

BYLAWS AND SOCIETY REGULATIONS
American Society for Clinical Laboratory Science - Mississippi

July 1, 1986
Amended April 3, 1987
Amended April 20, 1990
Amended February 25, 1997
Amended June 12, 2007
Amended May 29, 2018
Amended January 7, 2022

BYLAWS

ARTICLE I - Name and Purpose

- A. The name of this corporation is the American Society for Clinical Laboratory Science - Mississippi, hereinafter referred to as the Society or ASCLS-MS.
- B. This Society is an affiliate of the American Society for Clinical Laboratory Science, hereinafter referred to as ASCLS.
- C. The purposes of this Society are stated in the Articles of Incorporation. The principles and goals of this Society to fulfill these purposes are defined in the Society Regulations.

ARTICLE II - Code of Ethics

Being fully cognizant of my responsibilities in the practice of Clinical Laboratory Science, I affirm my willingness to discharge my duties with accuracy, thoughtfulness, and care. Realizing that the knowledge obtained concerning patients in the course of my work must be treated as confidential, I hold inviolate the confidence placed in me by patients and physicians. Recognizing that my integrity and that of my profession must be pledged to the absolute reliability of my work, I will conduct myself at all times in a manner appropriate to the dignity of my profession.

ARTICLE III – Membership

- A. The membership of this Society shall consist of the following classes: Professional, Community, Ascending Professional, Emeritus, and Developing Professional.
- B. The applicant shall be considered only for membership in the class appropriate to the maximum qualifications he possesses. An exception will be made for a professional member who requests developing professional membership while enrolled full time in a graduate program. Procedures for membership application are defined in the Society Regulations.
- C. The qualifications for membership shall be:
 - 1. As defined in the ASCLS Bylaws and Guidelines for each class of membership.

ARTICLE III BYLAWS continued

- D.
 - 1. Professional, Ascending Professional, and Emeritus members are entitled to vote, hold office, and serve on any board or committee of this Society.
 - 2. Formerly Professional members enrolled as full time graduate students and holding developing professional membership will not forfeit continuity of Professional membership privileges upon resuming professional membership.
 - 3. Community members are entitled to all the rights, benefits, and privileges of this Society with the exception of holding an elected position and serving as a voting member of the General Assembly.
 - 4. All other rights, benefits, and privileges of this Society shall be extended to all members.
 - 5. Any member of this Society may serve as consultant or advisor to any committee when requested by the chairman.
- E. Professional, Community, Ascending Professional, Emeritus, and Developing Professional members of this Society must also belong, in each appropriate classification, to ASCLS.
- F. A member may be expelled for conduct detrimental to this Society. Procedure shall be prescribed in the Society Regulations.
- G. Reinstatement of an expelled member shall be according to protocol established in codes and policies of ASCLS.

ARTICLE IV – Dues

- A. Annual dues for membership in this Society shall be based on the class of membership for which the applicant is eligible. The amount due for each class shall be defined in the Society Regulations.
- B. Professional, Community, Ascending Professional, Emeritus, and Developing Professional members shall remit the dues of this Society and of ASCLS to the Executive Office of ASCLS. Procedure shall be defined by the Society Regulations.
- C.
 - 1. Annual dues are due and payable August 1 of each year.
 - 2. Membership shall be renewed in the same category provided that the member has not in the interim become eligible for a different class of membership.
- D. A member who fails to pay annual dues to this Society on August 1 shall be considered delinquent.

ARTICLE V – Meetings

- A. There shall be at least one annual meeting of this Society which shall include the General Assembly and a meeting of the Board of Directors, together with meetings of councils, committees or other bodies of this Society, as may be necessary or appropriate.
- B. The time and place of the annual meeting shall be determined by the Board of Directors.
- C. The Board of Directors or the president may authorize interim meetings of the Board of Directors, councils, committees or other bodies of this Society, as the best interests or conduct of affairs of the society may render necessary or appropriate.

ARTICLE VI - General Assembly

- A. The General Assembly is the ruling body of this Society, and action taken by the Assembly shall be binding. The General Assembly shall establish the Society Regulations. The General Assembly, in delegating powers, shall define those areas for which authority is granted.
- B. Only Professional, Ascending Professional, and Emeritus members of this Society shall be eligible to serve as voting members in the General Assembly. Each member shall have been duly certified by the Credentials Committee before taking his seat.
- C. A quorum for all meetings of this Society shall be the number of Professional, Ascending Professional, and Emeritus members present.

ARTICLE VII – Officers

- A. The officers of this Society shall be the president, president-elect, past-president, secretary, and treasurer. The duties of the officers shall be defined in the Society Regulations.
- B. A Professional, Ascending Professional, and Emeritus member of this Society shall be eligible to hold office provided he has been a professional or emeritus member for at least two years at the time of his election, with one year professional or emeritus membership in ASCLS-MS immediately prior to election.
- C. Officers of this Society shall be elected by the General Assembly at the annual meeting of this Society following procedures defined in the Society Regulations.
- D. The term of office for each officer of this Society shall be defined in the Society Regulations.
- E. A vacancy occurring in any office of this Society shall be filled in the manner defined in

the Society Regulations.

ARTICLE VIII - Board of Directors

- A. The Board of Directors shall represent this Society when the General Assembly is not in session.
- B. The Board of Directors shall consist of the president, president-elect, the secretary, the treasurer, the immediate past-president of this Society, the president of the Developing Professional Forum, first year Ascending Professional and nine additional elected members of this Society.
 - 1. A Professional, Ascending Professional, or Emeritus member of this Society shall be eligible for election to the Board of Directors provided he has been a professional or emeritus member for at least two years prior to the time of election, with one year professional or emeritus membership in ASCLS-MS immediately prior to election.
 - 2. The first year Ascending professional must have been a student member in good standing prior to the time of appointment. The first year Ascending professional will serve a one year term in this appointed position.
 - 3. The term of office and duties of the elected directors shall be defined in the Society Regulations.
 - 4. A vacancy occurring among the elected directors or in the position of immediate Past president shall be filled in the manner defined in the Society Regulations.
- C. Any Officer or Board Member may be removed from office for conduct detrimental to the Society and its business. The procedure shall be prescribed in the Society Regulations.
- D. The chairman or his alternate and 60% of the voting members of the Board of Directors shall constitute a quorum. Proxies (or designees) not to exceed four in number, may be appointed by the President (or their designee) from the Professional, Ascending Professional, and Emeritus members in attendance at interim meetings of the Board.

ARTICLE IX - Official Representation

- A. This Society shall be represented on the appropriate bodies of ASCLS as specified in the Bylaws and Society Regulations of that society.
- B. Representation, method of selection, and financial assistance shall be defined in the Society Regulations.

ARTICLE X – Committees

- A. Elected Committees:
 - 1. The Nominations Committee shall be the only elected committee of this Society. Qualifications for membership, methods of election, and duties of this committee shall be defined in the Society Regulations.

- B. Appointed Committees:
1. There shall be the following standing committees: Education, Membership Development, Professional and Economic Affairs, Leadership, and Government Liaison. Qualifications for membership, method of appointment, and duties of the standing committees shall be defined in the Society Regulations.
 2. There shall be the following administrative committees: Annual Meeting, Awards, Bylaws, Finance, and Assembly Affairs (the Credentials Committee, the Minutes Committee, and the Elections Committee). Qualifications for membership, methods of appointment, and duties of the administrative committees shall be defined in the Society Regulations.
 3. Chairmen of appointed committees shall delineate sub-committees or appoint advisors and consultants to carry out specific activities of appointed committees.
 4. Each of the appointed committees shall work with the appropriate agency of ASCLS.
- C. Ad Hoc Committees may be appointed on the authority given the president by the General Assembly or the Board of Directors.

ARTICLE XI – Publications

The official publication of this Society shall be state society run electronic media and shall be available to each member of the Society.

ARTICLE XII – Location

The official domicile of this corporation shall be in Jackson, Mississippi, as provided in the Articles of Incorporation.

ARTICLE XIII - Fiscal Year

The fiscal year shall be defined in the Society Regulations.

ARTICLE XIV - Parliamentary Authority

Robert's Rules of Order, (latest edition) shall govern the business proceedings of this Society except when otherwise specified in these Bylaws.

ARTICLE XV – Amendments

- A. Modification of the Society Regulations may be made in accordance with procedures defined in the Society Regulations.
- B. The Bylaws of this Society may be amended as follows:
A proposed amendment to these Bylaws may be submitted by a group composed of no less
1. than three Professional members of this Society. No less than four months in advance

- of the next annual meeting, four (4) copies, in context, of each proposed amendment shall be submitted to the Chairman of the ASCLS-MS Bylaws Committee.
2. The Bylaws Committee of this Society shall submit four (4) copies of proposed amendments, in context, to the Bylaws Committee of ASCLS at least 60 days before adoption is desired.
 3. The Bylaws Committee shall submit amendments, in context, to the members of the Society no less than thirty days prior to the next annual meeting of the Society. At this meeting the proposed amendments shall be presented to the General Assembly for consideration.
 4. Adoption of amendments to the Bylaws shall require a two-thirds vote of the credentialed members present at the General Assembly at the time of the vote as certified by the Credentials Committee.
- C. Within thirty days after adoption of an amendment to the Bylaws or the Society Regulations, the secretary shall send a report of such adoption to the editor-in-chief of the *state society run electronic media* for publication.
- D. An order to present a complete revision of these Bylaws and Society Regulations to the General Assembly at the next ensuing annual meeting shall require a two-thirds vote of the accredited members present at the General Assembly at the time of the vote as certified by the Credentials committee.
- E. The Bylaws Committee of this Society shall have the responsibility and authority to amend the Bylaws and Society Regulations of this Society without adhering to all the provisions of Section B of this Article when such changes are necessary to maintain conformity with the Bylaws and Society Guidelines of the American Society for Clinical Laboratory Science. Such amendments and modifications must have the approval of the Board of Directors of this Society and of the Bylaws Committee of ASCLS prior to their enactment.

ARTICLE XVI – Dissolution

- A. In the event of the dissolution of the American Society for Clinical Laboratory Science - Mississippi, 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 an Executor(s), named by the Board of Directors at the time of dissolution, for the time as required by state law. If a constituent society of ASCLS is not reorganized in the State of Mississippi by the end of said period, these funds are to be conveyed in equal portions to departments of institutions, within the State of Mississippi, granting a degree with a major in Clinical Laboratory Science/Medical Technology and/or programs which are affiliated with such institutions.

SOCIETY REGULATIONS

ARTICLE I - Name and Purpose

- A. Name:
American Society for Clinical Laboratory Science – Mississippi
- B. Affiliation
American Society for Clinical Laboratory Science
- C. Principles and goals of the Society:
1. The principles of the Society are:
Clinical Laboratory Science is the application of physical, chemical, and biological principles to the performance of laboratory procedures. Clinical Laboratory Science encompasses research, development, teaching, supervision, and performance of these procedures and services. Clinical Laboratory Science is an independent profession which participates in and contributes to health services. The Society feels a deep obligation to improve the status of clinical laboratory science as a profession, to serve as a standard-bearer of increasing educational requirements, to provide the opportunity for continuing education, and to participate in programs which evaluate and monitor the technical proficiency of the practitioners of Clinical Laboratory Science. The Society provides a forum available to all practitioners subscribing to the Code of Ethics of the ASCLS. The Society concurs with the Code of Ethics of the American Medical Association.
 2. The goals of the Society are:
To assure patients and their physicians as well as those persons concerned with health and research the highest quality laboratory service which modern science affords;
To expand and improve its services;
To encourage intelligent and capable individuals to enter the educational path which leads to service in this profession;
To establish and maintain high standards for the profession and for the services performed by its practitioners;
To provide a forum for discussion of matters pertaining to the profession of clinical laboratory science and for action thereon;
To promote programs of continuing education, research, and development;
To represent the profession of clinical laboratory science, to safeguard its standards, and to protect the professional interests of its members;
To evaluate constantly the role and function of clinical laboratory science;
To interest candidates in choosing clinical laboratory science as a career and to assist them in their evaluation of the requirements, opportunities, and activities of the profession of clinical laboratory science;
To encourage devotion to professional service and to our country, respect for our fellowman, the rule of the majority, the needs of the minority, and the will of God.

ARTICLE II - Code of Ethics

As an affiliate of the American Society for Clinical Laboratory Science the society shall adhere to the following Code of Ethics:

Preamble

The Code of Ethics of the American Society for Clinical Laboratory Science (ASCLS) sets forth the principles and standards by which clinical laboratory professionals practice their profession.

I. Duty to the Patient

Clinical laboratory professionals are accountable for the quality and integrity of the laboratory services they provide. This obligation includes maintaining individual competence in judgement and performance and striving to safeguard the patient from incompetent or illegal practice by others.

Clinical laboratory professionals maintain high standards of practice. They exercise sound judgment in establishing, performing and evaluating laboratory testing.

Clinical laboratory professionals maintain strict confidentiality of patient information and test results. They safeguard the dignity and privacy of patients and provide accurate information to other health care professionals about the services they provide.

II. Duty to Colleagues and the Profession

Clinical laboratory professionals uphold and maintain the dignity and respect of our profession and strive to maintain a reputation of honesty, integrity and reliability. They contribute to the advancement of the profession by improving the body of knowledge, adopting scientific advances that benefit the patient, maintaining high standards of practice and education, and seeking fair socioeconomic working conditions for members of the profession.

Clinical laboratory professionals actively strive to establish cooperative and respectful working relationships with other health care professionals with the primary objective of ensuring a high standard of care for the patients they serve.

III. Duty to Society

As practitioners of an autonomous profession, clinical laboratory professionals have the responsibility to contribute from their sphere of professional competence to the general well being of the community.

Clinical laboratory professionals comply with relevant laws and regulations pertaining to the practice of clinical laboratory science and actively seek, within the dictates of their consciences, to change those which do not meet the high standards of care and practice to which the profession is committed.

Pledge to the Profession

As a clinical laboratory professional, I strive to:

Maintain and promote standards of excellence
in performing and advancing the art and science
of my profession

Preserve the dignity and privacy of others
Uphold and maintain the dignity and respect of
our profession

Seek to establish cooperative and respectful
working relationships with other health
professionals

Contribute to the general well being of the community.
I will actively demonstrate my commitment to these
responsibilities throughout my professional life.

ARTICLE III – Membership

A. Classes of Membership

B. Application for membership:

1. Individuals seeking membership in this Society shall furnish information defining their qualifications on application forms outlining the prerequisites for all classes. A graduate program shall be defined as any course of study subsequent to the receipt by the individual of an initial degree or certificate relevant to this profession, Applications shall be sent directly to the Executive Office of ASCLS.
2. Equivocal applications shall be referred by the Executive Office to the Membership Chairman of this Society or to the Membership Development Committee of ASCLS. If disagreement ensues, the Judicial Committee of ASCLS shall rule on the application.

C. Qualification for membership:

1. Shall be as defined in the ASCLS Bylaws and Guidelines for each class of membership.

ARTICLE III SOCIETY REGULATIONS continued

- 2. Honorary member:
Recommendation for honorary membership may be made by any member of the Board of Directors. The Board shall act upon the recommendation before presenting it to the membership in annual session for its approval. Election to honorary membership shall require a majority vote in the General Assembly. Honorary membership in this section refers only to such membership in this Society.

- D. Privileges of membership:
The qualifications for voting, holding office, and serving on any board or committee are defined in the appropriate sections of the Bylaws and Society Regulations.

- E. Concurrent membership

- F. Expulsion from membership:
Expulsion from membership shall be initiated when three professional members of this Society shall file with the Board of Directors formal and particular charges against a particular member of this Society. If such charges apply to a member of the Board of Directors, said person shall absent himself from such meetings of the Board until he is called to answer the charges filed. After all investigations have been completed, a full report of the matter, along with the recommendation of the Board for exoneration or expulsion shall be filed with the Judicial Committee of ASCLS, and further action shall be withheld pending its concurrence. Expulsion proceedings shall suspend an officer or chairman from discharge of his duties, and his function shall be filled in the interim in a manner consistent with the provisions of the Bylaws and Society Regulations.

ARTICLE IV – Dues

- A. Annual dues for membership in this Society are based on the following schedule in addition to the required ASCLS dues for each classification:

Professional	\$10.00	Ascending Professional	\$10.00
Community	\$0.00	Emeritus	\$ 0.00
Developing Prof	\$5.00	Honorary	\$ 0.00

- B. Remittal of dues:
 - 1. The total dues listed above shall be remitted to the Executive Office of ASCLS.
 - 2. The Executive Office shall remit monthly to the Treasurer of this Society the appropriate amount.

- C. 1. Change of membership class may be made as defined in the ASCLS Guidelines.

A member delinquent for more than 60 days following August 1, shall forfeit all membership privileges. Upon payment of dues at any time within that period, the individual’s membership shall be renewed and the membership considered continuous.

ARTICLE V – Meetings

- A. Annual Meeting
- B. Time and Place of annual meeting:
 - 1. Three months prior to the next annual meeting, invitations to a future annual meeting shall be submitted to the Board of Directors of this Society for review and study of facilities and dates. Acceptable choices shall then be submitted to the General Assembly for its consideration and decision.
 - 2. The Board of Directors may, in an emergency, authorize a change in the time or place of the next annual meeting.
- C. Other meetings:

Additional meetings of the General Assembly may be called only by a two-thirds affirmative vote of the Board of Directors.

ARTICLE VI - General Assembly

- A. Powers of the General Assembly
- B. Certification:
 - 1. The chairman of the Credentials Committee and the chairman of the Membership Committee shall define procedures and transmit instructions necessary to constitute official lists of members eligible to participate in the General Assembly.
 - 2. Any member of this Society is eligible to attend the meetings of the General Assembly. The privilege of the floor shall be granted to a non-voting member by consent of the Assembly.
 - 3. The privilege of being seated in the General Assembly and speaking on matters of concern shall be granted to two representatives of the affiliated student section.
- C. Quorum

ARTICLE VII – Officers

- A. Duties of the Officers:
 - 1. The president shall be the chief executive of this Society. He, or his designee, shall preside at all meetings of the Board of Directors and the General Assembly. He shall be an ex officio member of all committees except the elected committees. He shall appoint all appointed committees and, with the approval of the Board of Directors, such ad hoc committees as are needed. He shall serve on the President’s Council and the Regional Council of ASCLS.
 - 2. The president-elect shall, during his term of office, familiarize himself with the duties of the office of president. In the event of a vacancy in the office of president, the president-elect shall become president. He shall serve on the President’s Council and the Regional Council of ASCLS.

3. The secretary shall act as secretary at all meetings of the Board of Directors and the General Assembly. He shall keep in permanent form a record of all minutes taken at all meetings at which he serves. He shall conduct such correspondence as shall be authorized by the Board of Directors and the General Assembly or as requested by the president.
 - a. Within thirty days after the close of the meetings of the Board of Directors and the General Assembly, he shall send a copy of the minutes to each member of the Board of Directors.
 - b. Assisted by the Minutes Committee, the secretary shall prepare an abstract of the minutes to be published and distributed to the membership.
 4. The treasurer shall assure the receipt and expenditure of funds in accordance with directives established by the Board of Directors. He shall be under such bond as established by the Board of Directors. He shall serve as an ex officio member of the Finance Committee during his term of office.
 - a. He shall submit to the General Assembly a statement of all receipts and expenditures for the current year.
 - b. Within thirty days of the expiration of each fiscal year, he shall meet with the Finance Committee for the purpose of auditing the books for that year.
 - c. At the end of this term of office, there shall be a terminal audit before the incoming treasurer assumes the responsibility of the office.
 - d. An outside audit may be ordered by a majority vote of the Board of Directors at the request of any member of the Finance Committee.
- B. Eligibility for office:
Professional or emeritus membership may be based on membership in this Society or in any of its allied constituent societies.
- C. Elections:
1. An official list of candidates and their qualification shall be sent to each member of this Society at least thirty days prior to the General Assembly.
 2. Nominations may be made from the floor. The written permission and qualifications of all persons nominated from the floor shall be presented to the General Assembly at the time such nominations are made.
 3. The election of officers and delegates to the annual convention of ASCLS shall be conducted by the Elections Committee.
 4. Election shall be by ballot and a majority of the votes cast shall elect.
 5. In the event that there is only one candidate for a position, election may be by voice.
 6. If no candidate for office receives a majority of votes on the first ballot, the candidate with the lowest number of votes shall be eliminated and balloting shall continue until a candidate receives a majority of the votes cast.
 7. In the event of a tie, the election shall be determined by lot.

- D. Term of office:
1. The term of office for the president of this Society shall be two years.
 2. The president-elect shall be elected for a term of two years. Except in the event of a vacancy in the office of president, he shall serve for two years and shall automatically succeed to the office of president.
 3. The secretary and the treasurer each shall be elected for a term of three years. They shall not serve in these offices for more than two consecutive full terms or until a successor has been elected and installed in office.
 4. The term of office of any officer elected at an annual meeting shall begin on July 1 following his election.
- E. Filling of vacancies:
1. A vacancy in the office of president shall be filled by the president-elect for the remainder of the unexpired term. The office of president-elect shall remain vacant until the next annual meeting when the General Assembly shall elect a president-elect for a term of one year.
 2. A vacancy in the office of the president-elect, except when he has succeeded to the office of president to fill a vacancy, shall remain vacant until the next annual meeting at which time the General Assembly shall elect both a president and the president elect.
 3. In the event of the simultaneous removal during the terms of office of both the president and the president-elect, the immediate past-president shall become the president of this Society for the remainder of the unexpired term of the president. The office of president-elect shall remain vacant until the next annual meeting when the General Assembly shall elect both a president and a president-elect.
 4. A vacancy in the office either of secretary or treasurer shall be filled by the Board of Directors who shall elect the replacement by majority vote to serve until the next annual meeting. In the selection of a member to fill a vacancy, the Board shall first consider the candidates for that office in the preceding election. At the next annual meeting, the General Assembly shall fill the unexpired term of the office by election.

ARTICLE VIII - Board of Directors

- A. The yearly business of this Society is the responsibility of the Board of Directors. The primary function of the Board lies in the handling of emergency business which cannot be deferred until the next meeting of the General Assembly, the preparations of an agenda for the General Assembly and liaison with the various committees to ensure smooth functioning throughout the year.
1. The chairman of the Board may designate time and place of Board meetings as needed. Board meetings shall be held at least four times annually, with the Leadership Conference being designated as one of these meetings. There shall be a minimum of fourteen days notice in regard to such meetings except in emergency situations.

2. A member of the Board may be appointed by the president to serve as liaison member to one or more appointed committees as appropriate or necessary for consultation and communication.
 3. The chairman of any committee may be invited to attend any meeting of the Board and may, with the permission of the Board, be allowed the privilege of speaking and making recommendations to the Board, but they will not have the power to vote in decisions made by the Board.
- B. The president of this Society shall serve as chairman of the Board and the secretary shall serve as secretary of the Board. In the absence of the president, the president-elect shall assume the chairmanship.
1. Professional or emeritus membership may be based on membership in this Society or in any of its allied constituent societies.
 2. The term of office of a member elected to the Board at an annual meeting shall begin on the succeeding July 1. The term of office shall be three years. An elected member of the Board shall serve no more than six years or two consecutive full terms as elected member. The responsibilities of the elected director include close liaison with the committees under his jurisdiction, the members of this Society and the Board of Directors of this Society.
 3.
 - a. In the event of a vacancy among the elected members to the Board, the president of this Society shall appoint a successor to serve until the next annual meeting, giving priority consideration to candidates for that office in the preceding election. At the next annual meeting, the unexpired term shall be filled by election by the General Assembly.
 - b. In the event of a vacancy in the position of immediate past-president on the Board of Directors, the president shall appoint the past president who served immediately prior to the current year to fill the unexpired term.
- C. Disciplinary Procedures:
1. Removal from elected office shall be initiated when three (3) professional members of this Society shall file with the Board of Directors formal and particular charges against a particular Officer or Board member. The Chairman of the Board upon receipt of the charges shall notify the member in question of the particulars within seven (7) days. Disciplinary proceedings shall suspend an officer or chairman from discharge of his duties, and his function shall be filled in the interim in a manner determined by the Board of Directors. No more than one (1) Officer/Board Member shall be suspended under these regulations at any one time. If charges are brought against more than one elected member, the first member charged must be acted upon before proceedings can begin on the next.
 2. The Chairman of the Board shall immediately appoint an Ad Hoc committee of three (3) members, which must be approved by the Board of Directors, to investigate the charges filed. This committee will be charged to investigate all charges within thirty (30) days of the complaint being filed. The committee will report to the Board of

Directors their findings along with their recommendation for exoneration or removal from office.

3. The member in question will have the right to respond to the charges within twenty (20) days of notification.
4. Upon receiving the committee's report and the member's response, the Board of Directors must make a decision for removal or exoneration within fifteen (15) days. The decision to remove requires a 3/4 majority of the Board of Directors. If the Board votes for removal from office, said member has the right of appeal to the General Assembly.
5. After the decision of the Board of Directors, the member's continuance or vacancy in office shall be in a manner consistent with the Bylaws and Society Regulations of this Society.

D. Quorum

ARTICLE IX - Official Representation

- A. 1. This Society shall be included in Region III of the Regional Council of ASCLS.
 - a. The president and president-elect shall serve on the Regional Council and, as ex officio members, all such persons resident in the state who serve ASCLS in an elected or appointed capacity.
2. At the first House of Delegates meeting of ASCLS the president and president-elect who held such office on January 1 of the current year shall serve as representatives of this Society.
3. At the Annual Assembly of the Presidents' Council the president and president-elect who held such office before July 1 of the current year and the president -elect who took office on July 1 shall serve as representatives of this Society.
4. At the Annual Session of the House of Delegates, this Society shall be represented by the president and president-elect, by the number of delegates allowable on the basis of one per fifty members and by one developing professional delegate.
5. Election of delegates and alternates shall be by ballot at the General Assembly of this Society. Developing professional delegates may be nominated by the Developing Professional Forum, by affiliated student branch societies, by program directors of Programs of Clinical Laboratory Science OR by a professional member.
6. In the event of a vacancy having occurred in the office of president or president-elect, his constitutionally defined successor (or alternate) shall serve as the official representative. Additional delegates may be appointed when necessary by the president (or his alternate).
7. The Finance Committee shall include within the annual budget of this Society appropriate funds to assist in the expense of official representation.

ARTICLE X - Committees

A. Elected Committees:

1. Nominations Committee:

- a. The Nominations Committee shall consist of four professional or emeritus members of this Society. When feasible, each committee member shall represent a different geographic area of this state. No elected representative of this Society shall be a member of the Nominations Committee.
- b. Members of the Nominations Committee shall be elected at the annual meeting of this Society by the General Assembly.
 - 1) Two members shall be elected annually from those areas where the post falls vacant as a result of expiration of term. Candidates for election to this committee shall be selected in the following manner:
 - a) Nominations may be made to the Nominations committee by individual members of the society.
 - b) Candidates will be presented by the Nominations committee of the Society.
 - 2) The candidate receiving the greatest number of votes cast in a particular slate shall be elected as the Nominations Committee member. A tie shall be resolved by lot.
- c. The term of service of a member of the committee shall be two years; a member may serve for two consecutive full terms. The chairman shall succeed to the chair from the position of vice-chairman. Within two weeks after the succession of a chairman, the committee shall elect a vice-chairman from the members who are beginning their two-year terms.
- d. When a vacancy occurs on the committee, the president of this Society, with the approval of the Board of Directors, shall appoint a qualified person to serve until the next annual meeting when an individual shall be elected to serve the unexpired term. The president shall give first consideration to the candidates on the most recent slate from that area.
- e. Duties of the committee shall include:
 - 1) Provision for publication to the membership of this Society no less than six months in advance of the next annual meeting a list of all elected person whose terms expire on July 1 subsequent to that meeting;
 - 2) Initiation of direct contact with qualified persons to be nominees, in the event of an insufficient number of nominations to complete the slate;
 - 3) Verification that nominees possess those qualifications prescribed by the Bylaws or Society Regulations for a specific elected position and that such nominees agree to candidacy;
 - 4) Distribution of the slate, together with the qualifications of such nominees, no less than 30 days before the date of the next annual meeting;
 - 5) Verification of the qualifications of nominees from the floor during the General Assembly. Presentation of these qualifications is the responsibility of the nominator, not the committee.

B. Appointed Committees:

1. Standing Committees:

Each committee shall consist of three professional, ascending professional or emeritus members appointed by the president, one member annually, each member to serve a three-year term, the chairman being appointed by the President.

- a. Areas of activity of the Education Committee include scholarship and loan programs, seminar and continuing education planning, publication of available audio-visual and other teaching aids, and any other activities which serve to enhance educational advancement.
- b. Areas of activity of the Government Liaison Committee include the dissemination of information about state and local legislation, federal legislation, civil service and armed forces.
- c. Areas of activity of the Membership Development Committee include recruitment of new members, retention of present members, and reactivation of lapsed members.
- d. Areas of activity of the Professional and Economic Affairs committee include public image, membership services, communications media, student recruitment, professional reactivation, personnel development, and employment security.

2. Administrative Committees:

- a. With the exception of the Assembly Affairs Committee, each committee shall consist of three professional, ascending professional or emeritus members appointed by the president, one member annually, each member to serve a threeyear term, the chairman being appointed by the president.
 - 1) The Awards Committee shall be responsible for developing a comprehensive Awards program within this Society and for encouraging the participation of members in such programs and in the presentation of papers at meetings or in the state society run electronic media. Reports.
 - 2) The Bylaws Committee shall function to examine and consider proposed changes in the constitutional codes of this Society. When proposals of similar or related intent or content have been submitted, this committee may consolidate or restructure the proposals into an appropriate form, preserving the intent of the proposals as submitted. This committee shall be responsible for incorporating into the Bylaws and Society Regulations of this Society such changes as are necessary to maintain them in conformity with the Bylaws and Society Guidelines of the American Society for Clinical Laboratory Science as provided in Article XVI, Section E of these Bylaws. This committee shall perform such additional duties as are defined or are implied in these Bylaws and Society Regulations.
 - 3) The Annual Meeting Committee shall be responsible for planning and staging the annual meeting of this Society. It shall work closely with the

other Committees of this Society, particularly with Education, Finance and Assembly Affairs.

- 4) The Finance Committee shall prepare the annual budget for this Society. It shall, by a majority vote, approve budget changes or financial support of special projects. It shall perform its duties in close liaison with the Treasurer and the Board of Directors of this Society. It shall be responsible for auditing the accounts of this Society within 30 days of the expiration of each fiscal year.
- b. The chairman of the Assembly Affairs Committee shall be the President of this Society. He shall appoint annually the members necessary to complete the assignment of each Subcommittee.
 - 1) The Credentials Committee shall be responsible for methods and procedures to tally voting members present at the General Assembly. It shall perform such additional functions and duties as are defined and implied in these Bylaws and Society Regulations.
 - 2) The Elections Committee shall conduct all elections at the General Assembly following instructions prepared by the President in accordance with the parliamentary authority of the Society.
 - 3) The Minutes Committee shall verify the minutes of the General Assembly. An abstract of these minutes shall be published and distributed to members not more than ninety days following the annual meeting.
3. Sub-Committees:
 - a. The chairman of an appointed committee, with the concurrence of his committee members and the knowledge and approval of the president of this society, may appoint chairmen of Sub-committees.
- C. Ad Hoc Committees:
 1. Qualifications for membership and method of appointment of an ad hoc committee shall be those which are listed in the Society Regulations for the regular appointed committees.

ARTICLE XI – Publications

ARTICLE XII – Location

ARTICLE XIII - Fiscal Year

The fiscal year shall be from July 1 to June 30 inclusive.

ARTICLE XIV - Parliamentary Authority

ARTICLE XV – Amendments

- A. Modifications in the Society Regulations shall be made in the following manner:
1. A proposed modification in the Society regulations may be submitted by a group of three or more professional members of this Society. The modification shall be submitted in writing to the Board of Directors of this Society.
 2. A proposed modification which has been approved by the Board of Directors after consultation with the ASCLS-MS and ASCLS Bylaws Committees and which has been submitted in writing to the members of the Society no less than thirty days prior to the opening of an annual meeting may be adopted by a majority vote of the accredited members present at the General Assembly at the time of the vote as certified by the Credentials Committee.
 3. A proposed modification which has been submitted to the Board of Directors no less than fourteen days prior to the opening an annual meeting and has been approved by the Board after consultation with the ASCLS-MS Bylaws Committee shall require for adoption a two-thirds vote of the accredited members present at the General Assembly at the time of the vote certified by the Credentials Committee.
- B. Amendments to Bylaws:
Four copies, in context, of each proposed amendment shall be submitted in writing to the chairman of the ASCLS-MS Bylaws Committee.

ARTICLE XVI – Dissolution

- A. The Executor(s) shall be a financial advisor whose authority is limited by the recommendations of the Board of Advisors
- B. The Board of Advisors shall consist of one representative from each of the programs or institutions under consideration for distribution and three (3) persons who, within the past three years immediately prior to dissolution of the society, served on the Board of Directors of ASCLS-MS, to be appointed by the Executor(s). This Board would be responsible for making recommendations to the Executor(s) as to the eligibility of institutions or programs for the distribution of funds.

ARTICLES OF INCORPORATION

THE CHARTER OF INCORPORATION OF

American Society for Clinical Laboratory Science – Mississippi

- 1. The corporate title of said company is American Society for Clinical Laboratory Science - Mississippi.
- 2. The name of the incorporators are:
J. C. Register, Jackson, Mississippi
Helen I. Hall, Jackson, Mississippi
Cleo N. Craft, Vicksburg, Mississippi
- 3. The domicile is at Jackson, Mississippi.
- 4. Amount of capital stock and particulars as to class thereof: None.

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such member in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for claims of creditors.

- 5. Number of shares for each class and par value thereof: None.
- 6. The period of existence (not to exceed fifty years) is Fifty Years.
- 7. The purpose for which it is created:
 - (1) To encourage and promote the professional advancement of medical technology.
 - (2) To create better understanding and cooperation between the medical technologists

and physicians and all others who are employed in the interest of individual or public health.

- (3) To establish a closer unity among the medical technologists of the State of Mississippi, for individual, educational, and professional benefits.
 - (4) To encourage scientific research with open discussion of techniques - experimental, new and accepted.
 - (5) To promote the improvement of the physical, mental and moral condition of mankind.
 - (6) To buy, own, sell, rent, lease, mortgage and otherwise own and dispose of real and personal property necessary and proper for the operation of the corporation. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.
8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business: None.

Date of Incorporation: November 17, 1947