



## **The Society of Interventional Radiology: Association of Chiefs in Interventional Radiology (ACIR)**

The Association of Chiefs in Interventional Radiology (ACIR) is chartered by the Executive Council (EC) of the Society of Interventional Radiology (SIR) organization dedicated to the advancement of the art and science of Interventional Radiology by the promotion of medical education, research and patient care, the development of methods of undergraduate and graduate teaching in Interventional Radiology and the provision of a forum for discussion of problems and mutual interest among Interventional Radiology Chiefs.

Because sections are considered a part of SIR membership, sections will not have separate bylaws or formal incorporation documents, and their existence and operations shall be subject to the terms and conditions stated in the SIR Section Manual, as adopted and/or amended by the EC.

These operational guidelines have been drawn up to facilitate operation of the section. They shall conform to the Bylaws of the Society, and the activities of the section to the decisions of the EC. Projects in the areas of education, internal governance, legislation, or public relations shall be undertaken only with the advice and consent of the EC. The activities of the section shall be intimately coordinated with those of SIR and SIR Foundation.

### **1. Mission Statement**

The name of the section shall be Association of Chiefs in Interventional Radiology (ACIR) Section hereinafter referred to as the ACIR.

### **2. Purpose**

ACIR (Association of Chiefs of Interventional Radiology) is a nonprofit organization dedicated to the advancement of the art and science of Interventional Radiology by the promotion of medical education, research and patient care, the development of methods of undergraduate and graduate teaching in Interventional Radiology and the provision of a forum for discussion of problems and mutual interest among Interventional Radiology Chiefs.

1. The ACIR shall be a nonprofit organization whose objectives shall be the advancement of the art and science of Interventional Radiology by:

- a) the promotion of medical education, research and patient care;

- b) the development of methods of undergraduate and graduate teaching in Interventional
- c) Radiology; and
  
- d) the provision of a forum for discussion of problems and mutual interest among
- e) Interventional Radiology Chiefs.
  
- f) the development of policies and initiatives essential for the success of the clinical, research and educational missions of Interventional Radiology and Image Guided Medicine.

2. To accept, hold, invest, and administer any property—real, personal, or mixed—by gift, devise, bequest, purchase, lease, loan, or otherwise, absolutely or in trust, for the any or more of the foregoing purposes and carry out the directions and exercise the powers contained in any trust or other instrument under which such property may be received, including, but without limitation, the expenditure of the principal, as well as the income, of any property so received, if authorized or directed in such trust or other instrument. If any such property is received without any designation of specific use, the ACIR shall expend the income and principal thereof for any one or more of the foregoing purposes in such manner and amounts and at such time or times as deemed proper by the Board of Directors.

3. No part of the net earnings of the ACIR shall inure to the benefit of, or be distributable to, its officers, directors, members or other private persons, except that the ACIR shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in this section.

### **3. MEMBERSHIP**

The membership of the ACIR shall consist of current, past or aspiring divisions of Interventional Radiology in Academic or Private Practice in the United States and Canada are eligible for membership in the ACIR who are active members of SIR and who have a special interest in contributing toward the objectives of the section.

Section members may vote on section matters and be officers of the section.

- 1. Eligibility: Each division shall be represented by its current Chief. In addition, aspiring Chiefs are eligible to join ACIR.
- 2. Emeritus members: Any former member may become an emeritus member of the ACIR.
- 3. Termination: Membership may be revoked for any reason by a two-thirds vote of the members present at a regular meeting of the ACIR.

### **4. Reporting Structure**

The Association of Chiefs in Interventional Radiology (ACIR) will be domiciled under the Member Services Division of the SIR. As such, budgetary and financial requests will be directed through the Member Service Division.

The ACIR Board of Directors shall serve as the executive body of the ACIR Section and its officers shall define and oversee the projects and initiatives as subject to the mission statement of the ACIR Section.

The ACIR Section is made up of working committees that work to fulfill the purpose and objectives defined by the ACIR Section. All ACIR Section committees report directly to the Board of Directors and the President.

## **5. BOARD OF DIRECTORS**

The property and affairs of the ACIR shall be managed by its Board of Directors.

### **Number, Election, Tenure, and Qualifications**

The Board of Directors shall consist of the President, President-elect, Past President, and Secretary-Treasurer of the ACIR and three Councilors. There shall be no limit on the number of consecutive terms as a Board member that any individual may serve.

## **6. Officers**

The officers of the ACIR shall be the President, President-elect, Past President, Secretary, Treasurer, and such others as may be elected by the Board of Directors in accordance with the provisions of this article. Each officer shall hold his or her office until a successor shall be duly elected and shall have qualified, or until his or her death, resignation, or removal from office. Officers may serve more than one term and may be re-elected without limitation.

### **Officers**

- President
- President-Elect
- Secretary
- Treasurer
- Immediate Past President
- Councilors (minimum 3)

## **7. Nominations Process: Election, Tenure, and Voting**

1. All officers shall be elected by the ACIR Board.
2. The President-elect shall serve two years, following which he or she shall become President of the ACIR.
3. The Past President shall serve on the Board of Directors for two years after his or her term as President.
4. The Secretary shall be elected for a two-year term
5. The Treasurer shall be elected for a two-year term.
  
6. The Councilors are elected for two-year terms.
7. Each active member of the ACIR shall be eligible to vote. Chiefs and co-Chiefs shall have one vote jointly.

### **Removal**

Any officer elected by the Board of Directors may be removed from office by the Board of Directors whenever, in its judgment, the best interests of the ACIR would be served by such a removal, but the removal shall be without prejudice to the contract rights, if any, of the person so removed.

**Vacancies**

A vacancy in any office may be filled or new offices created and filled by action of the Board of Directors at any meeting of the Board. An officer appointed to fill a vacancy shall serve for the unexpired term of his or her predecessor, and an officer elected to fill a new office shall serve until the adjournment of the next annual meeting of the Board of Directors and until his or her successor shall have been duly elected and qualified, or until his or her death, resignation, or removal.

**President**

The President shall prepare the agenda and preside at all meetings and gatherings of the ACIR and of the Board of Directors and shall perform all duties customarily incident to the office of President and such other duties as may be prescribed from time to time by the Board of Directors. The President shall appoint qualified individuals, create special committees for particular purposes as needed, and exercise other such rights as the bylaws or parliamentary procedure may require. The President shall be a member ex officio of all committees and has the right but not the obligation to participate in the deliberations of any committee.

**President-Elect**

In the absence of the President, the President-elect shall preside and carry out all the duties of the President and shall otherwise function as a member of the Board of Directors of the ACIR. The President-elect shall succeed automatically to the Presidency after two years.

**Secretary**

The Secretary shall:

1. keep minutes of the meetings of the Board of Directors and the annual meeting in one or more books maintained for that purpose
2. prepare and circulate these minutes to the general membership as appropriate
3. notify the general membership about the upcoming annual meeting in a timely fashion
4. see that all notices are duly given in accordance with applicable law, the articles of incorporation, and these bylaws
5. serve as the custodian of the corporate records
6. keep a record of the mailing address of each officer of the ACIR, which shall be furnished to the Secretary-Treasurer by the officers
7. in general, perform all duties customarily incident to the office of secretary and such other duties as may be assigned from time to time by the President or the Board of Directors. In the absence of the President and President-elect, the Secretary shall serve in the place of the President.

**Treasurer**

The Treasurer shall:

1. serve as the principal accounting and financial officer of the ACIR
2. have charge of, and be responsible for, the maintenance of adequate books of account for the
3. ACIR
4. supervise and be responsible for the custody of all funds and securities of the ACIR and for their receipt and disbursement
5. deposit all funds and securities of the ACIR in such banks, trust companies, or other

depositories as shall be selected in accordance with the provisions of Article X of these bylaws

If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of the duties of that office in such sum and with such surety as the board shall determine. With the approval of the Board of Directors, the cost of any such bond or surety may be paid from the funds of the ACIR.

### **Councilors**

The Councilors shall provide advice and counsel to the officers of the ACIR and participate in meetings of the Board of Directors.

## **8. COMMITTEES**

The Board of Directors may from time to time establish such committees as are deemed advisable. Any such committee shall consist of as many officers and/or other persons and have purposes and powers as may be designated by the Board of Directors upon establishment of the committee or from time to time thereafter. Unless otherwise provided by the Board of Directors, the President shall appoint the members of a committee, subject to the authorization of the membership and the approval of the Board of Directors. If a person is appointed or elected to a committee or other position within the ACIR and is unable or unwilling to serve, the President may appoint another general member to serve until the next annual meeting.

### **Rules Committee**

The Rules Committee shall prepare amendments or changes in the bylaws for approval of the membership at the direction of the President. The chairperson of the Rules Committee shall serve as parliamentarian during the annual meeting of the ACIR.

### **Nominating Committee**

The Nominating Committee shall consist of the Immediate Past President, President, and President-elect, with the Immediate Past President serving as Chair. The Chair of the Nominating Committee will present the nominees for election at the annual meeting.

The Nominating Committee shall select candidates for President-elect, Secretary-Treasurer, and Councilors.

### **Ad Hoc Committees**

The President may appoint such ad hoc committees as are necessary to conduct the business of the ACIR. Ad hoc committees will serve until the next business meeting of the ACIR following their Appointment.

## **9. MEETINGS**

### **Annual Meeting**

There will be at least one meeting of the ACIR's membership each year. All members shall be notified of the date and place of the annual meeting at least three months in advance. The Board of Directors may provide by resolution the time and place, for the holding of additional regular meetings.

In addition to convening at the annual meeting, the Board of Directors shall meet as often as

necessary to carry out the business of the ACIR.

### **Special Meetings**

Special meetings of the ACIR may be called at the discretion of the Board of Directors at a time and place to be designated by the President. Notice of a special meeting, together with a statement of the business to be transacted at such a meeting, shall be sent to each voting member of the ACIR no fewer than 14 days before the date of such a meeting. No business other than that specified in the notice of the special meeting shall be transacted.

### **Notice**

Notice of any regular or special meeting of the Board of Directors, including a statement of the purpose or purposes for which any special meeting is called, shall be given at least five days prior thereto by written notice. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

### **Quorum**

A quorum for conducting business at the annual meeting and for the election of officers shall be 20 members present at the appointed time and place of the meeting.

### **Proxy Voting**

There will be no proxy voting at any meeting of the ACIR Section.

### **Minutes**

The ACIR shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board of Directors.

### **Manner of Acting**

The act of a majority of the directors present at a duly called meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law, the articles of incorporation of the ACIR, or these governing articles.

### **Compensation**

Directors shall not receive any stated salaries for their services as directors but, by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed in a reasonable amount for attendance at each regular or special meeting of the board; provided, however, that nothing herein contained shall be construed to preclude any director from serving the ACIR in any other capacity and receiving reasonable compensation therefore.

### **Informal Action**

Any action that law, the articles of incorporation of the ACIR, or these governing articles require to be taken at a meeting of the Board of Directors, or any other action that may be taken at a meeting of the Board of Directors, may be taken by without a meeting if a consent in writing, setting forth the action taken, shall be signed by all the directors entitled to vote with respect to the subject matter thereof. Any such consent signed by all the directors shall have the same force and effect as a unanimous vote at a duly called and constituted meeting of the Board of Directors.

## **10. DUES AND FEES**

The annual dues and/or membership assessment recommended by the Board of Directors and approved by the membership at the annual meeting will commence July 1, the beginning of the ACIR's fiscal year. The membership dues are assessed per institution and are due by July 1 for the subsequent 12 months. Retired members are relieved of paying dues. Dues must be paid in U.S. dollars.

### **Gifts**

Any officer or the Director may accept on behalf of the Association any unrestricted or unconditional contribution, gift, bequest, or devise for the general purposes or for any special purpose of the ACIR. Any restricted or conditional contribution, gift, bequest, or devise may be accepted only by the Board of Directors on behalf of the ACIR.

## **11. RULES OF ORDER**

In absence of any provisions to the contrary in these governing articles, all meetings of the ACIR shall be governed by the parliamentary rules and usage contained in the current edition of *Sturgis's Standard Code of Parliamentary Procedure*.

## **12. Governing Article Amendments**

Any member of the section membership may propose a change to the Section governing articles. Proposed amendments to the governing articles must be submitted in writing by email to the chair in care of the section's SIR staff liaison at least ninety (90) days prior to the scheduled annual meeting.

Proposed amendments will be published in the section newsletter or emailed to section members no less than forty-five (45) days before the meeting at which such action is to be considered. Any proposed amendments must be approved by the majority of the voting members present and voting during the general assembly of the ACIR Section.

The SIR Executive Council will review adopted amendments. Amendments approved by the Executive Council will be published in the section newsletter and website.

## **13. DISSOLUTION**

Dissolution of the ACIR must be approved by the majority of the voting members present and voting during the general assembly of the ACIR Section. The SIR Executive Council will review and approve the formal dissolution of the ACIR Section.

Executive Board shall determine.