

PDAS - The Pathology Department Administrators Section
of the Association of Pathology Chairs, Inc.

BYLAWS OF THE PATHOLOGY DEPARTMENT ADMINISTRATORS SECTION
OF THE ASSOCIATION OF PATHOLOGY CHAIRS – July 2006

ARTICLE I NAME

The name of the organization shall be the PATHOLOGY DEPARTMENT ADMINISTRATORS SECTION of the ASSOCIATION OF PATHOLOGY CHAIRS.

ARTICLE II PURPOSE

The Section is established to provide a forum for the exchange of information and ideas and to make recommendations concerning the business and administrative aspects of running an academic Pathology department. The Section shall be sponsored by the Association of Pathology Chairs (APC) and will be responsible to the APC Council.

ARTICLE III MEMBERSHIP ELIGIBILITY and PRIVILEGES

Section 1 - Eligibility for Membership: The voting members of the Pathology Department Administrators Section (PDAS) shall be individuals listed as a department administrator or business officer (or other equivalent term) of departments of pathology, clinical pathology and/or laboratory medicine in schools of medicine as designated by the APC member. These same members shall be invited to participate in the PDAS listserv.

Section 2 - Eligibility for Affiliate Membership: Other individuals in administrative/management roles may become non-voting members upon recommendation of the PDAS voting member or APC member. They may ask to participate in the listserv for consideration on a case-by-case basis.

Section 3 - Rights and Privileges: PDAS shall follow the voting conventions of the APC as to number of votes per school. In general, each program shall have one vote on all matters relating to the adoption and amendment of bylaws, and on any other matter on which the PDAS Coordinating Council may desire a vote. Notwithstanding the foregoing, no member may vote on any matter nor participate in the listserv unless any required dues have been paid currently.

ARTICLE IV MEETINGS

Section 1 - Business Meeting: There shall be at least one regular meeting of the Section annually. This meeting will take place in conjunction with the annual summer meeting of the APC.

Section 2 - Other Meetings: Interim meetings may also be held in person or by mail, fax, e-mail, teleconference, or other means, if called by the PDAS Coordinating Council. Such meetings may be to inform the members or to seek their opinion or action on issues of interest to the membership.

Section 3 - Registration Fees: The PDAS Coordinating Council, in consultation with the APC Council, shall fix the precise dates of these meetings and shall set any registration fees that may be charged therewith.

ARTICLE V OFFICERS AND COORDINATING COUNCIL MEMBERS

Section 1 – Council: The PDAS Coordinating Council shall consist of the elected officers and four members at large representing the four regions.

Section 2 – Officers of the Council: The elected officers of the Section shall consist of the Chair, the Vice Chair, the Immediate Past Chair, the Secretary-Treasurer, and the Secretary-Treasurer Elect and 4 regional members at large.

Section 3 – Voting Privileges: Each officer and member at large has one vote on all matters before the Coordinating Council.

Section 4 – Terms of Office: The term of office for each elected officer is one year. Offices will be assumed on the Saturday following the annual meeting. The term of office for each member at large will be two years.

Section 5 – Nominations and Elections of Officers: The Coordinating Council officers and members shall be chosen from among individuals who are members of the Section as defined in Article III above at the time of their election. Nominees for Vice Chair must have served in a prior position on the Coordinating Council. The call for nominations for Officers will be made prior to the summer meeting of the APC. Nominations may take place using the PDAS listserv or by other telecommunications methods as determined by the Nominating Committee. Elections will be moderated by the elected officers of the Section and will occur according to methods defined by Council (see Article V).

Section 6 – Nominations and Elections of Members at Large: The members at large will be nominated by members of their region prior to the summer meeting in corresponding years. The Southeast and the Midwest regional members at large will be nominated and elected in odd-numbered years. The Northeast and West regional members at large will be nominated and elected in even-numbered years

Section 7 – Nominating Committee: The Immediate Past Chair will coordinate the nominating process. The elected Officers of the PDAS will serve as the nominating Committee. The Nominating Committee shall publicize at least 30 days in advance of its deliberations the positions to be filled and shall invite nominations from the membership. The Nominating Committee will propose candidates for Vice Chair and for Secretary-Treasurer Elect each year to the PDAS members. Each region will propose its regional member at large, to be elected by the region. The Nominating Committee shall strive to maintain a balance within the Coordinating Council with regard to geographical distribution, size of institutions, institutional ownership, and other factors that lead to diversity of approaches to professional obligations.

Section 8 – Elections: The membership will be notified of the Nominating Committee's proposed slate of candidates at least 30 days in advance of the election. This notification may be by mail, fax, e-mail, or other route of direct communication; brief biographical sketches of the candidates will also be available, either at a readily accessible central location or through direct distribution. Council will set the date by which elections will be completed and the methods by which regional and national voting will occur. Election to office will be by majority vote of those voting. The newly elected officers and members shall take office on the Saturday following the annual meeting.

Section 9 – Succession of Officers: Succession of officers will occur only upon a vote of affirmation from the PDAS membership preceding the succession date. In the event that a member at large, the Vice Chair or the Secretary-Treasurer Elect is unable to complete his/her term of office (as described in Article VI), it shall be the option of the Coordinating Council to select a replacement. The replacement shall serve only until the next scheduled election, and

the vacancy shall be treated in the same fashion as any other open position of the Coordinating Council.

Section 10 - Terms of Office: The number of terms a member may serve on the Coordinating Council shall not be restricted so long as their eligibility and election are in accordance with procedures within these bylaws.

ARTICLE VI **DUTIES OF THE OFFICERS**

Section 1 – The Chair: The Chair shall prepare the agenda for and preside at the meetings of the Section and the Coordinating Council. In addition, the Chair shall be responsible for dealing throughout the year with items of major concern to the Section. The Chair will report regularly to the APC Council. The Chair will attend in person or by tele-conference the spring, summer and fall APC Council meetings. The Chair shall present an annual report of Section activities to the membership at the annual summer meeting and submits Section activity reports for inclusion in the Fall and Spring APC Newsletter. The Chair shall be a member of the Practice and Management Committee of the APC. The Chair shall be assisted by other officers and members of the Coordinating Council and may seek, as needed, service from other members and non-members, including persons specifically requested to provide liaison between the Section and other organizations.

Section 2 – The Immediate Past Chair: The Immediate Past Chair of the PDAS Coordinating Council will serve as Nominating Committee Chair, and conduct elections as described in Article 5, Section 7. The Immediate Past Chair attends the APC Council meeting at the annual summer APC meeting and assists the Chair in preparing the annual report of the Section. The Immediate Past Chair will assist the Chair as needed and shall otherwise function as a member of the Coordinating Council of the Section.

Section 3 – The Vice Chair: The Vice Chair shall serve as Chair Elect and normally succeed the Chair one year after his/her election. If the Chair is unable to serve a full term, for any reason, the Vice Chair shall assume the Chair through the end of the term of the incumbent and shall then succeed to his/her elected term. The Vice Chair shall serve in the place of the Chair as needed and shall otherwise function as a member of the Coordinating Council of the Section.

Section 4 – The Secretary-Treasurer: The Secretary-Treasurer shall maintain a complete and accurate record of all meetings of the Coordinating Council and the annual meeting of the Section. All matters of finance shall be conducted by this officer. The Secretary Treasurer shall present an annual report of receipts, disbursements, financial condition and other business-related issues to the membership at the annual meeting. Any rules and regulations that are deemed necessary by the Coordinating Council for the proper conduct of the affairs of the Section shall be recorded and maintained by the Secretary-Treasurer. All approved amendments to the Bylaws will be recorded and maintained by the Secretary Treasurer.

Section 5 – The Secretary-Treasurer Elect: The Secretary-Treasurer Elect shall normally succeed the Secretary-Treasurer one year after his/her election. The Secretary-Treasurer Elect shall assist the Secretary-Treasurer. If the Secretary-Treasurer is unable to serve a full term, for any reason, the Secretary-Treasurer Elect shall become the Secretary-Treasurer through the end of the term of the incumbent and shall then succeed to his/her elected term. The Secretary-Treasurer Elect shall serve in the place of the Secretary-Treasurer as needed and shall otherwise function as a member of the Coordinating Council of the Section.

Section 6 – Meetings of the Coordinating Council: The Coordinating Council shall meet as often as necessary and shall act on behalf of the membership in furthering the purposes of the Section and in conducting its business. Meetings of the Coordinating Council shall be called by

the Chair. The Coordinating Council may, if it deems appropriate, solicit opinions from the membership by mail, fax, e-mail as well as at the annual meetings to assist in guiding the judgment of the Coordinating Council on any issue. The Coordinating Council shall report its activities to the membership and the APC through its Council.

ARTICLE VII COMMITTEES

Section 1 – Ad hoc Committees: The Chair of the PDAS Coordinating Council may appoint ad hoc committees and one or more persons to maintain liaison with other organizations, to meet a time-limited need for policy development or implementation, or for such other purposes as are considered reasonable. All committees shall be appointed or reconstituted as needed at the time new officers assume office (the Saturday following the annual meeting) and shall be coterminous with the Office of Chair of the Coordinating Council. Committee business may be transacted by mail, by conference call, by e-mail, by fax, at the time of other meetings, or in any practical manner that accomplishes effectively the purpose of the Committee.

Section 2 – Committee Records: Each of the committees shall be expected to maintain written records and shall provide concise written reports of its activities for consideration by the Coordinating Council at its meetings. These reports shall constitute a part of the regular agenda of the Coordinating Council.

ARTICLE VIII QUORUM AND VOTING

With respect to any duly called meeting of the members in person or by mail, fax, e-mail, or other means, the members present or responding at such meeting shall constitute a quorum. If a vote is taken on any matter at a meeting, except as otherwise provided herein, the matter shall be acted upon affirmatively on a favorable vote of a majority of the voting members present and voting.

ARTICLE IX DUES AND FINANCIAL SUPPORT

The dues shall be such as the Coordinating Council may set from time to time that is in concert with the policy of the APC. The PDAS Coordinating Council may request support for specific activities from the APC Council. The Secretary-Treasurer of the PDAS will develop a budget annually for the summer Council Meeting.

ARTICLE X FISCAL YEAR

The fiscal year of the Section shall be in concert with the policy of the APC.

ARTICLE XI AMENDMENTS TO THE BYLAWS

Section 1 – Proposed Amendments: Any proposed amendment to these By-laws must be sponsored by at least 5 members of the Section or be presented by the PDAS Coordinating Council.

Section 2 – Membership Review: The proposed amendment shall be distributed to the membership at least 30 days prior to vote if the vote is not at the Annual Summer meeting of the APC; or at the Annual Summer meeting of the APC if the vote is to be taken at that meeting. Voting on amendments may be accomplished by ballot distributed individually to the membership by mail, fax, e-mail or other means, or by vote at the Annual Meeting of the Section.

Section 3 – Adoption: Adoption of the amendment shall require a two-third majority vote of those voting.

Section 4 – Rules and Regulations: Appended hereto shall be any rules and regulations that are deemed necessary by the Coordinating Council for the proper conduct of the affairs of the Section. Records of these rules and regulations shall be maintained by the Secretary-Treasurer.

ARTICLE XII RULES OF ORDER

Robert's Rules of order (newest revised edition) shall determine the method of conduct for all meetings.

07/14/2006