

**Michigan Association of Blood Banks
Bylaws**

Revised, September 21, 2005

Revised September, 1997
Revised, October, 1969
Amended, September, 1972 and 1973
Revised, October, 1975 and September, 1978
Revised, September, 1979
Revised, September, 1984
Revised, August, 1988
Revised, February, 1990
Revised, October, 2003

BYLAWS OF THE MICHIGAN ASSOCIATION OF BLOOD BANKS

ARTICLE I Name

The name of this organization is Michigan Association of Blood Banks, a nonprofit corporation, incorporated under the laws of the State of Michigan.

ARTICLE II Purposes

The purposes of this organization shall be:

1. To foster scientific investigation, clinical application, education, and exchange of ideas and information relating to blood banks and blood transfusion services, as well as to other areas in the broad field of immunohematology and tissue and organ transplantation;
2. To function as an association of hospital and community blood banks, transfusion services, other immunohematological services, and individuals actively involved or interested in the field of blood banking, immunohematology and transfusion medicine;
3. To encourage the voluntary donation of blood and other tissues and organs through education, public information, and research;
4. To encourage and advance high standards of administrative and technical performance in the general field of immunohematology as applied to blood banks, transfusion therapy, and/or transplantation
5. To provide education relating to administrative, and technical, aspects of blood banks, and transfusion services;

ARTICLE III Members

Section 1.

- The membership of this organization shall consist of the following classes: Institutional, Corporate, Individual, Emeritus and Honorary.
- No member, of any class, shall have any pecuniary or proprietary interest in the assets or properties of this organization, and no member, of any class, shall receive or be paid any part of the income of this organization.

Section 2 Institutional Member.

Any facility engaged in one of the following functions: collects processes or stores blood or blood components; performs immunohematology testing; or transfuses blood or blood components is eligible to become an institutional member.

Section 3 Corporate Member.

Any corporation in the area of blood banking, immunohematology, transfusion medicine, or a related field is eligible to become a Corporate Member.

Section 4 Individual Member.

Any individual actively involved or interested in blood banking, immunohematology or transfusion medicine is eligible to become an Individual Member.

Section 5 Emeritus Member.

Any member who has retired from active involvement in the field and has been a member of the organization for at least ten (10) years or a member with less than 10 years of membership who has retired because of permanent disability may apply as an Emeritus Member. Emeritus membership may be granted by the Board without application by the member.

Section 6 Honorary Member.

The Board may elect as an Honorary Member any individual who, in their opinion, has made outstanding contribution towards the purposes of this organization.

Section 7 Procedure for Membership:

Each applicant, except for an Honorary Member or Emeritus Member, must complete an official membership application, directed to the Membership Committee, which shall determine eligibility and proper classification.

Section 8 Annual Dues

Annual dues are assessed for Institutional Members, Corporate Members, and Individual Members in the amounts established yearly by the Board.

Section 9 Nonpayment of Dues:

Any member shall be considered delinquent after failure to pay dues by the time for registration for the Annual Meeting. Thirty (30) days after written notification thereof, the member shall be dropped from the membership rolls and deprived of all rights and privileges. Reinstatement may be accomplished at any time by reapplication and payment of the current year's applicable dues.

Section 10 Member Obligations:

Each member shall agree not to use the name of the organization for personal gain or advantage nor to publish or disseminate information in the name of the organization, unless duly authorized.

Section 11 Voting Privileges:

Each Institutional Member, Individual Member, and Emeritus Member shall have one vote in any regular or special meeting of the organization. The individual entitled to vote for an institution shall be named on the original application and re-identified when current dues are submitted. This vote may be transferred by written notice. Any class of Individual Member appointed or elected to any committee shall be entitled to one vote within that committee. All voting rights are subject to current payment of dues.

Section 12 Benefits of membership:

The benefits of membership include the following:

- a) All members will receive all general mailings of the organization.
- b) An **Institutional Member** is entitled to a single registration for a fee-program at reduced (Individual Member) rates, if such a reduction applies. Such registration entitles one individual to attend the program at a time, although such a registration may be transferred to another individual at any time.
- c) A **Corporate Member** is entitled to exhibit at the Annual Meeting and will be given reduced rates for advertisements in any publications of the organization.
- d) Any **Individual Member** is entitled to a reduced rate at fee-programs sponsored by the organization, if such a reduction is offered.
 - Any Individual Member is entitled to serve on any committee.
 - Any Individual Member is entitled to hold office, so long as any additional requirements described for that particular office are fulfilled.
- e) Additional benefits of membership may be described within the Policy Manual of the organization.

ARTICLE IV Officers

Section 1 Officers

The officers of the organization shall be: President, President-Elect, Secretary, Treasurer, Immediate Past-President, and four Members-at-Large. These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by this organization.

Section 2. Nominations

It shall be the duty of the Nominating Committee, which shall be composed of the immediate three preceding Past-Presidents of the organization with the most senior Past-President as chair, to nominate candidates for the offices to be filled at the Annual Meeting. The Nominating Committee shall report its decisions for Board approval at the regular meeting of the Board held just prior to the Annual Meeting. In the event that any of these individuals may be unable to serve in this capacity, the President shall designate an alternate or alternates. Before the election at the Annual Meeting, additional nominations from the floor shall be permitted.

It is the duty of the Nominating Committee to nominate candidates for any offices to be filled at the Annual Meeting, providing such vacancy was known sixty (60) days prior to the Annual Meeting.

Section 3 Qualifications

Only Individual Members who have been active in the organization for at least one year may be elected or appointed to the office of Secretary, Treasurer or Member-at-Large. Only Individual Members, in good standing, who have been active in the organization for at least two years may be elected or appointed to the office of President-Elect or President. It is the responsibility of the Nominating Committee to verify eligibility of any candidate for office, whether submitted by the Nominating Committee or nominated from the floor at the Annual Meeting.

Section 4. Elections

Officers are elected by a two-thirds majority of the voting membership in attendance at the business session of the Annual Meeting. Officers shall hold office for the calendar beginning January 1 following their election.

Section 5. Terms of Office:

The President-Elect shall be elected to serve for one year. The Secretary and Treasurer shall be elected to serve for two years on alternate years. The Members-at-Large shall be elected to serve for two years, with two officers elected at each Annual Meeting. No member may hold more than one elected office at a time.

ARTICLE V Duties of Officers

Section 1 President:

The President shall preside at annual and special meetings of the organization and shall serve as Chief Executive Officer of the organization. The President shall be Chair of the Board and preside at its meetings and shall be ex-officio member of all committees except the Nominating Committee. The President may sign documents and instruments as authorized by the Board including invoice approvals prior to check issuance.

The President shall appoint the Chair and the members of all committees, other than the Nominating Committee. The President may, from time to time, submit supplements to the budget for the current fiscal year.

Section 2 President-Elect

The President-Elect shall serve as Chair of the Annual Meeting Program Committee and shall assume the duties of the President in the absence of the President. It shall be the duty of the President-Elect to prepare a budget for the fiscal year beginning the first day of January and to submit it to the Board at its last meeting before the new fiscal year. The President-Elect shall have such other duties as are delegated by the President or Board.

Section 3. Secretary

The Secretary shall keep the minutes of the annual and special meetings of the organization and of the meetings of the Board. The Secretary shall maintain the rolls of membership, shall sign all required notices, shall handle the dissemination of information to the membership, and shall attend to the correspondence of the organization.

Section 4 Treasurer:

The Treasurer shall collect dues, issuing appropriate receipts, and shall receive and disperse the funds of the organization in a depository, or depositories, acceptable to the Board. The Treasurer shall be responsible for preparation of all checks made in payment of obligations of the organization after approval by the President, and shall sign all checks for disbursement of funds as approved by the Board.

The Treasurer shall render an annual report to the membership as to the state of the treasury of the organization at the business session of the Annual Meeting. Some duties of the Secretary and Treasurer may be interchangeable due to necessity of yearly tax preparation and financial compilation.

Section 4 Past-President and Members-at-Large:

The Past-President and Members-at-Large shall perform the duties of the Board.

ARTICLE VI Board

Section 1 Board Membership

The officers of the organization, including the Members-at-Large, shall constitute the Board.

Section 2 Duties:

The Board shall conduct all necessary business of the organization. Subject to the Articles of Incorporation and these By-Laws, the Board is expressly empowered to receive, hold, and disburse funds; to receive, hold, and disperse property; to pass on questions of membership; to call meetings of the organization; to establish committees and delegate powers and duties to them (except as otherwise provided in these Bylaws); to approve nominees for Board positions; and to administer and conduct all activities of the organization not expressly reserved to the membership.

Section 3 Records

The Board shall keep a complete record of its meetings and actions and shall submit reports of its trusteeship, including a financial report, for approval at the next annual or special meeting of the organization.

Section 4 Meetings

The Board shall hold regular meetings to transact any necessary business, at a time and place determined by the Board members. A special meeting of the Board shall be held whenever called by the President or by a majority of the members of the Board. Notice of all regular meetings of the Board shall be given to its members at least fifteen (15) days prior to the date of the meeting and shall be available to any member of the organization.

A majority of the Board Members, in addition to the President or President-Elect, shall constitute a quorum for the transaction of Business. A majority vote of those present shall be necessary to pass any motion or resolution.

Section 5 Vacancies

Should a member of the Board fail or be unable to fulfill the obligations of the office, the position shall be declared vacant by the Board. Vacancies on the Board, other than the office of President-Elect, shall be temporarily filled by appointment by the remaining members of the Board. The appointee shall serve until election at the next Annual Meeting. Should the office of President-Elect become vacant, this office shall remain vacant until election at the next Annual Meeting, at which time a President and a President-Elect must be elected. In the absence of a President-Elect, the Board shall appoint a Chair for the Annual Meeting Program Committee. In the absence of the President and the President-Elect, the Secretary shall assume the duties of the President.

ARTICLE VII Meetings

Section Annual Meeting

The organization shall hold a regular scientific, educational, and business meeting at least once each calendar year, at a time and place designated by the Board. Notice of the regular meeting(s) shall be given to each Member at least thirty (30) days in advance of the meeting.

Section 2 Special Meetings

Special meetings may be called by the President, on request of the Board, or on petition of 15% of the voting members of the organization. All special meetings shall be held at a time and place as designated by the Board. Notice of any special meeting(s) shall be given to each Member at least thirty (30) days prior to the date of the meeting. No business shall be conducted at a special meeting other than that stated in the call thereof without the unanimous consent of those voting members present, provided that a census shows an attendance of at least 10% of the voting members of the organization.

Section 3 Quorum

A quorum shall consist of those voting members present at any business meeting. A simple majority of Members present and voting shall pertain.

ARTICLE VIII Committees

Section 1 Membership

The Membership Committee shall determine the eligibility and proper classification of each applicant for membership in the organization. The names of applicants accepted will be forwarded to the Secretary for addition to the rolls of membership. Questions of eligibility shall be referred to the Board.

Section 2 Annual Meeting Program

The Annual Meeting Program Committee shall be responsible for the Annual Meeting. The President-Elect shall serve as Chair of this committee. Should this office become vacant, the Board shall appoint the committee Chair.

Section 3 Education

The Education Committee shall be responsible for programs regarding blood banking, immunohematology, transfusion, medicine and related endeavors. Subcommittees may be formed as special committees to facilitate this function.

Section 4 Other Committees

Standing or special committees shall be appointed by the President or the Board when deemed necessary to carry on the work of the organization. The President shall be ex-officio member of all committees except the Nominating Committee.

ARTICLE IX Parliamentary Authority

The rules contained in the current edition of “Robert’s Rules of Order Newly Revised” shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the organization may adopt.

ARTICLE X Amendment of Bylaws

These Bylaws may be amended at any regular or special meeting of the organization by a two thirds majority vote of members present at the meeting or voting by proxy, provided that the amendment has been submitted in writing to the membership at least fifteen (15) days prior to the meeting.