

AMERICAN ALLIANCE OF ACADEMIC CHIEF RESIDENTS IN RADIOLOGY

RULES OF OPERATION

ARTICLE I - Name

The name of this association shall be the American Alliance of Academic Chief Residents in Radiology, hereinafter known as the Alliance or A3CR2. A3CR2 shall be a Section of the Association of University Radiologists, hereafter known as AUR.

ARTICLE II - Purpose

The purpose of the organization is to provide a formal organization and forum for diagnostic radiology chief residents to meet, exchange ideas, and learn leadership skills.

ARTICLE III - Membership

Section I Membership Requirements and Privileges

All diagnostic radiology chief residents are eligible for membership in A3CR2 until the end of the residency program.

Members of the Steering Committee will remain eligible for membership during fellowship training. Alliance members must be members of AUR.

All former diagnostic radiology chief residents will remain eligible for non-voting membership.

Section II Termination of Membership

Any member in the Alliance who is no longer a member of the AUR or whose A3CR2 dues are more than six months overdue shall have his/her A3CR2 membership terminated.

ARTICLE IV - Organization

Section I Officers

The officers of the Alliance will be:

President

Vice President

Secretary

Treasurer

Immediate Past President

Section II Faculty Advisors

The Senior Faculty Advisor will be appointed by the AUR board. The other Faculty Advisors will be appointed by the Senior Faculty Advisor.

ARTICLE V - Selection and Tenure of Officers

Section I Selection of Officers

The officers of the Association will be chosen at the annual meeting. The exact procedure for choosing officers will be determined by the outgoing Executive Committee, with approval of the Senior Faculty Advisor.

Section II Term of Office

Each officer will serve a term of one year. Each officer shall hold his or her office until a successor shall be duly elected and shall have qualified, or until his or her death, resignation, or removal from office.

Section III Removal from Office

Any officer may be removed from office by a two-thirds majority vote of the remaining members of the Executive Committee with concurrence of the Senior Faculty Advisor, whenever, in its judgment, the best interests of the Alliance would be served by such a removal, but the removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section IV Election to Vacancies and Creation of New Offices

A vacancy in any office may be filled or new offices created and filled by action of the Executive Committee. An officer elected to fill a vacancy will serve for the unexpired term of his or her predecessor.

ARTICLE VI - Duties of Office

Section I It shall be the duty of the President to call and preside at all meetings of the Alliance and to perform all duties customarily incident to the office of President and such other duties as may be prescribed from time to time by the Executive Committee, with concurrence of the Senior Faculty Advisor. The President will serve on the AUR Board of Directors.

Section II In the absence of the President, the Vice President shall preside and carry out all of the duties of the President. The Vice President may serve as Chair of a Steering Committee as deemed appropriate by the Executive Committee.

Section III It shall be the duty of the Secretary to record the proceedings of the meetings and to preserve all books, papers and articles belonging to the Alliance. The Secretary shall chair the Publications Committee.

The Secretary will maintain a current address list of the members of the Alliance, will send out notices of the meetings and will insure that other notices are duly given in accordance with applicable law, the articles of incorporation of the AUR, and the Rules of Operation and Regulations, will report unfinished business of previous meetings as the Alliance may direct.

Any or all of the duties of the Secretary can be delegated to an Executive Director, upon approval of the Executive Committee and with the concurrence of the Senior Faculty Advisor.

Section IV It shall be the duty of the Treasurer to supervise the fiscal affairs of the Alliance and present the annual financial report and a budget for the next fiscal year. The Treasurer shall chair the Finance Committee.

The Treasurer will be the principal accounting and financial officer of the Alliance and will be responsible for the maintenance of adequate books of account for the Alliance, under supervision of the Senior Faculty Advisor. The Treasurer, under supervision of the Senior Faculty Advisor, will be responsible for the custody of all funds and securities of the Alliance and for their receipt and disbursement, and will deposit all funds and securities of the Alliance in such banks, trust companies or other depositories as will be selected in accordance with the provisions of Article XI of the Rules of Operation.

Any or all of the duties of the Treasurer can be delegated to an Executive Director, upon approval of the Executive Committee and with the concurrence of the Senior Faculty Advisor.

ARTICLE VII – Executive Committees and Other Committees

Section I The Association will have the following committees whose members will be chosen by a procedure determined by the Executive Committee, with approval of the Senior Faculty Advisor. Terms will be one year. If a person is chosen to serve on a committee or in another position within the Alliance and is unable or unwilling to serve, the Executive Committee may appoint another A3CR2 member to serve until the next annual meeting. The chair of each committee will report to the Executive Committee at the annual meeting and the interim meeting and to the general membership at the annual meeting. Faculty Advisors will serve as non-voting *ex officio* members of the Executive Committee.

A. Executive Committee

The Executive Committee will consist of the President, the Vice President, the Secretary, Treasurer, the immediate Past-President, and the chairs of all standing committees. The chair of each committee will report to the Executive Committee, at the annual meeting and the interim meeting and to the general membership at the annual meeting. The Executive Committee is empowered to conduct the business of the Alliance between and during annual meetings and may conduct votes by electronic mail.

B. Rules Committee

The Rules Committee will prepare changes or amendments to the Rules of Operation and Regulations for presentation to the Executive Committee.

C. Membership Committee

The Membership Committee will encourage and facilitate the recruitment of new members.

D. Program Committee

The Program Committee, with the counsel of the President, Senior Faculty Advisor, and the AUR Program Chair, will be responsible for the development of the annual program content.

E. Finance Committee

The Treasurer shall serve as the chair of the Finance Committee. The Finance Committee will establish continuity in the supervision and monitoring of all fiscal activities of the Association including review of the annual budget as well as the operational budget for each annual meeting. The committee will advise and make recommendations to the Executive Committee and, through them, to the membership, in matters concerning the fiscal status of the Alliance.

F. Survey Committee

The Survey Committee shall be responsible for content, delivery and organization of the annual survey. The committee shall present a summary of the results to the membership at the annual meeting and be made available to the membership in an electronic format.

- G. **Publications Committee**
The Secretary shall serve as the chair of the Publications Committee. The Publications Committee will be responsible for the content and delivery of the bi-annual newsletter to the membership.
- H. **Awards Committee**
The Awards Committee will select finalist(s) of the A3CR2 Resident Research Award, A3CR2 Outstanding Teacher Award and any other awards the Alliance deems appropriate on council of the Executive Committee. The Executive and Awards Committees will select the award recipient(s).
- I. **Elections Committee**
The Elections Committee shall introduce and oversee the annual elections process. The Chair of the Elections Committee, in collaboration with the Executive Committee, will organize membership participation in various affiliated society meetings.
- J. **Electronic Communications Committee**
The committee shall oversee all aspects of the A3CR2's electronic presence on the internet, including the A3CR2 web site. This will include but not be limited to the web site content and design, posting of meeting announcements, announcement and electronic publication of various A3CR2-sponsored or supported awards, membership directory and members-only area, industry advertising and corporate sponsorship links, classified advertising, and links with other professional societies. The A3CR2 web site will provide a medium for the exchange of ideas among those interested in A3CR2 goals and activities. The committee will be responsible for making recommendations to the Executive Committee on the administration of the web site.
- K. **Other Committees**
The Executive Committee may create such other committees as are necessary to conduct the business of the Alliance.
- J. **Steering Committee**
All officers and members of A3CR2 committees shall be members of the Steering Committee. Faculty Advisors shall be non-voting *ex officio* members of the Steering Committee. Steering Committee members (other than Faculty Advisors) must be active members of the Alliance for the duration of their service. The Steering Committee shall advise the Executive Committee and Senior Faculty Advisor.
- L. **Faculty Advisor Committee**
The Senior Faculty Advisor will be appointed by the AUR Board of Directors and will serve as the committee chair. The Senior Faculty Advisor will appoint three to five Faculty Advisors with the advice of the Steering Committee. Faculty Advisors

are not members of the A3CR2. The committee shall serve in an advisory capacity to the officers, Executive Committee, and Steering Committee.

ARTICLE VIII - Annual Meeting of Members

There will be at least one meeting of the membership each year in conjunction with the meeting of the AUR. All members will be notified of the date and place of the annual meeting at least one month in advance.

ARTICLE IX - Amendments

The Rules of Operation and Regulations may be altered and amended or repealed and new rules of operation and regulations may be adopted by a majority vote of the Executive Committee, with approval of the Senior Faculty Advisor.

ARTICLE X - Dues

The annual dues for the Alliance shall be such as the Executive Committee may fix, with concurrence of the Senior Faculty Advisor. All members of the Alliance must be active members of the AUR.

ARTICLE XI - Contracts, Checks, Deposits and Gifts

Section I Contracts

The Executive Committee may authorize any officer or officers or agent or agents of the Alliance, in addition to the officers so authorized by the Rules of Operation and Regulations, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Alliance, and such authority may be general or confined to specific instances.

Section II Checks, Drafts, etc.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of Alliance shall be signed by such officer or officers or agent or agents of the Alliance in such manner as shall from time to time be determined by resolution of the Executive Committee. In the absence of such determination by the Executive Committee, such instruments

shall be signed by the Treasurer and countersigned by the Senior Faculty Advisor.

Section III Deposits

All funds of the Alliance shall be deposited from time to time to the credit of the Alliance in such banks, trust companies, or other depositories as the Executive Committee may select, with concurrence of the Senior Faculty Advisor.

Section IV Gifts

Any officer or the President may accept on behalf of the Alliance any unrestricted or unconditional contribution, gift, bequest, or device for the general purposes or for any special purpose of the Alliance. Only the Executive Committee with concurrence of the Senior Faculty Advisor, on behalf of the Alliance, may accept any restricted or conditional contribution, gift, bequest, or device.

REGULATIONS

1

The latest edition of parliamentary laws of *Sturgis Standard Code of Parliamentary Procedure* governing deliberative bodies will govern the meetings of the Alliance.

2

Whenever any notice is required to be given under applicable law, the Articles of Incorporation of the AUR, or the Rules of Operation, waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice (Waiver of Notice).

3

The annual dues will be recommended by the Executive Committee and approved by the Senior Faculty Advisor.

4

The Alliance is a section of the AUR that is incorporated as a non-profit, tax-exempt organization under Section 501 (c) (6) of the Internal Revenue Code. Notwithstanding the foregoing or any other provision of the Articles of Incorporation of the AUR, the corporation of the AUR including its Section, the Alliance, shall not at any time engage in regular business of a kind ordinarily carried on for profit, nor shall any part of its net earnings inure to the benefit of any member or individual, nor

shall it perform particular services for any member or individual, nor shall it engage in any transaction which would cause it to be denied the status of an organization exempt from taxation under the Internal Revenue Code of the United States, as amended from time to time. As defined in the Regulations of the AUR Bylaws, AUR will have and exercise all other powers and authority now or hereafter also conferred upon non-profit, tax-exempt organization under the laws of the state of Illinois. No substantial part of the activities of the AUR shall be the carrying on or propoganda, or otherwise attempting, to influence legislation, and the Alliance shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

5

To the full extent specifically authorized by, and in accordance with the procedure prescribed in, Section 108.75 of the Illinois General Not-for-Profit Corporation Act (or the corresponding provisions of any future statute applicable to corporations organized under that Act), the corporation of the AUR including its Section, the Alliance shall indemnify any and all of its members of the Board of Directors of the AUR and the Executive Committee of the Alliance, officers, committee members, employees, agents and other authorized representatives for expenses and other amounts paid in connection with legal proceedings (whether threatened, pending or completed) in which any such persons become involved by reason of their serving in any such capacity for the corporation.

6

In the event of the dissolution of the corporation of the AUR, the Board of Directors of the AUR shall, after paying or making provision for the payment of all of the liabilities of the AUR distribute all of the assets remaining exclusively for the purposes of the Alliance in such manner, or to one or more organizations organized and operated for one or more of the purposes contained in the Articles of Incorporation of the AUR or to such charitable, educational, or scientific organizations as shall at the time qualify as an exempt organization(s) under Section 501 (c) (6) or Section 501 (c) (3) of the Internal Revenue Code of the United States, as amended from time to time or corresponding provisions of any future United States Internal Revenue law, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the AUR is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are operated exclusively for such purposes.

7

Upon specific authorization by the Board of Directors, the AUR may purchase and maintain insurance on behalf of any or all officers, committee members, employees, agents, or other authorized representatives of the AUR against any liability asserted against any such person and incurred in any such capacity, or arising out of the status of serving in any such capacity, whether or not the AUR would have the power to indemnify them against such liability under the provisions of Section 5 of these Bylaws of the AUR.

January 2011