

Bylaws
CABMET
(Colorado Association of Biomedical Equipment Technicians)

ARTICLE I NAME

Section 1. **Name**

The name of this organization shall be CABMET, (Colorado Association of Biomedical Equipment Technicians), incorporated under the Colorado Nonprofit Corporation Law.

ARTICLE II EXECUTIVE BOARD (Hereafter known as the Board)

Section 1. **Number, Powers and Qualifications**

The corporate powers of the association shall be exercised by a Board composed of seven to nine (7-9) CABMET members. It is the responsibility of the Board to formulate the overall policies for the operation of the organization and to supervise the implementation of such policies. The Board shall be composed of the President, Vice President, Secretary, Treasurer, the immediate past President and/or Vice President, and 3 non-officer members.

Section 2. **Terms of Office**

The three (3) non-officer executives shall be appointed by the executive board for three-year terms or until their successors are appointed and qualified. Their terms of office shall be staggered so that one (1) non-officer executive is elected each year. No person shall be elected as a non-officer executive for more than two (2) consecutive terms. Any member filling an unexpired term for more than one-half of the term shall be considered to have served one term. The immediate past President and/or Vice President will be a one-year term.

Section 3. **Meetings**

The Board shall hold a meeting in conjunction with the membership of the Association of the purpose of organization, and the consideration of any other business which may properly be brought before the meetings. Regular meetings of the executives shall be held at such times and at such places as the Board may determine. Special meetings of the Board may be called by the President or any three (3) officers. A minimum of 1 meeting per year is required.

Section 4. **Notice**

Notice of regular or special meetings of the Executive Board shall be given to each executor at least 24 hours prior to the meeting.

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- Section 5. **Quorum**
A majority of the executors, three (3) of whom are officers, shall constitute a quorum of the Board. Virtual meeting attendance by teleconference or web meeting will be acceptable and constitute a quorum.
- Section 6. **Action Without Meeting**
Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as a vote of the executors in a meeting.
- Section 7. **Vacancies**
In the event a vacancy occurs in any office or on the Board due to a change in status or otherwise such office or directorship shall be filled in the following manner:
- a. President: The Vice President shall assume the office.
 - b. Vice President: The vacancy shall be filled by the Executive Board from a slate submitted by the nominating committee.
 - c. Executive Board: Shall appoint replacements for all other vacancies.
- Section 8. **Removal of Executive**
Any officer who is absent from two (2) consecutive meetings without excuse, may be removed from office and membership on the Board. Officers may be subject to reprimand, censure, suspension, or expulsion by a majority vote of the Board for violating the Bylaws of the Association, misconduct or neglect of duty in office, or behavior injurious to the Association. No such action shall be taken against any officer or director until he/she is advised of specific charges, given a reasonable time to prepare a response and afforded a full hearing before the Board. Officers expelled from office pursuant to this section shall be ineligible to serve as officers or directors of the Association at any future time.

ARTICLE III OFFICERS

- Section 1. **Number and Election**
The officers of the Association shall be the President, Vice President, Secretary, Treasurer and such other officers as the Board may authorize.

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- Section 2. **Term of Office**
The President and Vice President shall hold office for a term of two (2) years or until their respective successors have been duly elected and installed. The President and Vice President will be up for election in alternating years. The election for the President will be held in even years. The election for the Vice President will be held in odd years. The Secretary and Treasurer shall hold office for a term of two (2) years or until their respective successors have been duly elected and installed. The Secretary and Treasurer will be up for election in alternating years. The election for the Treasurer will be held in even years. The election for the Secretary will be held in odd years. Any member filling an unexpired term for more than one-half of the term shall be considered to have served one term.
- Section 3. **President**
The President shall be the principal executive officer of the Association and shall have general supervision and control of all business and affairs of the Association, subject to the control of the Board. The President shall preside at all meetings of the membership and the Board, appoint all committee chairmen except as provided in these Bylaws, serve as an ex-officio member of all standing committees and perform and discharge all duties incident to the office of President and such duties as may be assigned by the Board.
- Section 4. **Vice President**
The Vice President shall perform the duties of the office of President in the absence of the President or in case of inability to act and when so acting, shall have all the powers of and be subject to all of the restrictions upon the President, and shall perform such other duties as the Board may, from time to time, specifically prescribe.
- Section 5. **Secretary**
The Secretary shall keep or cause to be kept as the principal office of the Association a book of the minutes of the meetings of the Association and the Board and shall give or cause to be given notice of all meetings of the Board and members in accordance with these Bylaws. The Secretary shall also keep or cause to be kept at the principal office of the Association the Charter of Incorporation, Bylaws, Seal of the Association, the membership roster and shall in general perform all duties incident to the office of Secretary and such other duties as the Board may prescribe.

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- Section 6. **Treasurer**
The Treasurer shall supervise the maintenance of all funds and securities of the Association and perform such other duties as may be prescribed by the Board.
- Section 7. **Non-Officer Members**
The Non-Officer Members shall advise, assist and coordinate action plans and procedures considered by the executive board.
- Section 8. **Bonding**
The Board may require, at the expense of the Association, a good and sufficient surety bond for any officer, subordinate officer, employee or agent the Board deem advisable.
- Section 9. **Compensation**
The officers of the Association shall receive no compensation for their services but may be reimbursed for expenses approved by the Board.

ARTICLE IV MEMBERSHIP

- Section 1. **Qualifications**
Any individual or organization who is actively involved in medical equipment: repair, development, patient care, teaching, managing, or research and who subscribes to the purposes of the Association, agrees to abide by its Bylaws and meets such other criteria for membership as may be established by the Executive board, shall be eligible for membership.
- Section 2. **Categories**
The Association shall have four categories of members: Active, Associate, Business/Corporate and Honorary.
- a. Active member
An individual working as a BMET who has completed: recognized equipment courses, ICC Certification or a fundamental general BMET course. Also included are field service engineers, biomedical engineers, clinical engineers, and other people working in the biomedical equipment technology field.
- b. Associate member

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Associate members are individuals that do not qualify as an Active Member but is a current student or have an active interest in the Health Care Community. Associate members shall have all privileges of membership except the right to vote, hold office, or serve on committees.

- c. **Business/Corporate Member**
Individual membership from persons associated with companies or corporations working in the healthcare field. Business/Corporate members shall have all privileges of membership except the right to vote, hold office, or serve on committees

- d. **Honorary member**
Honorary members shall be those persons who have rendered distinguished or valuable assistance to the Association and who are elected to honorary membership by a unanimous vote of the Executive Board. Honorary members shall have all privileges of membership as the active member.

Section 3. **Application**
All applications for membership shall be made in writing on the form provided by the Association and shall be accompanied by the annual membership fee established by the Executive Board. An applicant shall become a member upon election to membership by said Board.

Section 4. **Annual Membership Fee**
All members including corporate, other than honorary members shall pay an annual membership fee determined by the Executive Board. The membership fee shall be due and payable by January 1. A ninety (90) day grace period will be allowed for payment of the membership fee.

Associate Member dues will be assessed at the rate of one-half the regular membership dues regardless of entry date.

Section 5. **Termination**
Membership in the Association shall be terminated automatically upon
(1) the resignation of the member
(2) non-payment of the membership fee as provided in Section 4 above
(3) membership may also be terminated by the Executive Board if it determines a member has violated the Bylaws of the Association or engaged in conduct which violated the objectives of the Association or is injurious to the Association. The Executive Board may not terminate a

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member for such reasons without first providing the member with notice of the charges and full hearing before the Executive Board.

ARTICLE V MEMBERSHIP MEETINGS

Section 1. **Meeting**

The meeting of members shall be held at a time and place determined by the Executive board for the purpose of receiving reports of committees, and transacting such other business as may come before the meeting.

Section 2. **Special Meetings**

A special meeting of members may be called at any time by the President, by a majority of the Executive Board or upon the written request of twenty-five (25%) percent of the active members. Only those items of business set forth in the notice of special meeting shall be discussed and acted upon at such meeting.

Section 3. **Notice**

Electronic notification of the meeting of members shall be provided to all members at least ten (10) days prior to the meeting. Electronic notification of special meetings of members shall be provided to all members at least twenty (20) days prior to the meeting.

Section 4. **Quorum**

A quorum for the transaction of business at any meeting shall be five (5%) percent of the active members present in person. In the absence of a quorum, the meeting may be adjourned from time to time by a majority of the active members present, but no other business may be transacted.

Section 5. **Voting**

Each active member present and in good standing is eligible to vote in person at the election meeting. If a member is unable to attend in person, they will be allowed to submit the supplied form and submitting the form by email, mail or in person to a member of the election committee prior to the election meeting.

Section 6. **Parliamentary Procedure**

The usual parliamentary rules of order contained in "Roberts Rules of Order", except as otherwise provided herein, shall govern all meetings of the Association.

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ARTICLE VI EXECUTIVE DIRECTOR

Section 1. **Appointment**

The Board may appoint an Executive Director, who may be a salaried employee of the Association. The Executive Director is to receive notice of and may attend all meetings of the Association, but shall not have the right to vote. The Executive Director shall be responsible for managing the business affairs of the Association subject to the control of the Board.

ARTICLE VII ELECTIONS

Section 1. **Nominations**

The Nominating Committee shall prepare a list of nominees for the office of President, Vice President, Secretary, and Treasurer. The committee may conduct business by e-mail or other communication media in addition to holding formal meetings. Additional nominations may be made from the floor at the meeting.

Section 2. **Elections**

Elections will be held during the October meeting.

All ballots cast in any election shall be counted by three (3) judges appointed by the Nomination Committee. After counting the ballots, the said judges shall certify and announce the results of the election at the meeting. The candidates receiving the highest number of votes for a particular office shall be declared elected. In the case of a tie vote, the issue shall be decided by a second ballot of all members present. All ballots shall be kept at the principal office of the Association for at least thirty (30) days following any election.

If a person is unopposed, voting by “yay / nay” will be accepted in place of casting ballots.

ARTICLE VIII COMMITTEES

Section 1. **Appointment, Number and Term**

The committees of the Association shall be standing and special. With the exception of the Executive Board and the Nominating Committee, each committee shall consist of no more than five (5) active members. They shall be appointed annually by the Committee Chairperson or recommendation of the President and subject to the approval of the Board.

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The president shall appoint a member of the Board to serve as Chairman of each committee. Each committee shall be subject to control of the Board and shall perform such duties as may be assigned to it by these Bylaws or the Board. Each standing committee shall submit annual reports and any additional interim reports requested by the President.

Section 2. **Committee Meetings**

Regular meetings of a committee shall be held at such times and such places as the committee may recommend, subject to budgetary approval by the Board. Special meetings of a committee may be called by the President or the committee chairperson. Notice of regular meetings of a committee shall be given to each member of such committee at least five (5) days prior to the time and date set for the meeting. A majority of the members of the committee shall constitute a quorum at all of its meetings.

Section 3. **Special Committees**

With the exception of the Nominating Committee, these committees may be appointed by the President with the concurrence of the Board for such special tasks as circumstances warrant. The Chairperson and members of the Nominating Committee shall be appointed by majority vote of the Board. Special committees shall be limited to activities necessary to accomplish the task for which they were created. Upon completion of such task, the special committee shall be discharged.

Section 4. **Suspension, Discontinuance or Consolidation**

The Board may suspend or discontinue any standing or special committee whose functions may not be considered necessary in carrying out the objects of the Association or may consolidate the functions of one or more committees to better accomplish such objects.

ARTICLE IX GENERAL PROVISIONS

Section 1. **Fiscal Affairs**

The fiscal year of the Association shall be such twelve (12) month period as may be established by the Board.

Section 2. **Contracts**

The Board may authorize any officer or agent of the Association to enter into any contract or execute and deliver any instruments in the name of and on behalf of the Association and such authority may be general or confined to specific instances.

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Section 3. **Books and Records**

The Association shall keep correct and complete books and records of its accounts, meetings, and proceedings of the Association and Board and all valuable papers and documents of the Association at its principal office. There shall be an annual audit of the financial records of the Association in such manner as directed by the Board.

Section 4. **Checks, Drafts, Etc.**

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers as from time to time may be determined by the Board. In the absence of such determination by the Board, such instruments shall be signed by the Treasurer and countersigned by the President of the Association or his designated representative.

Section 5. **Deposits**

All funds of the Association shall be deposited from time to time to the credit of the Association in such banks or other depositories as the Board may select.

Section 6. **Gifts and Contributions**

The Board may accept on behalf of the Association any contribution, gift, bequest, or devise for general purposes or for any special purpose of the Association.

Section 7. **Local Chapters**

The Board may authorize local chapters which shall be organized and operated in accordance with rules and regulations adopted by the Board governing local chapters.

ARTICLE X Affiliations

The Association may join or affiliate with other national, state, and local organizations upon approval by the active members. Local Chapters may not join or affiliate with any other organization without prior approval of the Board.

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ARTICLE XI OFFICIAL PUBLICATION

The official web site publication of this Association shall be known as CABMET Newsletter.

ARTICLE XII AMENDMENTS

In addition to the authority of the Board to amend or repeal these Bylaws, these Bylaws may be amended by the vote of a majority or a quorum of the active members present either in person or by proxy at a membership meeting duly called for the purpose of amending the Bylaws or by the written consent of the active members entitled to exercise a majority of the voting power. Any proposed amendment of the Bylaws shall be submitted to the Bylaws committee at least sixty (60) days prior to any vote on said change and the committee shall make its recommendations concerning the proposed change. The recommendations of the committee shall be published in the notice calling the meeting or enclosed with the e-mail ballot together with a full statement of the proposed amendment.