

Michigan Society of Histotechnologists Bylaws

Article I. Name

The name of the organization is *Michigan Society of Histotechnologists*, and shall herein after be referred to as *MSH* or the Society.

Article II. Purpose

The purposes for which the Society is organized is to:

1. provide an organized group to unite the histotechnologists in the State of Michigan;
2. elevate the standards, knowledge and performance of histotechnology;
3. provide educational programs for professional growth;
4. provide informational publications pertaining to histotechnology;
5. provide a quality control service to the members;
6. in general, acquire, preserve, coordinate and disseminate information on histotechnology and related fields;
7. to be a constituent society of the National Society for Histotechnology, herein after referred to as NSH.

Article III. Membership

Section 1. Membership Qualifications

Any person working and/or interested in the field of histotechnology or related areas shall be eligible for membership in the categories listed in Section 2 of this Article:

Section 2. Membership Categories

Professional: Entitled to vote at the business meetings and in elections, may hold office either elected or appointed, act as NSH Delegate to the House of Delegates and serve on any Board Committee. Entitled to member pricing for Society-sponsored seminars, publications, etc. Pays full dues.

Honorary: Individuals recognized for their outstanding contribution and active interest in promoting the Society, and selected by vote of the Executive Board. Entitled to same privileges as Professional membership. Pays no dues.

Student: Open to students in NAACLS approved histotechnology programs. The Program Director must verify eligibility by submitting student names and other information as required by the Society. Students cannot hold office but can serve on committees and have voice but cannot vote. Pays no dues.

Section 3. Dues

Any change in annual membership dues shall be presented by the Executive Board to the membership for vote. Approval by a two-thirds (2/3) majority of the members is required.

Section 4. Benefits

All members shall receive:

1. access to the member sections of the Society's website;
2. member rates at MSH educational events;
3. eligibility to receive material from the Society's Control Bank;
4. eligibility for Society's scholarships.

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Section 5. Limitations

This Society does not afford pecuniary gain to its members, incidentally or otherwise, but members may be paid for services actually rendered to the organization.

The organization is a recognized constituent society of NSH that operates independent of NSH. MSH is solely liable for the debts and services it contracts.

The organization has no power to carry on propaganda or take part in a political campaign, but will initiate and support state legislation which will affect and elevate the status of the histotechnologist.

Article IV. Officers

The Officers of the Society shall consist of President, Vice President, Secretary, Treasurer, Editor/Web Administrator and Immediate Past President. An officer must be a member of the Society for at least one (1) year immediately prior to election. All officers are eligible to vote in Executive Board decisions. All officers shall submit an annual report no later than thirty (30) days after the close of the operating year.

President: The President shall:

1. be the principal executive officer of this Society;
2. preside at all meetings of the Society;
3. be ex-officio member of all committees except the Nominations Committee;
4. serve as the Presidential Delegate to NSH's House of Delegates unless represented by a Presidential Alternate Delegate;
5. perform all duties incident to the Office of President as well as those duties as the Bylaws or members direct;
6. prepare the President-Elect to transition to leadership;
7. be a member of NSH for at least one (1) year immediately prior to election.

Vice President: The Vice President shall:

1. serve as chair of the symposium committee for all educational programs and oversee all aspects of such;
2. select and supervise symposium assistants as necessary;
3. perform duties of the President if and when need arises;
4. be a member of NSH for at least one (1) year immediately prior to election.

Secretary: The Secretary shall:

1. keep and report the minutes of all meetings;
2. call the roll and determine if a quorum is present for the Executive Committee meeting and conduct all official votes;
3. see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law;
4. perform all duties incident to the office of Secretary and other such duties as may be assigned by the President or Executive Board.

Treasurer: The Treasurer shall:

1. be responsible for the Society's funds such as:
 - a. receive funds and issue receipts;
 - b. place all funds, securities, or other valuables in a responsible depository as designated by the Executive Board;
 - c. deposit funds within 14 days of receipt;
 - d. responsible for the payment of all invoices or obligations after determining that their payment is justified;

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2. plan and establish a budget with input from the Executive Board and provide feedback to the Board as to budget status;
3. provide the following reports:
 - a. verbally, all Society financial account balances at each Board meeting;
 - b. quarterly written reports for publication to the membership and Executive Board;
 - c. annually, within 60 days of close of the fiscal year;
 - d. written reports are to include:
 - i. an annual profit and loss statement;
 - ii. statement of all account balances;
 - iii. budget recommendations for fiscal planning;
4. submit all records to an audit committee as requested by the Executive Board;
5. submit filings with the IRS as required;
6. maintain the Society's corporate status with the State of Michigan by filing required forms and annual statements;
7. perform all duties incident to the office, and such other duties as may be assigned by the President.

Editor/Web Administrator: The Editor/Web Administrator shall:

1. formulate and maintain the Society's website;
2. keep updated information on the Society's website as needed;
3. acquire and publish technical information to Society's members via the website;
4. disseminate organization information to Society's members via the website.

Immediate Past President: The Immediate Past President:

1. is requested to serve as a consultant to the newly elected President and board;
2. service is requested for the first term of the incoming President.

Article V. **The Executive Board**

The Executive Board shall consist of the President, Vice President, Secretary, Treasurer, Editor/Web Administrator and Immediate Past President. The Board shall meet at the discretion of the President, or any other officer or appointee, who shall need to present business to the Board.

Article VI. **Election of Officers**

Officers of the Society shall be elected on even-numbered years.

Section 1. Eligibility

To be eligible for office a candidate must have been an MSH member as defined in Section 2 for at least one (1) year prior to taking office. The one (1) year membership requirement shall be waived upon unanimous vote of the Executive Board.

Section 2. Nominations

Any member may submit names of qualified candidates to the Nominations Committee when nominations are requested. Written consent of each candidate, stating that he or she will be a nominee for said office, should be returned to the Nominations Committee. No name shall be placed on the ballot unless the nominee has consented to serve if elected.

Section 3. Ballots

The official ballot shall be sent to each member of the Society eligible to vote, at least 15 days. The completed ballot is to be returned to the Nominations Chair prior to the provided deadline. Ballots received after that date shall be void.

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Section 4. Election

The nominee receiving a majority (50% + 1 vote) of the votes cast for each position shall be deemed elected. If no candidate receives a majority of votes cast on the first ballot, a runoff election, between the two (2) candidates receiving the greatest number of votes, shall be conducted.

Section 5. Term of office

Each officer shall be elected for a term of two (2) consecutive years, concurrent with the operating year (January 1 through December 31). Officers may be elected for more than one (1) term.

Article VII. Unfilled Positions and Vacancies

In the event of an office going unfilled or a vacancy in any elected office, that office shall be filled by appointment by the President with approval of the Executive Board. In the event of a vacancy in the office of the President, the Executive Board shall appoint an individual from the current or past elected officers to fill the unexpired term of the President.

Article VIII. Representatives to the House of Delegates

As a Constituent Society of the National Society for Histotechnology, MSH is allowed one (1) delegate or alternate for the President, plus a number of additional Delegates or Alternates as determined by NSH. Delegates and Alternates must be a voting member of MSH and meet NSH requirements for a HOD. They shall be elected by members of MSH who are eligible to vote. They shall be elected for a term concurrent with elected officers.

Article IX. Executive Board Appointees

All Appointees, Committee Chairs and Coordinators shall be any member in good standing. Except as noted below, they shall be nominated by the President. All must be approved by a majority (50% + 1 vote) of the Executive Board. They shall perform all duties incident to their respective positions and other such duties as may be assigned by the President or the Executive Board. Their term of office shall be concurrent with elected officers. Appointees may include:

Awards Chair

Shall notify members of available awards. Shall solicit, receive and evaluate applications for awards, and may select an anonymous committee to assist in the selection of awardees.

Control Block Chair

Shall be responsible for maintaining a collection of control tissue and blocks for free distribution to any member in good standing providing that the intended use is legitimate and of a noncommercial nature (blocks or sections from these blocks cannot be sold).

Educational Media Chair

Shall be responsible for advertising and distributing the Study Guides and educational media. Shall coordinate reprinting and revision activities.

Educational Program Assistants

Nominated by the Vice President. Shall work closely with the President-Elect and shall assist in all aspects of educational program planning as assigned.

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Historian

Shall maintain a collection of memorabilia from the Society. Shall be responsible for obtaining new material from conventions and other meetings

Membership Chair

Shall conduct annual membership drives, collect dues, process applications for membership and develop ways to attract new members. Shall be responsible for maintaining a current membership database. Shall obtain student memberships from Program Directors of Michigan's NAACLS approved schools of histotechnology. Shall provide current address list to Officers and Appointees as needed for the conduct of their duties.

Nominations Chair

Shall solicit and receive nominations for the Society's elections, prepare and send official ballots to all voting members, tabulate results, and announce the election results. The Nominations Chair may not be a candidate for any elected office.

Special Committees

Shall be formed as deemed necessary by the President or the Executive Board.

Article X. **Disciplinary Action**

All officers and appointees shall maintain professional ethics in the duties of their office. If a Society member presents an ethics charge to the Executive Board, an investigation shall be conducted. Any Society member may file a written complaint with the Executive Board against any Officer or Executive Board Appointee because of noncompliance with the Bylaws or any detrimental act towards the Society. Written notification of the complaint shall be sent by registered mail to the accused within thirty (30) days. The accused has the right to defend himself/herself against the complaint. The final decision rests with the Executive Board, who shall render a decision within two (2) months following the receipt of the written complaint. A two-thirds (2/3) vote by the Executive Board shall be necessary for any disciplinary action, which may include suspension or removal from the office or committee. If removed from an office, the individual will lose all privileges of that office (including serving in the position of Immediate Past President). No accused shall be denied any privileges until the decision is rendered by the Executive Board. All disciplinary matters shall be held in total confidentiality by the Society.

Article XI. **Operating and Business Year**

The operating and business year shall be from January 1 through December 31.

Article XII. **Meetings**

The Executive Board shall hold meetings at least once per quarter. The Executive Board shall determine the dates of such meetings, and may call additional meetings, as deem necessary to conduct business. The society shall hold a General Membership/Business meeting at least annually.

Article XIII. **Amendments**

Proposed Bylaws amendments must be submitted to and approved by the Executive Board. Board approved amendments must be sent to members (2) weeks prior to voting deadline. A two-thirds (2/3) vote of the members is required for approval and adoption.

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Article XIV. **Dissolution**

In the event of dissolution, all financial and physical assets shall be distributed to such organizations as are qualified as tax exempt organizations under the Internal Revenue Law.

Article XV. **Parliamentary Authority**

The rules of parliamentary practice comprised in Robert's Rules of Order, Newly Revised, shall govern the proceedings of the Society where not in conflict with the Bylaws of this organization.

Article XVI. **Effective Dates**

All provisions of these revised Bylaws take effect immediately upon ratification by the general membership.

Ratified 9/1/2020