

AMERICAN SOCIETY FOR CLINICAL LABORATORY SCIENCE - WASHINGTON BYLAWS

ARTICLE I -- NAME AND PURPOSE

Name: The name of this corporation is the American Society for Clinical Laboratory Science – Washington (ASCLS-WA), hereinafter referred to as the "Society". This Society is a constituent society of the American Society for Clinical Laboratory Science (ASCLS) and shall at no time adopt any policy contrary to the policies of said society, except as may be required by the State of Washington.

Purpose: The purpose of this Society as stated in the Articles of Incorporation of the American Society for Clinical Laboratory Science- Washington are noted below:

- To promote standards in clinical laboratory methods and research, and in affiliated fields;
- To enhance the professional status and image of its members;
- To create mutual understanding and cooperation among the Society and its members and all others who are engaged in the interests of individual and public health;
- To be responsible for providing educational programs in the clinical laboratory and related sciences and defining standards of competence at all levels;
- To be responsible for determining entry level requirements and providing for appropriate credentialing;
- To represent the interests of the clinical laboratory and affiliated professions and the members of the Society in all government and other forums that affect those interests;
- To establish and promote ethical standards for the professions represented; and
- To provide aid and benefit to all members of said professions.

ARTICLE II -- DISTRICT SOCIETIES

District Societies: This Society may recognize district societies formed to further scientific interests and promote mutual understanding of those engaged in patient care related to laboratory science.

Definition: A district society shall be defined as an organization of members of this Society within a limited geographical area and which holds constitutional codes approved by this Society. Boundaries are listed in the Handbook.

Application: Five or more professional members of this Society may petition for approval to form a district society.

Authority and Responsibilities: The charter for the organization of a district society may be granted only by the House of Delegates of this Society. Any society so approved derives its authority exclusively from the Society, shall agree to abide by any decisions and policies of the Society and those of ASCLS, and shall promote and encourage policies that are beneficial to the Society, its district societies and the individual members. Each district society shall function in accordance with regulations prescribed by the Board of Directors of the Society and in accordance with state and federal laws and regulations. The president or representative of a district society shall serve as a voting member on the ASCLS-WA Board of Directors.

Charter Dissolution: The process for dissolution of a district society is defined in the Handbook, which includes information for charter voluntary dissolution.

ARTICLE III -- REGIONAL COUNCIL

Representatives of this Society to the Regional Council and officers involved shall be as defined in regional guidelines and are defined in the Handbook.

ARTICLE IV -- MEMBERSHIP

The membership of this Society shall consist of such classes as may be provided by the Bylaws and Standard Operating Procedures of the ASCLS and listed in the Handbook. Members in each class shall have such rights and privileges and shall be governed by such rules of eligibility, admission, retention and dismissal as may be prescribed by said Bylaws.

Membership Classes: The membership of this Society shall consist of those classes as defined by ASCLS which include Professional, Community, Emeritus, Developing Professional, Ascending Professional, and Honorary. Each class of membership requires that the individual be a member of a constituent society.

A. Professional membership is open to all persons certified or engaged in the education process and/or the practice of the clinical laboratory sciences, including those with an active interest supporting the goals of the Society.

B. Community membership is open to all persons.

C. Emeritus membership shall be open to any member who achieved a minimum standard of continuous membership and age;

D. Developing Professional membership is open to any person enrolled in a program of clinical laboratory studies.

E. Honorary membership shall be awarded by vote of the ASCLS House of Delegates in recognition of outstanding service or contributions to the field of clinical laboratory science.

F. Ascending Professional membership is open to any individual eligible for professional membership, if the individual has not held previous membership other than Developing Professional or Ascending Professional in this Society and is within five (5) years of graduation from a program of clinical laboratory studies.

Rights and privileges: The rights and privileges of all classes of membership are as defined in the ASCLS Bylaws as follows:

A. Professional, Emeritus and Ascending Professional members are entitled to all rights

and privileges to include voting, holding office and serving in any formal capacity recognized by the Society.

B. Developing Professional members are entitled to serve as voting members of the ASCLS House of Delegates when serving as official delegates from a constituent society, and to have all other rights and privileges of the Society with the exception of holding elective positions.

C. Community and Honorary members are entitled to defined rights and privileges as defined by ASCLS with the exception of holding elective or appointive positions and serving as voting members of the House of Delegates.

D. Any member of the Society may serve as consultant or advisor to any board or committee of the Society.

E. Benefits for each class of membership will be outlined in the Handbook and will be the basis for the dues structure for the class.

F. Membership with all rights and privileges shall be forfeited by any member who is in arrears in the payment of dues, as defined by the Board of Directors.

G. Expulsion of members: Expulsion of a member of this Society shall be affected as prescribed in the ASCLS Bylaws and as determined by ASCLS.

ARTICLE V – DUES

Annual dues for membership in this Society shall be based on the applicable class of membership and are payable in accordance with procedures established by ASCLS.

ARTICLE VI -- OFFICERS

Society Officers: The officers of the Society shall consist of the president, president-elect, secretary, and treasurer.

Election of Officers: The officers are elected by the House of Delegates at the Annual Meeting of this Society.

A. The **president-elect** shall be elected for a term of one year, succeeding to the office of the president in the second year. The term may be extended at the discretion of the Board of Directors and the willingness of the person to continue in the position provided there is no one willing to run for President or President-elect.

B. The **secretary** shall be elected for a term of one year. The secretary may be re-elected but may not serve in this office for more than two consecutive years unless it is extended at the discretion of the Board of Directors and the willingness of the person to continue in the same position. The Secretary shall act as secretary at all meetings of the Board of Directors and the Society's House of Delegates.

C. The **treasurer** shall be elected for a term of two years. The treasurer may be re-elected but may not serve in this office for more than six consecutive years.

D. The term of office of any officer of this Society elected at the Annual Meeting shall begin with the sine die adjournment of the ASCLS House of Delegates at the ASCLS Annual Meeting.

Duties: The duties of the officers shall be determined by the Board of Directors, except that:

A. The president shall be the chief executive of the Society; shall preside at all meetings of the Society, the Board of Directors, and the House of Delegates; shall serve as the Society's principal representative; shall be an ex officio member of all committees with the exception of the Nominations Committee; shall appoint all standing committee chairs; shall appoint special committees with the approval of the Board of Directors.

B. The president-elect shall become familiar with the duties of the office of president and shall assist the president as directed. In the absence of the president, the president-elect shall preside at the meetings of the Board of Directors.

C. The secretary shall act as secretary at all meetings to the Board of Directors and the House of Delegates and shall keep in permanent form a record of all minutes taken at such meetings.

D. The treasurer shall have the responsibility for the receipt and expenditure of funds by the Society; shall deposit such funds in a bank designated by the Board of Directors; shall pay all bills approved by the Board of Directors; shall have the accounts audited at the end of each fiscal year, and before passing them to a newly elected treasurer, by either an auditor or an auditing committee appointed by the President from the membership, shall be bonded for an appropriate amount as designated by the Board of Directors; shall file all forms related to maintaining non-profit status with the state of Washington along with the appropriate tax forms.

E. The complete list of duties of the officers of this Society are contained in the Officer's section of the Handbook.

ARTICLE VII -- BOARD OF DIRECTORS

Authority: The affairs of the Society, except as provided in Article IX, shall be governed by the Board of Directors.

Composition: The Board of Directors shall consist of the president, president-elect, secretary, treasurer, immediate past president, the presidents or representatives of the district societies, up to three board liaisons appointed by the president, Ascending Professional representative, and the Developing Professional delegate to the ASCLS House of Delegates.

Meetings: The Board of Directors shall meet immediately before the Annual Meeting of this Society. The president or any other officer of this Society may call meetings of this Board, provided proper notice stating purpose and place of meeting is made to the respective members prior to such meetings. Business of the Board may be conducted in person, by phone, mail ballot, or other electronic means at the discretion of the president. The Board of Directors shall hold at least two meetings during the year.

Quorum: A quorum shall be three (3) of the voting members of the Board of Directors.

ARTICLE VIII -- HOUSE OF DELEGATES

Authority: There shall be a House of Delegates of the Society, which shall have authority within the Society regarding election of the officers; selection of the Nominations Committee members; adoption and amendment of the Bylaws and Articles of Incorporation according to the laws of the state of Washington; approval of professional practice standards and scope and direction for the Society and the profession; hearing appeals and rendering final decisions; and to review the annual audit; except as otherwise provided in these Bylaws.

Meetings: An annual session of the House of Delegates shall be held at such time and place as the Board of Directors may determine for the purpose of electing officers and for the transaction of such other business as may come under the authority of the House of Delegates as specified under the Section Authority of this Article. Any member of the Society is eligible to attend the annual House of Delegates which shall also be the annual business session of the Society.

Composition: The membership of the House of Delegates of this Society shall consist of the Board of Directors, Ascending Professionals, Developing Professionals, Professionals and Emeritus members in accordance with the provisions in the ASCLS-WA Handbook. Community and Honorary members may not serve as delegates.

Quorum: A quorum of the House of Delegates shall be a majority of the voting members in attendance.

ARTICLE IX -- ANNUAL MEETING

The Society shall hold an Annual Meeting which shall include one or more scientific sessions and not less than one meeting of the House of Delegates. The Board of Directors shall determine the time and place of the Annual Meeting.

ARTICLE X -- DELEGATES TO THE ASCLS HOUSE OF DELEGATES

Delegates: This Society is represented at the annual meeting(s) of the ASCLS House of Delegates by the number of delegates and alternates as provided in the Bylaws of ASCLS and listed in the Handbook.

Selection: The mechanism for selection of delegates and alternates shall be defined by the Board of Directors of this Society.

ARTICLE XI -- PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order, Newly Revised (Current Edition), shall govern this Society in its business proceedings, except when otherwise specified in these Bylaws.

ARTICLE XII -- COMMITTEES

Elective Committee: There shall be a Nominations Committee of the House of Delegates composed of three to five Professional, Ascending Professional, or Emeritus members of this Society and whom shall be elected by the House of Delegates. Within thirty days after election the committee shall select one of its members to serve as chair. The Nominations Committee shall be responsible for presenting to the House of Delegates, at its succeeding annual session, nominations for those positions to be filled by election at that session. The qualifications, method of election and duties (not so specified in these Bylaws) of this committee shall be determined by the Board of Directors of this Society.

Administrative Committees: Administrative committees shall be set forth in the Handbook. The composition, qualifications, method of appointment and duties of the administrative committees shall be determined by the Board of Directors of this Society.

Additional Committees: The Board of Directors may establish and delegate such of its authority to additional committees as it deems appropriate in accordance with these Bylaws, the Articles of Incorporation, and the laws of the State of Washington.

ARTICLE XIII -- PUBLICATION(S)

The name(s) of the official publication(s) of the Society shall be as determined by the Board of Directors. Publications shall be available to each member of this Society. The President shall appoint the Editor-in-Chief of the official publication. Funding for the production of official publications shall be included in the budget of this Society. There shall be periodic issues and electronic mailings to all the members at least twice a year.

ARTICLE XIV -- AMENDMENTS

The Bylaws or Articles of Incorporation of this Society may be amended as follows:

A. Proposed amendments may be submitted, in writing, by a district society, a member of this Society, or by the Bylaws Committee of this Society to the Chair of the Bylaws Committee. The Chair shall submit the same in good form to the Board of Directors.

B. Upon approval, the Chair of the Bylaws Committee shall submit the proposed amendment in context to the ASCLS Bylaws Committee in the manner prescribed by the Board of Directors of ASCLS.

C. Upon approval of the ASCLS Bylaws Committee, the Bylaws Committee of this Society shall submit proposed amendments to the members of the Society no less than fifteen (15) days prior to the House of Delegates where such proposed amendments are to be presented for consideration.

D. Adoption of proposed amendments to the Bylaws and Articles of Incorporation shall require a two-thirds vote at the House of Delegates.

E. Within ninety days of adoption, the Chair of the Bylaws Committee shall file an electronic copy of the amended Articles of Incorporation and/or Bylaws of this Society with the Executive Office of ASCLS and the Chair of the ASCLS Bylaws Committee, according to ASCLS policy; and at least one copy to the Secretary of State of Washington as required by statute.

F. The Bylaws Committee of this Society shall have the responsibility and authority to initiate amendments in accordance with established procedures, when necessary, to be consistent with the Bylaws of the American Society for Clinical Laboratory Science.

ARTICLE XV -- FISCAL AFFAIRS

Fiscal Year/Tax Status: The fiscal year and tax status shall be as set forth in the Handbook.

ARTICLE XVI – DISSOLUTION

In the event of the Dissolution of the American Society for Clinical Laboratory Science – Washington, after the discharge of its debts and the settlement of its affairs, any funds and properties of this Society remaining thereafter will be held in escrow by ASCLS for a maximum of three (3) years. If a constituent society of ASCLS is not reorganized in the state of Washington by the end of said three (3) years, these funds are conveyed to the ASCLS Education and Research Fund, Inc.

Revised 4/22/2005

Revised 4/24/2015

Revised 5/15/2020

Revised 2/1/2021