

CONSTITUTION & BYLAWS OF THE ASSOCIATION OF CLINICAL SCIENTISTS

(Adopted 7 April 1956; amended 17 Nov 1984, 10 Nov 1990, 3 Nov 1996, 20 May 2000, 15 May 2005, 16 May 2009, 21 May 2011, 26 May 2012, 25 May 2013, 31 May 2014, 16 May 2015, 20 May 2017)

CONSTITUTION

Article I: Name

The name of this corporation is the Association of Clinical Scientists.

Article II: Incorporation

The Association of Clinical Scientists is incorporated not for financial profit under the laws of the State of Pennsylvania.

Article III: Objectives

The objectives of the Association of Clinical Scientists are: (a) to promote education and research in clinical science, (b) to improve the development, selection, accuracy, utilization, and interpretation of tests performed for clinical diagnosis, prognosis, monitoring, and research, (c) to encourage cooperation between physicians and members of other professions concerned with the application of scientific methods in clinical practice and research, and (d) to enhance the professional development, ethical standards, and collegiality of clinical scientists.

Article IV: Ethics

The Code of Ethics of this Association is the same as that of the American Medical Association.

Article V: Membership

Section 1. Membership Categories: The membership of the Association consists of (a) Fellows, (b) Associate Fellows, (c) Members, and (d) Emeritus Fellows.

Section 2. Fellows: Scientists who have received an earned doctoral degree, and who, through publications, practices, or activities, have demonstrated an interest and expertise in clinical science, are eligible to become Fellows. Fellows have full membership rights; they may vote, hold office, and be members of committees. They pay the Fellowship enrollment fee and Fellowship dues, which includes a subscription to the *Annals of Clinical and Laboratory Science*.

Section 3. Associate Fellows: Clinical Scientists who hold an earned doctorate degree, but who are still in a postdoctoral training program. This category includes graduate medical trainees (residents and clinical fellows) and postdoctoral research fellows. Associate Fellows have voting rights and may serve on committees, but they are not eligible to hold elective office in the Association. They pay the Associate Fellow enrollment fee and dues, which includes a subscription to the *Annals of Clinical and Laboratory Science*. Upon completion of their training, they may apply for Fellowship in the Association, as described in Section 2 above.

Section 4. Members: Scientists who have all the qualifications of a Fellow with regard to publications, practice, and activities and who have demonstrated an interest and

expertise in clinical science, but who do not hold an earned doctorate. Members, however, must hold, minimally, a baccalaureate degree. Members have voting rights and may serve on committees, but they are not eligible to hold elective office in the Association. They pay the same enrollment fee and dues as Associate Fellows, which includes a subscription to the *Annals of Clinical and Laboratory Science*. Upon completion of an earned doctorate, while in postdoctoral training, they may apply for Associate Fellowship as described in Section 3 above. Non-physician scientists who forego postdoctoral training (e.g., take employment in industry) are required to have the equivalent of three years of employment before they are eligible for Fellowship in the Association as described in Section 2, above.

Section 4. Emeritus Fellows: Fellows who have attained the age of 70 years, and have been active members for ten years or longer, may be granted Emeritus status. Under special circumstances, deemed appropriate by the Executive Committee, the requirement of an age of 70 years for transfer to Emeritus status may be waived. Emeritus Fellows have all the rights and privileges of Fellows, as described in Section 2 above, but are not required to pay dues. They are eligible for an on-line subscription to the *Annals of Clinical and Laboratory Science*. There is no Emeritus category for Members.

Section 5. All members of the Association, including Fellows, Associate Fellows, and members, if age 45 or younger, are automatically included in the Young Fellows Section and are entitled to all benefits afforded its members.

Article VI: Officers and Standing Committees

Section 1. Officers: The Officers of the Association are the President, Vice-President, Secretary, and Treasurer. The terms of the President and the Vice-President are one year; the terms of the Secretary and Treasurer are three years each.

Section 2. Standing Committees: The only Standing Committee of the Association is the Executive Committee.

Section 3. Executive Committee: In addition to the President, Vice-President, Secretary, and Treasurer, the Executive Committee consists of three regular members, three co-opted members, and may include an honorary member. The regular members consist of Fellows, who each serve for a three-year term, and who have normally been the three most recent past presidents. The co-opted members consist of the Director of Scientific Sections, the Editor of the *Annals of Clinical and Laboratory Science*, and the Chair of the Young Fellows Section Oversight Committee. The President may appoint one distinguished clinical scientist, who has been an active Fellow for at least twenty years, as an honorary member of the Executive Committee. Each co-opted or honorary member serves for a one-year term, but may be reappointed.

Article VII: Meetings

Section 1. Scientific Meetings: The Association holds a number of scientific meetings each year at various places, including

visits to medical centers and clinical laboratories. Notice of each meeting is mailed to the members at least thirty days prior to the meeting.

Section 2. Business Meetings: The Association holds an annual business meeting; the time and place are determined by the Executive Committee. Notice of the annual business meeting is mailed to the members at least thirty days prior to the meeting.

Article VIII: Amendments

This Constitution may be amended by a two-thirds majority vote of the members present and voting at the annual business meeting, or by a two-thirds majority of members participating in an electronic voting process, providing said amendment, along with the recommendation of the Executive Committee, has been submitted to the members by publication or other notice at least thirty days prior to the annual business meeting or the electronic ballot.

Article IX: Effective Date of Present Document

This revised Constitution becomes effective immediately after adoption at the annual business meeting on 21 May 2011.

BYLAWS

Article I: Election of Members

Section 1. Election of Fellows: Candidates for Fellowship in the Association are proposed in writing by one or more Fellows on forms provided by the Secretary. The proposal form is signed by the candidate and the sponsor(s). The Secretary reviews the application and notifies the candidate and sponsor(s) of the results. The Secretary then notifies the Association office and Treasurer so that the new Fellow is enrolled and is invoiced for annual dues. In the event the Secretary is unable to review an application in a reasonable period of time, either the President, Vice President, or Treasurer may review and approve the application.

Section 2. Election of Associate Fellows: Candidates for Associate Fellowship are proposed in writing by one or more Fellows on forms provided by the Secretary-Treasurer. Further steps in the election of Associate Fellows are the same as for Fellows.

Section 3. Advancement from Associate Fellow to Fellow: Upon completion of formal professional training, an Associate Fellow must submit a written request for advancement to Fellowship. Further steps in the advancement of Associate Fellows to Fellowship are the same as for election of Fellows. Any additional enrollment fee or dues are payable after the Associate Fellow has been advanced to Fellow.

Section 4. Advancement to Emeritus Fellowship: Fellows who have attained the age of 70 years and have been active members for ten years or longer, or for other reasons acceptable to the Executive Committee, may be granted Emeritus status upon application to the Secretary-Treasurer. For Fellows under the age of 70, the Secretary-Treasurer submits the application to the Executive Committee at its next meeting.

Section 5. Election of Members: Candidates for Membership are proposed in writing by one or more Fellows on forms provided by the Secretary-Treasurer. Further steps in the election

of Members are the same as for Fellows.

Article II: Election of Officers

Section 1. Elective Offices: At each annual meeting, the Association elects the President and Vice-President. The Secretary and Treasurer are elected every three years, such elections being held in different years. Unexpected vacancies among these offices are filled pro tempore by presidential appointment until election at the next annual business meeting.

Section 2. Nomination: Candidates for elective offices are elected from (a) the nominees proposed by the Nominating Committee appointed by the President, or (b) eligible members who are nominated by any voting member at the annual business meeting.

Section 3. Method of Election: Officers are elected by a majority of the votes cast by the members present.

Article III: Duties of Officers

Section I. President: The President presides at all meetings, appoints standing and special committees, serves as an ex-officio member of all committees, and performs all other duties inherent to this office. The President is a member of the Executive Committee and presides at its meetings.

Section 2. Vice-President: The Vice-President serves as assistant to the President, and, in the absence or incapacity of the President, assumes the president's duties and responsibilities. The Vice-President serves as a member of the Executive Committee

Section 3. Secretary: The Secretary performs all secretarial duties and keeps permanent records of all transactions of the Association. The Secretary is the custodian of the records of the meetings of all standing and special committees. If appropriate to the situation, the Secretary may designate an associate secretary to take the minutes of committee and business meetings. The Secretary serves as a member of the Executive Committee.

Section 4. The Treasurer is responsible for management of all funds and properties of the Association. At the annual business meeting, the Treasurer presents an annual financial report, audited by a certified public accountant. The Treasurer serves as a member of the Executive Committee.

Section 5. Executive Committee: The Executive Committee is the executive and administrative body of the Association. It is empowered to conduct business as required in the interval between business meetings. The President reports the transactions of the Executive Committee at the annual business meeting.

Section 6. Nominating Committee: A Nominating Committee of five or more Fellows, appointed annually by the President, presents to the membership a slate of nominees for all elective offices.

Section 7. Additional Committees: The President appoints the following committees: Awards, Constitution and Bylaws, Historical, Membership and Mentoring, Program, Publications, and Young Fellows Section Oversight Committees. The President may appoint additional committees, such as the Music and Arts Committee and the Athletics Committee.

Section 8. Assigned Responsibilities: The President may designate one member of the Publications Committee to be the

Editor of the Clinical Science Newsletter; the President may assign other specific duties to members of various committees.

Article IV: Editor-in-Chief of the Annals

Section 1. Appointment: The Executive Committee appoints an Editor-In-Chief of the Annals of Clinical and Laboratory Science for a one-year term. Reappointment is continuous, except by other action of the Executive Committee.

Section 2. Duties: The Editor-in-Chief is responsible for editing and supervising the production of the Association's journal, the Annals of Clinical and Laboratory Science. The Editor-in-Chief is empowered to appoint a Board of Editors, subject to annual approval by the Executive Committee.

Article V: Director of Scientific Sections

Section 1. Appointment: The Executive Committee appoints a Director of Scientific Sections for a one-year term. Reappointment is continuous except by other action of the Executive Committee.

Section 2. Duties: The Director of Scientific Sections supervises and coordinates the scientific undertakings of various scientific sections that may be established to promote interlaboratory cooperation in scientific research and to undertake collective harmonization of scientific methods. The Director of Scientific Sections is empowered to appoint chairs of the scientific sections, subject to annual approval by the Executive Committee.

Article VI: Endowments

Section 1. Establishment: The Executive Committee establishes restricted or unrestricted Endowments in order to receive donations and memorial contributions to promote the objectives of the Association, as specified in Article III of the Constitution. Such Endowments may honor distinguished members of the Association, such as the Claude P. Brown Memorial Fund and the Abraham J. Gitlitz Memorial Fund.

Section 2. Restricted Endowments: Acceptance of restricted endowments, with stipulations by donors regarding intended uses and allocations, requires approval by the Executive Committee.

Section 3. Administration: The Executive Committee, through the Secretary-Treasurer, supervises the management of Endowments.

Article VII: Fees and Dues

Section 1. Enrollment Fees: Candidates for Fellowship pay an enrollment *fee* in such amount as is determined by the members at the annual business meeting, on the recommendation of the Executive Committee. This fee continues in force until further action is taken by the Association. The members likewise establish the amounts of the Junior Membership, and Associate Membership enrollment fees, upon recommendation of the Executive Committee.

Section 2. Annual Dues: Members pay dues, including subscription fees, annually in such amount as is determined by the voting members at the annual business meeting, on the recommendation of the Executive Committee. Dues and fees are payable on 1 January of each year.

Article VIII: Annual Awards

Section I. Sunderman Award: The Awards Committee, at its discretion, designates a Fellow of the Association to receive the annual "Sunderman Award," also known as the Clinical Scientist of the Year Award. This award, in the form of a goblet, is presented to a member who, in the opinion of the Awards Committee, has made outstanding contributions to clinical science.

Section 2. Diploma of Honor: The Awards Committee, at its discretion, awards Diplomas of Honor to scientists who have made meritorious contributions to clinical science.

Section 3. Gold-Headed Cane: The Awards Committee, at its discretion, awards a Gold-Headed Cane to a Fellow of the Association who by long and distinguished service has become exemplary of the clinical and scientific aspirations of the Association, and who has attained international recognition as a leader in clinical science.

Section 4. Young Clinical Scientist. The Awards Committee, at its discretion, designates a member of the Association or an applicant for membership to receive the "Young Clinical Scientist Award."

Article IX: Parliamentary Procedure

Section I. Rules of Order: The rules provided in the current revision of Robert's "Rules of Order" govern the conduct of all business meetings of the Association and of the Executive Committee, except when Robert's Rules are inconsistent with the Bylaws or special rules of the Association.

Section 2. Quorum: A quorum for the business meeting consists of ten voting members.

Section 3. Suspension of Rules: Rules may be suspended at any meeting by unanimous consent of the members present and voting.

Article X: Amendments

These Bylaws may be amended by a two-thirds majority vote of the members present and voting at the annual business meeting, or by a two-thirds majority of members participating in an electronic voting process, providing said amendment, along with the recommendation of the Executive Committee, has been submitted to the members by publication or other notice at least thirty days prior to the annual meeting or the electronic ballot.

Article XI: Dissolution

In the event of lawful dissolution of the Association, following the payment of all just debts and obligations of the Association, the net assets of the Association shall be conveyed pursuant to designation by the Executive Committee to one or

more organizations devoted to purposes and activities similar to those of the Association, provided that such organization or organizations so designated shall be exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended.

Article XV: Nondiscrimination

In accordance with Section 501(c) (3) of the Internal Revenue Code of 1954, the Association of Clinical Scientists admits clinical scientists of any age, race, sex, religion, or national origin to all of the rights, privileges, programs, and activities generally accorded or made available to clinical scientists. The Association of Clinical Scientists does not discriminate on the basis of age, race, sex, religion, or national origin in the administration of its admission policies, educational policies, or other programs.

Article XVI: Effective Date of Present Document

These revised Bylaws become effective immediately upon their adoption at the annual business meeting on 25 May 2013.