

SIRPAC Bylaws

Article I. Name

The name of this Committee is the Society of Interventional Radiology Political Action Committee (hereinafter referred to as the Committee or SIRPAC).

Article II. Organization

A. *Principle Office and Address.* The principle office of SIRPAC shall be at 3975 Fair Ridge Drive, Suite 400 North, Fairfax, Virginia 22033.

B. *Definition of Organization.* SIRPAC is a voluntary, nonprofit and unincorporated Political Action Committee of members of the Society of Interventional Radiology (SIR). It is not affiliated with any political party and it is not affiliated with or a subsidiary of any other political action committee, or of any other national, state, or local radiological society. SIRPAC is intended to qualify as a “multi-candidate committee” under applicable federal election law, the Federal Election Campaign Act (the “Act”) and implementing regulations (“Regulations”) promulgated by the Federal Election Commission (the “Commission”). The Committee is a political organization under federal tax exemption law, as well as an unincorporated nonprofit association under the law of the District of Columbia. The Committee operates as a separate, segregated fund affiliated with, and only with, SIR. SIR may defray all costs and expenses incurred in the establishment and administration of SIRPAC.

Article III. Purposes

The purposes of SIRPAC are:

1. To assist and advance the nomination or election of individuals to state and national office in order to promote the interests and needs of interventional radiologists (hereinafter IR), their practices, and their patients.
2. To raise funds in order to advance the election of such individuals.
3. To encourage IRs to understand the institutions and procedures of government and the public issues acted upon by government officials that affect interventional radiologists and the patients they are committed to serve.
4. To promote the interests of the profession and those they serve by facilitating the active participation of IRs in the political process.
5. To support SIR’s mission to promote education, research, and communication while providing strong leadership in the development of health care policy.
6. To support the campaigns of elected officials that sponsor legislation that expands patient access to IR services, encourages innovation/research in image-guided minimally invasive procedures, and provides for appropriate patient support in the outpatient environment.
7. To operate as a “political committee” and a “separate segregated fund” which receives “contributions” and makes “expenditures” to any “candidate” for “federal office,” as these terms are defined and construed under federal election law, for the purpose of influencing or

attempting to influence the selection, nomination, election or appointment of any individual to any federal office, and for any and all related and lawful purposes that comply with the Act(s) and Regulation(s) of the Commission and the Internal Revenue Service, and other applicable laws and regulations.

Article IV. Contributions

All contributions to the Committee shall be voluntary, and no contribution to the Committee shall be solicited or secured by coercion, job discrimination, physical force, or financial reprisal, or threat of, as a condition of employment, or by means prohibited by federal election laws and regulations;

1. All U.S. citizens are eligible to contribute to the Committee, subject to the other limitations herein. The Committee is authorized to solicit contributions only from SIR members, SIR administrative and executive staff, members of such employees' families, and other individuals or political action committees as allowed by the Federal Election Campaign Act of 1971, as amended;
2. Contributions to SIRPAC will be accepted in any denomination in strict compliance with the methods and limitations prescribed by law;
3. All contributions to SIRPAC shall be maintained as a separate segregated fund in one or more designated depositories. All contributions to the Committee shall be used as expenditures to carry out the purposes of SIRPAC as set forth in Article III and for reasonable administration of the Committee;
4. Policies and decisions concerning political expenditures or distribution of all contributions by the Committee shall be the responsibility of SIRPAC Board of Advisors or its designees;
5. No contribution shall be accepted, and no expenditure shall be made, by or on behalf of the Committee, when the office of the Treasurer is vacant and has not been occupied by the Assistant Treasurer;
6. SIRPAC reserves the right to decline acceptance of a contribution to the Committee without explanation; and
7. A majority of the voting members of SIRPAC will be required to authorize the expenditure of funds under the Committee's control.

Article V. Board of Advisors

A. Duties and Responsibilities.

SIRPAC shall be governed by a Board of Advisors that shall have general responsibility for carrying out the policies and activities of the Committee, advocating for participation by voting members of SIR in the PAC, ensuring consistency with SIR policies, and ensuring compliance with federal laws and regulations. Consistent with Article III, the SIRPAC Board shall develop guiding principles for the expenditures of SIRPAC funds, including the identification of candidates for public office to receive contributions (See SIRPAC Dispensement Policy¹). The SIRPAC Board shall also retrospectively review all political contributions to ensure compliance with the guiding principles. All contributions must be approved and disbursed by the Treasurer. The Board of Advisors will also be notified of all political contributions made by the Treasurer.

A. Composition

¹ SIRPAC will endeavor to ascertain a candidate's positions on issues of importance to SIR members and their patients (e.g., candidate questionnaires, coffees and other opportunities to gauge a candidate's views on key issues).

The composition of SIRPAC's Board of Advisors will be as follows:

1. Chair
2. Vice Chair
3. Treasurer (ex officio)
4. SIR President
5. SIR Immediate Past President
6. SIR Health Policy & Economics Councilor
7. SIR Government Affairs Committee Chair
8. SIR Executive Director (ex officio)
9. SIR's Director of Government Affairs (ex officio)
10. SIR Member At Large
11. SIR Member At Large

Advisors of SIRPAC may be removed by majority vote of SIR's Executive Council. The SIR Executive Council can fill any vacancies by majority vote.

A. Roles and Responsibilities

1. Chair – The Chair is the presiding officer of the SIRPAC Board and shall convene meetings of SIRPAC as necessary or as required by these bylaws;
2. Vice Chair – The Vice Chair serves in the absence of the Chair;
3. Treasurer – The Treasurer oversees contributions made to SIRPAC and the expenditure of said funds. The Treasurer also is responsible for maintaining records and filings with the Federal Election Commission. SIR's Director of Finance & Administration may hold the Treasurer position. The SIR Assistant Executive Director for Policy may assist in the activities of the Treasurer and serve as Assistant Treasurer (or will automatically fill the position of Treasurer if it is temporarily or permanently vacant until the Treasurer re-assumes the office or is replaced);
4. SIR President – SIR President provides liaison to SIR's Operations Committee and Executive Council;
5. SIR Immediate Past President – SIR Immediate Past President provides liaison to SIR's Operations Committee and Executive Council in the event SIR President is unavailable;
6. SIR Health Policy & Economics Councilor – The SIR HPE Councilor serves as liaison to the SIR Executive Council;
7. SIR Government Affairs Committee Chair – The SIR Government Affairs Committee Chair shall also provide liaison; and
8. At Large Members – At Large Members represent the general SIR membership.

B. Terms

The SIRPAC Board of Advisors is chosen by majority vote of the SIR Executive Council. Terms of the Chair, Vice Chair, and Treasurer are two years, with the possibility of a one-year renewal. The terms for the SIR President, SIR Health Policy & Economics Councilor, and SIR Government Affairs Committee Chair are contemporaneous with their terms in SIR. The At-Large positions will be nominated from the ranks of voting SIR members by the SIR Nominating

Committee and will serve two years with staggering in the initial year (one individual will serve one year in the first year of SIRPAC's existence). At Large positions will not be renewed, but incumbents are eligible for nomination to any SIRPAC Board position.

Article VI. Meetings

1. Annual Meeting.

The annual meeting of the SIRPAC Board of Advisors shall be held at such a time as may be determined by the Board.

2. Special Meetings.

Special meetings of the Board of Advisors shall be called by the Chair with the concurrence of two other members of the Board or upon the written request of a majority of SIRPAC Board members.

3. Actions of the Board.

Except as otherwise specified herein, any actions of the Board shall be taken by a majority vote of the Board members present and voting; provided that a quorum consisting of at least a majority of the Advisors has been established.

Article VII. Annual Audit and Report

There shall be conducted an annual financial audit of SIRPAC's books and records by an independent accounting firm selected by SIRPAC Board of Advisors. SIRPAC shall adhere to the investment policies and financial operations practice of SIR. An annual report of the activities of SIRPAC shall be made to the Executive Council and shall also be available to the members of the Society.

Article VIII. Amendments to Bylaws

These bylaws may be amended by a two-thirds vote of the members of SIRPAC Board of Advisors, provided that all members of the Board receive written notice of proposed amendments at least thirty days prior to the meeting at which such amendments are to be considered. Any changes in these bylaws shall not take effect until also ratified by a majority of the SIR Executive Council.

Article IX. Dissolution

SIRPAC may be dissolved by a majority vote of SIR's Executive Council. In the event of such dissolution, all funds contained in the SIRPAC depository, after payment of all lawful obligations, shall be disbursed to other political committees or candidates at the discretion of the Executive Council.

SIRPAC Dispensement ²Policy

SIRPAC will dispense funds to Members of Congress on relevant committees with oversight of or interests in health care issues and who are believed to be, or have been, favorable to interventional radiology, interventional radiologists, SIR or the patients they serve. Where appropriate, SIRPAC has discretion to support opposition candidates to incumbents or those otherwise running for office whose interests may align with that of SIR at the sole discretion of the SIRPAC Board of Directors.

SIRPAC may disburse funds to candidates for state office.

Contributions to and/or from SIRPAC, pending approval by a majority of the SIRPAC Board of Advisors may be made in any of the following instances:

1. Direct contributions to candidates in primary and general elections;
2. Retiring of campaign debt; and
3. Other PACs.