

BY-LAWS

of the

**THE NEW YORK STATE
RADIOLOGICAL SOCIETY, INC.**

A CHAPTER OF THE AMERICAN COLLEGE OF RADIOLOGY

BY-LAWS
THE NEW YORK STATE RADIOLOGICAL SOCIETY, INC.

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As last amended on October 16, 2010.

ARTICLE I
NAME

The name of this organization shall be The New York State Radiological Society, Inc., hereinafter referred to as the "Society" or as the "State Society".

ARTICLE II
PURPOSES

The purposes of this Society shall be those of the American College of Radiology: (1) to advance the science of radiology, and to improve radiologic services to the patient; (2) to study the socioeconomic aspects of the practice of radiology; (3) to encourage improved and continuing education for radiologists and allied professional fields; and (4) to establish and maintain high medical and ethical standards in the practice of radiology and allied professional fields.

ARTICLE III
AFFILIATION

The Society shall be an affiliate of the American College of Radiology. The Code of Ethics of the American College of Radiology, as published in the College's most recent By-Laws, is hereby expressly adopted as the ethics of the State Society.

ARTICLE IV
MEMBERSHIP

Section 1
CLASSIFICATION OF MEMBERS

There shall be seven classes of members in the Society: (1) Active Members; (2) Associate Members; (3) Honorary Members; (4) Members in Training; (5) Retired Members; (6) Inactive Members; (7) Members Emeritus.

(1) *Active Members.* An Active Member shall:

A. be a physician-practitioner of medical imaging,

radiation oncology nuclear medicine or medical physics;

B. be certified in a radiological discipline or nuclear medicine by the American Board of Radiology, the American Osteopathic Board of Radiology, American Board of Nuclear Medicine, the Royal College of Physicians and Surgeons of Canada, or the College des Medecins du Quebec, and holding a diploma which is pertinent to the practice of a radiological discipline or nuclear medicine or be a medical physicist who is certified or considered the equivalent of certified by the American Board of Radiology;

C. be practicing in New York State;

D. have the right to vote, to be appointed to committees and to hold office in the Society.

(2) *Associate Members.* An Associate Member shall:

A. meet all requirements for active membership stated under (1) of this Section except subdivision B thereof;

B. have the right to vote;

C. have the right to be appointed to committees;

D. not have the right to hold office in the Society.

(3) *Honorary Members.* An Honorary Member shall:

A. be one who has made a special contribution to the field of radiology and its branches; or

B. possess special qualifications in fields associated with radiology;

C. not have the right to vote or to hold office in the Society.

(4) *Members in Training.* A Member in Training shall:

A. occupy a residency or fellowship in radiology

approved by the Council on Medical Education of the American Medical Association or the American Osteopathic Association (or a formal educational program in medical physics);

- B. not be eligible to vote or to hold office in the Society;
- C. have the right to be appointed to committees;
- D. be terminated automatically from membership in training or membership in training in physics after completion of the period of training. Those individuals who go directly from an approved residency to a fellowship program may continue as Members in Training until completion of the fellowship program.

(5) *Retired Members.* Retired Members shall:

- A. be those Active Members, Associate Members—or Inactive Members who have retired from active practice because of age or physical disability;
- B. shall not have the right to vote or to hold office in the Society.

(6) *Inactive Members.* Inactive Members shall:

- A. be those who have been members in good standing of the Society and who for reasons acceptable to the Executive Committee such as illness, finances, or service in the U.S. Armed Forces are temporarily unable to continue as Active Members or Associate Members;
- B. shall not have the right to vote or to hold office in the Society.

(7) *Members Emeritus.* A Member Emeritus shall:

- A. be a Fellow of the American College of Radiology who has been elected to the status of Fellow Emeritus of the College.

**Section 2
APPLICATION FOR MEMBERSHIP**

- (1) Application for any of the classes of membership

established in Section 1 of this Article except for honorary membership shall be in writing on a form provided by the secretary.

(2) Unless otherwise determined by the secretary, the application form shall be filed by the applicant with the American College of Radiology, and upon such application being approved by the College for membership in one of the classes established in Section 1 of this Article, such applicant shall be a member of the State Society in the same class of membership.

(3) An application must include sponsorship by two Active Members of the State Society, provided, however, that the Executive Committee may adopt, amend, or rescind, at any time, a procedure under which it directs the College to deem the officers of the State Society to be the sponsors of an application or applications, as the Executive Committee deems appropriate.

(4) The Executive Committee is authorized to adopt, at any time and from time to time, any modifications to the application process, or to the status of Introductory Members, established under any section of this Article, deemed by the Executive Committee to be necessary or appropriate to conform to policies or procedures of the College relating thereto.

(5) An applicant for active membership may designate a local radiological society or the regional oncology society which society is a member of the Council of Affiliated Regional Radiation Oncology Societies for voting purposes. Such designation shall be made in writing in a manner specified by the Executive Committee.

**Section 3
RETIRED OR INACTIVE MEMBERSHIP**

Members shall seek retired or inactive membership status by written request which may be granted by the Executive Committee.

**Section 4
HONORARY MEMBERSHIP AND
MEMBERSHIP EMERITUS**

Individuals shall be elected to honorary membership in the Society following recommendation by two active members in good standing, approval of such recommendation by the Executive Committee and by

vote of approval of three-fourths of the members of the Board of Directors present and voting at a stated meeting.

Status of a Member Emeritus shall be conferred by the Executive Committee upon recognition of the members' election as Fellow Emeritus of the American College of Radiology.

Section 5 ELECTION TO MEMBERSHIP

A Member in Training who has completed training, who has become a member of the American College of Radiology and whose records have been transferred by the College to the State Society, shall automatically be deemed elected as a member of the State Society in the category of membership designated by the College, unless the Member in Training affirmatively declines the membership. On and after November 1, 1999, new memberships under this paragraph shall be conditioned upon the timely filing of an application for membership with the College, as may be required by policies of the College, subject to the provision of Section 2 of this Article.

On or after January 1, 1999, an application for membership as an Active Member, Associate Member, or a Member in Training shall not be deemed complete unless the applicant has concurrently applied for membership in the American College of Radiology or is a member of the American College of Radiology or is not subject to such requirement under the By-Laws of the College.

Section 6 RESIGNATION, SUSPENSION AND EXPULSION

Any member of the Society may resign by submitting a letter of resignation to the Secretary. The Executive Committee may suspend or expel any member for failure to pay dues or assessments. Upon recommendation of either the Committee on Judicial Affairs to the Executive Committee, or upon referral by the Chair of the Ethics Committee of the American College of Radiology, and by the affirmative vote of not less than three-fourths of the members of the Board of Directors present and voting at a stated meeting, a member may be censured, suspended, expelled, or otherwise disciplined for violation of the By-Laws or Rules of Ethics of the Society. Any such disciplinary action shall be promptly reported to the Ethics

Committee of the American College of Radiology by the Secretary of the Society.

Before advising the Executive Committee of the Society that disciplinary action should be taken with respect to a member, the Committee on Judicial Affairs shall, by either certified or registered mail, notify the member in question at least thirty (30) days in advance of the pertinent meeting of this committee and shall inform him of the charges against him and that he may there appear in person and be represented, and may submit such evidence as he deems proper to show that disciplinary action should not be taken against him. The members should be advised that failure to cooperate reasonably with an ethics investigation is an independent ground for disciplinary action.

Before action is taken by the Executive Committee in requesting action by the Board of Directors upon a recommendation of the Committee on Judicial Affairs, notice shall be sent by either certified or registered mail to such member not less than thirty (30) days prior to a meeting of the Board of Directors stating the charges against him and that he may there appear in person and be represented to state his objections to the recommendation of the Committee on Judicial Affairs. A copy of the recommendation of the Committee on Judicial Affairs shall be attached to said notice. A member with respect to whom disciplinary action has been taken by the Board of Directors shall have the right to appeal such action to the Judiciary Committee of the American College of Radiology by mailing a written notice of appeal to the Chair of the Board of Chancellors of the American College of Radiology within thirty (30) days of the mailing of notice of the adverse action to such member.

Notice and hearing procedures under this section shall be consistent with the standards for Professional Review Actions prescribed by the Health Care Quality Improvement Act of 1986, as amended.

ARTICLE V OFFICERS

Section 1 OFFICES AND RESIDENCES

The officers of the Society shall be the president, president-elect, vice-president, secretary, treasurer and the councilors and alternate councilors. The offices of the secretary and treasurer shall be combined.

In alternate years, the secretary-treasurer shall be a resident of District I or II as such districts are set forth in Section 1 of Article X. In other years, the secretary-treasurer shall be a resident of District III, IV, V or VI.

Section 2
SUCCESSION AND ELECTION

The secretary-treasurer shall be elected by the Board of Directors at the annual meeting by a simple majority of those directors present and voting. The Nominating Committee shall submit a list of nominees for the office of secretary-treasurer. Officers, other than the councilors and alternate councilors, shall take their respective offices immediately upon election of the secretary-treasurer. In case no candidate for the office of secretary-treasurer receives a majority, a second ballot shall be taken on two candidates receiving the greatest number of votes. The president-elect shall automatically succeed to the office of the president upon the completion of the term or upon the disability of the president. The vice-president shall automatically succeed to the office of president-elect upon the completion of the term or upon the disability of the president-elect. The secretary-treasurer shall automatically succeed to the office of vice president upon the completion of the term or upon the disability of the vice president.

ARTICLE VI
DUTIES OF OFFICERS

Section 1
PRESIDENT

The president shall be the presiding officer of the Society and shall perform all of the duties which custom and parliamentary practice associate with the office of the president. He shall be a member ex-officio of all committees. He shall be Chairman of the Executive Committee and the Board of Directors.

Section 2
SECRETARY

The secretary shall record and preserve the minutes of the proceedings of meetings of the Society, of the Executive Committee, and of the Board of Directors, and shall forward a copy of the same promptly to the Executive Director of the American College of Radiology and to each member of the Society, upon request. He shall notify all members of the Society of their appointments and keep a record of the membership of the Society. He shall notify all

members of the time and place of all meetings and of any special business to be brought before the Society. The roster of members will indicate the local society from which each votes or speaks as the case may be.

Section 3
TREASURER

The treasurer shall receive all monies due the Society and shall disburse such monies. He shall make a report on the financial transactions and conditions of the Society at each annual meeting.

Section 4
ORDER OF SUCCESSION

In the absence of the president, or because of his inability to act, the order of succession to his duties shall be as follows: the president-elect, then the vice-president, then the secretary-treasurer .

Section 5
TERM OF OFFICE

The president, the president-elect, the vice president and the secretary-treasurer each shall serve a term of one year, or until their successors are elected and qualified.

Section 6
REMOVAL

Any elected officer may be removed after a hearing by a vote of at least three-fourths of the membership of the Board of Directors present and voting at a stated meeting.

Section 7
VACANCIES

Any vacancy in any office of the Board of Directors, other than the president-elect or the president, shall be filled for the unexpired term by the Executive Committee in the event that the Executive Committee shall determine a need therefor and may be filled by a majority vote of the Board of Directors for the unexpired portion of the term at a regular meeting or at a special meeting called for this purpose. Any vacancy in the office of the president shall be filled by the president-elect for the unexpired term, and upon the completion of such unexpired term the president shall retain that office for an additional one-year term pursuant to Section 2 of Article V and Section 5 of Article VI. Any vacancy in the office of the president-

elect shall be filled by the vice-president.

Section 8
APPOINTMENT OF OTHER
OFFICERS OR AGENTS

The Board of Directors shall appoint such other officers or agents as it shall deem necessary. These officers or agents need not be members of the Society. Such appointees shall hold their office for such a term and shall perform such duties as designated by the officers they are appointed to assist. The appointment of any person as an assistant to any of the officers or as an agent of the Society shall not constitute such appointees members of the Society. A fee may be paid to any officer or assistant providing a majority of the Board of Directors approves.

Section 9
COUNCILORS AND
ALTERNATE COUNCILORS

Councilors and Alternate Councilors to the American College of Radiology shall be elected in accordance with the provisions of Article X, and their terms of office and duties shall be as set forth in such article.

ARTICLE VII
BOARD OF DIRECTORS

Section 1
SIZE

The Board of Directors shall consist of [more than] at least fifteen (15) members.

Section 2
REPRESENTATION

The voting members of the Board of Directors shall consist of all members of the Executive Committee as set forth in Article IX, and the Chairs of Committees specified in Section 3 of this Article. The non-voting members of the Board of Directors shall consist of the active members of the State Society who are incumbent members of the Board of Chancellors or the Council Steering Committee of the American College of Radiology. Service in such a position shall not preclude any such active member from serving as a member of the Executive Committee of the State Society or as a Chair of an additional committee specified in Section Three (3) of this Article and from serving in that capacity as a voting Board member. A person eligible to serve as a non-voting Board member

may decline to serve, or to continue to serve, in that position, by written notice to the Secretary of the State Society.

Section 3
COMMITTEE CHAIRS AS BOARD
MEMBERS

Except as otherwise provided in this section, the Chairs of the following Additional Committees shall be voting members of the Board of Directors for their periods of such service:

- (a) Fellowship Committee
- (b) Physics Committee
- (c) Membership Committee
- (d) Medical Insurance and Compensation Committee
- (e) MSSNY/Interspecialty Committee
- (f) Interventional Radiology Committee
- (g) RadPac Committee
- (h) Grassroots Committee
- (i) Carriers Advisory Committee
- (j) Mammography Committee
- (k) Legislative Committee
- (l) Resident and Fellow Liaison Committee

If and so long as a member of the Executive Committee serves as a Chair of one or more of the Additional Committees listed in this section, the Chair or Chairs of such Additional Committee or Committees shall not be deemed members of the Board of Directors. If and so long as a Chair of one of the Additional Committees listed in this section serves as a Chair of one or more of the other Additional Committees listed in this section, the person serving in such position shall be counted as only one member of the Board of Directors for his or her period of such service, with one vote, and shall be counted as one person toward the quorum required by Section Three (3) of Article VIII of these By-Laws.

The President shall not appoint a member to chair any Additional Committee listed in this section when such appointment would cause the Board of Directors to consist of less than fifteen (15) members.

Section (4)
POWERS AND DUTIES

The property, business and affairs of the Society shall be managed by the Board of Directors. The Board of Directors shall have, in addition to the power and authority expressly conferred upon it by these By-

Laws, the right, power and authority to exercise all such powers and perform such acts as may be exercised or done by the Society as a corporation not-for-profit organized under the Not-For-Profit Corporation Law of New York but subject, nevertheless, to the statutes of the State of New York, to the provisions of the Articles of Incorporation and the By-Laws of the Society. The Board of Directors shall conduct the affairs of the Society between annual meetings with the exception that the Executive Committee is empowered to conduct business between Board of Directors meetings.

Section (5)
INDEMNIFICATION

The directors, by resolution, may provide for indemnification of the directors and officers of the Society for the defense of any threatened or actual civil, criminal, or administrative action or proceeding, for amounts paid pursuant to any judgment rendered therein, or paid in settlement thereof, including reasonable attorneys' fees and other expenses actually and necessarily incurred in connection with any such defense or settlement, or in connection with any appeal therein, provided, however, that no indemnification shall be so provided in any matter where it is prohibited by the Not-for-Profit Corporation Law or any other applicable law of the State of New York.

ARTICLE VIII
MEETINGS OF THE BOARD OF DIRECTORS

Section 1
ANNUAL MEETING

The Board of Directors shall hold at least one regular meeting during each calendar year preceding the Annual Meeting of the Members provided for in Article XI, Section 1 of these By-Laws.

Section 2
SPECIAL MEETINGS

Special meetings of the Board of Directors shall be called by the president, at the request of one-third of the Executive Committee or one-third of the Board of Directors, with fifteen days' notice to each director either personally, by mail telegram.

Section 3
QUORUM

Presence of at least a majority of the voting members

of the entire Board of Directors shall constitute a quorum for the purpose of the transaction of business at any meeting. Any action authorized by vote of the majority of the directors present at any meeting duly called and convened at which a quorum is present shall have the same force and effect as if all the directors had been present and all had authorized such action.

Section 4
WAIVER OF NOTICE

Any director may waive notice of any meeting and attendance of such director at any meeting shall constitute a waiver of such notice.

ARTICLE VIII-A
REPRESENTATION TO MEMBERSHIP MEETINGS

The following representatives shall be entitled to attend each meeting of the Members provided for in Article XI of these By-Laws, to inform the other Members of the Society of the positions and recommendations of the organization whom they represent and to report back to that organization concerning the business transacted at any such meeting: the representatives of the members of the State Society who are members of a regional oncology society and who are otherwise described in paragraph (4) of this Section, the representatives of the unaffiliated members of the State Society who are otherwise described in paragraph (5) of this Section, and the representatives from the regional radiological societies selected as indicated:

(1) Representatives from Regional Societies

- 1–Brooklyn Radiological Society
- 2–Buffalo Radiological Society
- 3–Central New York Radiological Society
- 4–Long Island Radiological Society
- 5–New York Roentgen Society
- 6–Northeastern New York Radiological Society
- 7–Rochester Roentgen Ray Society
- 8–Westchester Radiological Society
- 9–Mid-Hudson Radiological Society

The members of the local society who are Active Members of the Society and have designated that local society as their parent organization, shall elect one of their members to be their representative.

(2) Such local members shall also elect one additional

representative for each unit of 25 Active Members over the minimum of 25 members, or major fraction thereof. The number of representatives to which each local society is entitled will be determined by the number of members of each local society who are Active Members and have designated that local society as their voting organization as of December 31st of each year, and such information shall be transmitted promptly in writing by the secretary of each local society to the secretary of the Society. For the purposes of this article and Article X, the Secretary of the Society may estimate the number of members of any local society for any year with respect to which the local society has not transmitted such information in writing to the Secretary of the state society in accordance with this paragraph. On or before April 1st of each year, the secretary of each local society shall notify in writing the secretary of the Society of the names and addresses of the elected representatives.

(3) For the purposes of this Article and Article X of these By-Laws, a regional radiological society within the State Society shall be deemed eligible for representation only if it is listed in this Article and has, pursuant to its by-laws, at least ten (10) active members who are also Active Members of the State Society and shall have a duly elected president and a secretary for the current year and shall have had at least two (2) general membership meetings within the preceding calendar year.

(4) Active Members of the State Society who are not affiliated with any local radiological society and who are members of the Council of Affiliated Regional Radiation Oncology Societies shall elect one representative for each unit of 25 active members or major fraction thereof.

(5) Active Members of the State Society who are not affiliated with any local radiological society and who are not members of the Council of Affiliated Regional Radiation Oncology Societies shall be represented by one representative for each unit of 25 such active members or major fraction thereof, such representatives to be designated by the Executive Committee of the State Society.

ARTICLE IX COMMITTEES

(A) **EXECUTIVE COMMITTEE:** The Executive Committee shall be composed of the president, president-elect, vice president, the last two past

presidents, the secretary-treasurer, and the Chairman of the Radiation Oncology Committee.

The president of the Society shall be the Chairman of the Executive Committee. This Committee shall act at any time and from time to time for the Society between regular meetings of the Board of Directors at the call of the president or secretary.

The Executive Committee shall act as an Agenda Committee and shall prepare an agenda for the meetings of the Board of Directors of matters which are to be brought to their attention in the form of motions, resolutions, or for general discussion. The Executive Committee shall also screen and approve applications for membership.

The Chair of each Standing Committee and Additional Committee shall be an Active Member.

(B) **ADDITIONAL COMMITTEES:** With the advice and approval of the Board of Directors, the president shall each year appoint additional committees as are necessary for the proper functioning of the Society. The president shall designate the Chair of each committee. The following additional committees of the corporation shall be appointed from among the Active Members, Associate Members and Members in Training.

(1) **COMMITTEE ON STANDARDS, ETHICS AND PEER REVIEW IN RADIOLOGIC PRACTICE:** This committee shall be charged with the duty of assisting members of the Society in developing arrangements for the proper practice of radiology in accordance with the principles and practices of The American College of Radiology and the Principles of Ethics of the American Medical Association.

(2) **COMMITTEE ON JUDICIAL AFFAIRS:** This committee shall consider charges of unethical conduct involving members of the Society and shall transmit its recommendations to the Executive Committee of the Society and to the Board of Directors. It shall be composed of three members appointed by the president with the approval of the Executive Committee. Whenever possible, members of the Executive Committee shall not be appointed to the Committee on Judicial Affairs.

(3) **FELLOWSHIP COMMITTEE:** This committee shall annually review the membership of the Society

for the purpose of nominating members to Fellowship in the American College of Radiology. The voting members of the committee shall be Fellows of the College. The chair of this committee need not be a Fellow of the College or a voting member of the committee. Nominations shall be approved by the Executive Committee, signed by the president or secretary of the Society, and shall be supported by a minimum of two letters from Fellows of the American College of Radiology, one of whom is not associated in practice with the nominee, and addressed to the Chairman of the Commission on Credentials of the American College of Radiology. This does not preclude nomination for Fellowship by individual Fellows to the Board of Chancellors of the American College of Radiology.

(4) TECHNOLOGIST ADVISORY COMMITTEE: This committee shall assist organizations and individuals in projects and programs undertaken to advance radiologic technology after such projects or programs have been approved by the Executive Committee.

(5) NOMINATING COMMITTEE: This committee shall consist of three members of the Board of Directors who are not members of the Executive Committee. Its duty shall be to select nominees for office in the Society, and it shall present its nominations to the Board in accordance with Article V, Section 2.

(6) BY-LAWS COMMITTEE: This committee shall receive and consider amendments to these By-Laws, shall conduct its own studies of these By-Laws, and shall make recommendations thereon to the membership of the Society.

(7) RADIATION ONCOLOGY COMMITTEE: This committee shall consist of nine members, representatives of all areas of radiation oncology practice in the State of New York. In making such appointments the President may consult with state, regional or local organizations of radiologists practicing radiation oncology existing or active within the State of New York, which organizations may nominate members of the State Society for consideration by the President in making said appointments.

(8) CONTINUING EDUCATION COMMITTEE: This committee shall be charged with the duty of developing and implementing programs for the

continuing medical education of the membership of the Society.

(9) PHYSICS COMMITTEE: This committee shall be representative of all areas of the practice of physics related to radiology in the State of New York. It shall be charged with the duty of considering matters of interest to such physicists and making appropriate recommendations thereon.

(10) MEMBERSHIP COMMITTEE: This committee shall be charged with the duty of obtaining new members for the Society and of encouraging the maintenance of active membership.

(11) MEDICAL INSURANCE AND COMPENSATION COMMITTEE: This committee shall be charged with the duty of reviewing applicable laws, regulations, guideline, policies and other matters concerning reimbursement to radiologists by Medicare, Medicaid, health insurance carriers, worker's compensation and any other payors, discussing, to the extent consistent with any other law, matters of interest or concern with representatives of such payors and making recommendations thereon to the Society and its Executive Committee.

(12) LEGISLATIVE COMMITTEE: This committee shall be charged with the duty of reviewing bills introduced in the state legislature affecting the practice of radiology and also with proposing legislation important to the practice of radiology. These duties may be discharged by an attorney and/or lobbyist retained by the State Society who shall report to the chair of this committee.

(13) GRASSROOTS COMMITTEE: This committee shall be charged with monitoring the need for political action in respect to legislation proposed in the United States Congress or the state legislature. With respect to state legislation, the committee shall consult with the Legislative Committee. The committee may mobilize radiologists in the state to appropriately contact their state legislators in an effort to achieve the outcomes that are required to protect the interests of practicing radiologists and their patients.

(14) RADPAC COMMITTEE: This committee shall be charged to support the advocacy efforts of the American College of Radiology through its Radiology PAC (RadPac). The committee may recruit financial support and personal involvement of members to further the goals of quality and safety in patient care

through medical imaging.

(15) MSSNY/INTERSPECIALTY COMMITTEE: This committee shall be charged with the duty to act as a liaison between the Medical Society of the State of New York (MSSNY) and the State Society. Members of this committee will represent the interests of the State Society at MSSNY meetings.

(16) INTERVENTIONAL RADIOLOGY COMMITTEE: This committee shall be charged with the duty of identifying issues pertaining to the field of interventional radiology with the goal of improving the practice of interventional radiology for the benefit of radiologists and their patients.

(17) CARRIERS ADVISORY COMMITTEE: This committee shall be charged with the duty of participating through its chair and other members designated by the president in the meetings of the Carriers Advisory Committee in the State of New York (CAC). The committee shall disseminate and solicit comments concerning proposed policies being considered by the CAC, as well as inconsistent or conflicting medical review policies, and may distribute information about the Medicare program obtained at CAC meetings.

(18) MAMMOGRAPHY COMMITTEE: This committee shall be charged with the duty of identifying to the State Society suggestions which are important to practicing mammographers.

(19) RESIDENT AND FELLOW LIAISON COMMITTEE: This committee shall be charged with acting as a liaison between the Board of Directors of the State Society and its Executive Committee, and Resident and Fellow Section which shall continue to operate under separate Bylaws of such Section heretofore adopted by the Executive Committee as may hereafter be amended by the Board of Directors or its Executive Committee.

(C) COMMITTEE MINUTES AND/OR REPORTS: Each committee shall present minutes of each meeting to the Executive Committee and to the Board of Directors as well as a summary of activities to the annual meeting.

(D) COMMITTEE ACTION BY CONFERENCE TELEPHONE: Any one or more members of the Executive Committee or of any other committee may participate in a meeting of such committee by means of

a conference telephone or similar equipment which allows all persons participating in the meeting to hear each other at the same time, provided that the committee Chair approves the use of such equipment for a committee meeting. Participation by such means shall constitute presence in person at such a meeting.

**ARTICLE X
COUNCILORS AND ALTERNATE
COUNCILORS TO THE
AMERICAN COLLEGE OF RADIOLOGY**

**Section 1
REPRESENTATION**

The total number of Councilors to the Council of the American College of Radiology representing New York State is determined every third year by the College on the basis of one Councilor for each 100 members (or fraction thereof) of the State Society. Each district having at least 100 members who are also members or fellows of the College or State Society shall, in accordance with the procedure specified in paragraph (B) of Section 2 of this Article, elect a minimum of one Councilor and one Alternate Councilor to the Council of the American College of Radiology regardless of the number of such district's members who are also members or fellows of the College or the State Society. The Executive Committee of the State Society shall appoint one Councilor and one Alternate Councilor to represent one or more districts which are not entitled to elect a Councilor and Alternate Councilor by reason of having less than 100 members who are also members or fellows of the College or State Society. The Executive Committee shall combine such districts only for this purpose so that the combination will be sufficient to represent at least 100 members. The Executive Committee shall request such district or districts to each submit three (3) nominations for each such Councilor's position, and the Executive Committee shall appoint the Councilor and Alternate Councilor therefor from among such nominees. Additional Councilors shall be elected from a district on the basis of each multiple of 100 of its members who are also members or fellows of the American College of Radiology and the State Society, on the basis of the following districts:

District 1
Rochester Roentgen Ray Society
Buffalo Radiological Society

District II
Central New York Radiological Society
Northeastern New York Radiological Society

District III
Westchester Radiological Society
Mid-Hudson Radiological Society

District IV
Brooklyn Radiological Society

District V
Long Island Radiological Society

District VI
New York Roentgen Society

The Executive Committee shall appoint one Councilor and one Alternate to represent each 100 members of the State Society who either are not affiliated with any local radiological society or are members of a regional oncology society which society is a member of the Council of Affiliated Regional Radiation Oncology Societies.

In the event that the above number of representatives elected by the specific districts is insufficient to fully complete the delegation from the State of New York to the American College of Radiology, then the Executive Committee shall appoint Councilors at large on the basis of the most equitable representation of other members of the State Society, to serve until such time as regular councilors may be elected from the districts in accordance with the provisions of this article.

Section 2 ELECTION OF COUNCILORS AND ALTERNATES

A. On or before January 15th of each year, the secretary of the Society shall notify the secretaries of the local radiological societies that Councilors and Alternate Councilors for each district should be elected. Each district election shall be conducted by the society within each district which had the largest number of State Society members who have designated that local society for voting purposes. The secretary of the local society conducting the district election shall notify the secretary of the State Society of the persons elected Councilor and Alternate Councilor.

B. Notwithstanding any other provision of these By-

Laws, the election of Councilors and Alternate Councilors by each district shall be governed by the provisions of this paragraph. Each district shall nominate 3 of its members (who are also members or fellows of the College and State Society) for each vacancy to which such district is entitled (pursuant to Section 1 of this Article) to elect a councilor. If the district nominates less than 3 persons for each such vacancy, the Executive Committee of the State Society may nominate one or more persons so that three persons are available to be considered for such vacancy. The district entitled to such Councilor may, but shall not be required to, express a preference among such nominees. The Executive Committee of the State Society shall appoint the Councilor and the Alternate Councilor therefor from among the 3 persons nominated. The Executive Committee shall establish and announce due dates for its receipt of names of nominees from a district or districts for each such vacancy. A vacancy in the office of Councilor or in the office of Alternate Councilor shall be created upon the happening of one of the following events:

- (1) the expiration of the term thereof;
- (2) the death of the incumbent;
- (3) his resignation;
- (4) his removal from office; or
- (5) his ceasing to be a member or fellow of the American College of Radiology or the State Society or a member of the local district which nominated him.

If the office of Councilor and the office of Alternate Councilor to such Councilor are both vacant at the same time, there shall be deemed one vacancy for the purpose of this paragraph.

Section 3 TERM OF OFFICE

The term of office of a Councilor should be 3 years, or whatever term of office is prescribed by the By-Laws of the American College of Radiology. He shall be eligible to succeed himself for one (1) additional three-year term but shall not be eligible to additional terms until a lapse of not less than one (1) year. The term of office of an Alternate Councilor shall be one (1) year. He shall be eligible to succeed himself. A Councilor or Alternate Councilor shall take office on the first day of September following his election or appointment, unless the Executive Committee specifies another date consistent with the By-Laws of the American College of Radiology.

Section 4
DUTIES OF THE COUNCILOR

The duties of the Councilor shall be:

(1) To attend the meetings of the Society and of the American College of Radiology; to familiarize himself with activities and problems at the local and national levels; to act as liaison between the Society and the American College of Radiology; and to interpret each to the other.

(2) To participate actively as a member of the Board of Directors in the meetings of the Society, and of the American College of Radiology; to contribute to the Society and the American College of Radiology ideas, guidance, and advice, and to stimulate the preparation of Society resolutions for presentation to the Council.

(3) To serve as a local representative of the American College of Radiology, in which capacity he may be called upon by:

A. Officers of the College:

1. To transmit communications between the College and the Executive Committee of the Society.
2. To confirm the retirement of fellows or members applying for retired status in the College.
3. To help evaluate charges against a radiologist of irregularities in ethical and contractual matters in his area.
4. To assist with surveys and inspections undertaken by the College, notably in the inspection of radiologic technologist training schools.
5. to submit to the College, upon request, reports concerning legislative, social, economic, educational and other important matters affecting radiology in his area.

B. Radiologists in his area:

- (1) to advise and assist in matters of radiologic ethics and economics;
- (2) to act, upon request, as an intermediary for individual radiologists in their dealings with the

American College of Radiology;

(3) to assist radiologists outside of their area seeking information concerning their area. to provide physicians and others who are not radiologists information about an interpretation of radiological affairs; and

(4) To assist, upon request, preceptors of radiology in his area with the teaching of medical ethics and economics.

Section 5
DUTIES OF THE ALTERNATE COUNCILOR

The Alternate Councilor shall assist the Councilor in the performance of his duties and accompany him to meetings of the Society and of the American College of Radiology. The Alternate Councilor shall prepare himself to act and shall act for the Councilor whenever necessary. Whenever the Alternate Councilor is absent or otherwise unavailable to act for the Councilor at any meeting of the American College of Radiology, the president, or in his or her absence, the secretary, may designate and certify any other Alternate Councilor to act for the Councilor. In the absence of the president and the secretary, the president-elect or the vice president shall have such power of designation and certification, unless the By-Laws of the College prohibit such an officer from exercising such authority.

ARTICLE XI
MEETINGS OF MEMBERS

Section 1
ANNUAL MEETING

The Annual Meeting of the Society shall be held insofar as possible within six months after the Annual Meeting of the American College of Radiology unless otherwise designated by the Board of Directors or by the Society membership.

Section 2
SPECIAL MEETINGS

Special meetings shall be called by the president at the request of the Board of Directors or on petition of thirty (30) members to the president. No business other than that specified in the notice of the special meeting shall be transacted at any such meeting.

Section 3
ORDER OF BUSINESS

The following shall be the order of business at the annual meetings of the Society:

1. Call to order.
2. Reading of the minutes of previous meetings of the Society.
3. Report of the secretary.
4. Report of the treasurer.
5. Report of the Membership Committee.
6. Report of the President as Chairman of the Executive Committee and Board of Directors.
7. Report of Committee on Standards, Ethics and Peer Review in Radiologic Practice.
8. Report of Committee on Judicial Affairs.
9. Other committee reports.
10. Communications.
11. Unfinished business.
12. New business.
13. Report of Councilor(s).
14. Announcement of Councilors, Alternate Councilors, and representatives to the Board of Directors from the local societies.
15. Report of Nominating Committee and election of officers.
16. Adjournment.

Section 4
QUORUM

The presence at any meeting of the members of one hundred votes or one-tenth of the total number of votes entitled to be cast, whichever is lesser. Every member entitled to vote at a meeting of the members may authorize another voting member or members to act for him by proxy.

ARTICLE XII
STANDING RULE

“Robert’s Rules of Order, Revised”, shall be the authority governing all business during meetings of the Society, unless otherwise provided in these By-Laws.

ARTICLE XIII
DUES AND ASSESSMENTS
Section 1

Honorary Members, Members in Training, Retired Members, Inactive Members, and Members Emeritus shall not be required to pay dues.

Annual dues for all other categories of members and for those members in any category who had been automatically elected, during any period prescribed by resolution of the Board of Directors, shall be established from time to time by resolution of the Board of Directors duly adopted at least thirty (30) days prior to the year in which such dues are to apply. Unless the Board specifically amends any such resolution pursuant to this article, the last effective resolution so adopted by the Board shall be regarded as continuing for subsequent years without need for further action. In the event the Board fails to adopt any such resolution respecting dues, annual dues shall be \$175 per year for Active and Associate Members and \$50 per year for former Members in Physics and former Associate Members in Physics and for those active members and associate members who are medical physicists.

Dues may be remitted at the discretion of the Board of Directors.

Section 2

Any local society that is a member of the State Society may collect and submit dues for the State Society from its members, who are also members of the State Society and have designated that local society as their parent organization for voting privileges. Any local society may further subsidize the dues for its members in whole or in part, providing full dues are paid to the State Society for each State Society member that the local society represents.

Section 3

Any additional assessments may be levied only on approval of three-fourths of the membership of the Society present and voting at a stated meeting.

ARTICLE XIV
AMENDMENT OF BY-LAWS

Amendments to these By-Laws may be ratified at any meeting of the Board of Directors of the Society by concurrence of three-fourths of the members of the Board of Directors present and voting, providing each such proposed amendment is presented to the members of the Board of Directors by mail at least thirty (30) days prior to the meeting at which the proposed amendment is to be acted upon.

Any amendment to these By-Laws shall not be

contrary to the requirements for Chapter status in the American College of Radiology. This conformity shall be established by forwarding copies of the proposed amendment to the College office before such amendment shall be added to the By-Laws of the Society.