# NATIONAL SOCIETY FOR HISTOTECHNOLOGY

## BYLAWS

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BYLAWS

ARTICLE I - NAME

The name of the Corporation is NATIONAL SOCIETY FOR HISTOTECHNOLOGY.

ARTICLE II - OBJECT

Section 1- General

The object for which the Corporation is formed, and the business and objects to be carried on and promoted by the Corporation are, to provide an interchange of ideas pertinent to Histotechnology; to advance professional growth, standards, knowledge and performance in Histotechnology through continuing and formal educational programs; to create mutual understanding and co-operation between the Corporation and other allied professions; to establish and promote a code of ethical standards and professional responsibility for the Corporation’s Members in dealing with one another and the general public; to promote the common object of the Corporation’s Members in a manner designed to achieve more efficient and greater economic results in their operations; and to transact any and all other lawful activities which the Board of Directors considers appropriate to further the object of the Corporation.

Section 2 - Status

The corporation shall not be operated for profit and no part of it’s funds shall enure to the individual benefit of any member. All of the corporation’s activities shall be conducted within anti-trust legal requirements and the corporation’s tax exempt status.

ARTICLE III – MEMBERSHIP

Section 1 – Membership Classifications

A. Charter Members: Individuals accepted to membership prior to October 1, 1974.

B. Active Members: Individuals actively engaged and/or interested in histotechnology or an allied profession. There are two categories of active members:

1. Regular - all active members that reside within the Unites States, US possessions and Canada and have paid the full membership dues.
2. Retired – an active member for at least five years prior to retirement. The dues shall be one-half that of the regular active member.

C. Student: any individual enrolled in a NAACLS or Canadian accredited histology course of training in the United States, US possessions and Canada with documentation from the program director and/or pathologist attesting to their student training status. Individuals may hold a student membership for a maximum of two years.

D. Premium Members shall be those active, student, or retired members who choose to pay a fee and receive additional educational benefits as determined by the board.

E. Honorary Members: Individuals recognized for their outstanding contributions to the field of histotechnology.
F. **International Members:** Individuals residing outside the United States, U.S. possessions and Canada, who are gainfully employed and actively engaged in and/or interested in histotechnology or an allied profession.

G. **Sustaining Members:** Individuals or groups wishing to help support the Society by paying a fee, set by the Board.

**Section 2 – Privileges and Responsibilities**

A. Only active members shall have the full privileges of membership, be entitled to vote, hold office, act as delegates, or serve on any board, committee, or by appointment.

B. Membership is not transferable or assignable.

**Section 3 – Application**

Individuals seeking membership in the Society shall provide personal information on forms provided by the Society, to be forwarded to the National Office accompanied by established dues. Membership shall not be denied or abridged because of color, sex, creed, religion or ethnic background.

**Section 4 – Annual Membership Dues**

Annual membership dues shall be determined by the Board of Directors, and billed on the anniversary date. Dues may not be increased by more than 10% in any two consecutive years except by a two-thirds vote of the house. (Proviso: anniversary date billing to be effective at the start of the 2021 fiscal year.)

A. **Payment of Dues:** Dues payable shall be remitted to the National Office no later than thirty (30) days following billing. All payments must be made in U.S. currency.

B. **Delinquent Dues:** A member who fails to remit dues within sixty days following billing shall be suspended, but may be reinstated upon payment of delinquent dues.

**ARTICLE IV - OFFICERS**

**Section 1 - Title**

The officers of this Society shall be a President, Vice President, Secretary, Treasurer and Immediate Past President.

*Note: to be struck at start of 2020 election cycle for terms beginning in 2021.*

The officers of this Society shall be a president, president-elect, secretary, treasurer, and immediate past president. The president, president-elect, and immediate past president shall serve a term of one year. The president shall succeed to immediate past president following a term as president, and the president-elect shall succeed to president immediately following a term as president-elect. The secretary and treasurer shall serve for terms of three years.

*Proviso: To be inserted at start of the 2020 election cycle for terms beginning in 2021.*
Section 2 - Qualifications

An officer must have been an active member for two (2) consecutive years immediately prior to election. Candidates for the office of President and Vice President must have served at least one full term on the Board.

*Note: to be struck at start of 2020 election cycle for terms beginning in 2021.*

An officer must have been an active member for two (2) consecutive years immediately prior to election. Candidates for the office of president-elect must have served at least one full term on the Board.

*Proviso: To be inserted at start of the 2020 election cycle for terms beginning in 2021.*

Section 3 - Duties

The officers shall serve concurrently as voting members of the Board and the House.

A. **President:** The President shall be the chair of the board of directors and preside over all meetings of the members and the Board, serve as alternate Speaker of the House, and be an ex-officio member without vote of all committees except Nominations-Election. The President shall, with Board approval, appoint the chairperson of all appointed standing committees and Society representatives. The President shall submit an annual report to the Board and the House. The President shall perform all duties incident to the office and other duties designated by the Board or governing documents.

B. **Vice President:** When the President is absent or unable to act, the Vice President shall assume and perform the duties. When so acting, the Vice President shall have all the powers and be subject to all restrictions upon the President. The Vice President shall serve in the capacity of coordinator of appointed standing committees, in order to minimize an overlap of efforts, and in the absence of an appointed Parliamentarian shall act in that capacity. The Vice President shall perform all other duties assigned by the President or the Board.

*Note: to be struck at start of 2020 election cycle for terms beginning in 2021.*

B. **President-Elect:** President-Elect: When the President is absent or unable to act, the president-elect shall assume and perform the duties. When so acting, the president-elect shall have all the powers and be subject to all restrictions upon the President. In the absence of an appointed parliamentarian, the president-elect shall act in that capacity. The president-elect shall perform all other duties assigned by the President or the Board.

*Proviso: To be inserted at start of the 2020 election cycle for terms beginning in 2021.*

C. **Secretary:** The Society Secretary shall report the minutes of all meetings of the members and the Board within ninety (90) days. The Society Secretary shall perform other duties incident to the office as assigned by the Board or governing documents.

D. **Treasurer:** The Treasurer shall be bonded in an amount determined by the Board. The Treasurer shall have general oversight over the financial activities of the association, and shall provide reports to the House and the Board at least annually and as requested. The Treasurer shall serve as a member of the Budget and Finance Committee, but shall not serve as chair, and shall perform all duties incident to the office and such duties as may be assigned by the Board and the governing documents.
E. **Immediate Past President:** The President, upon leaving office, shall serve as Immediate Past President. The Immediate Past President shall assume such tasks as the President may request. Upon completion of the term, the immediate past president shall not be eligible to run for any board position for a period of at least five years.

**Section 4 - Selection of Officers**

Officers shall be chosen by the following procedures:

**A. Nominations:**

1. Any member may submit, to their regional member of the Nominations-Election Committee or the Nominations-Election Chairperson, names of individuals they wish to nominate for office. A person so offered for nomination shall have been informed of this and expressed a willingness to serve. Nominees shall submit a resume to establish qualifications for the position, a candidate statement which shall be included on the ballot, and a letter of acceptance to the Nominations-Election Chairperson at a time specified by the Committee.

2. The Nominations-Election Committee shall present to active members of the Society at least one (1) candidate for each office. Provisions shall be made on the ballot for write-in votes.

3. Neither the Nominations-Election Chairperson nor any Nominations-Election Committee member shall be a candidate for office. If the Chairperson or any member of the Committee wishes to be a candidate, that person shall submit a written resignation to the Speaker and the Secretary of the House, postmarked at least thirty (30) days prior to the beginning of the Annual Symposium/Convention in the non-election year.

4. In the event any member of the Nominations-Election Committee has to pass upon the qualifications of a member of their immediate family for nomination, or for the tally of ballots, such Committee member shall abstain from any action.

**B. Election Procedures:**

1. Officers shall be elected by secret ballot, which may be electronic as allowed by law. A plurality shall elect. In case of a tie, the winner shall be decided by lot.

2. The voting period shall be determined by the Nominations-Election Committee. All efforts will be made to ensure privacy and confidentiality of the voters and their selection.

3. If a member does not have an e-mail address, the Election Company shall print and mail a first-class notification with the electronic voting information.

4. Records of election results shall be kept by the National Office.
Section 5 - Term of Office

Each officer shall be elected for a term of two (2) consecutive years, and until their successors are elected. An elected officer can serve a maximum of three consecutive terms (6 years) in the same elected position. Officers shall be installed during the Annual Convention following their election and assume positions at the close of that Convention. Outgoing officers shall turn over all records and property related to the office to their successor within thirty (30) days, being fully cognizant that these are the property of the Society and not of the individual.

Section 6 - Vacancies

A vacancy in the office of President shall be filled by the Vice President for the remainder of the unexpired term. In the event of simultaneous vacancies, the Board shall select, by majority vote, a President to fill the unexpired term. In selecting a member to fill a vacancy, the Board shall first consider the candidates from the slate of nominees for the office in the preceding election. In the event of a vacancy in other elected offices, the President may appoint, with Board approval, a qualified member to serve the unexpired term.

Note: to be struck at start of 2020 election cycle for terms beginning in 2021.

A vacancy in the office of President shall be filled by the president-elect for the remainder of the unexpired term. A vacancy in the office of president-elect may be filled by the board, but such person shall not automatically succeed to the office of president, but may be a candidate at the next election cycle, when both a president and president-elect shall be elected. In the event of a vacancy in other elected offices, the President may appoint, with Board approval, a qualified member to serve the unexpired term.

Proviso: To be inserted at start of the 2020 election cycle for terms beginning in 2021.

Section 7 - Resignation

An officer who wishes to resign from office shall submit a written resignation to the Society Secretary.

ARTICLE V - HOUSE OF DELEGATES

Section 1 - Membership and Qualifications

The members of the House shall consist of a Speaker, a Secretary, the Officers, the Region Directors or alternates, Chairpersons of all standing committees or alternates, Constituent Society presidents or alternates, Constituent Society delegates or alternates, and one (1) delegate or alternate from each state not having a Constituent Society. Each member must be an active member for one (1) year prior to being seated; shall be selected in accordance with the provisions of these Bylaws and duly credentialed before the Annual Convention by the Credentials Committee. In the event a standing committee chairperson is unable to attend the Annual meeting of the House, a member of the Committee shall be appointed by the Chairperson to represent the Committee in the House as a voting member. A written notification shall be sent by the Committee Chairperson to the Credentials Committee, Speaker of the House and Vice President.* NSH appointments to other organizations have the privilege of being seated in the House as non-voting members with voice. Past Presidents, Immediate Past Chairpersons, Immediate Past Speaker of the House of Delegates and the Founding Board of Directors who are active members of the Society have the privilege of being seated in the House as non-voting members with voice.

*Strike “vice president” and insert “president-elect” at start of the 2020 election cycle for terms beginning in 2021.
Section 2 - Duties of the House

The House shall be responsible for amendment of the Bylaws, approval of Honorary members and shall vote on recommendations by the Board. The House shall create committees as needed, adopt guidelines for and receive reports from them. The House shall formally communicate any activities to the Board within ninety (90) days.

Section 3 - Selection of Delegates

A. In States With Constituent Societies: Based on National membership as of December 31, the Credentials Committee Chairperson, by February 1 of each year, shall notify each Constituent Society as to the number of delegates and alternates to which it is entitled. Each Constituent Society shall be responsible for the selection of delegates and alternates and the submission of the names of its state president or presidential alternate and all delegates and alternates to the Credentials Committee at least sixty (60) days prior to the annual session of the House.

B. In States Without Constituent Societies: The National Office shall supply each Region Director with lists of National members, as of December 31, for areas without a Constituent Society in each Director's Region. The delegate and alternate for each area shall be selected from the active NSH members in that area. The Region Director shall notify the Credentials Committee of the delegates and alternates at least sixty (60) days prior to the annual session of the House.

Section 4 - Duties of the Delegates

The House is a continuously existing body, responsible for representing its constituents at all times. Each delegate shall be responsible for communicating the concerns of the delegate's constituents to the House and for reporting the activities of the House to those constituents. Delegates shall communicate with the appropriate Region Director for the purpose of representing their constituents to the Board.

Section 5 - Term of Office for Delegates

The term of office for each delegate and alternate shall begin when they are credentialed and have received a current House identification card from the Credentials Committee and end at the close of the credentialing hours of the next annual convention.

Section 6 - Officers

The House shall elect a Speaker and a Secretary. Any active member who is currently or has been a credentialed delegate shall be eligible for nomination. These officers shall be elected prior to the close of business of the House in the election year for the Society officers, to serve a two (2) year term concurrent with Society officers. An elected officer can serve a maximum of three consecutive terms (6 years) in the same elected position. Outgoing officers shall turn over all records and property related to the office, to their successors within thirty (30) days, being fully cognizant that these are the property of the Society and not of the individual.

A. The Speaker: shall be a voting member of the Board, preside at all meetings of the House, coordinate the elected standing committees, and ensure that an agenda for the Annual House Meeting is distributed to its members at least thirty (30) days before the Annual Meeting.
B. **The Secretary:** shall report an accurate record of all proceedings of the House to all its members within ninety (90) days following the Annual Meeting, and shall perform such other duties as may be assigned by the Speaker.

Section 7 - Meetings

The House shall meet at least once annually concurrent with the Annual Meeting. Action on proposals should be taken only when the House is in session. If a matter of utmost urgency arises which requires resolution before the next annual session, a vote by mail may be taken by the Speaker. Returned ballots must be received no later than the return date stated on the ballot.

The Speaker of the House, when necessary, may call special meetings of the House. Notification shall be by electronic message, phone, courier, or first class mail (30) days before the called meeting.

Section 8 - Quorum

A majority (50% plus 1) of the officially credentialed members of the House shall constitute a quorum at any meeting of the House. In the case of a vote by mail, a return of at least 50% plus 1 of the ballots sent to officially credentialed members of the House shall constitute a quorum.

Section 9 - Voting

Credentialed members, including the Secretary of the House, shall be entitled to one vote on each matter that comes before the House. The Speaker of the House shall only vote in case of a tie. The Parliamentarian shall have no vote.

Section 10 - Vacancy

A. **Officers:** In the absence of the Speaker, the President shall preside. Thereafter the vacancy shall be filled by the Vice President, then the Immediate Past President. In the absence of the Secretary, the presiding officer shall appoint a temporary secretary to serve for the time the elected officer is absent.

*Note: to be struck at start of 2020 election cycle for terms beginning in 2021.*

**Officers:** In the absence of the Speaker, the President shall preside. Thereafter the duties shall be performed by the president-elect, then the Immediate Past President. In the absence of the Secretary, the presiding officer shall appoint a temporary secretary to serve for the time the elected officer is absent.

*Proviso: To be inserted at start of the 2020 election cycle for terms beginning in 2021.*

B. **Delegates:** In the absence of the credentialed delegate, a credentialed alternate shall be seated.

C. **Other:** Any other vacancy occurring at the start of business of a session of the House shall remain, unfilled, provided a quorum is present.
ARTICLE VI - CONSTITUENT SOCIETIES

Section 1 - Definition

Representation to this Society shall include Constituent Societies. Only one Constituent Society in any state, the District of Columbia, Canada, and each possession and dependency of the United States, shall be recognized. The term "state" shall hereinafter be understood to include the District of Columbia, Canada, and each possession and dependency of the United States.

Section 2 - Qualifications

A state organization must have as its principle purpose, the advancement of the field of histotechnology and agrees to present a ballot to its state members to determine if they wish to become a Constituent Society. Upon receiving an affirmative vote by a majority of votes cast by state members, the state shall notify the National Board of Directors of this action. Constituent Society status shall be granted by the Board upon receiving such notification. A state which has not voted to approve becoming a Constituent Society shall be deemed a state without a Constituent Society. Qualifications for representation of such a state are set forth in Article III, House of Delegates. An organization may at any future time petition for Constituent Society status in accordance with this Article.

Section 3 - Duties

A Constituent Society shall agree to select delegates and alternates in accordance with these Bylaws, so it may be represented in the House of Delegates.

Section 4 - Representation

Each Constituent Society is entitled to representation in the House by its president or alternate and by one (1) selected delegate or alternate for each fifty (50), or portion thereof, National members in the state in which they reside. Each representative shall meet the qualifications for membership in the House stated in Article III, Section 1 of these Bylaws. The delegate and alternate shall be selected from the active NSH members in that Society.

ARTICLE VII - MEETINGS

Section 1 - Annual Meeting

The regular meeting of the membership shall be known as the Annual Meeting and shall be held concurrently with other activities authorized by this Society, time and place of which shall be determined by the Board of Directors.

Section 2 - Notification

The membership shall be given at least sixty (60) days prior notification of the date, hour and site of the Annual Meeting by the Society Secretary.
ARTICLE VIII - BOARD OF DIRECTORS

Section 1 - Membership

The Board shall consist of the elected Officers (including the Immediate Past President), the Speaker of the House, Region Directors, and the Executive Director who is a nonvoting member with voice.

Section 2 - Duties

The Board shall determine the policies which govern this society, shall set the time and place of the Annual Meeting, make recommendations to the Society, receive and take action upon all matters initiated by the House, employ an Executive Director, appoint editors, provide for the publication of, and determine editorial policies regarding journals and periodicals of the Society, provide for an audit of the Society's accounts and properties, report its activities to the House and general membership, and represent the Society with full power and authority over administrative affairs of the Society.

Section 3 - Meetings

The Board shall meet at least once annually at a time and place set by the President. When matters of utmost urgency require it, a special meeting may be called by the President, or at the request of two-thirds of the board. Written notice shall be sent not less than three (3) business days prior to the meeting. Special meetings may be held by videoconference or teleconference as needed. Voting on Board issues may be done electronically by Fax, electronic mail or by phone.

Section 4 - Quorum

A majority of the members of the Board shall constitute a quorum at any regular or special meeting of the Board. Said majority must include a minimum of five (5) Region Directors.

Section 5 - Term of Office

Each elected member of the Board shall serve a term of two (2) consecutive years and until their successors are elected, beginning at the close of business of the Annual Convention following their election. Each elected member of the Board can serve a maximum of three consecutive term (6 years) in the same elected position.

Note: to be struck at start of 2020 election cycle for terms beginning in 2021.
The secretary, treasurer, speaker of the house, and region directors shall serve a term of three years or until their successors are elected and assume office. Terms shall begin on January 1 following election. Such officers and directors may serve a maximum of two consecutive terms in the same elected position, but shall be eligible to run after one full election cycle for such office or director position has ensued. Service for more than half of a term shall be counted as a full term.

The election cycle for the secretary, treasurer, speaker, and region directors shall be as follows:

**Year A Elections**
- Speaker of the House
- Region II Director
- Region III Director
- Region IX Director

**Year B Elections**
- Secretary
- Region V Director
- Region VI Director
- Region VIII Director

**Year C Elections**
- Treasurer
- Region I Director
- Region IV Director
- Region VII Director

Proviso: These terms shall not go into effect until the 2020 election cycle (for terms beginning January 1, 2021) in accordance with the term of office timeline attached to these bylaws.

### Section 6 – Membership
The Executive Committee shall consist of the elected Officers, Immediate Past President and Speaker of the House of Delegates. A quorum shall be five members.

A. The Executive Committee shall possess all the power of the full Board of Directors for matters requiring a rapid decision or strict confidentiality, or as directed by the Board. The Executive Committee shall not alter or overturn any actions that have been taken by the full Board of Directors or House of Delegates.

B. The Executive Committee shall meet as necessary. The President or any two members of the Executive Committee may call a meeting of the committee.

C. Alternative meeting formats may include teleconference or videoconference. Votes on issues before the Executive Committee may be taken by voice or electronic mail as allowed by law. Minutes of the Executive Committee shall be submitted in writing to the full Board of Directors by the presiding officer within fourteen days of any action taken.
**Section 7 - Vacancies**

If a vacancy occurs among Region Directors, prior to the scheduled elections, the Nominations-Election Committee shall conduct an election to fill the vacancy in accordance with the rules for special elections established by the committee. The Committee shall solicit nominations from NSH members within the affected region, validate qualifications, and submit ballots according to the NSH policy for special elections. The elected individual shall be notified by the President. If a vacancy occurs among Region Directors after regularly scheduled elections have concluded, the newly elected Region Director will fill the vacancy for the completion of the term.

**Section 8 - Executive Director**

An Executive Director shall be employed by a majority vote of the Board. The Executive Director shall act under the immediate direction of the Board and conduct the business of the National Office of the Society, keep an accurate roster of the membership and perform all other duties assigned by the President and the Board. The Executive Director shall be included as a non-voting member of the Board, the House and any other authorized body of the Society as the Board may deem necessary or appropriate.

**Section 9 - Bonding**

The Board may require, by resolution, any and all of the officers and any other designated members, to be bonded with sufficient surety.

**ARTICLE IX - REGIONS**

**Section 1 - Designation**

There shall be nine designated regions.

**Region I** shall include the states of Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island and Vermont.

**Region II** shall include the District of Columbia and the states of Delaware, Maryland, New Jersey, Pennsylvania, Virginia and West Virginia.

**Region III** shall include Puerto Rico and any other U.S. territories and possessions in the Atlantic and the states of Alabama, Florida, Georgia, Mississippi, North Carolina, South Carolina and Tennessee.

**Region IV** shall include the states of Illinois, Indiana, Kentucky, Michigan, Ohio and Wisconsin.

**Region V** shall include the states of Iowa, Kansas, Minnesota, Missouri, Nebraska, North Dakota and South Dakota.

**Region VI** shall include the states of Arkansas, Louisiana, New Mexico, Oklahoma and Texas.

**Region VII** shall include the states of Arizona, Colorado, Idaho, Montana, Utah and Wyoming.
Region VIII shall include U.S. territories and possessions in the Pacific and the states of Alaska, California, Hawaii, Nevada, Oregon and Washington.

Region IX shall include Canada.

Section 2 - Region Directors

A. Each region shall elect one (1) Region Director by a plurality (the greatest number) of votes cast by active NSH members in the Region to serve on the Board. In case of a tie, where no candidate receives a plurality of votes cast on the first ballot, the Nominations-Election Committee will submit the candidates receiving the greatest number of votes on a second ballot to all active members in the affected Region.

B. The Region Director must reside or work within the region that person represents. The Region Director shall be an active member for two (2) years prior to nomination to this position.

C. The Region Director shall be responsible for coordinating and promoting Society activities for the states within the Region represented. That person shall disseminate Society information and activities at a state and regional level. The Region Director shall assist the Nominations-Election Committee by working with the regional member of the Committee to ensure that qualified nominees for National office and Region Director are presented to the Committee.

D. If a Region Director cannot attend the House of Delegates meeting, that Region Director shall submit the name(s) of an alternate(s) from that Region to the Credentials Committee at least sixty (60) days prior to the annual session of the House. The alternate(s) must be qualified to be credentialed in the House of Delegates and complete the credentialing process as is customary for all members of the House. A credentialed alternate shall be seated with vote in the House of Delegates.

ARTICLE X – COMMITTEES

Section 1 - Standing Committees

Committees shall be composed of a Chairperson and at least four (4) members, except that the selection and composition of the Nominations-Election Committee shall be as otherwise provided in these bylaws. The Chairpersons shall serve two (2) years, concurrent with the Society officers. The Chairpersons shall choose committee members to carry out the function of that committee within sixty (60) days of taking the Chair position. Chairpersons shall be ex-officio voting members of the House. A current delegate who is appointed or elected to a chair position shall resign the delegation upon appointment to the committee, so that a replacement may be made by the Constituent Society or state without a constituent society in order to retain the full delegation to which they are entitled. Outgoing committee chairpersons shall turn over all records and property related to the committee, to their successor within thirty (30) days of the appointment of their successor, being fully cognizant that these are the property of the Society and not of the individual.
A. **Appointed Committees:** The Chairpersons of these committees shall be appointed by the President and approved by the Board within 30 days of the first Board meeting of the newly elected Board. Any person who has been an active member for one (1) year shall be eligible for appointment. When a Chairperson vacancy occurs before the end of a term, the President shall appoint a new chairperson with Board of Directors approval to complete the term. When a committee member vacancy occurs in any committee, the Chairperson shall appoint a qualified person. Chairpersons not fulfilling their assigned responsibilities may, by a majority vote of the Board of Directors, be replaced.

1. **Awards Committee:** This committee shall establish criteria for all Society awards, suggest new awards as appropriate and conduct the business of selecting recipients of awards.

2. **Budget and Finance Committee:** This committee shall review all submitted budgets from the Society's officers and chairpersons, make recommendations to the Board on those reviews, ensure that allocated funds are available and work with the Board and Treasurer in management of the Society's funds.

3. **Continuing Education Units Committee:** This committee shall be responsible for establishing criteria for granting contact hours, evaluating programs requesting contact hours, and determining continued contact hour approval.

4. **Convention Committee:** This committee shall conduct an annual Symposium/Convention for the Society, including all pre-convention and post-convention duties.

5. **Education Committee:** This committee shall be responsible for providing, or causing to be provided, knowledge and information related to the field of histotechnology.

6. **Hard Tissue Committee:** This committee shall be responsible for providing, or cause to be provided, knowledge and information related to decalcified and undecalcified bone that may or may not have biomaterials in-situ.

7. **Health and Safety Committee:** This committee shall be responsible for keeping the general membership informed as to all pertinent information relating to health and safety.

8. **Immunohistochemistry Resource Group Committee:** This committee shall be responsible for providing, or cause to be provided, knowledge and information related to immunohistochemistry and in situ hybridization.

9. **Legislative Committee:** This committee shall be responsible for keeping informed of, and relating to the general membership, any legislation affecting the health care field, veterinary, industrial and research fields, particularly that which pertains to histotechnology.

10. **Membership Committee:** This committee shall be responsible for developing ways to attract new members and promote active membership in the Society.

11. **Public Relations Committee:** This committee shall be responsible for promoting the goals of the Society by use of any approved medium and disseminating material to enlist qualified persons into the field of histotechnology.
12. **Quality Management Committee:** This committee shall be responsible for formulating and maintaining quality control guidelines which pertain specifically to the histology laboratory.

13. **Veterinary, Industry, and Research Committee:** This committee shall be responsible for the coordination of activities related to veterinary, industry and research histology applications.

**B. Elected Committees:** Chairpersons of these Committees shall be elected by the House of Delegates prior to the close of business in an election year. Any active member who is currently or has been a credentialed delegate shall be eligible for nomination to a chair. The Chairperson of each committee, with the exception of the Nominations-Election Committee, shall within 60 days of election, choose at least four (4) committee members. When a Chairperson vacancy occurs, the Speaker, in conjunction with the affected committee members, shall appoint a qualified person to complete the term. When a vacancy occurs in any committee, with the exception of the Nominations-Election Committee, the Chairperson shall appoint a qualified person to complete the term.

1. **Bylaws Committee:** This committee shall be comport its activities consistent with and in compliance with all applicable state and federal laws, and receive, process and make recommendations to the House on all proposed changes to this document. This committee shall maintain the standing rules and suggest house rules which will facilitate smooth functioning of the House of Delegates.

2. **Credentials Committee:** This committee shall be responsible for ensuring that all members of the House are qualified to sit in the House of Delegates and that all nominees for House offices and elected standing committee chairs are qualified for the position.

3. **Nominations-Election Committee:** The House shall elect a chairperson. A representative shall be elected by each Region immediately following the election of the Chairperson of this committee. When a Chairperson vacancy occurs between House meetings, the House Speaker shall, with approval of the Committee, appoint a Chair. A vacancy occurring in the position of Region representative between House meetings shall be filled by the House Speaker or Region Director appointment with the approval of the House Speaker and the Committee.

**Section 2 - Special Committees**

Special committees may be formed as deemed necessary by the President, the Board or the House.

**ARTICLE XI - PARLIAMENTARY AUTHORITY**

The current edition of Robert’s Rules of Order, Newly Revised, shall govern the proceedings of this society except when otherwise specified in these Bylaws and any other applicable state or national statues.

**ARTICLE XII - AMENDMENTS**
Proposed amendments must be submitted in writing to the Bylaws Committee Chairperson by any member at least ninety (90) days prior to the Annual Meeting, before such proposals can be submitted to the House for consideration. House members retain the right to propose amendments to any circulated Bylaws amendment during debate on that amendment. The Bylaws Committee shall submit all proposed amendments to the Speaker for distribution as agenda items for the House. The proposed amendments shall be approved by an affirmative vote of two-thirds (2/3) of the House present and voting. The Bylaws Committee shall notify the membership of the changes in Bylaws no later than ninety (90) days after the end of the Annual Meeting. Proposed Bylaw amendments can only be acted upon when the House is in session.

ARTICLE XIII - DISSOLUTION OF CORPORATION

In the event of liquidation or dissolution of this Corporation, whether voluntary or involuntary, or whether by operation of law, none of the property of the Society nor any proceeds thereof shall be distributed among the members of the Society. After payment of, or after making provision for, all debts and liabilities of the Society, all of the remaining assets and property of every nature and description, whatsoever shall be paid over and transferred to any corporation, fund, or foundation selected by the Board of Directors. Such organization, fund or foundation shall be one which is organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes. No part of the net earnings of said organization shall benefit any private shareholders or individual except histotechnology. No substantial part of its activities shall be carrying on propaganda, lobbying, or otherwise attempting to influence legislation, nor can it participate in or intervene in any campaign on behalf of any candidate for public office, including the publishing or distribution of statement.

2003 Revision
Amended September 14, 2005
Amended September 13, 2006
Amended October 31, 2007
Amended September 17, 2008
Amended October 7, 2009
Amended September 29, 2010
Amended September 21, 2011
Amended October 3, 2012
Amended August 27, 2014
Amended September 2, 2015
Amended September 21, 2016
Amended September 26, 2018
Amended September 25, 2019