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The West Virginia Society for Respiratory Care

Bylaws

as amended Summer 2025

ARTICLE I

Name

This organization shall be known as the West Virginia Society for Respiratory Care, Inc. (hereinafter referred to as the Society) a General Not-For-Profit Corporation in the state of West Virginia, a chartered affiliate of the American Association for Respiratory Care (herein after referred to as the Association or AARC).

ARTICLE II

Boundaries

The area included within the boundaries of this Society shall be the boundaries of the State of West Virginia.

ARTICLE III

Objectives

Section 1: Purpose

- a. To encourage and develop educational programs for those persons interested in the field of respiratory care;
- b. To advance the science, technology, ethics, and art of respiratory care through regional institutes, meetings, lectures, and the preparation and distribution of other materials;
- c. Facilitate and foster cooperation and understanding among, respiratory care programs respiratory therapists and the medical professions, allied health professions, hospitals, service companies, industry, governmental organizations, and other agencies interested in respiratory care.
- d. Provide education of the general public in pulmonary health promotion and disease prevention.
- e. To serve and advocate on behalf of the patients we serve.

Section 2: Intent

- a. No part of the monies of the society shall inure to the benefit of any private member or individual, nor shall the society perform particular services for individual members of thereof.
- b. The board of directors shall may provide for the distribution of the funds, income, and property of the society to charitable, educational, scientific, or religious corporations, organizations, community chests, foundations, or other kindred institutions maintained and created for one or more of the foregoing purposes, if at the time of distribution the payee or distributees are exempt from income taxation, and if gifts or transfers to the payee or distributees are then exempt from taxation under the provisions of Sections 501, 2055, and 2522 of the Internal Revenue Code or changes which amend or supersede said sections.
- c. In the event of the dissolution of this Society, whether voluntary or involuntary, all of its remaining assets shall be distributed in such a manner as the Board of Directors of this Society shall by majority vote determine to be best calculated to carry out the objectives and purposes for which the Society is formed. The distribution of the funds, income, and property

of this Society upon dissolution may be made available to any charitable, educational, scientific, or religious corporations, organizations, community chests, foundations, or other kindred institutions maintained and created for one or more of the foregoing purposes, if at the time of distribution the payee or distributee are exempt from income taxation, and if gifts or transfers to the payee or distributee are then exempt from taxation under the provisions of Sections 501, 2055, and 2522 of the Internal Revenue Code or changes which amend or supersede said sections.

- d. The Society shall not commit any act which shall constitute the unauthorized practice of medicine under the laws of the State of West Virginia, or any other state.
- e. The Society shall, to the maximum extent permitted by law, indemnify each of its present or former directors, officers, employees or other agents against expense, judgement, fines, settlements and other amounts actually and reasonably incurred in connection with any proceeding arising by the fact that any such person is or was an agent of the Society.

ARTICLE IV

Membership

Section 1: Classes

The membership of the Society shall include three (3) classes: Active Member, Associate Member, and Special Member.

Section 2: Classifications

a. Active Member

An individual is eligible to be an Active Member of the Society if the member lives and or works within the defined boundaries of the state of WV and, is an active member of the American Association of Respiratory Care. An Active Member in good standing shall have the rights and privileges of membership including the right to hold office, participate in committee work, and vote.

b. Associate Member

An individual may be an Associate Member if he or she is an Associate Member in good standing of the AARC. Associate members shall meet the requirements set forth in AARC Bylaws, Article III, Section 3 and shall be Associate Members in good standing of the AARC. Associate Members in good standing shall be entitled to all rights and privileges of membership in the Society except they shall not be entitled to hold office or vote. There shall be three (3) subclasses of Associate Membership:

1. Student Member. An individual is eligible to be a Student Member if they meet all of the requirements for student membership in the AARC and is enrolled in a formal training program in respiratory care within the boundaries of the state of West Virginia.

2. Physician Member. An individual is eligible to be a Physician Member if he/she meets all of the requirements for Associate Membership and are licensed as a doctor of medicine or osteopathy in the state of West Virginia.

3. Industry Member. An individual is eligible to be an Industrial Member if they meet all of the requirements for AARC Associate Membership.

c. Special Member

1. Life Member

Life Members have been conferred Life Membership status by the AARC and have all rights and privileges granted by the AARC. Hereinafter all references to Life Members shall refer to both Active and Life Members.

2. Honorary Member

Honorary Membership have been conferred Honorary Membership status by the AARC and have all the rights and privileges of Associate Membership of the Society.

3. General Member – General Members shall be individuals who have an interest in respiratory care and who do not qualify for other membership classifications. General Members shall have all the rights and privileges of Associate Membership in the Association.

Section 5: Prerequisites for Membership

Applicants for membership shall meet all the qualifications of the class of membership for which they apply. As a condition of membership, all Members shall be bound by the Articles of Incorporation, Bylaws, standing rules, code of ethics, and other rules, regulations, policies and procedures adopted from time to time by the Association and the Society.

ARTICLE V

Officers and Directors

Section 1: Officers

The officers of the Society shall be: President, President-Elect, Immediate Past President, Vice President, Treasurer, Immediate Past Treasurer, and Secretary. Officers serve as voting members of the Society Board of Directors.

Section 2: Directors at Large

There shall be two (2) Directors at Large. One (1) Director at Large shall be elected each year and such others as necessary in order to fill existing vacancies. Directors serve as voting members of the Society Board of Directors.

Section 3: Delegates

There shall be two (2) Delegates representing the Society on the AARC House of Delegates. Delegates serve as voting members of the Society Board of Directors.

Section 4: Chapter Representation

The President of each chapter shall serve as a voting member of the Society Board of Directors.

Section 5: Term of Office

- a. Terms shall begin on the date of the April Board of Directors meeting. The President, President-Elect, Immediate Past President, Vice President, Treasurer, Secretary and Directors at Large shall serve two (2) year terms. The Immediate Past Treasurer shall serve a one (1) year term. No officer shall serve more than two (2) consecutive terms in the same office.
- b. Each Delegate will serve four (4) year terms. One Delegate will be elected every other year. Delegates must have previous experience as a Society officer. No Delegate shall serve more than two (2) consecutive terms.
- c. All members of the Board of Directors including Committee Chairs must maintain current Association membership during their terms of office. Failure to do so will necessitate removal from office creating a vacancy.

Section 6: Vacancies of Office

- a. In the event of a vacancy in the office of President, the President-Elect shall become acting President to serve the unexpired term and shall serve a successive term as President. The term in office will be considered served if greater than one year of service is needed. Vacancy of less than one year will not count to have been served in the elected role.
- b. In the event of a vacancy in the office of President-Elect, the Vice President shall assume the duties, but not the office, of President-Elect until a special election can be held to fill the office.
- c. In the event of a vacancy in the office of Immediate Past President, that office shall remain vacant.
- d. In the event of a vacancy in any other office, the Board of Directors shall appoint a qualified member to the balance of the unexpired term.

Section 7: Duties of Officers

a. President

The President shall be the chief executive officer of the society. The President shall preside at the annual business meeting and all meetings of the Board of Directors; prepare an agenda for the annual business meeting and submit it to the membership not fewer than thirty (30) days prior to such a meeting in accordance with Article VIII of these bylaws; prepare an agenda for each meeting of the Board of Directors and submit it to the members of the board not fewer than fifteen (15) days prior to such meeting; appoint Standing and Special Committees subject to the approval of the Board of Directors; be an ex-officio member of all committees except the Nominations/Elections and Nominations Committee; and present to the Board of Directors and membership an annual report of the society's activities. At the expense of the Society, the president shall be bonded for an amount determined by the Board of Directors. In the event of a vacancy in the office of Delegate, the President shall assume those duties until a replacement is made through appointment of a qualified individual by the President with approval of at least 2/3 of the Board of Directors to serve the remainder of the

vacated position's term or by annual election. In addition, should there be an inability for a delegate(s) to be able to attend the bi-annual HOD meeting; the President will assume responsibility of state representation with all duties of an elected delegate.

b. President Elect

The President-Elect shall become acting President and shall assume the duties of the President in the event of the President's absence, resignation, or disability; and shall perform such other duties as shall be assigned by the President of the Board of Directors. Shall serve as the Elections Committee Chair. To be nominated to the office of President Elect, the individual shall have served as an officer on the Board of Directors.

c. Vice President

The Vice President shall assume the duties, but not the office of the President-Elect in the event of the President-Elect's absence, resignation, or disability; and will also continue to carry out the duties of the Vice President.

d. Treasurer

The treasurer shall have charge of all funds and securities of the Society; endorse checks, notes, or other orders for the payment of bills; disburse funds as authorized by the Board of Directors and/or in accordance with the adopted budget; deposit funds as the Board of Directors may designate. The individual shall see that full, accurate accounts are kept and audited, that written quarterly reports are submitted to the Board of Directors within twenty (20) days of the end of the quarter, and shall submit a complete, written yearly report at the Annual Meeting. He/she will also be responsible for annual filing of taxes for the Society. At the expense of the Society, the treasurer shall be bonded for an amount determined by the Board of Directors.

e. Immediate Past Treasurer

The Immediate Past Treasurer shall advise and consult with the Treasurer on required duties and processes to allow for a smooth transition in fiscal responsibilities for the Society. Serves as a member of the Board of Directors, serves as a member of the Budget and Audit Committee and perform such other duties as shall be assigned by the President or the Board of Directors.

f. Secretary

Secretary shall have charge of keeping the minutes of the Board of Directors, regular business meetings, and the annual business meeting; submitting a copy of the minutes of every meeting of the governing body and other business to the Board of Directors; executing the general correspondence; and in general, performing all duties as from time to time shall be assigned by the President or Board of Directors.

f. Immediate Past President

The Immediate Past President shall advise and consult with the President, serve as a member of the Bylaws Committee, and perform such other duties as shall be assigned by the President or the Board of Directors.

g. Director at Large

The Director At Large shall engage all state accredited respiratory care programs throughout WV and serve as a representative voice for all students and programs to the WVSRC Board of Directors. The Director At Large shall represent with WV HOSA.

ARTICLE VI

Elections

Section 1: Election Committee

The President Elect shall serve as the Election Committee Chair unless they are unable to fulfill this duty, then The Board of Directors shall appoint an Election Committee Chair each year at the annual business meeting to present a slate of nominees for the following year. The Committee Chair shall report the election results to the Board of Directors at least thirty (30) days prior to the annual business meeting.

Section 2: Nominations

a. The Election Committee shall present at least two (2) nominees for all Offices, Board of Directors positions, and vacancies.

1. If, despite every reasonable effort, the Elections Committee is unable to assemble a slate with at least two (2) candidates for each office, the Board of Directors may authorize publication of a ballot with only one (1) candidate for some or all of the positions to be filled.

2. If, despite every reasonable effort, the Nominations Committee is unable to solicit any nominees for any position (s), the Board of Directors shall appoint a qualified member to serve the next term.

b. Only Active Members in good standing shall be eligible for nomination.

c. .

d. The Election Committee shall request a pertinent biographical sketch of each nominee's professional activities, educational background and services to the Society/Association, all of which shall be a part of the ballot.

Section 3: Ballot

a. The nomination process shall be accomplished by mail or a secure electronic method in October.

b. The election slate and biographical sketches shall be distributed to every Active Member in good standing during the month of November. Voting for eligible candidates will take place during the month of December. Voting shall be accomplished by mail or electronic means.

- c. If the Society's Board of Directors specifies that the vote shall be by mail, the list of nominees shall be so designated as to be a secret mail ballot with provisions for write-in votes for each office. The deadline date shall be clearly indicated on the ballot.
- d. The election results shall be tabulated in the month of January each year.

Section 4: Elections Committee

The Chair of the election committee shall check the eligibility of each ballot and tally the votes. Election shall be by plurality of votes cast. Tie votes shall be resolved by lot, such as name drawn from a hat or flipping a coin. The election results shall be announced once eligibility is confirmed. New officers will assume their respective offices at the annual business meeting. No member of the Elections Committee may be a candidate for an elected office.

ARTICLE VII

Board of Directors

Section 1: Composition and Powers

- a. The Executive Committee of the Society shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, the Immediate Past Treasurer, the Immediate Past President, and the two Delegates.
- b. The President shall be the Chairperson and presiding officer of the Board of Directors and the Executive Committee. The President shall invite, in writing, such individuals to the meeting of the Board as deemed necessary, with the privilege of voice but not vote.
- c. The Board of Directors shall have the power to declare an office vacant by a two thirds (2/3) vote, upon refusal or neglect of any member of the Board to perform the duties of that office, or for any conduct deemed prejudicial to the Society. Written notice shall be given to the member that the office has been declared vacant.

Section 2: Duties

The Board of Directors shall:

- a. Supervise all business and activities of the Society within the limitations of these bylaws.
- b. Adopt and rescind standing rules of the Society.
- c. Determine enumeration, stipends, and other related matters after consideration of the budget.

Section 3: Resignation

- a. Whenever a member of the Board of Directors is recorded as absent without excuse by the President for three (3) regular meetings of the Board of Directors, the Executive Committee will be charged with investigating the cause. If the Executive Committee finds no apparent reason for the absenteeism, they shall recommend resignation as follows:
1. The Executive Committee, with majority vote of quorum, will send a letter to the member involved requesting resignation by a specific time.

2. When the resignation is received and accepted by the Board of Directors, the vacancy will be handled as outlined in Article V, Section 6.
3. If the member does not resign, the Board of Directors shall declare the office vacant and proceed to replace the officer as outlined in Article VII, Section 3.
4. Any Society member who believes that a Board member is negligent of their duties may bring grievance to the entire Board of Directors for review and possible action as outlined in Article XIV.

Section 4: Meetings

- a. The Board of Directors shall make every effort to hold three (3) regular and separate meetings during the calendar year. The Annual Business Meeting will be held in April. These meetings will be conducted face-to-face, by telephone, or by video conferencing or other electronic means as determined by the Board of Directors. The meetings shall be open to the membership-at-large. Circumstances may require postponing meetings but no more than one meeting may be completely cancelled.
- b. Special meetings of the Board of Directors shall be called by the President at such times as the business of the Society shall require, or upon written request of two (2) members of the Board of Directors filed with the President and Secretary of the Society. Such meetings of the Board of Directors may be in person, by telephone, or video conferencing or other electronic means as determined by the Board of Directors.
- c. A majority from the Board of Directors shall constitute a quorum at any meeting of the Board. Chapter presidents will not be used for consideration of quorum.

Section 5: Vote

Whenever, in the judgment of the Board of Directors, it is necessary to present any business to the membership prior to the next regular or annual business meeting, the Board of Directors may, unless otherwise required by these Bylaws, instruct the Elections Committee to conduct a vote by mail or electronic means. The question thus presented shall be determined according to a majority of the valid votes received by mail or electronic means within thirty (30) days after date of such submission, except when a two-thirds (2/3) majority of the valid votes received is required. Any and all action approved by the members in accordance with the requirements of this Article shall be binding upon each member thereof. Any amendment to the Bylaws of this Society shall be presented to the membership at least sixty (60) days prior to a mail vote, as provided in Article XVIII of these Bylaws.

Section 6: Executive Committee

The Executive Committee of the Board of Directors shall consist of the President, President-Elect, Vice President, Immediate Past President, Secretary, Treasurer, the Immediate Past Treasurer, and the two Delegates. They shall have the power to act for the Board of Directors between meetings of the Board of Directors and such action shall be subject to ratification by the Board at its next meeting.

Section 7: Multiple Offices

No Board of Directors member may hold concurrent Board of Directors-level offices. This limitation does not preclude Board of Directors member from holding chapter offices other than Chapter President. No Board of Directors member may hold concurrent positions on the West Virginia Board of Respiratory Care.

ARTICLE VIII

Annual Business Meeting

Section 1: Date and Place

- a. The Society shall hold an annual business meeting in April of each calendar year; additional business meetings may be held as required to fulfill the objectives of the Society.
- b. The date and place of the annual business meeting and the three additional Board meetings shall be decided in advance by the Board of Directors. In the event of just cause, in the President's judgment, the President may cancel the scheduled meeting, set a new date and place, or conduct the business of the meeting by electronic means assuring that all membership is notified.

Section 2: Purpose

- a. The annual business meeting shall be for the purpose of receiving reports of officers and committees, the results of the election, and for other business brought by the President.
- b. Additional business meetings shall be for the purpose of receiving reports and other business brought by the President.

ARTICLE IX

Society Delegates to the AARC House of Delegates

Section 1: Election

The Delegation to the House of Delegates of the Association shall be elected by the Active Members of the Society. The term of office for each of the Delegates shall be four (4) years with one Delegate being elected every two years. The Delegate shall hold the position for no more than two consecutive terms for a maximum of eight years. The two delegates are collectively referred to as "the delegation".

Section 2: Duties

The duties of the delegation shall be the same as specified by the AARC bylaws. The Delegation is expected to:

- a. Attend all meetings of the House of Delegates and report those activities to the Society.
- b. Attend the annual business meeting of the Association as the representative of the Active Members of the Association within the Society.
- c. At the direction of the Society, present proposed amendments to the Bylaws Committee of the Association.

d. Perform such other duties of office as may be necessary or required.

ARTICLE X

Committees

Section 1: Standing Committees

The members of the following Standing Committees shall be appointed by the President, subject to the approval of the Board of Directors, to serve for a term of one (1) year except as provided by Article VI, Section 1 of these Bylaws.

- a) Membership b) Budget and Audit c) Election d) Program and Education e) Bylaws
- f) Public Relations g) Legislative h) Executive

Section 2: Ad Hoc Committees

- a. The President may appoint ad hoc committees, as need arises, to carry out a specific task.
- b. The President shall communicate the specific committee charge and a mandatory completion date to each committee chairperson.
- c. Upon presentation of its final report to the Board, said committee shall automatically cease to exist.
- d. A special committee shall not be appointed to perform a special task that normally falls within the assigned duties of an existing standing committee.

Section 3: Committee Chair Duties

- a. The President shall appoint or approve the Chair of each Committee.
- b. The Chair of each committee shall confer promptly with the members of the committee on work assignments.
- c. The Chair of each committee may recommend prospective committee members to the President. When possible, the Chair of the previous year shall serve as a member.
- d. All committee reports shall be made in writing and submitted to the President and Secretary of the Society.
- e. Nonmembers or physician members may be appointed as consultants to committees. The President shall request recommendations for such appointments.
- f. Each Committee Chair requiring operating expenses shall submit a budget for the next fiscal year to the Budget and Audit Committee.

ARTICLE XI

Duties of Committees

Section 1: Membership Committee

This committee shall consist of the Society's Delegation, President Elect and at least one additional member from the Board of Directors. This Committee shall be responsible to receive, process, and distribute membership lists, report to the Membership Committee of the AARC on

all membership drives, activities, etc., and perform other services as directed by the President and Board of Directors.

Section 2: Budget and Audit Committee

- a. This committee shall be composed of the Executive Committee (the President, Vice President, President-Elect, Secretary, Treasurer, Immediate Past President, Immediate Past Treasurer, and the two Delegates) and shall submit an annual budget for approval by the board at the first meeting of the new board of directors. The committee shall be responsible for receiving and reviewing annual audits of the Society finances as prepared by an external auditor and overseen by a Chairperson appointed by the President. The President and Treasurer shall not be a member of the audit review component of the Budget and Audit Committee.
- b. They shall propose an annual budget for approval by the Board of Directors and review financial matters as may be necessary..

Section 3: Election Committee

- a. This committee shall be composed of at least three (3) members whose duty it is to present annually the slate of nominees to the Board of Directors at least ninety (90) days prior to the election. The Committee will distribute ballots to all eligible members of the Society and/or Association as described in Article VI, Section 3 of the Society bylaws. The Committee will tabulate ballots and announce Election Results as noted in Article VI, Section 4 of these bylaws.
- b. It shall be the duty of this Committee to make the final critical appraisal of candidates to see that the nominations are in the best interests of the AARC and the Society through consideration of personal qualifications and geographical representations.

Section 4: Program and Education Committee

This Committee shall consist of at least three (3) members and be so constructed as to provide experienced members for program and educational planning.

Section 5: Bylaws Committee

- a. This Committee shall consist of three (3) members, one (1) of whom shall be a Past-President, and one (1) of whom shall be a member of the Society delegation.
- b. The Committee shall receive and prepare all amendments to the Bylaws for submission to the Board of Directors. The Committee may also initiate such amendments for submission to the Board of Directors.
- c. This Committee shall be responsible for review of the Society Bylaws as required by the AARC. At this time the Committee shall make recommendations to the Board of Directors for changes or acceptance. Distribution and review of the Bylaws will take place at the annual business meeting.

Section 6: Public Relations Committee

- a. This Committee shall consist of at least (3) members, one (1) of whom shall be the President-Elect, with members appointed annually for a one (1) year term, subject to reappointment.

- b. This committee shall concern itself with the execution of a Society website, social media platform(s), and all other publications of this Society with the public, and other organizations through dissemination of information concerning respiratory care.

Section 7: Legislative Committee

- a. This committee shall consist of the Society delegation and members of the AARC political action group from West Virginia, and additional active members, approved by majority vote of the Board of Directors, to assist with committee duties.
- b. This Committee shall be responsible for keeping current on governmental actions affecting the practice of respiratory care. In addition, this committee shall keep the membership informed of any state and federal regulatory changes affecting the practice of respiratory care.
- c. The committee shall actively contact legislators via the Association's contact system and/or in-person to advocate on behalf of the profession and respiratory care patients.
- d. The committee shall investigate and recommend cultivation of professional relationships with other organizations with mutually beneficial goals (e.g., American Lung Association WV, American Heart Association, WV Licensing Boards, etc.)

Section 8: Executive Committee

The Executive Committee of the Board of Directors shall consist of the President, President-Elect, Vice President, Immediate Past President, Secretary, Treasurer, the Immediate Past Treasurer, and both Delegates. They shall have the power to act for the Board of Directors between meetings of the Board of Directors. Any action by the Committee shall be subject to ratification by the Board at its next meeting. This Committee shall also be responsible for updating the long-range plan and submitting its recommendations to the board of directors annually, and perform other services as directed by the President and Board of Directors.

Section 9: Student Committee

- a. The Student Committee of the Board of Directors shall consist of President- Elect, Treasurer and three (3) Student Members.
- b. The Committee shall be responsible for advising on matters related to student engagement, ensuring the needs, interests and perspectives of student members are adequately represented in planning and decision-making processes. In addition, the committee shall provide recommendation on strategies to improve student participation and interest in respiratory care related events and initiatives.

ARTICLE XII

Chapter Organizations

Section 1: Boundaries of Chapters

The Society shall be subdivided into geographic districts as deemed appropriate by the Board of Directors. Membership in the chapter shall be determined by the member's mailing or work address.

Chapter I	Chapter II	Chapter III	Chapter IV
Brooke	Barbour	Boone	Braxton
Calhoun	Berkley	Cabell	Clay
Doddridge	Grant	Kanawha	Fayette
Gilmer	Hampshire	Lincoln	Greenbrier
Hancock	Hardy	Logan	McDowell
Jackson	Harrison	Mason	Mercer
Marshall	Jefferson	Mingo	Monroe
Ohio	Lewis	Putnam	Nicholas
Pleasant	Marion	Wayne	Pocahontas
Ritchie	Mineral		Raleigh
Roane	Monongalia		Summers
Tyler	Morgan		Webster
Wetzel	Pendleton		Wyoming
Wirt	Preston		
Wood	Randolph		
	Taylor		
	Tucker		
	Upshur		

Section 2: Organization

The chapters shall not at any time be in conflict with these bylaws. The chapters shall participate in the goals and objectives of the Society.

Section 3: Officers and Chapter Representation

- The President of each Chapter shall be a member of the Society's Board of Directors with voting privileges.
- The Active Members of this Society living or working in the Chapter shall elect a President and Secretary, Treasurer and other officers as circumstances may require and submit those names to the Secretary of the Society. The Chapter President shall be the official correspondent for the Chapter to the Society. The Chapter President shall submit a written report at least fifteen (15) days prior to each Board of Directors meeting, relating to the activities and finances in the chapter.
- Only active members of the AARC in good standing and who are licensed by the West Virginia Board of Respiratory Care (WVBORC) may be nominated and elected by members of the chapter to represent them on the Board of Directors.

- d. The Chapter shall conduct at least two (2) meetings per year and submit minutes of those meetings no later than fifteen (15) days after they occur to the Society Board Secretary.
- e. The Chapter shall report in writing to the Program and Education Committee chairperson all educationally related activities prior to their occurrence.
- f. The Chapter shall submit notification of any meetings to the society President at least fifteen (15) days prior to the meeting.
- g. Chapters' representatives to the Board of Directors shall be elected no less than thirty (30) days prior to the annual business meeting and shall take office at the Annual Board Meeting.
- h. Vacancies shall be filled by appointment of the Chapter President subject to an approving vote by the Chapter's active membership at their next regular meeting. Individuals nominated but not elected to the Board of Directors in the previous election shall have first consideration in appointment.
- i. Chapter representative to the Board of Directors will serve a term of two (2) years. No chapter representative to the Board of Directors shall serve more than two (2) consecutive terms.

Section 4: Activities

Each Chapter organization shall be encouraged to expand the membership of the Chapter and to develop educational activities and such other activities as is consistent with these Bylaws.

Section 5: Responsibilities of the Chapter President

Chapter Presidents must:

- a. Represent the Chapter for which elected and attend each Board of Directors meeting.
- b. Submit a written report to each Board of Directors meeting, relating to the activities in their Chapter.

Section 6: Chapter Admission Requirements

- a. Ten (10) or more Active Members of the Society meeting the requirements of affiliation may become a Chapter of the Society subject to ratification by the Board of Directors of the Society. Members of Chapters must be members of the Society.
- b. Formal notification shall be sent to the Executive Committee and shall consist of a list of officers, membership, and minutes of the organizational meeting.
- c. If a member's mailing address is outside of West Virginia, the members should select the chapter to which she/he wishes to belong. If no selection is made, the chapter affiliation will be selected by the membership committee, using a procedure approved by the Board of Directors.

ARTICLE XIII

Fiscal Year

The fiscal year of this Society shall be from April 1 through March 31.

ARTICLE XIV

Ethics

If the conduct of any Society member shall appear, by report of the Society or the AARC Judicial Committee, to be in willful violation of the Bylaws or standing rules of this Society or the AARC, or prejudicial to the Society's interests as defined in the AARC Code of Ethics, the Board of Directors may by a two-thirds (2/3) vote of its entire membership, suspend or expel such a member. A motion to reconsider the suspension or expulsion of a member may be made at the next regular meeting of the Board of Directors. All such suspension or expulsions shall be reported immediately to the AARC Judicial Committee.

ARTICLE XV

Parliamentary Procedure

The rules contained in Robert's Rules of Order, Revised, shall provide a general framework for meetings whenever they are not in conflict with the Bylaws of the Society or of the AARC.

ARTICLE XVI

Amendments

These Bylaws may be amended by the following steps:

1. Affiliate members, the Bylaws Committee, or the Board of Directors suggest changes to the bylaws at any regular or called meeting.
2. The Bylaws Committee develops revisions.
3. The Bylaws Committee submits a preliminary copy of proposed changes with redline changes document and intent statement to the Board of Directors for majority approval, rejection, or amendment.
4. Upon approval, the Affiliate shall submit proposed amendment(s), current wording, and intent statement to the WVSRC membership in writing at least thirty (30) days, prior to a final vote, for comments.
5. Comments submitted by WVSRC membership shall be reviewed by the Bylaws Committee and any revisions to amendment(s) must be approved by 2/3 majority vote of the Board of Directors either in-person, by mail or by electronic means.
6. Upon approval, the copy with redline changes document and intent statement shall be sent to the AARC Bylaws Committee for review and recommendation to the AARC Board of Directors.
7. The Affiliate is notified by the AARC Bylaws Committee of the AARC Board of Directors' action.
8. Approved Bylaws shall be placed on the Society's website.

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