

AST BYLAWS

ADOPTED BY THE HOUSE OF DELEGATES JUNE 1969 • LAST AMENDED IN MAY 2008 *

ARTICLE I Name

Section 1. The name of this organization is the Association of Surgical Technologists, Inc., hereinafter referred to as "AST."

ARTICLE II Purposes

Section 1. The purposes of AST are the following:

- A. To study, discuss, and exchange professional knowledge, expertise, and ideas in the field of surgical technology.
- B. To promote a high standard of surgical technology performance for quality patient care.
- C. To stimulate interest in continuing education for surgical technologists.
- D. To encourage employment of certified surgical technologists through cooperative efforts with other professional health care organizations and individuals.
- E. To promote and maintain communication and cooperative relationships with other professional health care organizations.
- F. To explore and encourage the diversified roles of the certified surgical technologist, hereinafter referred to as the "CST."

ARTICLE III Constituent Divisions

Section 1. State assemblies

- A. Upon approval of the Board of Directors and following the established procedure, all states shall form, either individually or as a geographically adjacent group of states, an assembly that shall be known as [Name of State or State Group] State Assembly of AST and charters issued for their formation. Members overseas shall belong to the state assembly of their choice. Active duty military personnel shall belong to the "Active Duty Military State Assembly".
- B. State assemblies of AST shall not adopt bylaws in opposition with AST bylaws and shall sign and comply with the State Assembly Agreement. Meetings shall be determined by each state. A state assembly must remain in good standing, as defined in the AST Policy Manual, in order to retain its charter.
- C. State assembly dues allocated to those state assemblies not yet chartered or those that have had their charter revoked by the Board of Directors shall be held for the state assembly until it is chartered or reinstated.
- D. A state assembly of AST may be disciplined (censured, suspended, or disbanded) or have its charter revoked by the Board of Directors by a two-thirds vote when actions of the state assembly are deemed to be in opposition with AST bylaws or the State Assembly Agreement, or in the event the state assembly fails to comply with all requirements of the AST bylaws or *AST Policy Manual*, or with any lawful requirement of AST.
- E. Disbandment of a state assembly shall follow the procedure as stated in the *AST Policy Manual*.
- F. When a question of ethical standards exists, a state assembly may follow the grievance procedure as stated in the *AST Policy Manual*.

ARTICLE IV Membership

Section 1. Definition. A surgical technologist is an allied health professional who possesses expertise in the theory and application of sterile and aseptic techniques and who combines knowledge of human anatomy, surgical procedures, and the implementation tools and technologies to facilitate a physician's performance of invasive therapeutic and diagnostic procedures.

Section 2. Classification

- A. Active Member
 1. One who has passed the National Board of Surgical Technology and Surgical Assisting (hereinafter referred to as the NBSTSA) national certifying examination in surgical technology and maintains certification currency as defined by the NBSTSA.

2. Active members have voice and vote.
- B. Associate Member
 1. One who has passed the national certifying examination and not maintained certification currency as defined by the NBSTSA.
 2. One who has proof of either having completed or being currently enrolled as a student in a Commission on Accreditation of Allied Health Education Programs (hereinafter referred to as "CAAHEP")-accredited surgical technology program or its equivalent.
 3. One who can provide notarized documentation from her/his employer that she/he is employed as a surgical technologist.
 4. One whose primary source of employment is teaching in a CAAHEP-accredited surgical technology program or its equivalent.
 5. Associate members (numbers 1 through 4) have voice but no vote.
- C. Affiliate Member
 1. Any individual or organization that wishes to affiliate with AST and is approved by the Board of Directors as defined in the *AST Policy Manual*.
 2. Affiliate members have voice but no vote.
- D. Retired Member
 1. One who provides proof of reaching age 65 or provides proof of permanent disability resulting in an inability to work.
 2. Voice and/or vote for a retired member will be based on the criteria in subsections A, B, or C of this section.
- E. Honorary Member
 1. One who has served as a President of AST.
 2. One who has rendered notable service to AST and is approved by the House of Delegates upon recommendation of the Board of Directors.
 3. Voice and/or vote for an honorary member shall be based on the criteria in subsections A, B, or C of this section.

Section 3. Disciplinary Procedures

- A. The procedure followed to discipline a member (censure, suspend, or expel) shall be that stated in *Robert's Rules of Order Newly Revised* under "Disciplinary Procedures" and shall require a two-thirds ballot vote of the Board of Directors.
- B. A member who wishes to file a grievance shall follow the grievance procedure as stated in the *AST Policy Manual*.
- C. A member censured, suspended, or expelled may be reinstated by a two-thirds ballot vote of the entire Board of Directors.

Section 4. Dues

- A. A combined dues amount for national and state assembly dues ("unified dues") shall be established by the House of Delegates, paid according to established procedure, and maintained by the national treasury.
- B. National and state assembly dues may not be collected by any other entity other than the national headquarters.
- C. Membership benefits shall begin upon receipt of national and state assembly dues at the national headquarters.
- D. A member whose national and state assembly dues are not received at the national headquarters within thirty days from the renewal date shall be delinquent and forfeit all membership privileges. Reinstatement shall be effective upon payment of dues.
- E. Dues for student members and retired members shall be fifty percent of the established annual dues.
- F. Annual dues shall be waived for honorary members.

ARTICLE V Finance

Section 1. Fiscal Year. The fiscal year shall be the calendar year.

Section 2. Budget. With the recommendation of the Budget and Finance Committee, the Board of Directors shall adopt an annual operating budget covering all activities of AST. The Treasurer shall be the Chairperson of the Budget and Finance Committee.

Section 3. Audit

- A. The accounts of AST shall be audited annually, or as directed by the Board of Directors, by professional auditors who shall provide a report to the Board of Directors.
- B. Within sixty days following completion of the audit, a financial report for the fiscal year just concluded shall be published in a national publication.

Section 4. Bonding. Trust or surety bonds may be furnished for the officers, Directors, or employees of AST as directed by and in an amount determined by the Board of Directors.

Section 5. Liability Insurance. Liability insurance may be furnished for the officers, Directors, or employees of AST as directed by and in an amount determined by the Board of Directors.

Section 6. Check Signing. Authorization for signing checks and the amount shall be defined in the *AST Policy Manual*.

ARTICLE VI Nominations and Elections

Section 1. Nominations

- A. At least ninety days prior to the national conference, the Credentials Committee shall present a list of candidates for each office to be filled at the national conference accompanied by a curriculum vitae and a written consent of the nominees to serve if elected. All nominees who meet the qualifications for office shall be placed on that list.
- B. Nominations may be made from the floor provided written consent of the nominees has been obtained in advance and their credentials have been verified by the Credentials Committee.
- C. A member holding an elective position may not be nominated for another position for which the term would begin before expiration of the term of the current position unless the member resigns from her/his current elective position.
- D. A member employed at national headquarters shall not be nominated for a national elected position.

Section 2. Elections

- A. Elections shall be by ballot at the national conference, the date and hours to be determined by the Board of Directors.
- B. Election of officers shall be by a majority vote. In the event a second ballot is needed to establish a majority, the two candidates receiving the highest number of votes shall be placed on the second ballot.
- C. Election of Directors shall be by plurality vote. In the case of a tie, a decision shall be by ballot of the tied candidates and plurality shall elect. In the event of a second tie, a decision shall be by lot.
- D. A Tellers Committee shall be appointed by the President with due regard to representation and geographic distribution.
- E. Before the polls open, the Credentials Committee, as defined in the *AST Policy Manual*, shall provide the Tellers Committee with a list of all delegates eligible to vote.
- F. The President, Vice President, Treasurer, and three Directors shall be elected in odd-numbered years. The Secretary and four Directors shall be elected in even numbered years.

ARTICLE VII Officers

Section 1. The officers of AST shall be the following: President, Vice President, Secretary, and Treasurer.

Section 2. Eligibility of Officers

- A. A candidate shall have been an active member for three years immediately preceding nomination and, if elected, shall maintain that active status.
- B. A candidate shall have served at least one full term during the previous six years on the Board of Directors.

Section 3. Term of Office of Officers

- A. The Vice President shall serve for a term of two years or until a successor has been elected. The President shall serve for a term of two years or until a successor is elected.
- B. The Secretary and Treasurer shall serve for a term of two years or until their successors have been elected.
- C. All newly elected officers shall assume office at the close of the final business session at the national conference.
- D. No officer may serve more than two full terms in the same office.
- E. Any amount of time served that equals more than half a term shall be considered a full term of office.

Section 4. Duties of Officers

- A. The President or her/his designee shall be the official representative of AST at all times and places.
- B. The officers shall perform the duties prescribed by these bylaws, the *AST Policy Manual*, and the parliamentary authority adopted by AST.

Section 5. Vacancies of Officers

- A. A vacancy occurring in the office of President shall be automatically filled by the Vice President.
- B. A vacancy occurring in the office of Vice President shall be filled at the next annual conference.
- C. In the event there is a vacancy in both the offices of President and Vice President, the office of President shall be filled for the unexpired term by the Board of Directors from among the Board members, with the office of Vice President remaining vacant. Both offices shall then be elected at the next annual conference.
- D. A vacancy occurring in the office of Secretary or Treasurer between conferences shall be filled for the unexpired term by the Board of Directors with an individual meeting the eligibility requirements for the office.

ARTICLE VIII Meetings

Section 1. AST shall meet annually and that meeting shall be known as the national conference, the date and place of which shall be determined by the Board of Directors.

Section 2. The voting body of the national conference shall be the House of Delegates. Voting by delegates shall be in person and each delegate will be entitled to one vote.

Section 3. All officers and members of the Board of Directors and past presidents who maintain active membership status shall be entitled to all privileges of a delegate at the time they assume office. This delegate category shall not affect state assembly delegate representation.

Section 4. Delegate representation

- A. State Assemblies
 1. Each state, the District of Columbia, and the active duty military, whether a single-state or as part of a multi-state assembly, shall be entitled to six delegates/alternates, provided the assembly is in good standing as defined in the *AST Policy Manual*.
 2. Delegates and alternates shall be active members elected by their state assembly.
 3. The names shall be submitted to national headquarters at least sixty days prior to the national conference. Any forms received after that deadline must be presented during designated hours at the national conference.

Section 5. Business Meetings

- A. There shall be a minimum of two business meetings at each national conference.
- B. Business meetings shall be open. Every member shall have voice, but only delegates may make motions and vote.
- C. Twenty percent of the total possible delegates in AST, and at least ten percent of the total number of state assemblies in AST, shall constitute a quorum for a meeting of the House of Delegates.
- D. Special Meetings
 1. During the national conference, special meetings of the House of Delegates may be called by the President or upon written request of five members of the Board of Directors or by one-third of the total number of members of the House of Delegates.
 2. Between conferences, special meetings of the House of Delegates may be called by two-thirds of the Board of Directors or by two-thirds of the delegates credentialed for the previous conference. Thirty days' written notice of the time, place, and

business to be considered at the special meeting shall be given to all members.

Section 6. There shall be educational sessions provided at each national conference.

ARTICLE IX Board of Directors

Section 1. The Board of Directors shall consist of the officers and seven other elected Directors.

Section 2. Eligibility of Directors

- A. A candidate for the Board of Directors shall have been an active member for three years immediately preceding nomination and, if elected, shall maintain that active status.
- B. A candidate for the Board of Directors shall have served at least one complete three-year term on a national committee, whether standing or special (ad hoc), the NBSTSA, the ARC-ST, or a complete two-year term as an officer in a current or previous constituent division within the last 10 years.

Section 3. Term of Office of Directors

- A. Directors shall serve for a term of two years or until their successors have been elected.
- B. All newly elected Directors shall assume office at the close of the final business session at the national conference.
- C. No Director may serve more than two full terms in the same office.
- D. Any amount of time served that equals more than half a term shall be considered a full term of office.

Section 4. Vacancies of Directors

- A. Vacancies for Directors occurring between conferences shall be filled for the unexpired term by the Board of Directors.

Section 5. Duties of the Board of Directors

- A. Shall have the authority to transact business between meetings of the House of Delegates.
- B. Shall formulate policies and procedures to be included in the *AST Policy Manual*.
- C. Shall foster the growth and development of AST.
- D. Shall have the authority to establish Board of Directors standing committees, the composition and duties of which shall be stated in the *AST Policy Manual*.
- E. Shall review all committee reports and determine action to be taken.
- F. Shall submit a written report to the House of Delegates for all Board of Directors activities.
- G. Shall authorize the awarding of all contracts.
- H. Shall contract for the services of an Executive Director and establish conditions for employment and termination.
- I. Shall authorize the sale and exclusive use of the official insignia of AST.
- J. Shall fulfill any other duties as specified in these bylaws.

Section 6. Meetings of the Board of Directors

- A. The Board of Directors shall hold at least two meetings per year.
- B. Special meetings may be called by the President or upon written or electronic request of three members of the Board of Directors. Written or electronic notice of such a special meeting shall be sent at least thirty days prior to the meeting unless waived by a majority vote of the Board of Directors.
- C. Six members of the Board of Directors, at least two of whom are officers, shall constitute a quorum of the Board of Directors.
- D. Minutes of all Board of Directors' meetings shall be distributed and maintained as prescribed in the *AST Policy Manual*.

Section 7. Voting by the Board of Directors shall be vote by either voice, mail ballot, telephone conference call, fax, or any other form of electronic transmission.

ARTICLE X Committees

Section 1. Standing Committees

- A. The standing committees shall be Bylaws, Resolutions, and Parliamentary Procedure; Education and Standards of Practice; and State Assembly Leadership and shall be appointed by the President with the approval of the Board of Directors.
- B. With the approval of the President, standing committees may appoint special committees.

C. Committee term

1. Committee members may serve for a term of three years, with a maximum of two terms on the same committee.
 2. All newly appointed committee members shall assume their appointed positions at the close of the final business session at the national conference.
 3. Any amount of time served that equals more than half a term shall be considered a full committee term.
- D. Duties. The duties and composition of these committees shall be as stated in the *AST Policy Manual*.

Section 2. Special Committees

- A. A special committee may be appointed by the President, as the need arises, to carry out a specified task, at the completion of which it ceases to exist.
- B. Guidelines for such committees shall be as stated in the *AST Policy Manual*.

Section 3. Eligibility of Committee Members

- A. Members of the Bylaws, Resolutions, and Parliamentary Procedure and State Assembly Leadership Committees shall have active membership status in AST.
- B. Members of the Education and Standards of Practice Committee shall have active or associate AST membership status.
- C. Special committees may include active, associate, or affiliate members of AST or nonmembers.
- D. Committee members may be removed by the Board of Directors based on failure to perform, as defined in the *AST Policy Manual*.

Section 4. The President shall be an ex-officio member of all committees.

ARTICLE XI Official Publication

Section 1. The official publication of AST shall be *The Surgical Technologist* and it shall be available to each member of AST.

ARTICLE XII Parliamentary Authority

Section 1. The latest edition of *Robert's Rules of Order Newly Revised* shall govern AST in all cases not covered by these bylaws.

ARTICLE XIII Amendments

Section 1. The House of Delegates may amend the bylaws at the national conference every three years by a two-thirds vote of the delegates present and voting.

- A. All proposed amendments shall be submitted to the Bylaws, Resolutions, and Parliamentary Procedures Committee by the end of the preceding year and to all AST members via the official publication at least ninety days prior to the national conference at which they will be voted upon.
- B. The Board of Directors and/or the Bylaws, Resolutions, and Parliamentary Procedures Committee may declare an extraordinary need and present a previously unpublished amendment for consideration at one business session, provided that such amendment shall be voted upon at a following business session and gain approval by a three-fourths affirmative vote of the House of Delegates.

Section 2. In intervening years, the Board of Directors and/or the Bylaws, Resolutions, and Parliamentary Procedures Committee may declare an emergency situation and present an amendment for consideration at one business session, provided that such amendment shall be voted upon at a following business session and gain approval by a three-fourths affirmative vote of the House of Delegates.

Section 3. Amendments to the national AST bylaws shall be reflected in state assembly bylaws.

* *Adopted by the House of Delegates in 1969 with amendments in 1970, 1971, 1972, 1973, 1974, 1975, 1976, 1977, 1978, 1979, 1980, 1981, 1982, 1983, 1984, 1986, 1987, 1989, 1991, 1996, 1998, 1999, 2001, 2003, 2004, 2005, 2007 and 2008.*