

# **RADIOLOGY RESEARCH ALLIANCE**

**May 2018**

## **RULES OF OPERATION**

### **ARTICLE I - Name**

The name of this association shall be the Radiology Research Alliance, hereinafter known as the Alliance or RRA. The RRA shall be a Section of the Association of University Radiologists, hereafter known as AUR.

### **ARTICLE II - Purpose**

The purposes of the organization will be:

- A. To encourage multidisciplinary research.
- B. To help departments establish and improve radiology and radiological sciences research programs.
- C. To stimulate innovative research in radiology and radiological sciences by conducting research symposia at the AUR.
- D. To support members in their professional development.

### **ARTICLE III - Membership**

#### **Section I Membership Requirements and Privileges**

- A. **Full Member**  
All full members of the AUR who are research investigators in radiology departments or research investigators in programs applicable to or related to radiology or the radiological sciences are eligible for full membership in the Alliance. All faculty or equivalent who are international members of the AUR and are research investigators in radiology departments and research investigators in programs applicable to or related to radiology or the radiological sciences Research investigators outside of the United States, Canada, and Puerto Rico may become international members. International members shall pay dues and share all rights and privileges of active members.

- B. Associate Member  
All associate members of the AUR who have responsibilities related to research in radiology or the radiological sciences are eligible for associate membership in the Alliance.
- C. Junior Member  
All junior members of the AUR who are involved in research in the radiology or the radiological sciences are eligible for junior membership in the Alliance. Junior members may attend the annual business meeting but will not be eligible to vote. Junior members may serve on committees.
- D. Emeritus Member  
Radiology or radiological science investigators, when appointed to emeritus status in the AUR, become emeritus members of the Alliance. Emeritus members will retain all of the rights and privileges of their previous membership status, except that they will not pay dues. Emeritus members will continue to hold that honorary status regardless of academic or professional activities.
- E. Student Member  
All medical students in LCME-approved medical schools or graduate students in related fields to radiology and medical physics in the graduate schools of LCME-approved medical schools will be eligible for student membership. Student members may attend the annual business meeting but will not be eligible to vote.

## Section II. Election to Membership

- A. Upon satisfying the requirements for membership in the AUR and having been elected to full, associate, junior, emeritus, or student membership in the AUR, the applicants will become members of the RRA at the designated level.
- B. Junior members will retain their junior status until the conclusion of the residency or fellowship training or the first two years of faculty status, whichever is applicable. At that time, junior members will be eligible for full membership under Article III, Section IA of the AUR Bylaws. Junior membership status will be maintained while the applicant is considered for membership in the RRA at the designated membership level.

## Section III Termination of Membership

Any full, associate, or junior member or student member in the Alliance who relinquishes his or her faculty position or who is no longer a member of the AUR shall be required to inform the Alliance of his or her change in status. When a student member no longer attends his/her medical school or graduate school of the school of medicine, he/she will no longer be eligible for membership in the RRA. Upon a finding by the Alliance that a member no longer satisfies membership requirements, membership shall automatically be terminated.

## **ARTICLE IV - Organization**

The officers of the Alliance will be:

President

President-elect

Secretary

Treasurer

Senior Advisor of the Executive Committee

Five Members-at-Large

## **ARTICLE V - Election and Tenure of Officers**

### **Section I Election of Officers and Succession to the Presidency**

The officers of the Association will be elected by a vote of the majority of the active members present and voting at the annual meeting. The President-elect will automatically succeed to the presidency. The Secretary will automatically become the President-elect. The Treasurer will automatically become the Secretary. A new Treasurer will be elected each year.

### **Section II Term of Office**

The President, President-elect, Secretary, and Treasurer of the Alliance will serve for a term of one year.

The Senior Advisor to the Executive Committee will serve a two-year term with one re-appointment at the discretion of the President.

The Members-at-large will serve for a period of two years, with one reappointment at the discretion of the President.

Only in cases where an officer is unable to fulfill the responsibility of an office will additional officers be elected. Each officer shall hold his or her office until a successor shall be duly elected and shall have qualified, or until his or her death, resignation, or removal from office.

### **Section III Removal from Office**

Any officer elected by the Executive Committee may be removed from office by a two-thirds majority vote of the remaining members of the Executive Committee whenever, in its judgment, the best interests of the Alliance 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 Election to Vacancies and Creation of New Offices**

A vacancy in any office may be filled or new offices created and filled by action of the Executive Committee at any meeting of the Executive Committee. An officer elected to fill a vacancy will serve for the unexpired term of his or her predecessor, and an officer elected to fill a new office will serve until the adjournment of the next annual meeting of the Executive Committee and until his or her successor will have been duly elected and qualified, or until his or her death, resignation, or removal.

## **ARTICLE VI - Duties of Office**

**Section I** It shall be the duty of the President to call and preside at all meetings of the Alliance and to perform all duties customarily incident to the office of President and such other duties as may be prescribed from time to time by the Executive Committee. The President or designate shall be the spokesperson of the Alliance upon public issues within the area of interest of the Alliance. The President or designate will appoint committees and representatives of the Alliance. 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.

**Section II** 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 Program Committee.

**Section III** It shall be the duty of the Secretary to record the proceedings of the meetings and to preserve all books, papers and articles belonging to the Alliance. The Secretary will maintain a current address list of the members of the Alliance, will send out notices of the meetings and will insure that other notices are duly given in accordance with applicable law, the articles of incorporation of the AUR, and the Rules of Operation and Regulations, will report unfinished business of previous meetings as the Alliance may direct.

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

**Section IV** It shall be the duty of the Senior Advisor to serve as the corporate memory of the RRA and to advise the Executive Committee on developments of programs, organizational changes and new developments for the RRA. The Senior Advisor will be a Past-President of the RRA. The Senior Advisor will Chair the Advisory Committee.

**Section V** Members-at-large

It shall be the duty of the Member-at-Large to chair an RRA committee to perform other duties at the discretion of the President of the RRA. The Member-at-Large will serve for a two-year term with re-appointment at the discretion of the President of the RRA.

**ARTICLE VII – Executive Committees and other Committees**

Section I

The Alliance will have the following standing committees whose members will be chosen by the President. Unless otherwise provided by the Executive Committee, the President will appoint the members of a committee. The term for all standing committee appointments is two years with one reappoint possible at the discretion of the President, unless otherwise specified. If a person is appointed or elected to a committee or other position within the Alliance and is unable or unwilling to serve, the President may appoint another general member to serve until the next annual meeting. The Chair of each committee will report to the Executive Committee at the annual meeting and the interim meeting and to the general membership at the annual meeting.

A. Executive Committee

The Executive Committee will consist of the officers and committee chairs. The officers include the President, the President-elect, the Secretary, the Treasurer, the Senior Advisor of the Executive Committee and five Members-at-large and the immediate Past-President. All Committee Chairs will attend the Executive Committee (see Section 1B-H) and such additional members as the President may wish to appoint. The chair of each committee will report to the Executive Committee at the annual meeting and the interim meeting and to the general membership at the annual meeting. The Executive Committee is empowered to conduct the business of the Alliance between and during the annual meeting at the AUR or by conference call, electronic mail, Facsimile, regular mail, or special additional meeting (Article VIII, Section II).

B. Rules Committee

The Rules Committee will prepare amendments to the Rules of Operation or changes to the Rules of Operation and Regulations for presentation to the Executive Committee. Upon approval, they will be presented to the membership at the annual meeting for approval. The President will chair the Rules Committee and will serve as Parliamentarian during the annual business meeting of the Alliance.

C. Membership Committee

The Membership Committee will encourage and facilitate the recruitment of new members. The Chair will serve for a 2-year term with re-appointment at the discretion of the President.

- D. Program Committee  
The Program Committee, chaired by the President-elect will be responsible for the development and implementation of the Annual Meeting Program. The Program Committee may, at its discretion, invite papers for presentation at the annual meeting from anyone, whether a member or not.
- E. Finance Committee  
The chair of the Finance Committee will be the Treasurer. The Account Executive of the Association of University Radiologists (AUR) will be a non-voting, ex-officio member of this committee. The Finance Committee will establish continuity in the supervision and monitoring of all fiscal activities of the Alliance including review of the annual budget as well as the operational budget for each annual meeting. The committee will advise and make recommendations to the officers and the Executive Committee, and, through them, to the membership, in matters concerning the fiscal status of the Alliance.
- F. Nominating Committee  
The chair of the Nominating Committee will be the immediate Past President of the Alliance. The function of this committee is to nominate the candidates for Treasurer and Members-at-Large. The chair of the Nominating Committee will present the Nominees for election at the annual business meeting of the Alliance.
- G. Awards Committee  
Besides the chair, the Awards Committee will consist of the President-elect, the Secretary, Treasurer, the Senior Advisor, and other members of the Alliance appointed by the President. The Awards Committee will determine the nature and the recipients of any and all awards and honors established in the name of the Alliance.
- H. Liaison Committee  
The Liaison Committee will consist of representatives of the radiological and radiological science societies, radiology subspecialty societies and international representatives. The purpose of the Committee will be to discuss and coordinate research programs among different groups of the radiological and radiological science academic community. The Chair will serve for a 2-year term with re-appointment at the discretion of the President of the RRA.
- H. Corporate Support Committee  
The Corporate Support Committee will work with the AUR Development Committee to solicit financial support on behalf of the Alliance to help support the scientific sessions at the annual meeting or other scientific endeavors as voted upon by the Executive Committee. The Chair will serve for a 2-year term with re-appointment at the discretion of the President of the RRA.
- I. Advisory Committee  
The Advisory Committee will help advise on all scientific activities as determined by the Executive Committee. The Chair will be the Senior Advisor to the Executive Committee and serve for a 2-year term with re-appointment at the discretion of the President of the RRA.

J. Ad Hoc Committees

The President may appoint such ad hoc committees as are necessary to conduct the business of the Alliance. Ad hoc committees will serve until the next

### **ARTICLE VIII - Annual Meeting of Members**

Section I There will be at least one meeting of the membership each year in conjunction with the meeting of the AUR. All members will be notified of the date and place of the annual meeting at least two months in advance. The Executive Committee may provide by resolution at the annual meeting or by electronic mail vote the time and place for the holding of additional regular meetings.

Section II Special Meetings

Special meetings of the Alliance may be called at the discretion of the Executive Committee at a time and place to be designated by the President. Notice of a special meeting, together with a statement of the business to be transacted at such a meeting, shall be sent to each voting member of the Alliance no fewer than 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 IX - Amendments**

Section I The Rules of Operation and Regulations of the RRA may be altered and amended or repealed and new rules of operation and regulations may be adopted by a majority vote of those active RRA members in good standing present in person or represented by proxy at a meeting at which a quorum is present or may be adopted by a majority vote of RRA members in good standing by electronic mail when changes are needed between meetings.

Section II For purpose of Article IX (Amendments), a quorum for conducting business at the annual meeting and for the election of officers shall be determined as the RRA members present at the appointed time and place of the meeting.

### **ARTICLE X - Dues**

The annual dues for the Alliance shall be such as the Executive Committee may fix. All members of the Alliance must be active members of the AUR. Annual dues will be charged and will be payable with AUR dues by July first of each year. They shall be considered past due three months after due date and the benefits of membership shall be suspended. The suspended member will be reinstated as a member in the same membership category before suspension upon payment of dues in arrears.

## **ARTICLE XI - Contracts, Checks, Deposits and Gifts**

- Section I      **Contracts**  
The Executive Committee may authorize any officer or officers or agent or agents of Alliance, in addition to the officers so authorized by the Rules of Operation and Regulations, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Alliance, 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 Alliance shall be signed by such officer or officers or agent or agents of the Alliance in such manner as shall from time to time be determined by resolution of the Executive Committee. In the absence of such determination by the Executive Committee, such instruments shall be signed by the treasurer and countersigned by the President or President-elect of the Alliance.
- Section III    **Deposits**  
All funds of the Alliance shall be deposited from time to time to the credit of the Alliance in such banks, trust companies, or other depositories as the Executive Committee may select.
- Section IV     **Gifts**  
Any officer or the President may accept on behalf of the Alliance any unrestricted or unconditional contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Alliance. Only the Executive Committee, on behalf of the Alliance, may accept any restricted or conditional contribution, gift, bequest, or devise.



## RADIOLOGY RESEARCH ALLIANCE

### REGULATIONS

1

The latest edition of parliamentary laws of *Sturgis Standard Code of Parliamentary Procedure* governing deliberative bodies will govern the meetings of the Alliance.

2

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

3

The annual dues will be recommended by the Executive Committee and approved by the membership at the annual meeting.. For new full members and associate members, subscriptions to the official journal of the AUR, *Academic Radiology*, will begin within 6-8 weeks after the election to membership. Emeritus members are relieved of paying dues but will not receive the official journal of the AUR. Emeritus members may elect to subscribe to *Academic Radiology* at the member subscription rate. The Alliance dues will be waived for junior members in ACGME-approved residency or fellowship programs or assistant professor in the first two years of faculty status and waived for medical or graduate student members in LCME-approved medical school programs

4

The Alliance is a section of the AUR that is incorporated as a non-profit, tax-exempt organization under Section 501 (c) (6) of the Internal Revenue Code. Notwithstanding the foregoing or any other provision of the Articles of Incorporation of the AUR, the corporation of the AUR including its Section, the Alliance, 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. As defined in the Regulations of the AUR Bylaws, AUR will have and exercise all other powers and authority now or hereafter also conferred upon non-profit, tax-exempt organization under the laws of the state of Illinois. No substantial part of the activities of the AUR shall be the carrying on or propaganda, or otherwise attempting, to influence legislation, and the Alliance shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

5

To the full extent specifically authorized by, and in accordance with the procedure prescribed in, Section 108.75 of the Illinois General Not-for-Profit Corporation Act (or the corresponding provisions of any future statute applicable to corporations organized under that Act), the corporation of the AUR including its Section, the Alliance shall indemnify any and all of its members of the Board of Directors of the AUR and the Executive Committee of the Alliance, officers, committee members, employees, agents and other authorized representatives for expenses and other amounts paid in connection with legal proceedings (whether threatened, pending or completed) in which any such persons become involved by reason of their serving in any such capacity for the corporation.

In the event of the dissolution of the corporation of the AUR, the Board of Directors of the AUR shall, after paying or making provision for the payment of all of the liabilities of the AUR distribute all of the assets remaining exclusively for the purposes of the Alliance in such manner, or to one or more organizations organized and operated for one or more of the purposes contained in the Articles of Incorporation of the AUR 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 or corresponding provisions of any future United States Internal Revenue law, as the Board of Directors shall determine. Any of 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 AUR is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are operated exclusively for such purposes.

Upon specific authorization by the Board of Directors, the AUR may purchase and maintain insurance on behalf of any or all officers, committee members, employees, agents, or other authorized representatives of the AUR 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 AUR would have the power to indemnify them against such liability under the provisions of Section 5 of these Bylaws of the AUR.

**Approved by Membership May, 2018**