

1 ILLINOIS SOCIETY FOR RESPIRATORY CARE

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3  
4 **BYLAWS**

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6 **Article I NAME & AFFILIATION**

7  
8 Section A NAME

9 This organization shall be known as the Illinois Society for Respiratory Care, herein referred to as the Society.

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11 Section B AFFILIATION

12 The Society shall be a chartered affiliate of the American Association for Respiratory Care, herein after referred  
13 to as the Association, and shall abide by the rules and regulations of the Association as promulgated from time  
14 to time.

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17 **Article II OBJECT**

18  
19 Section A PURPOSE

- 20 1. To encourage, develop and provide educational programs for those persons interested in the field of  
21 Respiratory Care.  
22 2. To advance the Science, technology, ethics and art of Respiratory Care through appropriate institutes,  
23 meetings, lectures, preparation and distribution of a newsletter, and any additional materials and  
24 procedures deemed suitable for this purpose.  
25 3. To facilitate cooperation between Respiratory Care personnel and the medical profession, allied health  
26 professions, hospitals, service companies, industry and other agencies within the state interested in  
27 Respiratory Care; except that the Society shall not commit any act that shall constitute unauthorized  
28 practice of medicine under the laws of the State of Illinois.  
29 4. To provide education of the general public in pulmonary health promotion and disease prevention.  
30 5. To insure strict adherence to the principles of the code of ethics of the Association.

31  
32 Section B INTENT

- 33 1. No part of the net earnings of the Society shall inure to the benefit of any private member or  
34 individual, nor shall the Society perform particular services for individual members thereof, other than  
35 those usually and customarily performed by similar organizations.  
36 2. The Board of Directors may provide for the distribution of funds, income and property of the Society to  
37 charitable, educational, scientific or religious corporations, organizations, community chests,  
38 foundations or other kindred institutions maintained and created for one or more of the foregoing  
39 purposes if at the time of distribution the payee or distributees are exempt from income taxation under  
40 the provisions of section 501, 2055 and 2522 of the Internal Revenue Code, or any later sections of  
41 the Internal Revenue Code which amend or supersede the said sections.  
42 3. In the event of dissolution of the Society, whether voluntary or involuntary, all its remaining assets  
43 shall be distributed as specified in subsection 2 above, as authorized by the Board of Directors of the  
44 Society.  
45 4. The Society shall not commit any act, which shall constitute unauthorized practice of medicine under  
46 the laws of the State of Illinois.

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49 **Article III BOUNDARIES**

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51 Section A SOCIETY BOUNDARIES

- 52 1. The area of Chapter I is the area included within the boundaries of the counties of Henderson, Knox,  
53 Marshall, Mercer, Peoria, Rock Island, Stark, Tazewell, Warren, and Woodford.

- 54 2. The area of Chapter II is the area included within the boundaries of the counties of Cook, DuPage,  
55 Grundy, Kane, Kankakee, Kendall, Lake, LaSalle, McHenry and Will.  
56 3. The area of Chapter III is the area included within the boundaries of the counties of Champaign, Clark,  
57 Coles, Cumberland, DeWitt, Douglas, Edgar, Ford, Iroquois, Livingston, Macon, McLean, Moultrie, Piatt,  
58 Shelby, and Vermillion.  
59 4. The area for Chapter IV is the area included within the boundaries of the counties of Alexander, Clay,  
60 Crawford, Effingham, Edwards, Fayette, Franklin, Gallatin, Hamilton, Hardin, Jackson, Jaspar,  
61 Jefferson, Johnson, Lawrence, Marion, Massac, Perry, Pope, Pulaski, Richland, Saline, Union, Wabash,  
62 Wayne, White, and Williamson.  
63 5. The area of Chapter V is the area included within the boundaries of the counties of Adams, Brown,  
64 Cass, Christian, Fulton, Hancock, Logan, Mason, McDonough, Menard, Morgan, Pike, Sangamon,  
65 Schuyler and Scott.  
66 6. The area of Chapter VI is the area included within the boundaries of the counties of Boone, Bureau,  
67 Carroll, DeKalb, Henry, JoDavies, Lee, Ogle, Putnam, Stephenson, Whiteside and Winnebago.  
68 7. The area of Chapter VII is the area included within the boundaries of the counties of Bond, Calhoun,  
69 Clinton, Greene, Jersey, Macoupin, Madison, Monroe, Montgomery, Randolph, St. Claire, and  
70 Washington.  
71  
72

## 73 **Article IV MEMBERSHIP**

### 74 75 Section A CLASSES

- 76 1. Three Association membership classes shall be recognized by the Society and shall include: Active,  
77 Associate and Special Membership. The criteria for each of these classes shall comply with the  
78 Association's current membership definitions.  
79 2. The Society shall have five (5) classes of membership: Active, Associate, Special, Corporate and  
80 Institutional. These members will have all the rights and privileges of the Society except that only  
81 Active members of the Association shall be entitled to hold office or vote.  
82 3. Corporate membership shall be open to any organization that is in business to make a profit.  
83 4. Institutional membership shall be open to any organization that is not for profit or non-profit.  
84

### 85 Section B ELIGIBILITY

- 86 1. Active, Associate and Special Members. Each applicant for membership shall meet all of the  
87 qualifications of the class of membership for which s/he applies. Providing all qualifications are met  
88 and Association or Society dues paid, the equivalent membership classification shall be granted in the  
89 Society as has been granted by the Association.  
90 2. Corporate and Institutional. Each applicant for membership shall meet all of the qualifications of the  
91 class of membership for which s/he applies. Providing all qualifications are met and Society dues  
92 paid, membership will be granted in the Society only.  
93

### 94 Section C APPLICATION FOR MEMBERSHIP

95 Application for membership in the Society shall follow the procedure specified by the Board of Directors.  
96  
97

## 98 **Article V OFFICERS & REPRESENTATIVES**

### 99 100 Section A OFFICERS

101 The Officers of the Society shall be a President; a President-Elect who automatically succeeds to the  
102 Presidency when the President's term ends; a Vice President; a Secretary; a Treasurer and an Immediate Past  
103 President.  
104

### 105 Section B CHAPTER REPRESENTATION

- 106 1. Each chapter shall be represented on the Board of Directors by the Chapter Chairperson and by one  
107 member for each thirty-five active members or major fraction thereof within the chapter, except that  
108 no chapter shall have less than one (1) Chapter Chairperson, and no less than two (2) or no more than  
109 a maximum of twenty (20) Chapter Representatives.

110 2. Each chapter shall be represented on the Executive Committee by the Chairperson of that chapter.  
111

112 Section C TERM OF OFFICE

113 1. The term of office for President shall be for a period of two (2) years and no individual shall succeed  
114 him/herself in office.

115 2. The term office for President-Elect shall be for a period of one (1) year immediately preceding  
116 succeeding to the office of President, and no individual shall succeed him/herself in office.

117 3. The term of office for Immediate Past President shall be for a period of one (1) year immediately  
118 following the term in the office of President.

119 2. The term of office for the Vice-President shall be for a period of two (2) years.

120 3. The term of office for Secretary and Treasurer shall be for a period of two (2) years.

121 4. The term of office for Chapter Chairpersons shall be for a period of two (2) years.

122 5. The term of office for members of the Board of Directors shall be for a period of two (2) years with the  
123 exception of the Offices of President-Elect and Immediate Past President. There shall be no limit to  
124 the consecutive terms that may be served as a member of the Board of Directors.  
125

126 Section D MULTIPLE OFFICES

127 No officer or delegate shall hold more than one (1) Society office simultaneously.  
128

129 Section E VACANCIES IN OFFICE

130 1. In the event of a vacancy in the office of President, the President-Elect shall become Acting President  
131 to serve the unexpired portion of the President's term, and shall serve his/her own, the successive  
132 term, as President.

133 2. In the event of a vacancy of President-Elect, the Vice-President shall assume the duties, but not the  
134 office, as well as his own until the next meeting of the Board of Directors, at which time the Board  
135 shall fill the vacancy by appointment.

136 3. In the event of a vacancy in the office of Vice-President, Secretary or Treasurer, the Board of Directors  
137 shall, at their next meeting, appoint a qualified member to fulfill the remainder of the unexpired term.

138 4. In the event of a vacancy in the office of Chapter Chairperson, a committee consisting of the members  
139 of the Board of Directors of that chapter shall appoint an Acting Chairperson from the active  
140 membership of that chapter for the remainder of the unexpired term, subject to an approving vote of  
141 the active members of the AARC within the chapter at their next regular meeting.

142 5. In the event of a vacancy in the office of Chapter Representative, The Chapter Chairperson shall  
143 appoint a qualified member to serve the remainder of the unexpired term, subject to an approving  
144 vote of the of Directors in the previous election shall have the first consideration in appointment.  
145

146 Section F DUTIES OF THE OFFICERS OF THE SOCIETY

147 1. President

148 The President shall be the chief executive officer of the Society. S/he shall preside at the annual  
149 business meeting and all meetings of the Board of Directors; prepare an agenda for the annual  
150 business meeting and submit it to the membership not fewer than thirty (30) days prior to such a  
151 meeting in accordance with Article VIII, Section C of the Bylaws; be an ex officio member of all  
152 committees except the Elections and Nominations Committee; present to the Board of Directors and  
153 membership an annual report.

154 2. President-Elect

155 The President-Elect shall become Acting President in the event of the President's absence, resignation  
156 or disability; and shall perform such other duties as shall be assigned by the President or Board of  
157 Directors.

158 3. Vice-President

159 The Vice-President shall assume the duties of the President-Elect in the event of the President-Elect's  
160 absence, resignation or disability. The Vice-President shall act as a liaison between committees as  
161 well as the general membership and the public, and carry out such other duties as shall be assigned  
162 by the President or the Board of Directors.

163 4. Treasurer

164 The Treasurer shall have charge of all funds and securities of the Society; endorsing and depositing all  
165 checks, notes and monies to the accounts of the Society, and shall disburse Society funds under

- 166 direction of the Board of Directors in accordance with the approved budget. At the expense of the  
167 Society, s/he shall be bonded in an amount to be determined by the Board of Directors.
- 168 5. Secretary
- 169 The Secretary shall have charge of keeping the minutes of the Board of Directors and annual business  
170 meetings; executing the general correspondence of the Society and maintaining the Standing Rules;  
171 performing such other duties as from time to time may be assigned by the President or the Board of  
172 Directors.
- 173 6. Immediate Past President
- 174 The Immediate Past President shall become Acting President in the event of the President and Vice-  
175 President's absence, resignation or disability. S/he shall advise and consult with the President, serve  
176 as a member of the Bylaws Committee, serve as a liaison to the Board of Medical Advisors, and  
177 perform such duties as shall be assigned by the Board of Directors.
- 178
- 179

## 180 **Article VI NOMINATIONS & ELECTIONS**

### 181 Section A NOMINATIONS COMMITTEE

182 The President shall appoint a Nominations Committee each odd numbered year at the first quarter meeting.  
183 The Chairperson of this committee shall report the slate of nominees to the Board of Directors at the second  
184 quarter meeting of that year.

### 185 Section B NOMINATIONS

- 186
- 187 1. The Nominations Committee must place in nomination the name of at least one (1) person for the  
188 offices of President-Elect, Vice-President, Treasurer, Secretary and the Association's Alternate  
189 Delegate, and at least two (2) persons for the office of Medical Advisor. Additional nominations may  
190 be made from the floor of the Board of Directors.
- 191 2. Only active members of the Association in good standing and who are licensed by the Illinois  
192 Department of Financial and Professional Regulation (hereafter referred to as IDFP) and are a  
193 current Board member or have served as a Board member within the last year shall be eligible for  
194 nomination.
- 195 3. On written petition of ten (10) or more voting members or five (5) percent of the voting membership  
196 (whichever is the greater number) filed with the President prior to the second quarter meeting, any  
197 other member or members may be nominated. If a nominating petition is so filed, said nomination  
198 shall be placed on the ballot.
- 199

### 200 Section C BALLOT

- 201 1. The Nomination Committee's slate shall be communicated to every active member in good standing  
202 and eligible to vote.
- 203 2. The vote shall be by secret ballot. The deadline date shall be clearly indicated on the ballot.
- 204 3. Active membership, good standing, and eligibility to vote shall be determined by the most current  
205 membership list obtainable from the Association.
- 206

### 207 Section D ELECTIONS COMMITTEE

208 The President shall appoint an impartial Elections Committee, which shall check the eligibility of each ballot  
209 and tally the votes.

210

## 211 **Article VII GOVERNANCE**

### 212 Section A STRUCTURE

213 The governance of this Society shall be vested in the Board of Directors.

### 214 Section B BOARD OF DIRECTORS

- 215 1. Composition and Powers
- 216
- 217
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- 220 a. The Board of Directors shall consist of the President, President-Elect or Immediate Past
- 221 President, Vice-President, Treasurer, and Secretary, the Society's Delegate to the Association,
- 222 Chapter Chairpersons and the duly elected Representatives from each chapter.
- 223 b. The Executive Committee of the Board of Directors shall consist of the officers of the Society,
- 224 Chapter Chairpersons and the Society's Delegate to the Association as voting members.
- 225 c. The President shall be the Chairperson and presiding officer of the Board of Directors and the
- 226 Executive Committee. S/he shall invite in writing such individuals to the meeting of the Board
- 227 as s/he shall deem necessary, who shall have the privilege of voice but not of vote.
- 228 d. The Board of Directors shall have the power to declare an office vacant by a two-thirds (2/3)
- 229 vote, upon refusal or neglect of any member of the Board to perform the duties of office, or
- 230 for any conduct deemed prejudicial to the Society. Written notice shall be given to the
- 231 member that the office has been declared vacant.

232 2. Duties

- 233 a. The Board of Directors shall supervise all the business activities of the Society within the
- 234 limitations of these Bylaws.
- 235 b. The Board of Directors shall adapt and rescind Standing Rules of the Society.
- 236 c. The Executive Committee shall have the power to act for the Board of Directors between
- 237 meetings of the Board and such activities shall be in concert with the goals of the Society and
- 238 subject to ratification by the Board at its next meeting.

239 3. Vacancies

240 Any vacancy that occurs on the Board of Directors shall be filled as specified in Article V Section E of these

241 Bylaws.

242 4. Meetings

- 243 a. The Board of Directors shall meet immediately preceding and immediately following the
- 244 annual business meeting of the Society and shall hold not fewer than two (2) regular and
- 245 separate meetings during the course of the year.
- 246 b. Special meetings of the Board of Directors shall be called by the President at such times as
- 247 the business of the Society shall require, or upon written request of ten (10) members of the
- 248 Board of Directors filed with the President and Secretary.
- 249 c. A majority of the Board of Directors shall constitute a quorum.

250 5. Special Election

251 Whenever, in the judgment of the Board of Directors, it is necessary to present any business to the

252 membership prior to the next regular or annual business meeting, the Board of Directors may, unless otherwise

253 required by these Bylaws, instruct the Elections Committee to conduct a vote of the membership. The

254 questions thus presented shall be determined according to a majority of the valid votes returned within thirty

255 (30) days after the date of such submission, except in the case of an amendment to the Bylaws when a two-

256 thirds (2/3) majority of the valid votes received is required. Any and all action approved by the members in

257 accordance with the requirements of this Article shall be binding upon each member thereof. Any amendment

258 to the Bylaws of this Society shall be presented to the membership at least sixty (60) days prior to a vote, as

259 provided in Article XVIII Section A of these Bylaws.

262 **Article VIII MEETINGS**

263 Section A DATE & PLACE

264 The Society shall hold an annual business meeting each calendar year. Additional meetings may be held as

265 required to fulfill the objectives of the Society.

267 Section B PURPOSE

- 268 1. The annual business meeting shall be for the purpose of receiving reports of officers and committees,
- 269 the results of the election and for other business brought by the President.
- 270 2. Additional business meetings shall be for the purpose of receiving reports and other business brought
- 271 by the President.
- 272

273 Section C NOTIFICATION

274

275 Written notice of the time and place of the annual business meeting shall be sent to all members of the Society  
276 not fewer than ninety (90) days prior to the meeting. An agenda for the annual business meeting shall be sent  
277 to all members not fewer than thirty (30) days prior to the annual business meeting.  
278

279 Section D QUORUM

280 A majority of the voting members registered at a duly called business meeting shall constitute a quorum.  
281

282 Section E ATTENDANCE

283 All meetings called to conduct official business will be open to the membership-at-large.  
284  
285

286 **Article IX SOCIETY DELEGATES TO THE ASSOCIATION'S HOUSE OF DELEGATES**

287  
288 Section A ELECTION

- 289 1. The Society shall elect an Alternate Delegate to the Association's House of Delegates in accordance  
290 with the Association's Bylaws in each even number year.  
291 2. The candidates for election to this office may not be from the same chapter as the then incumbent  
292 Alternate Delegate.  
293

294 Section B DUTIES

295 The duties of the Delegates shall be as specified in the Bylaws of the Association.  
296

297 Section C TERM OF OFFICE

298 The candidate elected to the office of Alternate Delegate shall serve for a term of four (4) years, the first two  
299 (2) of which will be served as Alternate Delegate, and the remaining two (2) years as Delegate.  
300

301 Section D SUCCESSION

302 No person may serve more than two successive terms in the House of Delegates.  
303

304 Section E VACANCIES IN OFFICE

- 305 1. In the event of a vacancy in the office of Delegate, the Alternate Delegate shall become Delegate to  
306 serve the unexpired portion of the Delegate's term, and shall then serve his/her own, the successive  
307 term, as Delegate.  
308 2. In the event of a vacancy in the office of Alternate Delegate, an election shall be held to fill the  
309 vacancy. Candidates for this election may not be from the same chapter as the then incumbent  
310 Delegate.  
311  
312

313 **Article X COMMITTEES**

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315 Section A STANDING COMMITTEES

316 The chairpersons and members of the following standing committees shall be appointed by the President,  
317 subject to an approving vote of the Board of Directors, to serve for a term of one (1) year except as specified in  
318 Article XI Section A subsection 3 of these Bylaws.  
319

- |                             |                |                        |
|-----------------------------|----------------|------------------------|
| 320 1. Budget and Audit     | 5. Elections   | 10. Public Relations   |
| 321 2. Bylaws               | 6. Legislative | 11. Publications       |
| 322 3. Chapter Chairpersons | 7. Membership  | 12. Strategic Planning |
| 323 4. Education            | 8. Nominations | 13. Student            |
| 324                         | 9. Program     |                        |
| 325                         |                |                        |

326 Section B SPECIAL COMMITTEES AND OTHER APPOINTMENTS

327 Special committees or personnel may be appointed by the President as the business of the Society requires,  
328 subject to an approving vote of the Board of Directors.  
329

330 Section C REMOVAL OF A COMMITTEE CHAIRPERSON

331 Involuntary removal of a committee chairperson requires a two-thirds (2/3) approving vote of the Board of  
332 Directors.  
333

334

## 335 **Article XI DUTIES OF COMMITTEES**

336

### 337 Section A DUTIES AND COMPOSITION OF COMMITTEES

#### 338 1. Budget and Audit Committee

- 339 a. This committee shall be composed exclusively of members of the Board of Directors.
- 340 b. This committee shall submit a proposed annual budget to the Board of Directors at the  
341 second quarter meeting of that body. The Board's approved budget, with revisions, shall then  
342 be presented in writing to the general membership.
- 343 c. This committee shall verify that the Society's officers and committee chairpersons not exceed  
344 the budget in any category without the consent of the Budget and Audit Committee and an  
345 approving vote of two-thirds (2/3) of the Board of Directors.

#### 346 2. Bylaws Committee

- 347 a. This committee shall consist of a Chairperson and at least four (4) additional members from  
348 the Board of Directors.
- 349 b. This committee shall receive proposed amendments to these Bylaws from members of the  
350 Board of Directors and shall edit such amendments prior to their submission to the Board of  
351 Directors.
- 352 c. This committee will provide to the Board of Directors interpretation and recommendations on  
353 Bylaws questions.

#### 354 3. Chapter Chairpersons' Committee

- 355 a. This committee shall be composed of all incumbent Chapter Chairpersons of the Society.
- 356 b. The Chairperson of this committee will be elected from the membership of the committee.

#### 357 4. Education Committee

- 358 a. This committee shall consist of a Chairperson and not less than four (4) additional members.
- 359 b. This committee shall assist in designing and planning the educational activities for the Society  
360 and the Chapters.

#### 361 5. Elections Committee

- 362 a. This committee shall consist of a Chairperson and not less than four (4) additional members.  
363 Candidates listed on the Election Committee's ballot may not be members of this committee.
- 364 b. This committee shall prepare, distribute, receive, verify and count ballots for all elections or  
365 actions requiring a general membership vote for approval.

#### 366 6. Legislative Committee

- 367 a. This committee shall consist of a Chairperson and at least six (6) members.
- 368 b. This committee shall review proposed legislature that impacts the field of respiratory care.
- 369 c. This committee shall provide the Board of Directors with interpretation and recommendations  
370 on legislative activity.

#### 371 7. Membership Committee

- 372 a. This committee shall consist of a Chairperson and at least six (6) members.
- 373 b. This committee is responsible for membership services and recruitment.

#### 374 8. Nominations Committee

- 375 a. This committee shall consist of at least one (1) member from each chapter.
- 376 b. This committee shall prepare for review by the Board of Directors a slate of candidates. It will  
377 be the responsibility of this committee to place at least one (1) name per office on the ballot.

#### 378 9. Program Committee

- 379 a. This committee shall consist of a Chairperson and not less than six (6) additional members.
- 380 b. This committee shall be responsible for the planning and implementation of the Society's  
381 annual convention.

#### 382 10. Public Relations Committee

- 383 a. This committee shall consist of a Chairperson and at least four (4) additional members.
- 384 b. This committee shall maintain such liaison as has been established by the Board of Directors  
385 with other organizations whose activities may be of interest to the members of this Society.  
386 This shall include the preparation of exhibits, programs and other items to bring the message

- 387 of Respiratory Care and the Association to the medical, nursing and hospital groups, as well  
 388 as educational facilities where use of such material can be expected to recruit new people to  
 389 the field of Respiratory Care.
- 390 11. Publications Committee
- 391 a. This committee shall consist of a Chairperson and not less than four (4) additional members.
- 392 b. This committee shall concern itself with the execution of a Society newsletter and all other  
 393 publications of the Society with the public, hospitals and other organizations through  
 394 dissemination of information concerning Respiratory Care.
- 395 12. Strategic Planning Committee
- 396 a. This committee shall consist of a Chairperson and at least three (3) members.
- 397 b. This committee will formulate five-year strategic plans for the Society, to be submitted  
 398 annually.
- 399 13. Student Committee
- 400 a. This committee shall ideally consist of one (1) primary and one (1) alternate representative  
 401 from each Respiratory Care educational program in the State and an active member of the  
 402 Society who will function as a liaison to the Board of Directors.
- 403 b. The purpose of the committee is to actively integrate students into the Society's systems and  
 404 committees in order to establish knowledge of the Society and express concerns of the  
 405 student population.
- 406  
 407

408 **Article XII CHAPTER ORGANIZATION**

409

410 Section A BOUNDARIES OF CHAPTERS

411 The boundaries of each chapter shall be prescribed by the Board of Directors. (Refer to Article III, Section A.)

412

413 Section B ORGANIZATION

414 The internal organization, except where in conflict with these Bylaws, shall not be the concern of this  
 415 document.

416

417 Section C OFFICERS AND CHAPTER REPRESENTATION

- 418 1. Each chapter shall be represented on the Board of Directors by one member for each thirty-five (35)  
 419 active members or major fraction thereof within the chapter, except that no chapter shall have less  
 420 than one (1) Chapter Chairperson, and no less than two (2) or no more than a maximum of twenty (20)  
 421 Chapter Representatives.
- 422 a. Membership in a chapter shall be determined by the member's mailing address.
- 423 b. The membership rolls as of March of each year shall determine the appointment of the Board  
 424 of Directors.
- 425 c. Only active members of the Association in good standing within a chapter and who are  
 426 licensed by the IDFPR may be nominated and elected by members of the chapter to represent  
 427 them on the Board of Directors.
- 428 d. An active member may opt to transfer his chapter affiliation to a chapter other than the one  
 429 that has been designated by his/her mailing address.
- 430 e. An active member who wishes to transfer chapter affiliation must make a written declaration  
 431 to the Society's Membership Committee in January of each year.
- 432 f. The member's letter of declaration must contain:
- 433 i. the chapter s/he is currently assigned through his/her mailing address
- 434 ii. the chapter to which s/he wants to transfer
- 435 g. The Membership Committee will confirm in writing the new chapter affiliation to the member,  
 436 the chairperson of the old chapter and the chairperson of the new chapter.
- 437 h. Transfer of chapter affiliations must be renewed in January of each year.
- 438 i. Transfer members will have all rights and privileges of a regular chapter member.
- 439 j. The chapters' representatives to the Board of Directors shall be elected no less than thirty  
 440 (30) days prior to the annual business meeting and shall take office at the first quarter  
 441 meeting.

- 442 k. Vacancies shall be filled by appointment of the chapter chairperson subject to an approving  
443 vote by the chapter's active membership at their next regular meeting. Individuals nominated  
444 but not elected to the Board of Directors in the previous election shall have first consideration  
445 in appointment.
- 446 l. Chapter representatives to the Board of Directors will serve a term of two (2) years and may  
447 succeed themselves indefinitely.
- 448 m. A seat may be declared vacant by a simple majority of the chapter membership present at any  
449 regular business meeting.
- 450 n. If a member's mailing address is outside of Illinois, the member should select the chapter to  
451 which s/he wishes to belong. If no selection is made, the chapter affiliation will be selected  
452 by the membership committee, using a procedure approved by the Board of Directors.
- 453 2. Each chapter will be represented on the Executive Committee of the Board of Directors by one (1)  
454 chapter chairperson.
- 455 a. Only the active members of the Association in good standing within the chapter and who are  
456 licensed by the IDFPD may be nominated and elected by the members of the chapter to the  
457 office of Chapter Chairperson.
- 458 b. The Chapter Chairperson shall be elected no less than thirty (30) days prior to the annual  
459 business meeting
- 460 c. A committee of the Chapter Representatives will appoint a Chapter Chairperson in the event  
461 of a vacancy, subject to an approving vote by the chapter membership at their next regular  
462 business meeting.
- 463 d. The Chapter Chairperson will serve a term of two (2) years and may succeed his/herself  
464 indefinitely.
- 465 e. The office may be declared vacant by a simple majority of the active members of the  
466 Association within the chapter at a regular business meeting.

467  
468 Section D ACTIVITIES

469 Each chapter organization shall be encouraged to expand the membership of the chapter and to develop  
470 educational activities and such other activities as is consistent with the Articles of Incorporation and these  
471 Bylaws.

472  
473 Section E CHAPTER ADMISSION REQUIREMENTS

- 474 1. A chapter will be bounded by county lines.
- 475 2. There will be seven chapters within the state.
- 476 3. Chapters must have a minimum of fifty (50) active members from one (1) or more adjacent counties; a  
477 new chapter of the Society may be organized by written petition of no less than fifty (50) active  
478 members in a given geographical area.
- 479 4. The petition will then be presented to the Board of Directors for review and shall consist of a list of  
480 memberships, officers, minutes of the organizational meeting, chapter Standing Rules and  
481 geographical locations (by counties).
- 482 5. Approval of the petition will be granted by a two-thirds (2/3) vote of the assembled Board of Directors.

483  
484 Section F CORRESPONDENCE

- 485 1. A copy of the minutes of the governing body and business meetings of the chapter shall be sent to the  
486 Society's office.
- 487 2. The names and addresses of chapter officers shall be sent to the Society's office.

488  
489  
490 **Article XIII BOARD OF MEDICAL ADVISORS (BOMA)**

491  
492 Section A COMPOSITION

493 The Society shall have four (4) Medical Advisors. Candidates for Medical Advisor must be physicians who have  
494 an identifiable role in clinical, organizational, educational or investigational Respiratory Care.

495  
496 Section B TERM OF OFFICE

497 Each member shall serve for a term of four (4) years, two members to be elected each even numbered year by  
498 active members of the Association within the Society. The term of office shall commence immediately  
499 following the annual business meeting of the Society.

500  
501 **Section C DUTIES**

- 502 1. The Board of Directors and all committees shall consult the BOMA in regard to all matters of medical  
503 policy. The BOMA shall assist the appropriate committees or chapters regarding educational  
504 programs and publications. The Chairperson of the BOMA or his/her delegate shall attend all regular  
505 meetings of the Board of Directors and shall have privilege of voice but not vote.  
506 2. The Chairperson of the Society's BOMA shall submit in writing the names of all its members to the  
507 Association's BOMA for approval.  
508 3. The Chairperson or his/her delegate shall report all activities to the Board of Directors of the Society at  
509 its regular meetings.  
510 4. Charges to the BOMA shall be made from the Board of Directors of the Society.  
511 5. The BOMA shall elect their own officers and be responsible for such organizational policies as they  
512 may otherwise require.  
513 6. Funds that may be required for the BOMA activities should be budgeted within the Executive  
514 Committee's budget request.  
515

516 **Section D VACANCIES**

- 517 1. Any vacancy that occurs on the BOMA shall be filled by appointment of the President of the Society  
518 and ratified by the Board of Directors at their next regularly scheduled meeting.  
519 2. The appointed member will fulfill the remainder of the unexpired term.  
520 3. The term of office of a Medical Advisor may be terminated at any time by a two-thirds (2/3) vote of the  
521 Board of Directors. Notification of this action shall be submitted to the Medical Advisor and the  
522 Chairperson of the Society's BOMA.  
523

524 **Section E MEETINGS**

525 An annual meeting of the BOMA shall be held at the time and place of the annual business meeting of the  
526 Society, and other meetings shall be held at such times and places as shall be determined by the BOMA.  
527  
528

529 **Article XIV FISCAL POLICY**

530  
531 **Section A FISCAL YEAR**

532 The fiscal year of the Society shall be from January 1<sup>st</sup> through December 31<sup>st</sup>.  
533

534 **Section B FISCAL ACTIVITIES**

535 All fiscal activities shall be in accordance with the Society's Standing Rules.  
536  
537

538 **Article XV DUES AND ASSESSMENTS**

539  
540 **Section A PAYMENT OF DUES**

541 Each member of the Society shall pay annual dues in such amounts and in such manner as may be  
542 established on an annual basis by the Board of Directors.  
543

544 **Section B ASSOCIATION MEMBERS**

545 Society dues shall be considered paid in full upon payment of the Association's dues.  
546

547 **Section C ASSESSMENTS**

548 The Society shall have the right to assess the membership.  
549  
550

551 **Article XVI ETHICS**  
552

553 If the conduct of any Society member shall appear to be in willful violation of the Bylaws or Standing Rules of  
554 this Society or prejudicial to this Society's interests as defined in the Association's Code of Ethics, the matter  
555 will be referred to the Association's Judicial Committee and/or the Society's Board of Directors as determined  
556 by membership designation.  
557  
558

559 **Article XVII PARLIAMENTARY PROCEDURE**

560  
561 Section A PARLIAMENTARIAN  
562 The Delegate of the Society will serve as Parliamentarian of the Board of Directors during his/her term.  
563

564 Section B PROCEDURE  
565 The rules contained in Robert's Rules of Order (Revised) shall govern whenever they are not in conflict with the  
566 Bylaws of the Society or the Association.  
567

568

569 **Article XVIII AMENDMENTS**

570  
571 Section A RATIFICATION  
572 These Bylaws may be amended at any regular meeting of the Society with provisions for absentee ballot or by  
573 vote of the Society by a two-thirds (2/3) majority of those voting, provided the proposed amendment has  
574 received an approving vote of two-thirds (2/3) of the assembled Board of Directors and has been presented to  
575 the membership in writing not less than sixty (60) days prior to the vote.  
576

577

578 **Article XIX INTENT**

579  
580 No provisions of the Bylaws of the Illinois Society for Respiratory Care shall be interpreted to conflict with the  
581 provisions of the Bylaws of the Association. Notwithstanding provisions of Article XVIII, these Bylaws may be  
582 amended by the Board of Directors at any time they are found to be in conflict with the Bylaws of the  
583 Association. They may also be amended by the Board when a correction for clarity, conformity or simple name  
584 change is deemed necessary by the Board.  
585

586