

Nebraska Society for Respiratory Care Bylaws

Last Revision Approved

July 2024

ARTICLE I – Name

This organization shall be known as the Nebraska Society for Respiratory Care, hereinafter referred to as the NSRC, which is incorporated under the laws of the State of Nebraska. The NSRC is a chartered affiliate of the American Association for Respiratory Care, hereinafter referred to as the AARC, which is incorporated under the General Not for Profit Corporation Act of the State of Illinois.

ARTICLE II – Boundaries

The area included within the boundaries of the NSRC shall be the same boundaries of the State of Nebraska.

ARTICLE III – Objectives

Section 1. Purpose

- a. To encourage and develop on a statewide basis educational programs for those persons interested in the field of respiratory care.
- b. To advance the science, technology, ethics, and art of respiratory care through institutes, meetings, lectures, and the preparation and distribution of materials.
- c. To facilitate cooperation between respiratory care personnel and the medical profession, hospitals, service companies, industry, and other agencies within the state interested in respiratory care, except that the NSRC shall not commit any act which shall constitute unauthorized practice of medicine under the laws of the State of Nebraska, or laws of the State of Illinois in which the parent Association is incorporated.
- d. To provide education to the general public in pulmonary health promotion and disease prevention and be an advocate for individuals with lung disease.

Section 2. Intent

- a. No part of the net earnings of NSRC shall insure to the benefit of any private member or individual, nor shall the corporation perform particular services for individual members thereof.
- b. Distribution of the funds, income, and property of the society shall be determined by the Board of Directors and may be made to charitable, educational, or scientific or religious corporations, organizations, community chests, foundations or other kindred institutions maintained and created for one or more of the foregoing purposes. If, at the time of distribution, the payees or distributees are exempt from income taxation under the provisions of sections 501, 2055, and 2522 of the Internal Revenue Code, which amends or supersede the said sections. The distribution of funds, income, and property of the society upon dissolution may be made available to any similar charitable, educational, scientific, or religious corporation, organization, community chests, foundations, or other kindred institutions maintained and created for one or more of the foregoing purposes, if at the time of the distribution the payee or distributees are then exempt from taxation under the provisions of Sections 501, 2055, and 2522 of the Internal Revenue code or changes which amend or supersede the same section.
- c. The Society shall not commit any act, which shall constitute the unauthorized practice of medicine under the laws of the state of Nebraska.

ARTICLE IV – Membership

Section 1. Classifications

All classifications of membership shall be defined in the AARC Bylaws.

Section 2. Qualifications

An individual is qualified for membership in this society if they are a member of the AARC as specified in the AARC Bylaws, Article III, Membership.

ARTICLE V – Board of Directors

All Board members and Committee Chairs will be members of the NSRC, gainfully employed as respiratory therapists or in a field that supports the respiratory profession, and licensed respiratory care practitioners in the State of Nebraska. With Board approval, individuals that have been involved in the profession and/or as a respiratory care practitioner may be considered a candidate for election to the Board.

Section 1. Board of Directors

The Board of Directors of the NSRC shall be President, President-elect (who automatically ascends to President after one (1) year, Immediate Past-President, Vice-President, Vice-President-elect (who automatically ascends to Vice-President after one (1) year, Secretary, Treasurer, Area Directors (3) and Delegates (2). The officers shall be elected by popular vote.

Each position on the Board will have one (1) vote (except for the President, who will only vote in the case of a tie).

Section 2. Area Directors

- a. There shall be three (3) Directors. One (1) Director shall be elected each year and the others as necessary in order to fill existing vacancies. One Director will be elected from Area 1, designated as East of Nebraska State Highway 14 and South of Interstate 80; Area 2, designated as East of Nebraska State Highway 14 and North of Interstate 80; and Area 3, designated as any area West of, and including Nebraska State Highway 14. The Directors may either live in or be employed in the area they represent, and in all instances, they must agree to represent the area and perform the duties necessary to represent the area for which they are elected.
- b. Terms will be 3 years, with one Area Director elected each year, with each Director allowed to serve one (1) term.
- c. All three (3) Directors will become members of the Membership Committee for the duration of their term.
- d. All three (3) Directors will become members of the Nominations and Elections Committee for the duration of their term.

Section 3. Term of Office

The terms of office for the Board of Directors shall follow the guidelines below. All terms shall begin on June 1st of the year elected. Individuals so elected shall serve the term of the office for which they were elected before being allowed to run for alternate Board positions.

- a. President – The term of President shall be a (2) year term, not serving more than (1) consecutive term in the same office.
- b. President-elect – The term of President-elect shall be a (1) year term, not serving more than (1) consecutive term in the same office. President-elect will be elected in the (2nd) year of the President's term.

- c. Past-President – The term of Past-President shall be a (1) year term, not serving more than (1) consecutive term in the same office. Past-President will serve for (1) year immediately following (2) year presidency.
- d. Vice-President – The term of Vice-President shall be a (1) year term, not serving more than (1) consecutive term in the same office.
- e. Vice-President-elect – The term of Vice President-elect shall be a (1) year term, not serving more than (1) consecutive term in the same office.
- f. Secretary – The term of Secretary will serve for (2) year terms and shall be elected alternately with the Treasurer. The Secretary will be elected on even numbered years, not serving more than (2) consecutive terms in the same office.
- g. Treasurer – The term of Treasurer will serve for (2) year terms and shall be elected alternately with the Secretary. The Treasurer will be elected on odd numbered years, not serving more than (2) consecutive terms in the same office.
- h. Area Directors – See Article V, Section 2.
- i. Delegates – See Article IX, Section 5.

Section 4. Vacancies of Officers and Directors

- a. In the event of a vacancy in the office of President, the President-elect or Past-President shall become the acting President to serve the unexpired term and shall serve his/her own successive term as President.
- b. In the event of a vacancy in the office of the President-elect, the Vice-President shall assume the duties, but not the office, of the President-elect as well as his/her own duties until a special election can be held to elect the President-elect.
- c. Any vacancies that occur on the Board of Directors, with the exception of the President and Immediate Past-president, shall be filled by qualified members elected by the Board of Directors. Individuals so elected shall serve the remainder of the term of that office.
- d. In the event of a vacancy in the office of Immediate Past-President, that office shall remain vacant.
- e. In the event of a vacancy after an election, either from the lack of a candidate or the ballot, no write-in candidates at the conclusion of election, or the winner vacates the position before accepting the office, the Board may appoint an individual for the remainder of the term.

Section 5. Duties of Officers

- a. President – The President is the Chief Executive Officer of the Society and has the fiduciary responsibility for all NSRC activities during their term. The President is responsible to the Society membership through its Board of Directors. The President will conjunction with the Treasurer, assure that the NSRC is in compliance with the AARC requirements for the organization. All other specific duties can be found in the NSRC Handbook.
- b. President-elect – The President-elect primarily uses his/her term in preparation for the Presidency and may, at times, function as President. The President-elect shall serve until the next annual business meeting and then ascend to the office of President. The President-elect shall become acting President and shall assume the duties of the President in the event of the President's absence, resignation, or disability and shall perform such other duties as shall be assigned by the President or Board of Directors. The specific duties for the President-elect can be found in the NSRC Handbook.

- c. Vice President – The Vice President primarily provides assistance to the President. The Vice President and Vice-President-elect will act as Chair and Co-Chair of the Program and Education Committee. The specific duties can be found in the NSRC Handbook.
- d. Vice President-elect – The Vice President-elect serves as a member of the Board of Directors, assistant to the Vice-President as Co-Chair of the Program and Education Committee, and shall perform other duties as assigned by the President or Vice President of the NSRC. The Vice-President-elect shall serve until the next annual business meeting and then ascends to the office of Vice President. The specific duties can be found in the NSRC Handbook.
- e. Treasurer – The Treasurer has charge of all funds and securities of the Society. The Treasurer shall see that full, accurate accounts are kept and make a written financial report at every regularly scheduled meeting of the Board of Directors. The Treasurer will in conjunction with the President, assure that the NSRC is in compliance with the AARC requirements for the organization. The specific duties can be found in the NSRC handbook.
- f. Secretary – The Secretary maintains all society records and correspondence. The Secretary will, in conjunction with the President assure that the NSRC is in compliance with all AARC requirements for reporting. The specific duties can be found in the NSRC Handbook.
- g. Immediate Past-President – The Immediate Past-President shall assume the duties charged by the President and ratified by the Board of Directors to facilitate continuity in the Society's operations. The specific duties can be found in the NSRC Handbook.

ARTICLE VI – Board of Directors

Section 1. Composition and Powers

- a. The executive government of the NSRC shall be vested in a board of twelve (12) active members consisting of the President, President-elect, Immediate Past-President, Vice-President, Vice-President-elect, Secretary, Treasurer, three (3) Directors, and two (2) Delegates.
- b. The President shall be the Chair and presiding officer of the Board of Directors and the Executive Committee. The President shall invite such individuals to the meetings of the Board as they deem necessary, with the privilege of voice but no vote.
- c. The Board of Directors shall have the power to declare an office vacant by two-thirds (2/3) vote upon refusal or neglect of any of the Board members to perform the duties of the office, or for any conduct deemed prejudicial to the NSRC. Written notice shall be given to the members that the office has been declared vacant.

Section 2. Duties

- a. Supervise all business and activities of the NSRC within the limitations of these Bylaws.
- b. Adopt and rescind standing rules of the NSRC.
- c. Determine remuneration, stipends, and other related matters, after consideration of the budget.
- d. Approve by vote the slate of candidates for the upcoming Board vacancies presented by the Nominations and Elections Committee.

Section 3. Meetings

- a. The Board of Directors shall meet during the annual business meeting of the NSRC and shall hold, at a minimum, one (1) meeting every three (3) months during the calendar year.
- b. Special meetings of the Board of Directors shall be called by the President at such time as the business of the NSRC shall require, or upon written request of six (6) members of the Board of Directors filed with the President and the Secretary of the NSRC.
- c. Six (6) Board members shall constitute a quorum at any Board of Directors meeting.

Section 4. Vote

Whenever, in the judgment of the Board of Directors, it is necessary to present any business to the membership prior to the next regular or annual business meeting, the Board of Directors may, unless otherwise required by these Bylaws, instruct the Nominations and Elections Committee to conduct a vote of the membership by convention or electronic methods. A two-thirds (2/3) vote of the valid votes returned shall be required for adoption of the business presented.

Section 5. Executive Committee

The Executive Committee of the Board of Directors shall consist of the President, President-elect, Vice-President, Vice-President-elect, Immediate Past President, Secretary, and Treasurer. They shall have the power to act for the Board of Directors between meetings of the Board of Directors, and such action shall be subject to ratification by the Board at its next meeting. The Executive Committee shall also function as the Budget and Audit Committee.

ARTICLE VII – Nominations and Elections

Section 1. Nominations and Elections Committee

The Board of Directors shall appoint a Nomination and Election Chairperson at the start of the fiscal year and approve the Nomination and Elections Committee at the first scheduled board meeting of the fiscal year. The Chairperson shall prepare and present a slate of nominees for the following year at the last scheduled business meeting of the Board of Directors of the current calendar year for approval.

Section 2. Ballot

- a. Only active NSRC members in good standing will have the right to hold office, hold committee Chair positions, and vote. Members of the NSRC will be considered active members if they are in compliance with the AARC Bylaws, Article III.
- b. The list of nominees shall be so designed as to be a secure ballot with provisions to write-in votes for each office.
- c. If the vote is to be conducted at the annual business meeting, the time, date, and place shall be clearly indicated on the ballot. Provisions shall be made for absentee ballots, which allow members the opportunity to vote.
- d. Each qualified member is entitled to one (1) vote per open position up for election.
- e. The committee shall prepare, distribute, receive, and verify each ballot and tally the votes. The official results of the election shall be voted and approved by the Board of Directors and formally announced to the membership following vote of approval.

ARTICLE VIII – Annual Business Meeting

Section 1. Date and Place

- a. The NSRC shall hold an annual business meeting in each calendar year, additional business meetings may be held as required to fulfill the objectives of the NSRC.
- b. The date and place of the annual business meeting and additional meetings shall be decided in advance by the Board of Directors. In the event of a major emergency, the Board of Directors shall cancel the scheduled meeting, set a new date and place, if feasible, or conduct the business of the meeting by mail, teleconference, or electronically.
- c. Membership shall be notified of the time and place of the annual business meeting.

ARTICLE IX – NSRC Delegates to the AARC House of Delegates

Section 1. Election

The Delegates of the NSRC to the House of Delegates of the AARC shall be elected as specified in the AARC Bylaws.

Section 2. Duties

The duties of the Delegates shall be specified in the Bylaws of the AARC. They shall also serve other duties as assigned by the NSRC President of the Board of Directors.

Section 3. Board Member

The Delegates shall be voting members of the NSRC Board of Directors.

Section 4. Multiple Duties

Except for the office of Past-President, the members of the delegation may not hold concurrent elected offices on the Executive Committee.

Section 5. Term of Office

- a. Terms of office for the Delegates shall begin after installation at the annual business meeting.
- b. The length of term for each Delegate shall be four (4) years, with one Delegate elected every two (2) years (one (1) every other election cycle). A Delegate will not serve more than one (1) consecutive term in the same office.
- c. In the event of a vacancy in either office of Delegate. The Board of Directors may elect to appoint a surrogate to attend individual meetings. This individual assumes the duties but not the position of Delegate. A Delegate will then be elected at the next scheduled election to fill the remainder of the vacated term.

ARTICLE X – Committee

Section 1. Standing committees

The Chair of the following standing committees shall be appointed by the President, subject to the approval of the Board of Directors, to serve for a term of one (1) year and subject to reappointment.

- a. Membership
- b. Budget and Audit
- c. Nomination and Election
- d. Judicial
- e. Publications and Public Relations
- f. Program and Education

- g. Legislative and Bylaws
- h. Society Awards
- i. Executive

Section 2. Special Committees and Other Appointments

Special committees may be appointed by the President to represent the society at both the state and national levels. They will attend events deemed necessary by the President. When in place, they will provide the Board of Directors with reports and updates as necessary to conduct Society business. Special committees and their duties will be outlined in the NSRC Handbook.

Section 3. Committee Chair Duties

The Chair of each committee shall perform those duties as specified by the President and the Board of Directors to carry out the objectives of the Society. When possible, the Chairperson of the previous year shall serve as a member of the new committee. Specific duties can be found in the NSRC Handbook.

ARTICLE XI – Composition and Duties of Committees

Section 1. Membership Committee

This committee shall consist of three (3) members as described in Article V, Section 2. Members shall investigate ways in which the Society can serve its members.

Section 2. Budget and Audit Committee

The committee shall consist of the Executive Committee. The committee shall assist the Treasurer in the preparation of the annual budget and shall oversee the disbursement of Society funds.

Section 3. Nomination and Election Committee

- a. The committee shall consist of at least three (3) members as described in Article V, Section 2.
- b. It shall be the duty of this committee to coordinate the nominations and election process in a fair and unbiased manner and in coordination with the Society Board.

Section 4. Judicial Committee

- a. This committee shall consist of the President, President-elect, and Immediate Past-President.
- b. The committee shall review formal written complaints against any individual NSRC member charged with any violation of the NSRC Bylaws or otherwise with any conduct deemed detrimental to the NSRC or the AARC. Complaints or inquiries may be referred to this committee by the judicial committee of the AARC.

Section 5. Program and Education Committee

- a. This committee shall consist of at least three (3) members and be so constructed as to provide experienced members for program and education planning.
- b. The Vice-President and Vice-President-elect will assume responsibility of this committee with the Vice-President assuming the responsibility of the Chair.
- c. This committee shall plan and execute the educational symposiums offered by the NSRC annually. Specific duties can be found in the NSRC Handbook.
- d. The Medical Advisor will be a consultant member of this committee.

Section 6. Legislative and Bylaws Committee

- a. This committee shall consist of the Delegates and two (2) additional members.
- b. The committee shall receive and prepare all amendments to the bylaws for submission to the Board of Directors. The committee will also provide oversight of the Board of Directors to ensure the NSRC Affiliate Handbook and Guidelines are reviewed and updated annually.
- c. This committee will also monitor and communicate current and upcoming state and national legislation that could affect the profession and its members.

Section 7. Publications and Public Relations Committee

- a. This committee shall consist of at least three (3) members, one (1) of whom shall be the current NSRC president, with members being appointed annually for one (1) year term subject to reappointment.
- b. This committee shall concern itself with all publications and public relations of the NSRC to its members, the public, hospitals, and other organizations through the dissemination of information concerning respiratory care.

Section 8. Society Awards Committee

- a. This committee shall consist of at least three (3) members one of which will be the Vice-President-elect. The two (2) additional members will be appointed by the President.
- b. Members shall coordinate and recommend recipients for Society awards, scholarships, and AARC National award opportunities.

Section 9. Executive Committee

The committee membership and responsibilities of the committee are outlined in Article VI, Section 5.

ARTICLE XII – NSRC Medical Advisor

- a. Shall conform to the AARC Bylaws concerning the Medical Advisor.
- b. The Medical Advisor shall serve a two (2) year term and subject to reappointment with Board approval.

ARTICLE XIII – Fiscal Year

- a. The Fiscal Year for the Society shall be from June 1 through May 31
- b. The annual budget proposed by the Incoming President (President-elect) shall be approved by the Board of Directors before implementation.

ARTICLE XIV – Parliamentary Authority

Shall conform to the AARC Bylaws concerning Parliamentary Authority.

ARTICLE XV – Amendments

These Bylaws may be amended with a vote of all Active members. A two-thirds (2/3) vote of the valid votes returned shall be required for adoption, provided the amendment has been published to all Active Members. All amendments must be approved by the AARC Board of Directors prior to the membership vote. Upon approval, the amendment(s) shall be adopted.

Revised 1973
Revised 1975
Revised 1980
Revised 1987
Revised 1992
Revised 1995
Revised 1997
Revised 2005
Revised 2008
Revised 2012
Revised 2016-2017
Revised 2024