RESOLUTION NO. 48

Amending ACR Bylaws Article IX, Sections 1, 3, 5, 6, and 8

SUMMARY: Given the extraordinary circumstances that have confronted our nation, and the world, the American College of Radiology re-evaluated how it conducts its meetings and reviewed those related provisions in the Bylaws. In clarifying ACR’s ability to hold virtual meetings of the Council and the annual meeting of the College, the proposed language facilitates contingency arrangements for future meetings.

ARTICLE IX – Meetings

Section 1
Meetings of the BOC
At least two (2) regular meetings of the BOC shall be scheduled each calendar year by the Executive Committee of the Board. Special meetings of the Board shall be called by the CEO upon written request of a majority of the chancellors or upon the unanimous direction of the Executive Committee of the BOC. Notice of a special meeting, together with a statement of the business to be transacted at such meetings, shall be sent to the members of the BOC not less than seven (7) calendar days before any such meeting. No business other than that specified in the notice of a special meeting shall be transacted at such meeting. Other meetings of the BOC may be conducted by electronic means as permitted by the laws of the state of California.

Section 3
Meetings of the Council
The annual meeting of the Council shall be the annual meeting of the College and shall be held at such time and place as is ordered by the Council. Meetings of the Council may be conducted by electronic means.

Section 5
Attendance of the Councilor, Alternate Councilor, or Substitute
Attendance Participation of the councilor, alternate councilor, or a substitute certified by the president or secretary of the chapter at the annual and any special meetings of the Council is expected and is considered essential to the effective functioning of the Council. In the event of absence of the designated councilor or alternate councilor, the chapter shall be notified of such absence by the College office.

Section 6
Council Special Meetings
Special meetings of the Council shall be called by the Speaker of the Council, Chairman of the BOC, or CEO upon the written request of thirty (30) voting councilors any such meeting to be held at a time and place designated by the speaker of the Council. The speaker of the Council shall determine the time and place of any such special meeting. Notice of a special meeting, together with a statement of the business to be transacted at such meeting, shall be sent to each voting member of the Council not less
than fourteen (14) calendar days before such meeting. No business other than that specified in the notice of a special meeting shall be transacted at such meeting.

Section 8

Council Quorum and Voting

One-third of the Council shall constitute a quorum for the transaction of business at meetings of the Council. College, and only councilors actually present shall be counted in determining whether or not a quorum is present. Once a quorum is established, it shall be presumed to continue. Only a member serving as an appropriately credentialed councilor may vote during a meeting of the Council. Councilors may vote at a meeting of the College only in person, and voting by proxy shall not be allowed. The Credentials Committee shall determine members who are eligible to vote.

A councilor or their alternate councilor (or an accredited substitute) may vote. Within these guidelines, the Credentials Committee shall determine who will vote.

Sponsored by: Council Steering Committee
Amending ACR Bylaws Article IX, Sections 1, 3, 5, 6, and 8

To support the resolution, Amending ACR Bylaws Article IX, Sections 1, 3, 5, 6, and 8, the ACR would incur the following estimated costs:

**Costs:**
De minimis (< $10,000)
RESOLUTION NO. 49

Amending ACR Bylaws Article VIII, Section 4

SUMMARY: The proposed language clarifies the number of designated Councilors or Alternate Councilors that the Credentials Committee credentials to achieve a quorum during a meeting of the Council regardless of logistics.

ARTICLE VIII – Commissions, Committees, and Task Forces

Section 4

Credentials Committee

A Credentials Committee of at least three (3) councilors shall be appointed by the speaker of the Council. The Committee shall certify determine the members who among the Council meeting or annual meeting of the College registrants has the right are eligible to vote. The Credentials Committee shall determine whether or not a quorum is achieved present at meetings of the Council.

Sponsored by: Council Steering Committee
Fiscal Note

Amending ACR Bylaws Article VIII, Section 4

To support the resolution, Amending ACR Bylaws Article VIII, Section 4, the ACR would incur the following estimated costs:

Costs:
De minimis (< $10,000)