

South Carolina Radiation Quality Standards Association - By Laws

ARTICLE I

NAME

Section 1. Name. The name of the Corporation is the **SOUTH CAROLINA RADIATION QUALITY STANDARDS ASSOCIATION**, which may be abbreviated with the initials, "SCRQSA".

Section 2. Offices. The registered office of this Corporation located in South Carolina shall be that as set forth in the Articles of Incorporation, or in the most recent amendment of the Articles of Incorporation, or in the most recent statement filed with the Secretary of State of South Carolina changing the registered office.

ARTICLE II

CORPORATE SEAL

The Seal of the Corporation shall bear the words of the following, or similar import, that is to say:

SOUTH CAROLINA RADIATION QUALITY STANDARDS ASSOCIATION Incorporated in the State of South Carolina

ARTICLE III

PURPOSES

The purposes and objects of the Corporation are to perform the following activities as they relate to the practice of radiologic technology:

- (a) To issue, revoke, suspend, renew or deny certificates to radiologic technologists as defined by the Medical Radiation Health and Safety Act.
- (b) to require education in the practice of Radiologic Technology, its imaging and therapeutic disciplines;
- (c) to determine and/or assess the knowledge and cognitive skills required of radiologic technologists to intelligently perform the tasks of their profession by recognizing, adopting, developing and/or administering examinations;
- (d) to determine, uphold and verify requirements for educational preparation;
- (e) to promote, approve, accept and monitor continuing education of radiologic technologists.
- (f) to encourage the ethical practice of certified technologists by publishing the profession's Code of Ethics;
- (g) to maintain and disseminate a registry of individuals meeting the requirements of the Corporation;
- (h) to recognize, adopt, develop and/or administer examinations in imaging and therapeutic disciplines in which technologists participate.
- (i) to assure compliance with the provisions of the South Carolina Medical Radiation Health and Safety Act, SC Code Section 44-74-10.

ARTICLE IV

BOARD OF TRUSTEES

Section 1. Members and Their Qualifications. The Corporation shall consist of thirteen members, hereinafter referred to as Trustees, who shall constitute the Board of Trustees, hereinafter referred to as the Board. Two members shall be radiologic technologists from the South Carolina Society of Radiologic Technologists (SCSRT), one of whom is employed by a hospital and from the South Carolina Health Care Alliance (SCHCA); one member shall be a radiologic technologist educator from the SCSRT; one member shall be a radiologic technologist of nuclear medicine from the South Carolina Society of Nuclear Medicine (SCSNM); one member shall be a radiation therapist from the SCSRT; one member shall be a representative from the South Carolina Society of Medical Assistants, Inc. (SCSMA) who is also a certified limited practice radiographer and a certified medical assistant; SCRQSA Bylaws

three members shall be medical doctors, one doctor shall be a licensed family physician from the South Carolina Academy of Family Physicians (SCAFP), one doctor shall be a licensed radiologist from the South Carolina Radiological Society (SCRS), and one doctor shall be a medical doctor of another specialty from the South Carolina Medical Association (SCMA); one member shall be a chiropractor from the South Carolina Chiropractic Association (SCCA); one member shall be a podiatrist from the South Carolina Podiatric Medical Association (SCPMA); one member shall be a consumer from the South Carolina Radiation Quality Standards Association; and one member shall be a non-voting representative from the South Carolina Department of Health and Environmental Control, ex officio, and from the Radiological Health Branch.

Section 2. Term of Appointment.

Initially, six members will serve two-year terms and seven members will serve four-year terms in order to stagger terms to maintain continuity of service of the Board. Thereafter, trustees shall hold appointment commencing on July 1 for a term of four years.

Section 3. Appointment of Trustees.

The trustees will be appointed in accordance with Section 1 Article IV.

Section 4. Vacancies. Any vacancy in the membership of the Corporation by causes other than by expiration of the term of a Trustee, shall be filled by the organization which had appointed the Trustee. The appointee shall serve for the unexpired term of the Trustee whose vacancy is being filled. Upon completion of such term, the appointee shall be deemed to have served one term.

Section 5. Duties and Responsibilities of Trustees. In addition to its general management of the affairs and property of the Corporation, the Board shall:

- (a) elect officers of the Corporation;
- (b) have the authority to discipline officers and Trustees in accordance with Section 8 Article IV.
- (c) establish the executive and administrative offices of the Corporation.
- (d) have the authority to appoint non-Trustee committees and/or task forces;
- (e) set the date, time and place of meetings of the Board;
- (f) approve an annual budget to include the setting of fees and penalties.
- (g) Select and approve auditor(s).

Section 6. Compensation. Trustees shall not receive compensation for their services, but shall be reimbursed by the Corporation for expenses incurred in the performance of their duties in accordance with SC Code Section 44-74-60(C).

Section 7. Task Forces/Committees of the Board. The president may appoint and charge task forces/committees with Board approval. Each task force/committee shall consist of one or more Trustees who in turn shall provide a report to the Board.

Section 8. Censure, Reprimand and Removal. Any Trustee may be censured, reprimanded or removed for gross dereliction of duty or conduct detrimental to the Corporation. Such action may be initiated when the Board receives a formal, specific and written charge(s) against a Trustee. If determined by vote of the Board that the charges are sufficient, the Trustee charged shall be advised of the charge(s) in writing. The charged Trustee shall then have the right to submit a written defense and/or appear with or without counsel before a meeting of the Board. All Trustees will be notified of the meeting at least 30 days in advance in the manner specified in Article V, Section 3. The Board shall make its decision promptly as to any action needed concerning the complaint and shall notify the charged SCRQSA Bylaws

Trustee in writing. Such actions may include censure, reprimand or removal.

ARTICLE V

MEETINGS

Section 1. Regular Meetings. The Board shall hold at least two regular meetings each year. The Winter meeting shall be held between January 1st and March 31st of each year and the Annual meeting shall be held between June 1st and August 31st of each year. The date, time and place of each regular meeting shall be fixed by the Board, if the Board fails to take such action, the same shall be established by the President. Such regular meetings shall not be cancelled without consent of a majority of the Board.

Section 2. Special Meetings. Special meetings of the Board may be called by the President at any time, or upon written request made to the Secretary by at least three Trustees; provided, however, that written notice of the subjects to be considered at such meeting shall be sent to each Trustee, in the manner provided in Section 3, of this article. Only those subjects listed in the written notice may be discussed at any special meeting. The President shall have the right to fix the place where the special meeting of the Board shall be held.

Section 3. Notice of Meetings. The Secretary shall deliver written notice of the date, time and place of all meetings to all Trustees. The notice of a meeting shall be deemed delivered when deposited in the United States mail or otherwise electronically transmitted, addressed to the Trustee at his or her address as it appears on the records of the Corporation, with postage thereon prepaid. Said notice shall be delivered at least 30 days prior to the date of a regular meeting, and at least 10 days prior to the date of a special meeting. A Trustee may waive notice of any meeting by a signed waiver of notice before, at, or after the meeting or by attending and participating in the meeting.

Section 4. Quorum. Eight Trustees shall be present to constitute a quorum. If a quorum shall not be present at any meeting of the Board, a majority of the Trustees present may adjourn the meeting without further notice.

Section 5. Voting. Each Trustee shall be entitled to one vote on each matter submitted to the Board. The act of the majority of the Trustees present at any meeting at which there is a quorum shall be the act of the Board except in the following cases, where a two-thirds vote of the entire Board is required:

- (1) amendments to By-Laws;
- (2) determination of cut scores;
- (3) establishing new examinations;
- (4) actions under Article IV, Section 8 of these By-Laws;

In the event that a Trustee cannot be present at a regular or special Board meeting at which any issue listed in Article V, Section 5 is to be considered and voted upon, that Trustee has two mechanisms to vote:

(1) submit a signed and dated written absentee ballot to the Secretary which indicates his/her vote on the specific issue(s);

(2) grant his/her proxy to another Trustee or qualified designee of the appointing organization as stated in Article IV Section 1. The signed and dated proxy must be submitted to the Secretary and must indicate the Trustee to which the proxy vote is assigned and must list the issues to which the proxy extends. The named person given the right to vote for the non-attending person shall then vote for himself/herself as well as the proxied vote granted to that person. The proxy vote or absentee ballot shall then be verified in writing within thirty days following the meeting.

Section 6. Vote by Mail. Any action required of the Board between regular or special meetings shall be by written SCRQSA Bylaws

or electronically transmitted ballot. Actions taken by written ballot shall be reported within thirty days and verified and made a part of the minutes of the next Board meeting.

ARTICLE VI

CONFLICT'S AND CONFIDENTIALITY

Section 1. Conflicts of Interest. Trustees shall avoid any conflicts of interest which prevent performance of his or her responsibilities and duties to the Corporation. It shall be deemed a conflict of interest if a Trustee has an obligation to any federal, private, professional or other nonprofit organization or entity which conflicts with the purposes, objectives and policies of the Corporation and prevents such Trustee from objectively performing his or her duties and responsibilities to the Corporation. Trustees shall annually report in writing to the Corporation interests or participation in other organizations or causes. Trustees shall disclose to the Board a conflict of interest or potential conflict of interest known to such Trustee and shall not be counted for purposes of a quorum and shall abstain from voting on, or influencing any action taken with respect to, any matter which may be affected by such conflict of interest.

Section 2. Confidentiality of Proprietary Information; Conduct Following Termination of Board Membership. A Trustee shall respect the proprietary and confidential information of the Corporation relating to its examination activities, including proprietary and confidential information relating to examination development and content. To the extent such Trustee develops, contributes to, or has access to, proprietary and confidential information of the Corporation in connection with its examination activities, said efforts shall be deemed on behalf and for the sole benefit of the Corporation and such member shall have no rights or interest therein and such member shall not disclose or use the same. A former Trustee shall not in any manner disclose any of the Corporation's proprietary or confidential information relating to its examination activities, or use any of such proprietary or confidential information in any manner which shall compromise or otherwise be detrimental to the Corporation's examination activities. Activities deemed to be detrimental to the Corporation's examination activities include, but may not be limited to, publishing assisting or contributing to the publication or presentation of material intended specifically to prepare for the certification examination where such preparation is directed at studying examination questions similar to those of the Corporation, as opposed to conveying an understanding of the underlying content material. The foregoing are intended to be examples of prohibited conduct and are not intended to be exclusive of any other activities by a former Trustee which may compromise or be detrimental to the Corporation's examination activities.

ARTICLE VII

OFFICERS

Section 1. Officers. The officers of the Corporation shall consist of President, Vice President, Secretary, Treasurer, and such other officers as the Board may elect. The offices of Secretary and Treasurer may be held by one person, upon vote of the Board.

Section 2. Election and Term of Office. Officers shall be elected annually at the Winter meeting and shall take office immediately following the Annual meeting. Officers shall be elected from among the Trustees. Each officer so elected shall hold office for one year and until a successor has been duly elected.

Section 3. Removal and Vacancies.

Any officer elected by the Board may be removed with or without cause at any time by a two-thirds vote of the entire Board Any vacancy in any office of the Corporation shall be filled by the Board

Section 4. President. The President shall:

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- (a) perform all duties consistent with the office;
- (b) preside at all meetings of the Board;
- (c) prepare a written report on the activities of the Corporation;
- (d) appoint committees and task forces of the Board as needed with the approval of the Board.

Section 5. Vice President. The Vice President shall:

- (a) perform all duties consistent with the office;
- (b) assume the duties of the President in the absence of the President;
- (c) serve as parliamentarian during the meetings of the Board.

Section 6. Treasurer. The Treasurer shall:

- (a) perform all duties consistent with the office;
- (b) keep true and accurate accounts of all the financial transactions of the Corporation;
- (c) be the custodian of the funds and of any securities of the Corporation;
- (d) present an independent audit of the Corporation's books to the Board annually;
- (e) present a financial report to the Board at each regular meeting.

Section 7. Secretary. The Secretary shall:

- (a) perform all duties consistent with the office;
- (b) record and keep minutes of meetings of the Board;
- (c) maintain all records of the Corporation.

Section 8. Delegation of Duties. Any duties of the officers may be assigned to the Executive Director by the Board.

ARTICLE VIII EXECUTIVE DIRECTOR

The Executive Director shall:

- (a) be employed by the Board;
- (b) perform usual duties of the position and such other duties and responsibilities as shall be assigned by the Board.
- (c) act as administrator and manager of the Corporation;
- (d) attend meetings of the Board;
- (e) assist the officers and Trustees whenever possible in the performance of their duties.

ARTICLE IX NON-TRUSTEE ADVISORY COMMITTEES

Section 1. Advisory Committee Appointments. The Board shall designate advisory committees as needed by the Corporation and appoint the individuals thereof. Any committee appointee may be removed by the Board whenever in the Board's judgment the best interest of the Corporation shall be served by such removal.

Section 2. Term of Appointment. Each appointee of an advisory committee shall be appointed for a one-year term and may be re-appointed for additional one-year terms at the discretion of the Board.

Section 3. Purpose. An advisory committee shall perform the duties assigned to it and present recommendations for Board action.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify persons to the extent required by South Carolina law, and shall have the power otherwise to indemnify persons for such expenses and liabilities, in such manner, under such circumstances, and to such extent as permitted by applicable law.

**ARTICLE XI
NON-LIABILITY OF APPOINTING
ORGANIZATIONS**

Neither the South Carolina Society of Radiologic Technologists, nor South Carolina Medical Association, South Carolina Society of Nuclear Medicine, South Carolina Academy of Family Physicians, South Carolina Radiological Society, South Carolina Chiropractic Association, South Carolina Podiatric Medical Associations and South Carolina Society of Medical Assistants, Inc. nor the Board of Directors of these organizations shall in any manner be held or deemed responsible or liable for any act, omission, or liability of South Carolina Radiation Quality Standards Association, its Board of Trustees or individual Trustees.

**ARTICLE XII
RULES AND REGULATIONS
AND STANDARDS OF ETHICS**

To carry out the purposes of the Corporation, the Board shall adopt RULES AND PROCEDURES relating to the qualification, examination and certification of technologists.

To encourage certified radiologic technologists and applicants to maintain a high level of ethical conduct and to provide for the protection, safety and comfort of patients, the Board shall adopt and may amend from time to time the standards of conduct applicable to certificate holders and applicants.

**ARTICLE XIII
AMENDMENTS TO BY-LAWS**

These By-Laws may be amended at any time by two thirds vote of the entire Board at any regular or special meeting of the Board. Notice of any proposed amendment shall be given to each member of the Board by mail and/or electronic means at least 30 days prior to the meeting.

**ARTICLE XIV
PARLIAMENTARY PROCEDURE**

The most recent edition of Robert's Rules of Order is the parliamentary authority for the Corporation.

