

# CONSTITUTION OF THE DELAWARE VALLEY SOCIETY FOR RADIATION SAFETY

Subject to revision by majority vote of the Executive Council and by majority of the voting membership.

Delaware Valley Society for Radiation Safety. A chapter of the Health Physics Society. (The organization is hereinafter referred to as the Chapter.)

## ARTICLE I - OBJECTIVES

- To improve dissemination of information between individuals working in Health Physics and related fields.
- To improve general understanding of the problems and needs in radiation protection.
- To promote and improve Health Physics as a field and as a profession.
- To promote the activities of the Health Physics Society.

## ARTICLE II - OPERATION

The objectives of the Chapter may be accomplished by meetings, conferences, lectures, and outreach with emphasis in all sciences and technologies which contribute to the knowledge of radiation effects and radiation protection. Meetings shall be held approximately four times from September through June. Meetings shall consist of prepared programs of interest to the membership. Membership business meetings, as necessary, will be held immediately prior to or following the prepared programs. Said organization is organized exclusively for educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

## ARTICLE III – MEMBERSHIP

*The membership of this Chapter shall consist of Members, Supporting Members, Affiliate Members, Emeritus Members, and Life Members.*

*Section 1. Member:* Any person who is a member (any class) in good standing of the Health Physics Society may become a Member of this Chapter with voting privileges upon applying for membership and agreeing to subscribe to the Chapter's financial support.

*Section 2. Supporting Member:* Any person may apply for supporting membership with voting privileges in this Chapter by agreeing to subscribe to the Chapter's financial support and demonstrating to the satisfaction of the Executive Council a professional interest and experience related to Health Physics. Such membership must be approved by the Executive Council.

*Section 3. Affiliate Member*: An organization which has an interest in the general field of health physics may become a non-voting Affiliate Member of this Chapter if the organization:

- (a) applies for such membership in the local Chapter and agrees to subscribe to its financial support, and
- (b) is elected to membership by a majority of the Executive Council present and voting.

*Section 4. Emeritus Member*: An Emeritus Member is a member who has retired from active practice. A person may be elected to Emeritus Membership in this Chapter without further requirement for payment of dues if the person:

- (a) is currently a Member of this Chapter having been active in that capacity for at least 10 years, and
- (b) is retired from the active practice of health physics, and
- (c) is nominated by a member in good standing, and
- (d) is elected by two thirds of the Executive Council members present and voting.

*Section 5. Life Member*: Are persons who have been designated by the Executive Council as persons worthy of Life Membership in the Chapter. There are no dues requirements and privileges accruing to this class of membership shall not be less than the privileges enjoyed by a Member.

*Section 6.* Dues shall be set at an amount established by the Executive Council. Dues of members become payable on the first day of July each fiscal year. Any member of the Chapter whose dues are unpaid on March 1 of the fiscal year in which dues are specified is not in good standing and shall have no vote. Membership in the Chapter ceases when the dues of the members are not paid within one year after they are due. The person's name shall be removed from the active membership list and the person shall be so informed.

#### ARTICLE IV - MANAGEMENT:

*Section 1.* The authorized number of directors of the corporation is five (5) to eight (8). The Executive Council, when fully constituted shall consist of the President, the President-Elect, the immediate Past-President, the Secretary, the Treasurer and up to three (3) elected Director(s) At Large. The members of the Executive Council, who also serve as officers of the Chapter, shall be elected from the membership of the Chapter as provided in Article V of these Bylaws.

*Section 2.* The officers of the Chapter shall be a President, Past-President, President-Elect, Secretary, and Treasurer. The officers of the Chapter shall be persons who are members in good standing of the Health Physics Society.

*Section 3.* The President-Elect shall be chosen by vote of the membership for a term of one year, at the conclusion of 1<sup>st</sup> year ascension to the office of President for a one-year term is automatic, at the conclusion of the 2<sup>nd</sup> year accession to the office of Past-President for a term of one-year is automatic.

*Section 4.* The Secretary and Treasurer shall be chosen by vote of the membership on alternate years. The Secretary and Treasurer shall serve two-year terms.

*Section 5.* The Director(s) At Large shall be chosen by vote of the membership annually to serve a one-year term(s).

*Section 6.* No two offices may be held by the same person concurrently.

*Section 7.* The term of office for all officers shall begin July 1<sup>st</sup>, correlating with the Chapter's fiscal year, July 1<sup>st</sup> – June 30<sup>th</sup>.

*Section 8.* An office shall be declared vacant by the Executive Council in the event that an officer resigns, misses three consecutive meeting of the Executive Council or ceases to be a member of the Chapter.

## BY-LAWS

### ARTICLE I -ADMINISTRATION

*Section 1.* The Executive Council is the representative body of the Chapter and, as such, shall have, and control all funds, properties, and activities of the Chapter in accordance with the Bylaws governing these matters.

*Section 2.* The Executive Council, may, in its discretion, determine the method and designate the signatory officer or officers, or other person or persons, to execute any corporate instrument or document, or to sign the corporate name without limitation, except where otherwise provided by law, and such execution or signatures shall be binding upon the corporation.

*Section 3.* The Executive Council shall hold at least two meetings each year, and the meetings shall be presided over by the President. In the President's absence, the meeting shall be presided over by the Past-President followed by the President-Elect. Four (4) voting members of the Executive Council shall constitute a quorum, and all decisions of the Executive Council shall require approval of at least a majority of the Council members present at a properly called meeting of the Council.

*Section 4.* A seat on the Executive Council shall be declared vacant by the Council in the event that a Council member should resign, miss three consecutive meetings of the Executive Council, or cease to be a member of the Chapter. The vacated office shall be filled by the Executive Council in any elective office except President-Elect. The Executive Council will call special election when needed to fill a vacancy in the office of President-Elect.

*Section 5.* In the event of a vacancy in an elective position, other than one that involved the President or President-Elect, the Council may make an appointment to fill the vacancy until the unexpired term is filled by election at the next regular letter ballot presented to the membership. If the office of President becomes vacant, the President-Elect shall assume the duties of the President, but retain the title of President-Elect until such time that he would have ascended to the presidency in his own right. If the office of President-Elect becomes vacant, the Executive Council will call special election.

*Section 6.* (Catastrophe Clause) In the event that the membership of the Executive Council drops below three (3) members because of death, resignation, or other circumstances, the remaining members of the Executive Council shall immediately convene those members of the Nominating Committee ( see Article V ) who are available. The Nominating Committee as now constituted shall select nominees for all vacated elective positions in accordance with provisions of Article V of the Bylaws, hereinafter provided. After the nominations are closed, a secret ballot shall be taken and a majority vote shall be required to elect. In the event that a majority vote is not obtained on the first ballot, the name of the individual receiving the least number of votes shall be dropped from the ballot and balloting shall continue in this manner until a majority is obtained. Persons elected under this Section of the Bylaws shall take office immediately.

*Section 7.* The Executive Council shall review the financial status of the Chapter annually for the purpose of establishing the annual dues required for membership in the Chapter. The Executive Council shall maintain true and accurate financial records with full and correct entries made with respect to all financial transactions of the Chapter including all income and expenditures. Annually, the Executive Council shall prepare or approve a report of the financial activity of the Chapter for the preceding year including a statement of support, revenue, and expenses and changes in fund balances, a statement of functional expenses, and balance sheets for all funds.

*Section 8.* The Executive Council shall keep correct and complete books and records of account and shall keep minutes of proceedings of its members and committees, and shall keep a record of the names and addresses of its members entitled to vote. All books and records may be inspected by any member, his agent or attorney, for any purpose at any reasonable time. The Executive Council shall review the program of the Chapter as presented by the President and other members, furnish appropriate guidance on these matters, and approve or reject in accordance with Council procedures.

*Section 9.* Meetings of the Executive Council shall be called at the direction of the President. A request to the President made in writing by three (3) members of the Council shall require a meeting to be called.

*Section 10.* Ordinarily, the meetings of the Executive Council will be open and announced to the membership. However, on occasion, the Council may hold sessions, which are open only by invitation.

*Section 11.* The President will preside over all meetings of the Chapter and may appoint other individuals to assist in the conduct of the meetings. The President shall appoint necessary committees with the approval of the Executive Council and the President automatically becomes an ex-officio member of these committees. The retiring President shall submit an oral report of the State of the Chapter to the membership at the last meeting of the year. The President shall designate two representatives of the Chapter to represent the Chapter at the Chapter Council meetings during the annual meeting of the National Society.

*Section 12.* The President-Elect shall perform duties as delegated by the President.

*Section 13.* The Secretary shall keep a record of all transactions and meetings of the Chapter and the Executive Council. The Secretary shall carry out correspondence of the Chapter, keep an accurate mailing list of the membership, and post all ballots used in election and amending procedures.

*Section 14.* The Treasurer shall be the custodian of all monies of the Chapter, shall receive all monies due the Chapter, and shall pay all authorized bills against the Chapter. The Treasurer shall submit accounts for audit to the Executive Council of the Chapter annually, and shall turn over to their successor all funds and properties of the Chapter. The Treasurer shall submit an annual report summarizing the financial status of the Chapter to the membership at the first meeting of the year. The Treasurer may be bonded in such an amount as shall be determined by the Executive Council and by a company approved by the Executive Council. When bonded, expense of bonding shall be borne by the Chapter.

*Section 15.* No member of the Chapter shall presume to speak for the Chapter on matters of Chapter policy without authorization of the Executive Council. The Executive Council may designate an official spokesperson for the Chapter.

## ARTICLE II - MEMBERSHIP

*Section 1.* Member: Every member of the Health Physics Society shall automatically become a member of the Chapter upon presenting to the Chapter proof of membership in the Society and payment of Chapter dues.

*Section 2.* Supporting Member: The Executive Council of the Chapter shall be responsible for approving applications for supporting membership involving persons who

are not members of the Health Physics Society. An applicant may be any person who is engaged in a field of endeavor related to Health Physics or whose interests in the profession would make them a desirable member of the Chapter. Application for membership in the Chapter by such persons shall be made on a form approved by the Executive Council. Election to membership in the Chapter under the provisions of this section of the Bylaws requires the approval of a majority of the Executive Council, and persons so elected shall be entitled to all privileges of membership in the Chapter except, as hereinafter provided in Article V of the Constitution, the right to become President, President-Elect, Secretary or Treasurer.

*Section 3. Affiliate Members:* Affiliate members are organizations whose interests in the general field of radiation protection are such as to warrant a formal working relationship with the Chapter. There shall be no voting for this membership class. Requirements for the Chapter affiliate membership shall be determined by the Executive Council. Dues for this membership class shall be payable as provided by Section 3 of this Article.

*Section 4. Applications:* Applications for membership shall be submitted to the Secretary on a form approved by the Executive Council. The Secretary shall forward those applications that require Executive Council action to the Executive Council for consideration.

### ARTICLE III - FINANCES

*Section 1.* The Executive Council shall review the financial status of the Chapter annually and establish membership dues.

*Section 2.* All funds shall be paid into the office of the Treasurer where they shall be entered in the books of the Chapter and deposited in a bank approved by the Executive Council.

*Section 3.* All expenditures shall be made in accordance with the approval of the Executive Council.

*Section 4.* The Chapter shall be neither organized nor operated for pecuniary gain or profit. No part of the net earnings of the Chapter shall inure to the benefit of or be distributable to any member, director or officer of the Chapter, or any other private person, except the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes as described in these By-laws or in the Articles of Incorporation.

*Section 5.* Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any 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 corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE IV - COMMITTEES

*Section 1. Temporary Committees:* Temporary committees may be appointed by the President to assist the officers and the Executive Council in the development and administration of the Chapter's programs, projects, and policies. At the end of the Chapter Term, all temporary committees shall be dissolved unless specifically extended.

*Section 2. Standing Committees:* Standing committee members shall be appointed by the President for one Chapter Term; each committee may have one member only, but shall have no more than seven members.

*Section 3.* The standing committees and their functions shall be as follows:

- (a) A Nominating Committee shall work to promote Chapter members to Chapter and National Society offices and make recommendations for award recognition. The Chairperson shall be the most recent Past-President.
- (b) The Affiliate Relations Committee. This committee shall be charged with the responsibility of maintaining close contact between the Chapter and its affiliate members. An affiliate member shall be a member of the Affiliate Relations Committee. This committee shall ensure that the membership is kept fully informed of those items and services provided by the affiliate members.

*Section 4. (Proxy Clause)* Absentee members of Committees, at meetings of the Executive Council and at Chapter meetings, are authorized to be represented in any and all such meetings by proxy. Except as specified in Article I, Section 7 (Catastrophe Clause), the absentee member shall be required to submit a letter of authorization naming the person authorized to act in his stead. The person so named must be a member in good standing of the Chapter, but need not be a member of the same body of the Chapter as that of the absentee member. The absentee member may, or may not, set forth conditions limiting the authority of his proxy. The letter of authorization shall be submitted to the Chairman of the body involved for recognition and certification, after which it shall be turned over to the Secretary of the Chapter to become a matter of record.

#### Article V - Nominating and Voting Procedures

*Section 1. Committee:* A Nomination Committee, consisting of not less than three members, shall be appointed by the President by February 15<sup>th</sup> of each fiscal year. The most recent Past-President shall Chair this Committee, which shall normally be

comprised of the available most recent past presidents. This Committee shall be dissolved after elections are held.

*Section 2. Nomination Slate:* Upon its appointment, this Committee shall select a minimum slate of one candidate for each office to be filled by election and shall notify the membership of this slate and of the provision for additional nominations as described in Section 3 below. Such notification shall take place on or before April 15<sup>th</sup> of each fiscal year.

*Section 3. Additional Nominations:* Additional nominations may be made to this Committee by the membership by March 1<sup>st</sup> of each fiscal year. Such nominations shall be in the form of a petition naming a nominee or nominees for any or all prospective vacancies, said petition bearing the signature of the petitioning member in good standing.

*Section 4. Ballots:* This Committee then shall prepare a ballot listing all eligible candidates submitted in nomination according to the above rules.

*Section 5. Consent of Nominees:* The Chair shall obtain consent from the nominees before their names are placed on the ballot.

*Section 6. Balloting Procedures:* The election of officers will be held in accordance with the following procedures. In addition to those nominated by the Nominating Committee, provisions will be made for write-ins. Balloting will be by secret ballot and tallied by the Secretary or Treasurer, determined by the office not on the ballot. Each member in good standing will be allowed one vote. The Secretary shall mail, by letter or electronic means, to each member in good standing a slate of officers as nominated by the Nominating Committee. Ballots must be returned prior to the last meeting of the Chapter for the fiscal year. Results will be announced at that meeting.

*Section 7. Election:* A plurality of the votes cast shall determine the election of officers. Ties shall be settled by lottery.

## ARTICLE VI - AMENDMENTS

*Section 1.* Amendments to the By-Laws may be proposed in the form of a motion by any member of the Executive Council at Council Meetings, by any Member in good standing at any Regular Meeting of the Chapter, or by any Member in good standing by written means to a member of the Executive Council. Upon approval by the Executive Council on a motion to amend the By-Laws, the President, within thirty (30) days following the motion to amend, shall prepare and submit the proposed amendment in writing to the Membership. Alternately, if a petition to amend the by-laws is signed by twenty percent (20%) of the eligible voting membership and forwarded to the Executive Council, the President, within thirty (30) days receiving the motion to amend, shall prepare and submit the proposed amendment in writing to the Membership. A waiting period of thirty (30) days must elapse following the mailing of the proposed amendment to the Membership before a vote can be taken. The Executive Council is authorized to poll the Membership

on proposed amendments to the By-Laws by means of a ballot, via letter or electronic means, in accordance with Article VI, Sections 6 and 7, or at a meeting of the Chapter. The By-Laws may be amended by majority vote of the Chapter Members voting in the ballot.