

MSC BYLAWS

PREAMBLE

This Society is formed to further the cause of Cytotechnology and to provide the means for persons engaged and interested in this field to meet and exchange ideas and information. This Society is a non-profit organization and is without stock.

ARTICLE I - NAME

This Society shall be known as the Minnesota Society of Cytology

ARTICLE II - PURPOSE

The purpose of this Organization will be:

- Section 1 To promote high ethical standards in all phases of cytology.
- Section 2 To exchange information and knowledge concerning new developments and special problems in this field; to provide educational opportunities in the practice and theory of cytology.
- Section 3 To encourage cooperation among persons engaged in cytology.
- Section 4 To stimulate interest in Cytotechnology as a career.

ARTICLE III - MEMBERSHIP

- Section 1 *Active Members.* An active member shall be any Cytotechnologist or Pathologist, American Society of Clinical Pathology (ASCP) board certified or eligible.
- Section 2 *Affiliate Members.* An affiliate member shall be any person showing interest in the field of Cytology.
- Section 3 *Honorary Members.* An honorary member shall be any person who has made an outstanding contribution to the field of cytology or to the Minnesota Society of Cytology.
- a.) A candidate for honorary membership may be proposed to the Board of Directors by any voting member of this Society. Upon approval of the board of directors, the name of such candidate shall be submitted in writing to the voting members prior to the meeting at which the vote will be taken.

- b.) Election to honorary membership shall require a two-thirds (2/3) affirmative vote of the members present and voting.

Section 4 *Retired Members.* Retirement membership shall be available on request to members who have retired from the field of cytology.

Section 5 *Student Members.* Students currently enrolled in accredited Cytotechnology programs.

Section 6 *Application for Membership.* Applications for membership, furnished by the Society, shall be submitted to the Treasurer, who will submit them to the Board of Directors for approval. Candidate applications will be presented at any meeting of the Board of Directors. A majority vote of the Board of Directors will constitute approval.

Section 7 *Membership Privileges.* Membership in the Society shall be open to any person meeting the qualifications within this article regardless of race, creed, sex or national origin.

- a.) Active Members will be eligible to vote, serve on committees and be eligible to hold elective office.
- b.) Retired Members will be eligible to vote, pay half dues to the Society, and will not be eligible to hold elective office.
- c.) Honorary Members will be exempt from payment of dues and will not be eligible to vote or hold elective office.
- d.) Student Members will be exempt from payment of dues and will not be eligible to vote or hold elective office.
- e.) Affiliate Members will pay full dues to the Society and will not be eligible to vote or hold elective office.

Section 8 *Dues and Fees.*

- a.) The fiscal year of this Society shall be January 1 to December 31.
- b.) Dues of \$15.00 will be payable January 1 each annum.
- c.) A late fee will be assessed after March 31st.
- d.) Members in arrears for sixty days shall be notified by the Treasurer and at the end of ninety days, they shall forfeit their privileges in the Society.
- e.) Any member dropped for non-payment of dues may be reinstated upon payment of current dues and late fee.

ARTICLE IV – BOARD OF DIRECTORS

Section 1 *Officers.* The general management of the Society shall be vested in a Board of Directors composed of the officers of this Society; The President, President-Elect, Treasurer, Secretary, Past President and four (4) At-Large Board Members.

Section 2 *Elections.* The election of officers and two (2) of the (4) At-Large Board Members shall occur annually at the Annual meeting of this Society and the term of office shall be one year for President, President-Elect, and Past President, and two years for Treasurer, Secretary and the board members. Terms will begin on June 1st and end on May 30th of the following year.

Section 3 *Eligibility.* Only Active Members shall be eligible to hold office.

Section 4 *Vacancies.* If, during a term of office, such office is vacated, the Board of Directors shall have the power of appointment to fill said office until the next regular election, unless succession is otherwise provided.

Section 5 *President.* The President shall

- a.) schedule and preside at all meetings of the Society and shall serve as Chairman.
- b.) appoint and disband such special committees as are needed.
- c.) appoint three (3) members to serve on the Nominating Committee, with the appointments occurring at least three months prior to the scheduled nomination of Officers.
- d.) preside at the annual joint Board Meeting, which is attended by all newly elected and outgoing Board members.
- e.) notify newly elected officers and board members of their election, inviting them to the annual joint Board Meeting.
- f.) preside over the Carol Kanneberg Scholarship application process.
- g.) preside over the publication of all Society communications.

Section 6 *President Elect*

- a.) work together with the President to prepare for the term of President the following year.

- b.) The President Elect shall preside over publication and circulation of the official newsletter of this Society.

Section 7 *Secretary.* The Secretary shall

- a.) keep a correct Permanent record of the meetings of this Society and of Board meetings.
- b.) conduct the correspondence customary to the office of the secretary.
- c.) have actual custody and care of documents and minutes of this Society.

Section 8 *Treasurer.* The Treasurer shall

- a.) collect all applications for membership and fees pertaining thereto, and submit these applications to the Board of Directors for approval.
- b.) collect, receive and be accountable for all funds as may be necessary to meet the appropriations and proper expenses of the Society at the direction of the Board of Directors.
- c.) keep in permanent form a correct record of all transactions pertaining to the office of Treasurer.
- d.) submit an annual report of the financial transactions of the Society to the general membership.
- e.) serve without bond.
- f.) maintain a current roster of the membership and supply a true copy of the same to the Board of Directors.

Section 9 *Past President.* The Past President shall

- a.) In the absence of the President, perform all duties of the President.
- b.) serve as Chairman of the Nominating Committee with three (3) members appointed by the President, and oversee the duties of this committee.
- c.) send a roster of the newly elected officers and board members to the new President.

Section 10 *Board Members.* Board members shall carry out the business of the Society by participating on committees, contributions to the newsletter, and actively participating in meetings sponsored by the Society.

ARTICLE V – ELECTIONS

Section 1 *Nominations.* Nominations will be submitted by the Nominating Committee and may be made from the floor by the voting members at the meeting prior to the election.

Section 2 *Elections.* Elections shall take place at the Annual meeting of the general membership.

a.) Voting will be conducted by secret ballot, with ballots being sealed after collection.

b.) Absentee ballots will be mailed immediately after this meeting to voting members not present at the election.

1.) Absentee ballots must be returned within two weeks of the election to the Past-President, at which time all ballots will be counted.

c.) A majority vote will constitute election.

d.) The results of the voting will be announced in the next issue of the *Cytologic*.

ARTICLE VI – COMMITTEES

Section 1 *Board of Directors.* The Board of Directors shall be the policymaking and administrative body of this Society.

a.) Any action of the Board of Directors shall be governed by the Society Bylaws, and shall be subject to review by the members of the Society.

b.) The Board of Directors may be reimbursed for the expenses incurred while fulfilling their duties, as determined annually by the current Board of Directors and approved by the members of the Society.

c.) A report of all activities of the Board of Directors shall be published in the *Cytologic*, and presented at each business meeting of the Society.

d.) The Board of Directors shall be empowered to enter into contracts and authorize such expenditures as may be necessary to carry on the affairs of this Society.

e.) The Board of Directors shall meet at the discretion of the president.

f.) Any five members of the Board of Directors shall constitute a quorum for the purpose of conducting the business of the Society.

g.) Removal from Office. Three (3) unexcused absences by an officer/board member from duly called board meetings within one calendar year shall give cause for immediate removal from the board unless rescinded by majority vote of the other members of the board. Any Director may be removed from office, with or without cause, by a two thirds (2/3) vote of the entire Board of Directors at a regular or special meeting called for that purpose, but with due notification of such action and the right be heard therein.

Section 2 *Nominating Committee.* The Nominating Committee shall

- a.) consist of the immediate Past President, as Chairman, and three (3) Active Members appointed by the President.
- b.) be charged with the preparation of a slate of nominees for each elective office to be vacated.
- c.) present the slate of nominees to the membership at the meeting prior to election.

Section 3 *Ad Hoc Committees.* The President shall appoint such additional Ad Hoc committees as the needs of the Society require.

ARTICLE VII – MEETINGS

Section 1 The Society shall convene at such times and places as shall be determined by Board of Directors.

Section 2 *Annual Meeting.* There shall be an annual business meeting of the Society, which shall include reports from the Secretary and Treasurer, all Standing and Ad Hoc committees, amendments to the Bylaws, election of officers, and unfinished and new business.

Section 3 *Special Meetings.* Special meetings may be held at such times and places as shall be determined by the Board of Directors.

Section 4 *Quorum.* 25% of Voting Members present shall constitute a quorum for carrying out the business of the Society, except for change in membership dues.

ARTICLE VIII – FINANCES

Section 1 This Society is founded as an educational, scientific, non-profit organization of Cytotechnologists, Pathologists, and others interested in the field of cytology.

Section 2 The fiscal year of the Society shall be January 1 to December 31.

a.) Funds shall be raised by annual dues and voluntary contributions.

Section 3 *Dues.* Dues shall be payable annually to the Treasurer by January 1.

a.) Members in arrears for sixty days shall be notified by the Treasurer. At the end of ninety days privileges in the Society shall be forfeited.

b.) Any membership terminated for non-payment of dues may be reinstated upon payment of current dues and late fee.

Section 4 Any change in membership dues or fees will be acted upon by the general membership at the annual business meeting of the membership. A 2/3 majority vote of the voting membership present is necessary to change membership dues or assess fees. Changes are effective the next fiscal year after adoption.

Section 5 Expenditures from the general fund of the Society, except those required in the performance of the ordinary duties of the Officers, shall be approved by the majority vote of the Board of Directors.

Section 6 If the Society should dissolve, the funds of the Society, after the necessary disbursements have been made, shall be given to the American Cancer Society.

ARTICLE IX – AMENDMENTS

Section 1 Proposed amendments shall be submitted in writing to the Secretary.

a.) The proposed amendment shall be sent in writing to all voting members prior to the meeting at which a vote is to be taken.

b.) An affirmative vote of 2/3 of the membership present and voting is required for approving amendments.