

BYLAWS  
of the  
TEXAS ASSOCIATION for  
CLINICAL LABORATORY SCIENCE

*(Amended April, 2004)*

# TEXAS ASSOCIATION FOR CLINICAL LABORATORY SCIENCE

## BYLAWS

### ARTICLE 1

#### NAME AND OFFICES

##### SECTION I

The name of the Association is the Texas Association for Clinical Laboratory Science hereinafter referred to as the "Association".

##### SECTION II

The Association shall have and continuously maintain a registered office and resident agent in the State where its official business is conducted. The Association shall have such other offices as may be determined from time to time by resolution of the Board of Directors.

### ARTICLE 2

#### PURPOSE

##### SECTION I

The purposes for which the Association is formed are:

- To be responsible for providing educational programs in the clinical laboratory and related sciences and defining standards of competence at all levels;
- 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 Association and its members and all others who are engaged in the interests of individual and public health;
- To represent the interests of the clinical laboratory and affiliated professions and the members of the Association 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 profession.

## ARTICLE 3

### MEMBERSHIP

#### SECTION I

The categories of membership in the Association include Professional I, Professional II, Collaborative, Student, Emeritus, and Honorary. Membership in the Association is dependent on membership in the American Society for Clinical Laboratory Science, hereinafter referred to as ASCLS. The qualifications for membership in the Association shall be defined in the Bylaws and Standard Operating Procedures of ASCLS.

#### SECTION II

Application for all classes of membership in the Association shall be made in a manner prescribed by ASCLS.

#### SECTION III

Membership in this Association automatically results in membership in the District Association in the geographical area of employment or residence of the member if there be a District Association in such area. Policies pertaining to members residing outside the geographical boundaries of a District Association are stated in the Standard Operating Procedures of the Association.

#### SECTION IV

Only professional and emeritus members are entitled to vote, hold office, serve on the Board of Directors, hereinafter referred to as the Board, or chair any committee of the Association. A student member of the Association who attends the annual meeting as an official student delegate will be entitled to vote during the Annual Business Meeting of the Association.

#### SECTION V

The amount and method of payment of annual dues to ASCLS and District Associations/Societies shall be based on the applicable class of membership and shall be as stated in the Standard Operating Procedures of the Association. The amount of State dues shall be determined by the members at the Annual Business Meeting, and is stated in the Standard Operating Procedures.

#### SECTION VI

Proceedings for expulsion and/or reinstatement of any member of the Association shall proceed as defined by the Bylaws and Standard Operating Procedures of ASCLS.

## ARTICLE 4

### OFFICERS, BOARD OF DIRECTORS, ADVISORY BOARD

#### SECTION I

The Officers of the Association shall be the President, President-elect, Immediate Past President, Secretary, and Treasurer.

#### SECTION II - Duties of Officers

The duties of the Officers shall be as stated in the Standard Operating Procedures of the Association.

#### SECTION III -Term of Office

The Officers shall be elected annually, except the Secretary and the Treasurer who shall each serve a term of three (3) years. The terms of the Secretary and Treasurer shall be staggered. Members of the Board of Directors shall each serve a term of three (3) years. They shall be elected on a continual rotating schedule: two (2) Board members, two (2) Board members, one (1) Board member elected in consecutive years. A representative of the Student Forum, whose selection is specified in the Standard Operating Procedures, shall be an ex officio member of the Board.

#### SECTION IV - Eligibility

The eligibility requirements for each Officer and all Board members shall be as stated in the Standard Operating Procedures of the Association.

#### SECTION V-Vacancy

The method for filling all vacancies for any Officer or Board member shall be as stated in the Standard Operating Procedures of the Association.

#### SECTION VI-Removal from Office

Officers or Board members may be removed from office in the manner prescribed by the Standard Operating Procedures of the Association.

#### SECTION VII

##### a. Board of Directors

The Board of the Association shall be the President, President-Elect, Immediate Past President, Secretary, Treasurer, and five (5) Board Members-at-Large.

The Board of the Association shall be the governing body when the Annual Business Meeting is not in session. All actions of the Board must be presented for consideration to the next Annual Meeting of the House.

The Board shall be vested with the charge of all properties and funds, the management of the affairs of the Association, and shall have the authority to perform all functions not inconsistent with the Articles of Incorporation, Bylaws or Standard Operating Procedures of the Association.

b. Board Members-at-Large

1. Serve as Commissioners as specified in Article 8.
2. Other duties of the Board Members-at-Large shall be as stated in the Standard Operating Procedures of the Association.

SECTION VIII - Advisory Board

The Advisory Board of the Association shall be the President, President-Elect, Immediate Past President, Secretary, Treasurer, Board Members-at-Large, Committee Chairmen, and all District Association Presidents.

The duties of the Advisory Board shall be as stated in the Standard Operating Procedures of the Association.

SECTION IX

At the end of the term of office by expiration or otherwise, each officer, each Board member, and each Committee Chairman shall deliver the official records and correspondence to his/her successor.

**ARTICLE 5**

ADMINISTRATIVE SECRETARY

The position of Administrative Secretary shall be recruited for and filled by action of the Board. Qualifications for the Administrative Secretary shall be as defined by the Standard Operating Procedures of the Association. The Administrative Secretary shall not hold an elective or appointed office in the Association. The Administrative Secretary shall be under the supervision of the Board. The salary shall be set by the Board.

## ARTICLE 6

### DISTRICT ASSOCIATIONS

#### SECTION I

The Association shall include District Associations as defined by the Board of Directors.

- a. By agreement within one or more District Associations and with the approval of the Board of the Association, one or more new District Associations may be organized within a District(s) with redefinition of the geographical area.
- b. The geographical composition of the District Association must be specifically numbered, defined, recorded, and maintained in the Executive Office of the Association.

#### SECTION II

The name of the District Society/Association must contain the geographical unit thereof and the words "Clinical Laboratory Science".

#### SECTION III

The method of organization and application process for a District Society/Association shall be as defined by the Standard Operating Procedures of the Association.

#### SECTION IV

Each District Society/Association shall maintain a set of Bylaws consistent with those of the Articles of Incorporation and Bylaws of the Association.

#### SECTION V

The duties and functions of a District Association shall be as defined by the Standard Operating Procedures of the Association.

#### SECTION VI

The method by which a District Charter may be revoked or suspended shall be as defined by the Standard Operating Procedures of the Association.

#### SECTION VII

Revocation of a District Society/Association Charter shall require a two-thirds (2/3) vote of the members at the Annual Business Meeting of the Association.

## ARTICLE 7

### ANNUAL BUSINESS MEETING

#### SECTION I

The Annual Business Meeting of the Association shall be composed of the professional and emeritus members who are in attendance. Other members in good standing may attend and participate in meetings of the Annual Business Meeting in a non-voting capacity. Representation and voting privileges of student members at the Annual Business Meeting is stated in the Standard Operating Procedures of the Association.

#### SECTION II

Voting members of the Annual Business Meeting shall be the officers and Board of Directors of the Association, and the professional and emeritus members who are in attendance. The Student Forum representative to the Board of Directors shall also have voting privileges. No provision is made for proxy votes on topics that are initiated at a meeting of the House.

#### SECTION III

The Annual Business Meeting shall meet at the time and place of the Annual Meeting. Other meetings of the House, including any mail ballot, may be called by the President and/or the Board as necessary for carrying out the business of the Association.

#### SECTION IV

The organizational structure and regulations pertaining to the operating procedures for the Annual Business Meeting shall be as defined by the Standard Operating Procedures of the Association.

#### SECTION V

The delegates to the ASCLS Annual Meeting shall include the President, President-Elect, and the incoming President-Elect. The method of nominating all other delegates, along with one (1) student delegate, shall be as defined by the Standard Operating Procedures of the Association.

The eligibility for regular delegates and/or alternates shall be defined by the Standard Operating Procedures of the Association.

## **ARTICLE 8**

### COMMITTEE/COMMISSIONS

The committees of the Association shall be divided into two (2) sections: Elective Committees and Appointed Committees.

#### SECTION I - Elective Committees

Elective Committees may be elected from time to time upon revision of these Bylaws.

#### SECTION II - Appointive Committees

There shall be the following Appointive Committees: Bylaws, Finance and Nominations. The composition, method of appointment, duties, and responsibilities of the Bylaws and Finance Committees shall be as defined by the Standard Operating Procedures of the Association.

The Nominations Committee shall be composed of five (5) professional and/or emeritus members of the Association, none of whom shall be a current Officer or Board Member in the Association. Qualifications for Nominations Committee members, the manner of the committee's nomination, selection of chairman, and duties of the committee shall be as defined by the Standard Operating Procedures of the Association.

##### Term of Office of the Nominations Committee

1. On odd numbered years, three (3) members shall be appointed for a two (2) year term.
2. On even numbered years, two (2) members shall be appointed for a two (2) year term.

Other Appointive Committees may be appointed from time to time by the Board upon revision of these Bylaws. Ad hoc committees may be appointed by the Board of Directors at any time.

#### SECTION III -Commissions

There shall be four (4) Commissions: Public Relations, Education, Governance, and District and State Affairs. Each Commission shall be chaired by a Board Member-at-Large appointed by the President. The composition, method of appointment, duties and responsibilities shall be as defined by the Standard Operating Procedures of the Association.

## **ARTICLE 9**



## MEETINGS

### SECTION I

Any meeting of the Board or the Annual Business Meeting shall be considered an official business meeting of the Association.

The Association shall hold at least one (1) Annual Meeting which shall include general or scientific sessions, and at least one (1) Annual Business Meeting to be held at the Annual Meeting. The Annual Meeting shall be held at a time and place determined by the members at any preceding Annual Business Meeting. The Annual Meeting shall include two (2) sessions of the Annual Business Meeting which are herein referred to as the first Session and last Session. Emergency changes concerning the time and place of an Annual Meeting may be made by the Board.

### SECTION II

The Board shall hold at least two (2) meetings annually, one of which must be the Winter Board meeting. The President of the Association shall set the time and place of the two meetings of the Board. The Advisory Board shall meet in its advisory capacity with the Board at these meetings. Other meetings of the Board may be called by the President as necessary for carrying out the business of the Association.

### SECTION III

The order of business at the regular meetings of the Board and of the Association shall be presented in agenda form and shall be called at the beginning of the meeting.

## **ARTICLE 10**

### OFFICIAL PUBLICATIONS

The official publication of the Association shall be published at intervals determined by the Board of Directors. It may be in print format or electronic format as appropriate for the needs of the Association. It shall be appropriately named and styled to meet the needs of the Association. The publication will contain announcements concerning the activities of the Association and District Association/Societies, and other material deemed useful or informative to the membership. The official publication shall be made available to all members in good standing.

## **ARTICLE 11**

### **QUORUM**

A quorum of the Annual Business Meeting shall be the President or President-Elect and the voting members who are present at a regularly scheduled meeting. A quorum of the Board shall be the President or President-Elect plus a majority of the other Board members. A quorum in a committee meeting shall be a majority of the members serving on that committee.

## **ARTICLE 12**

### **FISCAL YEAR**

The fiscal year shall be as defined by the Standard Operating Procedures of the Association.

## **ARTICLE 13**

### **PARLIAMENTARY AUTHORITY**

The deliberations of this Association shall be governed by parliamentary usage as contained in applicable sections of the current edition of Robert's Rules of Order, not in contravention of any portions of these Articles of Incorporation and Bylaws.

## **ARTICLE 14**

### **AMENDMENTS**

#### **SECTION I**

Amendments to the Bylaws may be proposed by a District Society/Association or by an professional or emeritus member of the Association. Such proposed amendments shall be submitted in writing no less than thirty (30) days prior to the Winter Board Meeting to the Chairman of the Bylaws Committee of the Association who shall submit them in proper form to the Board.

Proposed amendments submitted by a District Society/Association shall be presented to the membership of the Association with or without Board approval. If proposed amendments are approved by a majority vote of the Board, or come from a District Society/Association, copies in context shall be sent to the Chairman of the Bylaws Committee of ASCLS at least sixty (60) days before approval of said amendments is desired. Following the approval of the aforementioned ASCLS Committee, copies of the proposed amendments shall be distributed to each professional and emeritus member by a date as prescribed by the Standard Operating Procedures of the Association.

Adoption of proposed amendments will occur by a two-thirds (2/3) vote at the last Session of the Annual Business Meeting which occurs at the subsequent Annual Meeting.

## SECTION II

As soon as possible after the adoption of amendments to the Bylaws, the Bylaws Committee Chairman shall file copies of the amended Bylaws of the Association with the Executive office of the Association, the ASCLS Bylaws Committee Chairman and the Executive Office of ASCLS.

## SECTION III

The Bylaws Committee of the Association shall have responsibility and authority to amend the Bylaws of the Association without adhering to all provisions of Section I of this Article when such changes are necessary in order that the Bylaws of the Association conform and are not in conflict with the Bylaws of the ASCLS as amended at any annual meeting of the Annual Business Meeting of Delegates of that Association. Such amendments must have the approval of the Board of the Association and the Bylaws Committee of the ASCLS as provided in Section I of this Article prior to their enactment and distribution to the members of the Association. Such enactment shall be presented to the next Annual Business Meeting for confirmation.

## SECTION IV

Amendments to the Standard Operating Procedures shall be by majority vote of members of the Board of Directors or Annual Business Meeting.

All changes to the Standard Operating Procedures which are made by the Board of Directors must be presented for confirmation to the Annual Business Meeting at the next Annual Meeting following the change.