

ASSOCIATION OF UNIVERSITY RADIOLOGISTS

BYLAWS

Approved by Membership 4/27/2023

ARTICLE I - Name

The name of this organization will be the Association of University Radiologists, hereafter known as the Association or the AUR.

ARTICLE II - Purposes

The purposes of this organization will be:

- A. To encourage excellence in laboratory and clinical investigation, teaching and clinical practice, and radiology management in academic practice.
- B. To stimulate an interest in academic radiology as a medical career.
- C. To advance radiology as a medical science.
- D. To represent academic radiology at a national and international level.
- E. To support members in their professional development.

ARTICLE III - Membership

Section I. Full Member

A. Membership Requirements

- 1. All radiology faculty of an accredited medical school or of an institution with an ACGME-accredited or Royal College of Physicians and Surgeons of Canada (RCPSC) radiology residency or fellowship program, whether or not it is university-based, will be eligible for full membership. The member or nominee for membership should reside and work in the United States of America or Canada.
- 2. The member or nominee for membership should have a role in the teaching of medical students, residents, fellows or other physicians or health care professionals, in patient care related to teaching activities, in research, or in attendant administrative duties.

B. Election to Full Membership.

1. Applications for full membership will be reviewed by the administrative staff of the Association to ensure membership requirements are fulfilled.
2. When the nominee's application needs further evaluation, the Membership Committee will review nominations for membership and will present its recommendations at the interim meeting of the Board of Directors and at the Board of Directors meeting at the annual meeting of the Association. The chair of the Membership Committee will report to the nominee an unfavorable review by the Membership Committee. The nominee may request the nomination to be submitted to the Board of Directors for vote despite the unfavorable recommendation of the Membership Committee, in which case the appropriate documents will be circulated with those of all other nominees. The chair of the Membership Committee will circulate the names of the nominees and their academic associations to all members of the Board of Directors at least one month prior to the annual meeting of the Association and the interim meeting of the Board of Directors.

C. Privileges of Full Membership

1. Full members have voting privileges.
2. Full members may serve on committees and as officers of the Association and may participate in Affinity Groups if they are eligible, as determined by individual Affinity Group requirements.

Section II. Associate Member

A. Membership Requirements

1. All radiology residency/fellowship program coordinators, radiology medical student curriculum coordinators, computer support personnel, and radiology nurses and technologists, in an accredited medical school or in an institution with a radiology residency or fellowship program, whether or not it is university based, or in a program applicable to or related to radiology or the radiologic sciences, will be eligible for associate membership.
2. The member or nominee for membership must spend a significant amount of his or her time in academic or administrative duties related to radiology or the radiologic sciences. The applicant must attest to this level of activity on the membership application and this level must be continued for retention of membership in the Association.

B. Election to Associate Membership

1. Applications for associate membership will be reviewed by the administrative staff of the Association to ensure membership requirements are fulfilled.
2. When the nominee's application needs further evaluation, the Membership Committee will review nominations for membership and will present its recommendations at the interim meeting of the Board of Directors and at the Board of Directors meeting at the annual meeting of the Association. The chair

of the Membership Committee will report an unfavorable review of a nominee by the Membership Committee to the nominee. The nominee may request the nomination to be submitted to the Board of Directors for vote despite the unfavorable recommendation of the Membership Committee, in which case the appropriate documents will be circulated with those of all other nominees. The chair of the Membership Committee will circulate the names of the nominees and their academic associations to all members of the Board of Directors at least one month prior to the annual meeting of the Association and the interim meeting of the Board of Directors.

C. Privileges of Associate Membership

Associate members shall have all the rights and privileges of full membership except that they shall not hold office or vote. Associate members may serve on committees.

Section III. Junior Member

A. Membership Requirements:

1. All trainees in ACGME-accredited radiology residency programs or fellowships or postdoctoral fellows in the radiological sciences will be eligible for junior membership.
2. The status of the nominees must be verified by department chairs or by program directors for residents and fellows.

B. Election to Junior Membership

When verified by the department chair or the program director (residents and fellows), the nominee will be elected to the AUR at the direction of the President of the AUR.

C. Eligibility for Full Membership

Junior members will retain their junior status until the conclusion of their residency or fellowship training. At that time, junior members will be eligible for full membership under Section I. Junior membership status will be maintained while the nominee is considered for full membership status.

D. Privileges of Junior Membership

1. Junior members may attend the annual business meeting but will not be eligible to vote.
2. Junior members may serve on committees.
3. Junior members have free membership of the Alliance of Medical Student Educators in Radiology.

Section IV. Emeritus Member

- A. Members, when retired or appointed to emeritus status at their respective educational institutions, may become Emeritus members of the Association upon application to the chair of the Membership Committee. Emeritus members will retain all of the rights and privileges of their previous membership category, except that they will not pay dues, hold office, or vote or be permitted application to the College of Fellows.
- B. Emeritus members will continue to hold that status regardless of their academic or professional activities.

Section V. Student Membership

A. Membership Requirements:

- 1. All medical students in LCME-accredited medical schools will be eligible for student membership.
- 2. The status of the nominees must be verified by the medical student radiology clerkship/elective director at the student's medical school.

B. Election to Student Membership

When verified by the radiology clerkship/elective director, the nominees will be elected to the AUR at the direction of the President of the AUR.

C. Eligibility for Student Membership

Student members will retain their student status until the conclusion of their internship. At that time, student members will be eligible for junior membership under Section III. Student membership status will be maintained while the nominee is considered for junior membership status.

D. Privileges of Student Membership

- 1. Student members may attend the annual business meeting but will not be eligible to vote.
- 2. Student members will automatically have AMSER membership without additional payment.
- 3. Student members may serve on committees.

Section VI. International Membership

A. Membership Requirements

Radiologists practicing outside the United States of America or Canada who are engaged in the training of students, residents or fellows or other physicians or health care professionals, in patient care related to teaching activities, in research, or in attendant administrative duties in radiology shall be eligible for international membership.

B. Privileges of International Membership

1. International members may serve as members of committees and task forces but are not eligible to serve as chairs.
2. International members may attend the annual business meeting but will not be eligible to vote.

Section VII. Termination of Membership

- A. Any full member who relinquishes his or her faculty or equivalent position, any associate member who relinquishes his or her role in academic or administration functions in radiology or the radiological sciences, or any junior member who relinquishes his or her residency or fellowship position shall be required to inform the Association of his or her change in status. Upon a finding by the Association that a member no longer satisfies membership requirements, membership shall automatically be terminated. When members re-establish their academic role, they will be reinstated in their prior membership category after payment of dues.

ARTICLE IV - Organization

The officers of the Association will be:

President

President-elect

Vice President

Secretary

Treasurer

ARTICLE V - Election of Officers

Section I. The Treasurer of the Association will be elected for a term of one year by a vote of the majority of the full members present and voting at the annual meeting. The other officers will also serve for terms of one year. The Association is strongly committed to encourage younger members to serve as officers of the Association.

Section II. The President-elect will succeed automatically to the Presidency. At that time, the Vice President will become the President-elect, the Secretary will become the Vice President and the Treasurer will become the Secretary. Given this

succession of officership, the Association will elect a new Treasurer annually. Only in cases where an officer is unable to fulfill the responsibility of an office will additional officers be elected.

Section III. Any officer elected by the membership of the Association may be removed from office by a two-thirds majority vote of the full members present and voting at a business meeting of the association whenever, in their judgment, the best interest of the Association 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. A vacancy in any office may be filled or new offices created and filled by majority decision of the Board of Directors at any meeting of the Board of Directors. An officer elected to fill a vacancy will serve for the unexpired term of his or her predecessor. An officer elected to fill a new office will serve until the adjournment of the next annual meeting of the Board of Directors and until a qualified successor will have been duly elected and qualified, or until his or her death.

ARTICLE VI - Duties of Office

Section I. President
It shall be the duty of the President to call and preside at all meetings of the Association and to appoint committees and representatives of the Association. The President or designate shall be the spokesperson of the Association on public issues within the areas of interest of the Association. The President will be a member ex officio of all committees and has the right but not the obligation to participate in the deliberations of any committee. The President will be responsible for the site selection of the Association's annual meeting for the year of his/her presidency.

Section II. President-elect
In the absence of the President, the President-elect shall preside and carry out all the duties of the President. The President-elect shall serve as Chair of the Scientific Program Committee and the AUR Trainee Award Selection Committee. The President-elect will serve as a member on the Awards Committee.

Section III. Vice President
In the event that both the President and President-elect are not able to perform their duties, the Vice President shall preside and carry out such duties. To ensure continuing service to the Association, the Vice President will assist the President-elect in all of his/her duties. The Vice President will serve as Chair on the Awards Committee.

Section IV. Secretary
It shall be the duty of the Secretary to keep a record of the proceedings of the meetings and to preserve all books, papers and articles belonging to the Association. The Secretary will maintain a current address list of the members of the Association, will send out notices of the meetings, and will report unfinished business of previous meetings as the Association may direct. The Secretary will serve as a member of the Awards and Membership Committees.

Section V. Treasurer

The Treasurer will be the principal accounting and financial officer of the Association and will be responsible for the maintenance of adequate books of account for the Association. The Treasurer will supervise the fiscal affairs of the Association and along with the chair of the Finance Committee, will present the annual financial report and budget for the next fiscal year to the Board of Directors for approval. The Treasurer will supervise and be responsible for the custody of all funds and securities of the Association and for their receipt and disbursement and will deposit all funds and securities of the Association in such banks, trust companies or other depositories as will be selected in accordance with the provisions of Article XIV of the Association. When required by the Board of Directors, the Treasurer will give a bond for the faithful discharge of the duties of that office in such a sum and with such surety as the Board of Directors will determine. With the approval of the Board of Directors, the cost of any such bond or surety may be paid from the funds of the Association. The Treasurer will serve as a member of the Finance Committee.

ARTICLE VII – Conflict of Interest

Introduction

The central missions of the AUR are to encourage excellence in all facets of academic radiology and to represent academic radiology at a national and international level. While outside relationships and activities that further these missions are encouraged, conflicts of interest (COI) can arise. The existence of a COI is not inappropriate in and of itself. However, these relationships or activities can compromise or be perceived to compromise basic values of openness, scientific integrity, independence, and the public trust.

Managing Conflict of Interest

Whenever an individual has a financial or personal interest in any matter coming before the board of director, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter.

Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested officers determine that it is in the best interest of the organization to do so. The minutes of meetings at which such votes are taken shall record the disclosure of COI and abstention of the disclosing individual.

ARTICLE VIII – Affinity Groups

Affinity Groups with a particular focus can be created in accordance with the purposes of the Association (Article II) and with the approval of the Board of Directors. Each Affinity Group will have its own Rules of Operation and Regulations appropriate for its affinity group. All members of the Affinity Group must be members of the Association and will have the privileges and responsibilities thereto. Each Affinity Group may create subsections.

ARTICLE IX - Board of Directors and other Committees

Section I. Board of Directors

The Board of Directors will consist of the President, the 2nd most recent Past President, the Immediate Past President, the President-elect, the Vice President, the Secretary, the Treasurer, the Editor of *Academic Radiology*, the President of the AUR Research and Education Foundation, the Presidents of the Society of Chairs of Academic Radiology Departments (SCARD) and Association of Program Directors in Radiology (APDR), the Senior Faculty Advisor of the American Alliance of Academic Chief Residents in Radiology (A³CR²), and the Presidents of the Alliance of Clinician-Educators in Radiology (ACER), the Alliance of Medical Student Educators in Radiology (AMSER), the Radiology Research Alliance (RRA), and the Radiology Alliance for Health Services Research (RAHSR), and all chairs of standing committees as defined by the Committee and Liaison Policy. The President of A³CR² will serve as an ex-officio, non-voting member of the Board of Directors.

The President may also appoint up to three additional members as Members-at-Large. If any Member-at-Large fails to attend two consecutive meetings of the Board of Directors, he or she may be removed from the Board of Directors by a majority vote of the Board, and that vacancy will not be filled. The Board of Directors is empowered to conduct the business of the Association between annual meetings.

Section II. Executive Committee

The Executive Committee will consist of the President, the Immediate Past President, the President-elect, the Vice President, the Secretary and the Treasurer. The Executive Committee shall have most of the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board. The Executive Committee is empowered to act, without full Board approval, except for the power to amend the bylaws and except for decisions involving expenses of \$25,000 or greater.

Section III. The Association will have standing committees whose members will be chosen by the President. Unless otherwise specified, the term for all committee appointments is three years, with one three-year re-appointment possible. Elevation to a committee chair from within the membership of a committee would be considered a new appointment and eligible for a full three-year term with one reappointment at the discretion of the President. If a person is appointed or elected to a committee or other position within the Association and is unable or unwilling to serve, the President may appoint another AUR member to serve. Each committee will consist of a chair and at least three other members. The chair of each committee will report to the Board of Directors at the annual meeting and the interim meeting. The standing committees are defined in the AUR Committee and Liaison policy.

Section IV. The President may appoint such ad hoc committees as are necessary to conduct the business of the Association. Ad hoc committees will serve until the next business meeting of the Association following their appointment.

ARTICLE X – AUR College of Fellows

- Section I. The AUR will establish a College of Fellows with specific eligibility requirements, nomination processes and selection processes. A Fellow shall be an AUR member in continuous good standing who has made exceptional contributions to the AUR and the academic radiology community.
- Section II. Eligibility
AUR members shall be eligible for election to the College of Fellows when they meet established requirements as approved by the Board of Directors
- Section III. Election Process
A Fellow Nominating Committee shall be established to review applications and recommend candidates for the AUR College of Fellows. The AUR Board of Directors shall annually approve new Fellows.
- Section IV. Recognition
Fellows of the Association of University Radiologists are entitled to use the acronym FAUR after their name.

ARTICLE XI - Annual Meeting of Members

- Section I. Meetings of the members of the Association will be held annually. The President, during whose tenure the meeting will be held, will recommend the site and appropriate time of the future meeting to the Executive Committee for approval.
- Section II. The site of future annual meetings will be determined by the Executive Committee on behalf of the Board of Directors with consideration of equitable representation of various parts of the country and available facilities.
- Section III. Programs will be arranged and circulated before the meetings, and time for free discussion will be arranged at the annual meeting.
- Section IV. Special Meetings
A special meeting of the Association may be called at the discretion of the Board of Directors at the time and place to be designated by the President if the Board does not designate a time and place. Notice of a special meeting, together with a statement of the business to be transacted at such a meeting, will be sent to each voting member of the Association at least 14 days before the date of such a meeting. No business other than that specified in the notice of the special meeting shall be transacted.

ARTICLE XII - Amendments

- Section I. The Bylaws and Regulations may be altered, amended or repealed, and new bylaws and regulations may be adopted by a majority vote of those full members in good standing present in person or represented by proxy at a meeting at which a quorum is present, provided that written notice of the proposed change or

changes shall have been included in a notice of the meeting sent to all full members in good standing at least fifteen (15) days prior to the meeting by regular mail, electronic mail, or facsimile transmission.

Section II. For purposes of this Article XII (Amendments) a quorum will be constituted as follows: fifty (50) full members in good standing present in person or by proxy will constitute a quorum.

ARTICLE XIII - Dues

Annual dues will be charged and will be payable to the Treasurer. They shall be considered past-due 3 months after the due date and the benefits of membership shall then be suspended. The suspended member will have the right to reapply for membership upon payment of dues in arrears. The Membership Committee will process this applicant as a new applicant.

ARTICLE XIV - Contracts, Checks, Deposits, and Gifts

Section I. **Contracts**
The Board of Directors may authorize any officer or officers or agent or agents of the Association, in addition to the officers so authorized by these Bylaws of the Association, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, 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 the Association shall be signed by such officer or officers or agent or agents of the Association in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President or President-elect of the Association. For amounts less than two hundred dollars, such instruments may be signed by the Treasurer only.

Section III. **Deposits**
All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

Section IV. **Gifts**
Any officer or the President may accept, on behalf of the Association, any unrestricted or unconditional contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Association. Any restricted or conditional contribution, gift, bequest, or devise may be accepted only by the Board of Directors on behalf of the Association.

ASSOCIATION OF UNIVERSITY RADIOLOGISTS REGULATIONS

1

The latest edition of *Sturgis' Standard Code of Parliamentary Procedure* governing deliberative bodies will govern the meetings of the Association, except as otherwise specified in the Bylaws or these Regulations.

2

The annual dues will be recommended by the Board of Directors and approved by the membership at the annual meeting. The Board of Directors will determine the dues year and the fiscal year. For new full members and associate members, subscriptions to the official journal of the Association, *Academic Radiology*, will begin within 6-8 weeks after the election to membership. Dues for junior members will be set at the members' subscription rate for the Association's official journal. Emeritus members are relieved of paying dues but will not receive the official journal of the society. Emeritus members may elect to subscribe to *Academic Radiology* at the member subscription rate.

3

Whenever any notice is required to be given under applicable law, the Articles of Incorporation, or the Bylaws, 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).

4

The AUR is incorporated as a non-profit, tax-exempt organization under Section 501 (c) (6) of the Internal Revenue Code. Notwithstanding any other provision of the Articles of Incorporation or the Bylaws, the corporation 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.

5

In the event of the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets remaining to one or more organizations organized and operated for one or more of the purposes contained in the Articles of Incorporation 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.

6

Upon specific authorization by the Board of Directors, the Association may purchase and maintain insurance on behalf of any or all directors, officers, committee members, employees, agents, or other authorized representatives of the Association 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 Association would have the power to indemnify them against such liability.

7

AUR Affinity Groups shall report to the AUR Board of Directors any important activities that may affect the operation and responsibilities of AUR as a whole. These activities include major changes in rules of operation, addition of membership categories, changes in dues, creation of awards, and outside funding sources. Changes involving an Affinity Group's membership categories and dues require approval by the AUR Board of Directors. Significant changes of an Affinity Group's rules of operation also require approval by the AUR Board of Directors.

All proposed changes to an Affinity Group's rules of operation shall be submitted to the AUR Bylaws Committee for review to determine whether the changes are significant enough to require approval by the AUR Board of Directors.

8

The AUR and its Affinity Groups do not endorse commercial products.

Approved by the Board: November 2005

Approved by Membership: April 2006

Revisions Approved by the Board: November 2007

Approved by Membership: March 2008

Revisions Approved by the Board: March 2008 and November 2008

Approved by Membership: May 2009

Revisions Approved by the Board: November 2009

Approved by Membership: March 2010

Revisions Approved by the Board: November 2010 and April 2011

Approved by Membership: April 2011

Approved by the Board: November 2011

Approved by Membership: March 2012

Approved by the Board: March 2012

Approved by Membership: April, 2013

Approved by the Board: December, 2013

Approved by Membership: April 2014

Approved by the Board: November 2015

Approved by Membership: March 2016

Approved by the Board: November 2016

Revisions Approved by the Board: May, 2017

Approved by Membership: May 2017

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