or licensure.

### ARTICLE III

#### Membership

##### Section 1: Policy

- A. The WVSRT is committed to equal opportunity and nondiscrimination in all programs and activities. No one shall be denied opportunities or benefits on the basis of age, sex, color, race, creed, national origin, religious persuasion, marital status, sexual orientation, gender identity, military status, political belief or disability.
- B. The name of the WVSRT or any of its officers 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 WVSRT.



## WVSRT BYLAWS

---

### Section 2: Qualifications

- A. Membership in the WVSRT shall be open to those individuals associated with the practice, education or administration of radiation and imaging specialties.
- B. All candidates shall submit an application for membership along with the required fee to the appropriate person and be issued a certificate of membership. Candidates may be asked to submit additional information upon request.

### Section 3: Categories

The members of the WVSRT shall consist of active, associate, student, and life members.

- A. Active members are those who are registered by the American Registry of Radiologic Technologists (**ARRT**) or its equivalent or hold an unrestricted, current and valid WV License for Radiologic Technologists and hold active membership in the American Society of Radiologic Technologists (**ASRT**). They shall have all rights, privileges and obligations of membership including the right to vote, debate, hold office and serve as a delegate in the ASRT House of Delegates. Other terms of description may be adopted by the WVSRT to describe new areas.
- B. Associate members are those who do not qualify for active membership. They shall have all the privileges and obligations of members but may not vote, hold office, or serve as a delegate.
- C. Student members are those enrolled in accepted educational programs accredited by Joint Review Committee on Education in Radiologic Technology (**JRCERT**) or conditions of the West Virginia Licensure Law. Eligibility terminates upon certification or discontinuation of such education. They have all the privileges and obligations of members including the right to vote.
- D. Life members are those members who have rendered unusual service to the WVSRT and are selected by unanimous vote of the Board of Directors. They shall pay no dues and shall have all the privileges and obligations of active members.

### Section 4: Dues

- A. Dues for all members, established by the Board of Directors, require adoption by a 2/3 vote of the voting members at an Annual Conference.
- B. Dues for active, associate, and student members shall be paid annually by a predetermined date and stated on the application and other publications or communication vehicles such as the WVSRT Website ([www.wvsrt.com](http://www.wvsrt.com)).



## WVSRT BYLAWS

### Section 5: District or Chapter Organizations

- A. Districts/Chapters are the recognized, organized subordinates within the state.
- B. Districts/Chapters may be terminated by the Board of Directors or by a majority vote of the members of the State Affiliate.
- C. The WVSRT shall not be responsible for any debts, actions or statements made by, or on behalf of, any district or Chapter.

### Section 6: Resignation

Any member shall have the right to resign by written communication to the WVSRT Membership Secretary/ Treasurer, providing all dues and other indebtedness has been paid.

### Section 7: Suspension and Expulsion

Any member 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 WVSRT or any other conduct prejudicial to the interests of the WVSRT.

- A. If the Board of Directors 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 Board of Directors 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. Suspension or expulsion shall be by two-thirds (2/3) vote of the entire membership of the Board of Directors.

### Section 8: Reinstatement

A member who has resigned or whose membership has been deleted or dropped due to non-renewal may be reinstated only after resubmitting a new application with payment of fees.

## ARTICLE IV Officers



## WVSRT BYLAWS

### Section 1: Responsibilities

All officers of the WVSRT shall be voting members and are president, vice president, president-elect, executive secretary, and membership secretary/treasurer.

#### A. President

1. shall perform duties consistent with the office;
2. shall be an ex-officio member of all committees except nomination;
3. in the absence or inability of the chairman to serve the president shall preside at the meeting of the Board of Directors.

#### B. Vice president

1. shall perform duties consistent with the office;
2. shall assume duties of the president when necessary;
3. shall be ex-officio member of all committees except nomination.

#### C. President-elect

1. shall perform duties consistent with the office;
2. shall become familiar with the ASRT, WVSRT operations, activities and Bylaws;
3. shall serve on the budget committee.

#### D. Executive secretary

1. shall perform duties consistent with the office;
2. record, keep accurate and permanent minutes of WVSRT business and Board of Director meetings;
3. shall conduct correspondence and perform all duties that usually and customarily pertain to the office;
4. shall provide Board of Directors members with meeting minutes in a timely manner, preferably within thirty days following the meeting concerned;
5. shall provide business meeting minutes from the previous year, to the membership, during the annual conferences;
6. Prepare and submit documents in compliance with ASRT national organization.

#### E. Membership secretary/treasurer

1. shall perform all duties consistent with the office;
2. shall keep an accurate and permanent record of the membership;
3. shall conduct correspondence and perform all duties that usually and customarily pertain to the office;
4. shall receive and keep funds of the WVSRT and disperse upon the order of the Board of Directors;
5. shall provide an audited financial statement during the WVSRT annual conference, to be incorporated into the business meeting minutes. Also provide financial reports at each Board of Directors meetings;
6. shall serve on the budget committee;
7. shall maintain name, address and phone number information regarding the WVSRT Past President Pin manufacturer, and general property list.





## WVSRT BYLAWS

### Section 2: Terms

- A. The president-elect shall serve for a term of one (1) year as president-elect, one (1) year as president and one (1) year as immediate past president-Board Chair.
- B. The vice president shall serve for one (1) year or until his/her successor has been elected.
- C. Executive secretary and membership secretary/treasurer serve for two (2) years or until position is vacated.
- D. Vice president may serve no more than two consecutive terms.
- E. The term begins at the post-conference Board of Directors meeting, at the Annual Conference.

### Section 3: Eligibility

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

### Section 4: Qualifications

- An officer shall be a voting member of the ASRT and the WVSRT
- Shall have served on the board in some capacity prior to nomination.

### Section 5: Vacancies

- A. A vacancy in the office of president shall be filled by the vice president.
- B. A vacancy in the office of president-elect shall be filled by a special election.
- C. A vacancy in the office of executive secretary or membership secretary/treasurer shall be filled by appointment by the Board of Directors.
- D. In the event of a concurrent vacancy of the Board Chair, President, and/or Vice President, the offices will be filled by appointment of a majority vote of the Board of Directors.

### Section 6: Censure, Reprimand and Removal

Any officer may be censured, reprimanded or removed from the office for dereliction of duty or conduct detrimental to the WVSRT. Such action may be initiated when the Board of Directors receives formal and specific charges against an officer.

- A. If the Board of Directors 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 officer 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 Board of Directors at which the charges shall be considered.
- D. The officer shall have the opportunity to appear in person and be represented by counsel to present any defense to such charges before action is taken.



## WVSRT BYLAWS

- E. Censure, reprimand or removal shall be by two-thirds (2/3) vote of the remaining membership of the Board of Directors.

### ARTICLE V Elections

#### Section 1: Nominations

- A. Nominations may be submitted by any WVSRT voting member. Nominations shall be received up to the time of election of officers.
- B. The Committee on Nominations shall be appointed by the Board of Directors at the post conference board meeting.
- C. It shall be the sole responsibility and authority of the committee on nominations to prepare the ballot.
- D. The Nominations Committee present qualified candidates, by office, during the Annual Conference business meeting.

#### Section 2: Balloting

The vice president, president-elect, executive secretary, membership secretary treasurer and modality representatives shall be elected by a plurality vote of voting members of the WVSRT.

- A. Nominations may be made from the floor.

### ARTICLE VI WVSRT Delegates to the ASRT House of Delegates

#### Section 1: Delegates

- A. Two WVSRT delegates and two alternate delegate shall be appointed by the WVSRT at the post annual conference board meeting.
- B. WVSRT shall submit to ASRT the names of the WVSRT delegates and alternate delegate by the date set by ASRT or the WVSRT delegate positions shall remain open until after the ASRT House of Delegates' meeting.
- C. The **WVSRT** has the power to remove delegates.

#### Section 2: Qualifications

- A. A delegate shall show proof of continuing education;
- B. A delegate shall be a voting member of the ASRT and the WVSRT for two (2) years immediately preceding nomination;
- C. A delegate shall have served as an officer, or on the Board of Directors or as a committee member in the WVSRT;



## WVSRT BYLAWS

- D. A delegate shall practice in the Medical Imaging and Radiation Therapy profession or health care;
- E. A delegate may serve concurrently on the board of any national Medical imaging or radiation therapy certification or national accreditation agency;
- F. A delegate shall have the time and availability for necessary travel to represent the ASRT.

### **Section 3: Responsibilities**

- A. WVSRT delegates shall attend the ASRT House of Delegates' meeting and all meetings required of delegates.
- B. The WVSRT alternate delegate will prepare to attend the ASRT House of Delegates if one of the WVSRT delegates is unable to attend.

### **Section 4: Term**

A WVSRT delegate may serve for a term of two years; and may not serve more than two consecutive terms.

### **Section 5: Absence**

- 1. An absence exists when an appointed WVSRT 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.
- 2. It is the responsibility of the Society 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.
- 3. Any delegate position or alternate delegate position not filled by the appointment process remains open. There shall be no on-site credentialing of delegates.

### **Section 6: Vacancies**

- 1. A vacancy exists when a delegate has submitted a written letter of resignation or when a delegate position has not been filled by the appointment process. A delegate vacancy caused by the written resignation of a delegate shall be filled by the appointed alternate delegate

### **Section 7: Censure, Reprimand and Removal**

Any WVSRT delegate may be censured, reprimanded or removed from the position for dereliction of duty or conduct detrimental to the ASRT or WVSRT. Such action may be initiated when either Board of Directors receives formal and specific charges against the delegate:

- A. If the Board of Directors 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 delegate at least twenty (20) days before final action is taken.



## WVSRT BYLAWS

- C. The statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered.
- D. The delegate 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 or removal shall be by two-thirds (2/3) vote of the respective Board of Directors.

### ARTICLE VII Annual Meetings

#### Section 1: Annual Conference

The WVSRT shall hold an annual conference.

- A. The following year's Annual Conference location shall be decided by majority vote of the voting members present at an Annual Conference business meeting.

#### Section 2: Quorum

A quorum is 2/3 of the voting members registered for the conference.

#### Section 3: Special Meetings

A special meeting may be called by the Board of Directors with notification to the membership at least fifteen days in advance about the date, location, time, and nature of the meeting. A quorum is two thirds of the eligible voting members present at the special meeting.

### ARTICLE VIII WVSRT Board Members at Large

#### Section 1: Qualifications

- A. Shall be a voting member of ASRT and WVSRT.

#### Section 2: Responsibilities

- A. Shall attend Board Meetings and Annual conference.

#### Section 3: Nomination and Election

- A. Nominations may be accepted by the nominations committee.
- B. Elections will take place at the Board of Directors post conference meeting, by plurality vote.

#### Section 4: Term

- A. Shall serve for a term of one year.



## WVSRT BYLAWS

### ARTICLE IX WVSRT Modality Representatives

#### Section 1: Composition

- A. There shall be Modality Representatives.
- B. Modality Representatives may include any of the following designated ASRT Chapter delegate categories:
  - a. Bone Densitometry
  - b. Cardiovascular-Interventional Technology
  - c. Computed Tomography
  - d. Education
  - e. Magnetic Resonance Imaging
  - f. Mammography
  - g. Management
  - h. Medical Dosimetry
  - i. Military
  - j. Nuclear Medicine
  - k. Quality Management
  - l. Radiation Therapy
  - m. Radiography
  - n. Radiologist Assistant
  - o. Sonography

#### Section 2: Qualifications

- A. Shall be a voting member of ASRT and WVSRT.
- B. In those where certification and/or post primary examination exists, the representative shall show proof of credential and documentation of practice in the discipline or specialty being represented.
- C. In those areas where no certification is required, documentation of practice or specialty will be accepted.

#### Section 3: Responsibilities

- A. Serve on nominations committee during last year of term.
- B. Shall attend Board Meetings and Annual conference.
- C. Shall communicate with WVSRT members and employers in their region and report information to the Board.
- D. Shall submit information for newsletter publication about happenings in their certification or specialty area.
- E. Shall assist with annual conference preparation by suggesting speakers from their certification or specialty area.
- F. Shall inform Board of Directors and membership of pertinent information or changes dealing with their specialty area.

#### Section 4: Term



## WVSRT BYLAWS

- A. Shall serve for a term of two years.
- B. Terms may be staggered.
- C. Limited to two (2) consecutive terms unless no other qualified candidates are nominated.

### **Section 5: Nominations and Elections**

- A. Nominations may be accepted by the nominations committee.
- B. Elections will take place at the second business meeting at the Annual Conference, by plurality vote.

### **Section 6: Vacancies**

- A. A vacancy by any Modality Representative shall be filled by election at the Next Annual Conference, by election.

## **ARTICLE X Board of Directors**

### **Section 1: Composition**

- A. The Board of Directors shall consist of elected officers, immediate past president, modality representatives, board members at large, editor, WV district society presidents & student representative(s).
- B. One student may be nominated by any JRCERT accredited medical imaging or radiation therapy program to serve a one year term on the Board of Directors. Student nominations will be voted on at the post conference Board Meeting.
- C. Nominations for officers and modality representatives will be reviewed by the Board of Directors.
- D. The President will preside when the Board Chair is absent, only for that meeting.

### **Section 2: Board Chair**

- A. The Board Chair will be the immediate past president. The term of Board Chair is one (1) year.

### **Section 3: Responsibility**

The Board of Directors shall be vested with the responsibility of the management of the business of the corporation in accordance with the Articles of Incorporation.

### **Section 4: Duties**

The Board duties are to:

- A. manage the WVSRT funds and properties;



## WVSRT BYLAWS

- B. provide an audit for the books and accounts;
- C. change or cancel Annual Conference dates or location, in case of emergency and provide an alternative for the election of officers. They shall attempt to communicate such information regarding the change or cancellation to the membership as soon as possible;
- D. employ personnel necessary to conduct the business;
- E. determine the number and boundaries of affiliate districts/chapters within West Virginia;
- F. present qualified chapter and affiliate delegate nominees to the ASRT;
- G. attend all regular Board meetings;
- H. establish special committees;
- I. remove officers who are not fulfilling their responsibilities, displaying conduct in opposition to the ARRT/ASRT Code of ethics or practicing outside the scope of practice.

### **Section 5: Meetings**

The Board shall meet a minimum of 5 times between Annual Conferences. Two meetings occur at the Annual Conference, as Pre and Post Conference board meetings.

### **Section 6: Quorum**

A quorum for Board of Directors meetings shall be a majority, with no less than two (2) officers.

### **Section 7: Vacancies**

A vacancy in the Board Chair shall be filled by President, for that meeting only.

### **Section 8: Censure, Reprimand and Removal**

Any Board member may be censured, reprimanded or removed from the position for dereliction of duty or conduct detrimental to the WVSRT. Such action may be initiated when the Board of Directors receives formal and specific charges against a Board member.

- A. If the Board of Directors 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 Board 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 Board of Directors at which the charges shall be considered.
- D. The Board 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 or removal shall be by two-thirds (2/3) vote of the remaining membership of the Board of Directors.

## **ARTICLE XI Executive Committee**



## WVSRT BYLAWS

- A. The Executive Committee shall consist of the officers, immediate past president, at large members and Modality Representatives if expertise is needed in their specialty, and appointed by the Board of Directors.
- B. The Executive Committee is empowered by the Board to make decisions on urgent matters or those requiring immediate action, when the full Board cannot convene quickly.

### ARTICLE XII Committees

#### Section 1: Standing Committees

The Board of Directors shall establish committees as deemed necessary.

- A. Committees are accountable to the Board of Directors.
- B. Committees may be eliminated at any time by the Board of Directors.
- C. The president **will** appoint committee members at the beginning of the term designating specific tasks.
- D. Each committee shall have a chairperson, who will report to the Board Chair.
- E. Committees serve for one year.

#### Section 2: Vacancies

A vacancy in a committee shall be filled by the original appointer, whether it is the president or Board of Directors.

### ARTICLE XIII Parliamentary Authority

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

### ARTICLE XIV Amendments

#### Section 1:

- A. These Bylaws may be amended at any regular or special meeting of the WVSRT by a two-thirds vote, provided that previous notice of the amendment was given to all voting members at least fifteen days in advance.
- B. If voting is to take place, Bylaw revisions will be presented at the first business meeting and voted on at the second business meeting during the Annual Conference.





## WVSRT BYLAWS

### **ARTICLE XV Indemnification**

Every officer, director, employee or delegate of the WVSRT shall be indemnified by the WVSRT against all expenses and liabilities, including attorney's fees, in connection with any threatened, pending or completed proceeding in which the above-named individual is involved by reason of being or having been an officer, director, employee or delegate of the WVSRT 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 WVSRT. 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 bylaw. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such officer, director, employee or delegate may be entitled.

### **ARTICLE XVI Dissolution**

In the event of dissolution or final liquidation of the WVSRT, 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 WVSRT, as designated by the Board of Directors.

[end]

