

BYLAWS

GREATER NEW YORK CHAPTER SOCIETY OF NUCLEAR MEDICINE AND MOLECULAR IMAGING, INC.

ARTICLE 1. NAME

The name of this organization shall be the GREATER NEW YORK CHAPTER SOCIETY OF NUCLEAR MEDICINE AND MOLECULAR IMAGING, INC. hereinafter referred to as the Chapter, and as the Society, respectively. The Chapter is a not-for-profit corporation incorporated in the State of New York.

ARTICLE 2. ORGANIZATION

- Section 2.1 This Chapter shall be chartered by the Society and shall actively support the Bylaws and Policies of the Society.**
- Section 2.2 The Chapter shall have its own Bylaws which shall be consistent with the Bylaws of the Society and shall have a separate exemption classification from taxes.**
- Section 2.3 Nothing in the Chapter Bylaws shall be construed to operate in contradiction to the Bylaws of the Society.**
- Section 2.4 The Society is not responsible for debts or obligations of the Chapters.**

ARTICLE 3. OBJECTIVES, MISSION AND GOALS

- Section 3.1 The Chapter shall support the Objectives, Mission and Goals of the Society at the local level.**
- Section 3.2 Mission: The Chapter shall provide leadership and active participation by Nuclear Medicine Professionals in Nuclear Medicine on the local level consistent with the goals of the Society.**
- Section 3.3 Goals: The goals of the Chapter shall include, but not be limited to, providing:**
- (a) Continuing educational and research activities;**
 - (b) A professional networking forum for Chapter Members;**

- (c) A mechanism for encouraging and enhancing professional leadership;**
- (d) A means to monitor and to address nuclear medicine professional issues at the local level.**

ARTICLE 4. MEMBERSHIP, DUES AND ASSESSMENTS

- Section 4.1 The Chapter shall be composed of Society Members in all membership categories. Membership in the Chapter shall be contingent upon obtaining and maintaining membership in the Society of Nuclear Medicine, Inc.**
- Section 4.2 The Chapter Board of Governors shall approve and monitor membership in the Chapter.**
- Section 4.3 Unless stated otherwise in these Bylaws, the privileges of membership in the Chapter shall be the same as those of the Society.**
- Section 4.4 Reciprocity of membership may be established, by the Board of Governors, with other Chapters in accordance with the categories of membership established by the Society.**
- Section 4.5 Chapter dues and/or special assessments shall be determined by a majority vote of the Chapter membership at a legally constituted business meeting.**
- Section 4.6 Chapter dues shall be paid to the Society along with Society dues. Special assessments shall be collected by the Chapter Treasurer.**
- Section 4.7 Stipulations pertaining to the payment of dues, delinquency in dues, and membership reinstatement, following delinquency, shall be those set forth by the Society of Nuclear Medicine and Molecular Imaging, Inc.**

ARTICLE V. TECHNOLOGIST SECTION

- Section 5.1 Chapters may choose to organize a Technologist Section to serve the needs of its Nuclear Medicine Technologist Members. The Chapter Technologist Section is an organizational component of the Chapter specifically addressing Nuclear Medicine Technologist issues and interests. All members of the Chapter Technologist Section must be members of the Society of Nuclear Medicine and Molecular Imaging, Inc. and must be a Chapter member of the Society of Nuclear Medicine and Molecular Imaging, Inc.**

- Section 5.2** The Chapter Technologist Section may establish Operating Procedures (bylaws) for its operations which must be consistent with the Bylaws of the Society and Chapter. Technologist Section Operating Procedures and subsequent revisions must be approved by the Chapter Board of Governors.
- Section 5.3** The Chapter Technologist Section shall be required to submit, in advance, an annual budget for estimated expenses. Prior to the implementation of the budget, the budget must be approved by the Board of Governors. Periodic financial reports shall be submitted to the Board of Governors.
- Section 5.4** Technologist Section members, serving on the Board of Governor's, must present significant decisions made by the Section for open discussion at the Board of Governor's Meetings.
- Section 5.5** The Chapter Technologist Section, as an organizational component of the Chapter, automatically falls under the Chapter's: not-for-profit incorporation status, indemnification and/or professional liability insurance, and tax exemption classification (if any).

ARTICLE 6. OFFICERS

- Section 6.1** The Officers of the Chapter shall be a President, a President-Elect, a Secretary, and a Treasurer. No individual shall hold more than one elective office at a time.
- Section 6.2** The President and the President-Elect shall serve a two year term, or until their successors are elected, with the President-Elect automatically succeeding the President at the end of the President's term. The Secretary and Treasurer shall serve a one year term, or until their successors are elected, with the option of being re-elected for a total of three consecutive terms. The term of office shall commence on April first of the calendar year following the election and terminate March thirty first of the appropriate year.
- Section 6.3** Election of Officers:
- (a) One or more candidates for each elective office shall be offered at the annual business meeting by the Nominations Committee, their names previously having been circulated to the membership of the Chapter at least three weeks before the meeting.

- (b) Additional nominations may be made from the floor provided the nominee has consented before any nomination.**
- (c) One person shall be elected to each office by a majority vote.**
- (d) Voting shall be by secret ballot. The President shall appoint three members to count the ballots.**
- (e) If no candidate receives a majority on the first ballot, a second ballot between the two candidates receiving the largest number of votes shall be held.**
- (f) Should there be a tie vote, the members of the Board of Governors shall, as a group, cast one vote to make a plurality.**

Section 6.4 Vacancies:

- (a) An officer of the Chapter must maintain either his official residence or his place of professional activity within the geographical limits of the Chapter, otherwise it shall be construed that he has resigned his Chapter office.**
- (b) Should the office of President become vacant, the President-Elect shall assume the office of President for the unexpired term in addition to the term for which elected.**
- (c) Should the office of the President-Elect become vacant, the President shall appoint an acting President-Elect from the membership of the Board of Governors to perform the duties of this office until the next business meeting of the Chapter when a new President-Elect shall be elected for the unexpired term.**
- (d) If the offices of both the President and President-Elect simultaneously become vacant, the Immediate Past President shall serve as the President until the next business meeting when both a President-Elect and a President shall be elected.**
- (e) If there is not sufficient time to give proper notice of an election prior to the start of the new term of office, then the Immediate Past President shall continue in office until a business meeting can be held and the new President and President-Elect can be elected.**
- (f) Should the office of the Secretary or that of the Treasurer become vacant, the President shall appoint an acting Secretary or Treasurer from the membership of the Board of Governors who shall assume the duties of the office involved until the next business meeting of the Chapter when the new officer shall be elected.**

ARTICLE 7. DUTIES OF OFFICERS

Section 7.1 Officers shall perform: the duties prescribed by these Bylaws, those duties which may be assigned, from time to time, by the Board of Governors, and such other duties applicable to the office as prescribed by the parliamentary authority (Robert/s Rules of Order Newly Revised) adopted by the Chapter.

Section 7.2 Duties of the President:

- (a) shall preside at meetings of the Board of Governors, at the annual business meeting of the Chapter, and at all other Chapter meetings;**
- (b) shall be responsible in all matters, stated or implied, that are related to the safety, stature, and proper operation of the Chapter;**
- (c) shall present an annual report to the membership at the annual business meeting of the membership;**
- (d) the President, or his designee, shall represent the Chapter as a voting member of the Society's House of Delegates.**

Section 7.3 Duties of the President-Elect:

- (a) shall serve as President in the temporary or permanent absence or disability of the President and shall nonetheless succeed to the Presidency as stated herein;**
- (b) shall prepare an internal financial audit which shall be presented at the annual business meeting.**

Section 7.4 Duties of the Secretary:

- (a) keep minutes of all Chapter and Board of Governors meetings;**
- (b) notify the membership of meetings;**
- (c) maintain a current membership list, and notify the Society Secretary of deaths among the membership;**
- (d) on relinquishing office, deliver all records to the new Secretary.**

Section 7.5 Duties of the Treasurer:

- (a) be responsible for all funds and securities of the Chapter;**
- (b) collect from the Society's Treasurer that portion of the dues which belongs to the Chapter;**
- (c) collect assessments when authorized by the Chapter members as provided in these Bylaws;**
- (d) shall establish a bank account in the Chapter's name for the maintenance of Chapter funds;**

- (e) maintain records of the financial affairs of the Chapter, receive and disburse funds, sign checks, and act as fiscal consultant;
- (f) disburse funds for expenses explicitly approved by the Board of Governors or incurred as a direct result of action by the Board;
- (g) expenditures not approved or incurred as stated above (f), shall require authorization either by the President if up to \$500.00 or by action of the Executive Committee and a written order of the President if more than \$500.00;
- (h) present a financial report at the annual business meeting;
- (i) transfer all financial records and accounts to the New Treasurer;
- (j) review the finances of the Chapter;
- (k) make recommendations about expenditures and advise about investments;
- (l) prepare a proposed budget including estimates of income from dues, fees, and other sources and submit the budget to the Board of Governors for approval.

ARTICLE 8. MEETINGS OF THE MEMBERSHIP

- Section 8.1** The Board of Governors shall determine the time, place, and length of all Chapter membership meetings, and shall call such meetings subject to the limitations stated in these Bylaws.
- Section 8.2** **Regular Meetings:** The Chapter shall have at least two regular meetings every year.
- Section 8.3** **Annual Meeting:**
- (a) The regular meeting held in the Fall shall be designated as the annual meeting.
 - (b) The annual meeting of the Chapter shall not only include a business meeting of the voting membership, but shall also include a scientific program.
- Section 8.4** **Special Meetings:** Special meetings of the Chapter shall be called at any time at the option of the President or on petition of 10% of the voting membership of the Chapter.
- Section 8.5** **Notification of Meetings:** Written notification of all Chapter meetings shall be sent to the membership at least thirty days in advance.
- Section 8.6** **Quorum:** A quorum for a duly called business meeting of the Chapter shall be twenty members, of whom at least one shall be an officer.

ARTICLE 9. BOARD OF GOVERNORS

Section 9.1 Composition: The Board of Governors shall consist of the elected officers, Past-Presidents (who shall serve a three year term beginning at the end of their term as President), any member of the Chapter who is a Society Delegate, six (6) elected Full members, and the following members of the Technologists Section of the Chapter: the President, the President-Elect, the National Council Delegate, the Secretary and the Treasurer.

Section 9.2 Six elected members of the Board of Governors:

- (a) Each of the six elected Full members of the Board of Governors shall be elected from the Chapter membership on an at large basis.
- (b) The nomination and election shall follow the procedures outlined in these Bylaws for the election of Chapter Officers.
- (c) The term of office for an elected member of the Board of Governors shall be two years and elected member may be re-elected for a second consecutive term.
- (d) Three members shall be elected annually and no state shall be unrepresented for more than one year.
- (e) Vacancies in an elected member position shall be filled, for the unexpired term, by a vote of the membership at the next annual business meeting.

Section 9.3 Duties of the Board of Governors:

- (a) have a charge of the business affairs and property of the Chapter;
- (b) formulate, set forth, and implement such policies as it shall, from time to time, deem necessary for the management, good name, and well being of the Chapter and for carrying out its goals and purposes;
- (c) decisions and recommendations of the Board of Governors' may be reported to the membership by Newsletter, and shall be presented to the membership present at the annual business meeting;
- (d) act as a Board of Censors and as a Grievance Committee;
- (e) establish the fiscal year of the Chapter.

Section 9.4 Meetings of the Board of Governors:

- (a) **Regular Meetings:** The Chapter President shall call meetings of the Board of Governors at least twice annually. Fifteen days prior notification shall be given all members of the Board. One such meeting may be held between thirty and ninety days prior to the Chapter annual meeting.

(b) Special Meetings: In the presence of an emergency, the President may call a special meeting of the Board of Governors, all members being notified of the date and reason for the meeting at least five days before the proposed special meeting.

Section 9.5 Quorum: A quorum for meetings of the Board of Governors shall consist of a majority of its voting members including either the President or President-Elect.

Section 9.6 Removal From Office:

- (a) Any Officer or member of the Board of Governors may be removed from office by a two-thirds affirmative vote at a meeting of the Board of Governors;**
- (b) Formal charges shall be made and circulated to all members of the Board of Governors and to the individual charged, at least thirty days before and meeting at which the charges are to be presented;**
- (c) The individual charged shall have the right to personal appearance and defense before the Board at any regular or special meeting.**

ARTICLE 10. EXECUTIVE COMMITTEE

Executive Committee: There shall be an Executive Committee of the Board which shall be composed of the Chapter President, President-Elect, Immediate Past President, Secretary and Treasurer; and the President of the Technologist Section. The committee shall have general supervision of the affairs of the Chapter between meetings of the Board of Governors. All decisions shall be determined by a majority vote to all present and subject to ratification by the Board of Governors.

ARTICLE 11. COMMITTEES (STANDING AND SPECIAL)

Section 11.1 General Rules:

- (a) The President shall be an ex-officio member of all committees except the Nominating Committee and the Program Committee.**
- (b) Except for the chairmen of the Nominating and Program committees, the President shall appoint the Chairman of all standing and special committees.**

- (c) The President may appoint such special committees as he deems necessary to facilitate the activities of the Chapter.**
- (d) The term of office for committee chairmen shall be one year and shall correspond to the term of elective office, with noted exceptions in these Bylaws.**
- (e) The term of office for committee members shall be one year and shall correspond to the term of elective office.**
- (f) There shall be no limit as to the number of terms of office one may serve as a committee Chairman or member, except for the Chairman and members of the Nominating Committee.**
- (g) Committee Chairmen may or may not appoint members of his own committee in accordance with the wishes of the President, the Nominating and Program Committees are excepted.**
- (h) Committee Chairmen or Committee Members may be removed from office by the appointing authority, with approval of the majority of the Board of Governors, after due and good reason has been presented to the Board. An individual, so charged, shall have the right to appeal to the Board of Directors.**

Section 11.2 Nominating Committee:

- (a) is composed of the Immediate Past President who serves as the Chairman, the past Chairman, and three members of the Chapter duly elected for one term by the Board of Governors;**
- (b) three years must elapse before any Chapter member, who has served on the Nominating Committee, may be elected to be on this committee again;**
- (c) election to the Nominating Committee shall take place prior to the beginning of the Committee's term of office;**
- (d) the President shall not be a member of the Committee nor shall he vote on its members;**
- (e) should the position of Chairman become vacant, the Board member with the longest service in office shall serve as Chairman, in the event there is more than one Board member of equal tenure, the Board of Governors shall decide;**
- (f) should a vacancy, other than the Chairman, occur on this committee, a temporary member shall be appointed by the Committee Chairman until the next meeting of the Board of Governors;**
- (g) the duties of this committee shall be as described in these Bylaws under Election of Officers and Election of six (6) Full Members to the Board of Governors;**
- (h) the report of the Nominating Committee shall be transmitted to the membership after the approval by the Board of Governors.**

Section 11.2 Program Committee:

- (a) shall be formed by the President-Elect of the Chapter prior to his ascension to the Presidency;**
- (b) the President-Elect shall appoint the Program Committee each year before the Annual Spring Symposium or April first if there is no Spring Symposium;**
- (c) the committee shall plan the programs for the annual Chapter meetings to take place during the Presidency of the current President-Elect;**
- (d) the committee shall be composed of the President-Elect, who will continue as a member during his Presidency, and a Program Chairman appointed by the President-Elect to serve for a period of two years to coincide with his tenure as President;**
- (e) additional members, who shall be appointed by the President-Elect to serve for one year, will include the Chairman of the Education Committee, a member of the Technologist Section, and at least two additional members;**
- (f) at the discretion of the President-Elect, he shall have the option to serve as Chairman of this Committee;**
- (g) if the committee is chaired by the President-Elect, the committee shall be composed to the President-Elect as Chairman, the Chairman of the Education Committee, a Technologist member appointed by the President-Elect and at least three additional members all of whom are appointed by the President-Elect;**
- (h) the President-Elect or the current President, will fill vacancies that may arise within the Program Committee, they shall appoint necessary additional members, and reappoint members of the Program Committee to serve a second year as would apply to committee work during his tenure as President.**

Section 11.3 Education Committee:

- (a) shall be composed of a Chairman appointed by the President, a Technologist member, and no less than two additional members;**
- (b) formulate and administer scientific policies, programs, and materials such as Chapter Meetings and Workshops, including any publications that may be planned as a direct result of such functions;**
- (c) act as an advisory body to the Chapter President and Board of Governors, the Board of Governors must approve all proposals;**
- (d) the Chairman of this committee shall be appointed by the President from among the Full members of the Committee serving during the previous year.**

Section 11.4 Bylaws Committee:

- (a) shall be composed of a Chairman appointed by the President, a Technologist member, and at least two additional members;**
- (b) the Chairman shall serve a three year term;**
- (c) it shall be the duty of the Bylaws Committee to maintain the Chapter Bylaws under constant review, to recommend amendments to the Board of Governors when indicated and to consider and report on proposals for amendments as provided in these Bylaws;**
- (d) the Chairman of this Committee shall act as the Chapter Parliamentarian.**

Section 11.5 Technologist Liaison Committee:

- (a) shall be appointed by the President;**
- (b) the duty of this committee shall be to explore areas of interest common to the Chapter and Technologist Section and to facilitate communication between the two organizations;**
- (c) the Chairman shall act as the Technologist Liaison Officer.**

ARTICLE 12. ETHICS

Section 12.1 The Chapter subscribes to the principles and articles of the Helsinki Declaration.

Section 12.2 A member shall not knowingly consent to the use of his name in unethical advertising.

Section 12.3 No part of the funds or properties of the Chapter, or the funds derived therefrom shall accrue to the benefit of any member.

Section 12.4 No member shall commit any act contrary to the established principles of the Chapter or tending to injure the good name of the Chapter, disturb its well being, or hamper it in its work.

ARTICLE 13. DISCIPLINE

Section 13.1 The Board of Governors, by a two-thirds affirmative vote, shall have authority to recommend suspension or expulsion of a Chapter member for causes set forth in the Article entitled "Ethics" above.

Section 13.2 Disciplinary procedures, including those to be followed for suspension or for expulsion of a member, shall follow the principles of Robert's Rules of Order, Newly Revised, Chapter XX, "Disciplinary Procedures." The Board of Governors shall make its recommendations in these matters to the membership at the next Chapter meeting. Voting on these matters shall be by secret mail ballot. A majority vote of the responding voting membership shall be necessary for suspension of a member. A two-thirds vote of the responding voting membership shall be necessary for expulsion from the Chapter.

Section 13.3 Suspended members may be reinstated by a majority vote of the voting membership.

ARTICLE 14. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern this Chapter in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Chapter may adopt.

ARTICLE 15. AMENDMENTS

Section 15.1 The bylaws of the Chapter may be amended by a two-thirds vote of the members present and voting at any stated meeting, provided a quorum is present and provided that a copy of the proposed amendment has been issued and sent to all members of the Chapter not less than thirty days prior to said meeting.

Section 15.2 Any person Classified as a Member of the Chapter may initiate a proposal for an amendment to the Bylaws. Such a proposal shall be presented to the President of the Chapter in writing, who shall submit it to the Bylaws Committee for its consideration and report to the Board of Governors, the amendment shall be presented at a meeting of the Chapter Membership after proper notification of the membership, as provided above.

ARTICLE 16. INDEMNIFICATION

The Chapter shall require that the Board of Governors purchase and maintain Insurance to indemnify, as set forth below, and to the fullest extent to which it is empowered to do so by the New York Not-for-Profit Corporation Act, or any other applicable laws as may from time to time be in effect, any person who, by reason of being or having been delegate, director, officer, employee, or agent of the Chapter, or who is or was serving at the request of the Chapter as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, and who was or is a part or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding.

Section 16.1 In the event of a civil, criminal, administrative, or investigative action, suit, or proceeding (other than an action by or in the right of the Chapter), such indemnification shall extend against all expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding if such person opposed to, the best interests of the Chapter, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

Section 16.2 In the event of an action or suit brought by or in a right of the Chapter to procure judgment in its favor, such indemnification shall extend against expenses (including attorneys' fees), actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit if such person acted in good faith and in a manner he or she reasonably believed to be in , or not opposed to, the interests of the Chapter, provided that non indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Chapter, unless and only to the extent that the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

ARTICLE 17. DISSOLUTION

Section 17.1 In the event that the Greater New York Chapter Society of Nuclear Medicine and Molecular Imaging, Inc. shall ever cease to exist, with the Society surviving, all minutes, books, pertinent documents, money and holdings after payment of all outstanding debts, shall be donated to the Society.

Section 17.2 In the event that the Society of Nuclear Medicine and Molecular Imaging, Inc. and the Greater New York Chapter Society of Nuclear Medicine and Molecular Imaging, Inc. thereof cease to exist simultaneously, all minutes, books, and pertinent documents shall be donated to the National Library of Medicine for their disposition; all Chapter money and holdings after payment of all outstanding debts shall be contributed to a non-profit scientific organization selected by majority vote of the membership at the last meeting of the Chapter.