



American Society for Clinical Laboratory Science -
South Dakota

ASCLS-SD Bylaws

ADOPTED BY SDSCLS at the ANNUAL MEETING, APRIL 1998, Huron, SD
Amended April 2003; Adopted May 2003, Yankton, SD
Amended April 2005; Adopted May 2005, Rapid City, SD
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Amended January 2011; Adopted April 2011, Sioux Falls SD
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**BYLAWS OF
THE AMERICAN SOCIETY FOR CLINICAL LABORATORY SCIENCE – SOUTH DAKOTA**

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BYLAWS OF THE AMERICAN SOCIETY FOR CLINICAL LABORATORY SCIENCE – SOUTH DAKOTA

ARTICLE I: NAME, AFFILIATION AND RECORDS

- 1) **Name:** The name of this society is the ***American Society for Clinical Laboratory Science – South Dakota***, hereinafter referred to as the “Society” or “ASCLS-SD”.
- 2) **Affiliation:** This Society is a constituent society of the *American Society for Clinical Laboratory Science*, hereinafter referred to as “ASCLS”. This Society shall function in accordance with the regulations set forth by ASCLS and shall at no time adopt any policy contrary to the policies of ASCLS, except as may be required to abide by the laws of the state of South Dakota.
- 3) **Records:** The official records of the Society shall be kept by the following positions of the Society: President and Secretary/Treasurer. All official records shall be transferred appropriately to newly elected individuals as defined by “terms of office” in approved Society Position Descriptions.

ARTICLE II: PURPOSE

- 1) **Purpose:** The purpose for which the Society is formed is to promote and enhance the society purposes defined by ASCLS at a state level.

ARTICLE III: MEMBERSHIP

- 1) **Membership:** Membership in this Society is open to all persons interested in the clinical laboratory sciences and shall consist of membership classes and qualifications as defined by ASCLS. All members of this Society are required to be a member of ASCLS.
- 2) **Rights and Privileges:** Member rights and privileges will be in accordance with those rights and privileges as defined by ASCLS. Membership with all rights and privileges shall be forfeited by any member who is in arrears in the payment of dues, as defined by ASCLS.
- 3) **Benefits:** Benefits for each category of membership will be outlined in the Standard Operating Procedures of the Society and will be the basis for the dues structure for the category.
- 4) **Dues:** Annual dues for membership in the Society shall be based on the applicable class of membership as defined by ASCLS and may include national and state defined dues. State dues for the Society shall be reviewed, set and approved by the ASCLS-SD Board of Directors.
- 5) **Expulsion of Members:** Any cause for consideration of expulsion of a member at the state level will be possible cause for expulsion at the national level. Therefore, expulsion proceedings will follow ASCLS approved policy and/or procedure.

ARTICLE IV: OFFICERS AND BOARD OF DIRECTORS

- 1) **Society Officers:** The officers of this Society shall be: President, President-Elect, President-Elect Elect and Secretary Treasurer.
- 2) **Board of Directors Composition:** The Board of Directors shall consist of all officers, the immediate Past President, three Board Members-at-Large, the Student Forum Representative, and the New Professional Member-at-Large.

- 3) Election and Term of Office: The Society Officers, Board Members-at-Large, New Professional Member-at-Large and Nominations Committee are elected positions of the Society. Official elections will occur annually during the spring meeting of the Society and shall be by closed ballot, or vote of affirmation if candidates are unopposed. Election to a position is defined as the candidate receiving the majority of the votes from the voting members present at the meeting. The term of office of each newly elected position is defined in the Society's approved Position Descriptions. Board Members-at-Large terms are defined on a rotational basis so that two positions are elected in one year and one position to be elected during the alternate year.
- 4) End of Term Responsibilities: At the end of any term of office, each Officer or Board of Directors member shall deliver in proper condition their official records and/or monies to the successor of office. In the event of discrepancies, the Board of Directors shall secure required adjustments.
- 5) Meetings: The Board of Directors shall hold meetings as defined in the Standard Operating Procedures of the Society. The President may call additional meetings as required to assure completion of Society business. The business of the Society may be carried out by mail, video or audio conference, conference call, or other means which do not require travel for the Board of Directors.
- 6) Notice of Meetings: A minimum of seven (7) days written or verbal notice shall be provided to any person serving on the Board of Directors.
- 7) Quorum: A quorum at a Board of Directors meeting shall be defined as a presiding officer plus three (3) additional members of the Board. Business transactions for the Society may only occur when quorum requirements are met. All matters that come before the Board of Directors shall be decided by majority vote.
- 8) Authority and Duties: It shall be the duty of the Board of Directors to carry on the business of the Society between the annual meetings. The President will serve as the chief executive officer of the Society. All Board of Directors positions shall perform duties as outlined by the current approved Position Descriptions and Standard Operating Procedures of the Society.
- 9) Vacancies: In the event of a vacancy in the position of President, the President-Elect shall succeed to that office. Any other vacancy occurring on the Board of Directors may be filled by a vote of the Board at any regular or special meeting. As applicable, the new member of the Board of Directors shall serve until a successor is elected at the next annual meeting of the Society.
- 10) Compensation: Board of Director positions shall not receive any salary for their services but will be reimbursed for expenses incurred in the performance of their duties as approved by Society Standard Operating Procedures or by resolution of the Board of Directors.

ARTICLE V: STANDING AND APPOINTED COMMITTEES

- 1) Standing Committees: There shall be two Standing Committees of the Society: Membership, and Nominations.
- 2) Committee Structure and Responsibilities: All Standing and appointed committees shall be directed by a Chair as outlined in approved Society Position Descriptions. Guidelines for committee function, composition, focus, and responsibilities shall be as outlined in Society Committee Composition and Function Guidelines and approved Standard Operating Procedures.
- 3) Additional Committees or Councils: The Board of Directors may also establish and delegate duties to additional committees as it deems appropriate to complete required Society functions. Additional suggested committees include but may not be limited to: Publications, Education, Bylaws, Government Affairs, Promotion of the Profession, Student/New Professional, and Leadership Development.

ARTICLE VI: BRANCH SOCIETIES

- 1) Branch Societies: Two types of branch societies may be formed and be recognized within the Society. These types include: geographical and student.
- 2) Geographical Branch: A geographical branch society may be formed to enhance membership benefits within a geographical area. A branch society shall not accept membership from any person who is not a

member of this Society and ASCLS. The branch society shall be responsible to both state and national where the interests of those societies are involved.

- 3) Student Branch: A student branch society may be formed by no less than three (3) student members of the Society. This branch society must have a Board of Directors member as an advisor.
- 4) Branch Society Revocation: If a branch society fails to abide by the rules, regulations and policies of the Society or fails to meet requirements of the Society, this Society shall revoke its recognition of the branch.

ARTICLE VII: MEETINGS

- 1) Annual Business Meeting: There shall be one annual Society business meeting open to all members of the Society. The business meeting is to be held in the spring of the year prior to the annual ASCLS meeting.
- 2) Location: The location of the business meeting will be held in various locations within the state. The host-city for future annual business meetings will be decided upon by the membership during the current annual business meeting.
- 3) Quorum: A quorum at the annual spring business meeting shall be the number of eligible voting members present at the meeting and must include a quorum of the Board of Directors as previously defined in Article IV of these bylaws. All matters coming before the members at the business meeting shall be decided by majority vote.
- 4) Parliamentary Authority: Robert's Rules of Order, Newly Revised (Current Edition) will govern the business proceedings of the Society.
- 5) Other Meetings: Other meetings of the total membership may be called as necessary by the Board of Directors. At least 15 days written or verbal notice shall be required to hold any special meetings of the Society.

ARTICLE VIII: ANNUAL ASCLS MEETING DELEGATES

- 1) Delegation to ASCLS House of Delegates: The Society shall be represented at the ASCLS House of Delegates with the number of approved delegates being defined by ASCLS.
- 2) Society Delegates: The Society shall be entitled to at least four (4) delegates which will include President, President-Elect, New Professional Board Member, and Student Forum Representative or their duly authorized alternate and additional delegates as approved by national ASCLS Bylaws. If additional delegates are approved by ASCLS, they will be selected in the following order: President-Elect, most recent ASCLS-SD Member of the Year, Secretary/Treasurer, Board Members-at-Large, and/or additional members from the Society at large
- 3) Financial Support: Financial assistance determinations will be set in accordance with approved Standard Operating Procedures.

ARTICLE IX: OFFICIAL PUBLICATIONS

- 1) Official Publications: Official publications of the Society will be defined by the Board of Directors in accordance with approved Standard Operating Procedures.
- 2) Availability and Frequency: Publications will be made available to all members of the Society. The frequency of publications will follow approved Standard Operating Procedures.
- 3) Authority and Responsibility: The Editor and Publications Committee will be responsible for all publications of the Society. Authority and assignment of duties of the Publications Editor and the Publications Committee are outlined in approved Society Committee Composition and Function Guidelines and Position Descriptions.

- 4) Editor: The Editor may serve on the Board of Directors while serving as Editor.

ARTICLE X: FISCAL AFFAIRS

- 1) Fiscal Year: The fiscal year shall be from October 1 to September 30, inclusive, unless the Board of Directors shall establish some other fiscal year.
- 2) Sources of Funds: In addition to dues, the Board of Directors may accept on behalf of the Society, contributions, gifts or bequests for the general purposes or for any special purpose of the Society, and may conduct such fund-raising activities as it determines to be appropriate.
- 3) Audit: An annual audit of the fiscal records of the Society shall be performed as outlined in approved Society Standard Operating Procedure.
- 4) Financial Records: The Society shall keep correct and complete books and records of account with the Society position of Secretary Treasurer.

ARTICLE XI: BYLAWS AMENDMENTS

- 1) Amendment: The bylaws of the Society may be amended by a majority vote of members present at any business meeting of the Society. The Bylaws Committee shall be responsible for writing up the suggested bylaws amendments, submitting the proposed amendments to ASCLS Bylaws Committee for approval, and submitting approved proposals for amendment to the Society’s membership at least 15 days prior to the annual business meeting.
- 2) Constituent Society Amendments: When amendments are made to ASCLS Bylaws or Standard Operating Procedures that requires the Society bylaws to be amended to be in compliance with ASCLS, the Society Bylaws chair may make such amendments without vote of the Society membership but will be responsible for membership notification of changes implemented.

ARTICLE XII: DISSOLUTION

In the event of the dissolution of the American Society for Clinical Laboratory Science – South Dakota, after the discharge of its debt and the settlement of its affairs, any funds and properties of this Association remaining thereafter will be held in escrow by the American Society for Clinical Laboratory Science for a maximum of three (3) years. If a constituent society of the American Society for Clinical Laboratory Science is not recognized in the State of South Dakota by the end of said three (3) years, these funds are conveyed to the ASCLS Education & Research Fund, Inc. **ASCLS-SD Bylaws Revision Record:**

<u>Date</u>	<u>By</u>	<u>Revision Description</u>
8/12/09	L. Koch	5 minor terminology changes made; 2 previous name references (SDSCLS) had not been updated in the document when name change approved 5/07; 3 sections held old terminology of “young professional” edited to “New Professional” to be in alignment with national ASCLS terminology.
1/11/11	L. Koch	Annual meeting society delegates revised to include New Professional Board Member to be in compliance with ASCLS national Bylaws. Amendment to be approved by ASCLS-SD at the 4/15/11 annual business meeting. Approved.
3/7/14	S. Heber	Terminology change from 1 st and 2 nd Vice-President to President-Elect and President-Elect Elect throughout document, in accordance with ASCLS national Officer designations. Minor clerical/grammatical corrections throughout document. Article IV (3) – Addition of vote of affirmation to candidate selection process, if candidate is unopposed.

Article IV (7) – Quorum – added word “additional” to first sentence, per recommendation from National Bylaws committee.

Article IV (9) – Change from “will” to “may” per recommendation from ASCLS National Bylaws committee.

Article V (1) and (3) - Change in Standing and Appointed committee designations. Change from “shall” to “may” regarding committee requirements.

Article VIII (2) – Addition of Secretary/Treasurer as possible delegate.

Amendments to be approved by ASCLS-SD at the 4/11/14 annual business meeting.