

**BYLAWS OF THE
MISSOURI SOCIETY FOR RESPIRATORY CARE**

ARTICLE I – NAME

This organization shall be known as the Missouri Society for Respiratory Care, Incorporated under the general Not-for-Profit Act of the State of Missouri, hereinafter referred to as the Society, a chartered affiliate of the American Association for Respiratory Care, hereinafter referred to as AARC, which is incorporated under the general Not-for-Profit Corporation Act of the State of Illinois.

ARTICLE II - OBJECTIVES

SECTION 1. MISSION AND VISION

The Missouri Society for Respiratory Care will be the national model among the State Professional Societies for Respiratory Care. The MSRC will encourage and promote professional excellence, advance the science and practice of respiratory care, and serve as an advocate for patients, their families, the public, the profession, and the respiratory therapist.

SECTION 2. PURPOSE

1. Encourage, develop, and provide, on a regional basis, educational programs for those persons interested in respiratory therapy and diagnostics, hereinafter referred to as Respiratory Care.
2. Use all methods and procedures appropriate to advance the science, technology, ethics, and art of respiratory care.
3. Facilitate cooperation and understanding among respiratory care personnel and the medical profession, allied health professionals, hospitals, service companies, industry, government organizations, and other agencies interested in respiratory care.
4. Raise public awareness of respiratory care, the MSRC, and pulmonary health promotion and disease prevention.

SECTION 3. INTENT

1. No part of the monies of the Society shall inure to the benefit of any private members or individual, nor shall the Society perform particular services for individual members thereof.

2. The Board of Directors shall provide for the distribution of the funds, income, and property of the Society to charitable, educational, 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 payee or distributee are exempt from income taxation, and if gifts or transfers to the payee or distributee are then exempt from taxation under the provisions of the Internal Revenue Code or changes which amend or supersede the said sections.
3. In the event of dissolution of the Society, whether voluntary or involuntary, all its remaining assets shall be distributed in such manner as the Board of Directors of the Society shall by majority vote determine to be best calculated to carry out the objectives and purposes for which the Society was formed. The distribution of the funds, income, and property of the Society upon dissolution may be made available to any similar charitable, educational, scientific, or religious corporations, organizations, community chests, foundations, or other kindred institutions maintained and created for one of more the foregoing purposes, if at the time of distribution the payee or distributee are then exempt from income taxation under the provisions of Sections 501, 2055, 2522 of the Internal Revenue Code or changes which amend or supersede the said sections.
4. The Society shall not commit any act which shall constitute the unauthorized practice of medicine under the laws of the State of Missouri or any other state. Members and individuals can receive compensation for services provided to the Society as approved by the Board of Directors.
5. Members and individuals can receive compensation for services provided to the Society as approved by the Board of Directors.

ARTICLE III - MEMBERSHIP

SECTION 1. CLASSIFICATIONS

The membership of the Society shall only consist of membership classes as defined by the Bylaws of the AARC.

SECTION 2. QUALIFICATIONS

Applicants for membership shall meet all the qualifications of the class of membership for which they apply. As a condition of membership, all members shall be bound by the Articles of Incorporation, Bylaws, standing rules, code of ethics, and other rules, regulations, policies and procedures adopted from time to time by the Society and the AARC.

SECTION 3. APPLICATIONS FOR MEMBERSHIP

Applicants for membership shall submit their completed official applications to the Executive Office of the AARC for processing and approval.

SECTION 4. ETHICS

If the conduct of any member shall appear to be in violation of the Bylaws, standing rules, code of ethics, or other regulations, policies, or procedures adopted by the AARC or the Society, or shall appear to be prejudicial to the AARC or Society's interests, such members may be reprimanded, suspended, expelled, or have their membership status reclassified in accordance with the procedures set forth in the AARC's or Society's policies or procedures.

ARTICLE IV – EXECUTIVE COMMITTEE

SECTION 1. EXECUTIVE COMMITTEE OFFICERS

1. The Executive Committee of the Board of Directors shall consist of the President, President-elect, Vice-President, Vice-President elect, Secretary, Treasurer, Immediate Past President, and Delegates.
2. The Executive Committee shall have the power to act for the Board of Directors between meetings of the Board and such action shall be subject to ratification by the Board at its next meeting.
3. Terms of office shall begin July 1. Responsibilities, duties, and further details can be found in Appendix A for each individual office.
4. No officer shall serve more than three (3) consecutive terms in the same office or hold concurrent offices, except as specified in Article VII, Section 3.

ARTICLE V - BOARD OF DIRECTORS

SECTION 1. COMPOSITION AND POWERS

1. The executive government of the Society shall be vested in a board of active members, licensed with the state of Missouri, consisting of the executive committee officers, Treasurer Elect, Directors-at-large, District Presidents, District Representatives, and Medical Advisors to the Society.
2. The voting members of the Board of Directors shall be the President, President-elect, Vice-President, Vice-President elect, Secretary, Treasurer, Treasurer-elect, Immediate Past President, Delegates, District Presidents and Directors-at-Large.

3. The President, Past President, Vice-President and Delegates shall be listed on the annual corporate registration with the state of Missouri.
4. No Officer of the MSRC Board of Directors shall be an Officer of the AARC simultaneously.
5. The President shall be chair and presiding officer of the Board of Directors and Executive Committee. The President shall invite such individuals to the meetings of the Board as deemed necessary who shall have the privilege of voice but not vote.
6. To serve on the Board of Directors for the Society, the non-physician members must maintain active licensure by the State of Missouri as a Respiratory Care Practitioner. Failure to submit proof of registration or maintain its active status will result in forfeiture of their office.
7. To serve on the Board of Directors for the Society, the non-physician members must maintain active membership in the AARC.

SECTION 2. DUTIES OF THE BOARD OF DIRECTORS

1. All Board of Directors are required to attend quarterly Board meetings. If a member is absent for three (3) consecutive Board meetings, they may be removed from office by two thirds majority vote of the Board of Directors. Written notice will be given to the member that the office has been declared vacant.
2. Supervise all business and activities of the Society within the limitation of these Bylaws.
3. Adopt and rescind standing rules, regulations, policies, and procedures of the Society.
4. Perform such other duties as may be necessary or appropriate for the management of the Society and/or its Policy & Procedures.
5. Job Descriptions for each officer of the Society will be reviewed every two years and approved by the Board of Directors.

SECTION 3. VACANCIES

1. The Board of Directors shall have the power to declare an office vacant by a two-thirds (2/3) vote, upon refusal, neglect, or disability of any member of the Board to perform the duties of office; for any conduct deemed prejudicial to the Society.

2. Any vacancy that occurs on the Board of Directors shall be filled by qualified active members elected by the Board of Directors for the unexpired term of such vacancy, unless otherwise noted in these Bylaws for such an event.

SECTION 4. MEETINGS

1. The Board of Directors shall convene at least four (4) times per year, once each quarter.
2. Special meetings of the Board of Directors shall be called by the President at such times as the business of the Society shall require, or upon written request of the majority of the officers of the Board filed with the President or Secretary of the Society.
3. A minimum of 1/3 of the voting members of the Board of Directors shall constitute a quorum.
4. Live Meeting logistics for board of directors or BOD approved conference logistics (e.g., travel and hotel reimbursement rules, etc.) can be found in Appendix B

SECTION 5. VOTING

1. 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 Election committee to conduct a vote of the membership by mail (including electronic). Such votes shall require approval of a majority of the valid votes received within thirty (30) days after date of such submission to the membership. The result of the vote shall control the action of the Society.

ARTICLE VI - ANNUAL BUSINESS MEETING

SECTION 1. DATE AND PLACE

1. The society shall hold an Annual Business Meeting; additional meetings may be held as required to fulfill the objectives of the Society.
2. The date and place of the Annual Business Meeting and additional meetings shall be decided in advance by the Board of Directors. The Board of Directors may cancel the scheduled meeting, set a new date and place if feasible, or conduct the business of the meeting by mail (including electronic), provided the written material is sent to the membership.

SECTION 2. PURPOSE

1. The Annual Business Meeting for the membership shall be for the purpose of receiving reports of officers and committees, the results of the election, and for other business brought by the President.
2. Additional business meetings shall be for the purpose of receiving reports and other business brought by the President.

SECTION 3. NOTIFICATION

1. Notice of the location and time of quarterly business meetings (including the Annual Business Meeting) shall be published to all members of the Society not fewer than thirty-day (30) days prior to the meeting.

ARTICLE VII - SOCIETY DELEGATES TO THE AARC HOUSE OF DELEGATES

Except for the office of Past-President, the members of the delegation may not hold concurrent office on the Executive Committee. No person may serve more than three (3) complete consecutive terms in the House of Delegates, unless approved by the MSRC Board of Directors. The Delegates shall be elected for a term of four (4) years; one Delegate shall be elected every two years.

ARTICLE VIII - SOCIETY MEDICAL ADVISORS

The Society shall have at least one (1) Medical Advisor, who shall be a member of at least one of the sponsoring organizations of the AARC. Advisors must be physicians who have an identifiable role in clinical, organizational, educational, or investigative Respiratory Care and is licensed to practice medicine in the State of Missouri. Medical Advisors shall act as consulting members to the President and Board of Directors and to those committees to which they have been assigned.

ARTICLE IX – DISTRICTS

SECTION 1. REQUIREMENTS

1. There shall be a minimum of four (4) districts within the state and each shall be bounded by county lines.
2. Districts must have a minimum of twenty (20) AARC members and must include geographical areas outside either a Standard Metropolitan Statistical Area, or the counties adjacent to a main population center. (Based on aarc membership address)

3. A new district of this society may be organized by petition of no less than twenty (20) active members in a given geographical area within county lines as boundaries. The petition will then be presented to the Board of Directors for action.

SECTION 2. DISTRICT REPRESENTATION

1. Each district will be represented on the Board of Directors by the District officers to include the District President and District Representative. Only the District President will have voting privileges on the Board of Directors. In the absence of the District President, the District Representative will vote; in the absence of the District President and District Representative, the District Vice President or, in the absence of the District President, District Representative and Vice President, the District Secretary will vote; if the aforementioned officers are not available, the District President may proxy voting privileges to another active District member for that meeting.
2. Each District will elect officers for the district to include the District President, Vice President, Secretary, and Representative. Only the active or life members with primary residence in or working in the district may be nominated and elected by members of that District to represent them on the Board of Directors. The district officers shall be elected prior to the Annual Business Meeting and shall take office on July 1 of the calendar year.
3. A District officer shall serve a term of two (2) years and shall not serve more than three (3) consecutive terms in the same office, unless approved by the Board. District officers cannot hold concurrent offices within the district.
4. A District office may be declared vacant by a simple majority of the district membership in the event of an officer's refusal, neglect, or disability to perform the duties of office. The MSRC Board of Director may appoint a replacement in the event of vacancy, or a District election may take place to fill the unexpired term of office.
5. A District office may be declared vacant by the Board of Directors in accordance with these Bylaws.

SECTION 3. ELECTIONS OF DISTRICT OFFICERS

The odd-numbered Districts will hold elections for officers during odd-numbered years and even-numbered Districts will hold elections during even-numbered years.

SECTION 4. DISSOLUTION OF DISTRICTS

A District may be dissolved and merged with a neighboring District by the Board of Directors with due and sufficient cause such as: failure of the District to maintain at least twenty (20)

active members; failure of the District membership to fill vacancies for District officers; or failure of District officers to perform their appointed duties. Members of the District shall be notified of the intent to dissolve the District and shall be allowed at least sixty (60) days to present just cause in writing to the President of the Society that such action is unjustified. In the event that a District is dissolved, the District Affairs committee will recommend new District boundaries which shall be subject to a two-thirds (2/3) affirmative vote of the Board of Directors present.

SECTION 5. BOUNDARIES OF DISTRICTS

The area included in the boundaries of the Society shall be boundaries of the State of Missouri and shall include counties and/or cities to make up the following districts:

1. DISTRICT 1: Crawford, Franklin, Gasconade, Jefferson, Lincoln, Montgomery, St. Charles, St. Francis, St. Genevieve, St. Louis County, St. Louis City, Warren, and Washington.
2. DISTRICT 2: Barton, Benton, Barry, Camden, Cedar, Christian, Dade, Dallas, Dent, Douglas, Greene, Hickory, Howell, Jasper, LaClede, Lawrence, McDonald, Morgan, Newton, Oregon, Ozark, Polk, Shannon, St. Clair, Stone, Taney, Texas, Vernon, Webster, and Wright.
3. DISTRICT 3: Adair, Audrain, Boone, Callaway, Chariton, Clark, Cole, Cooper, Howard, Knox, Lewis, Macon, Maries, Marion, Miller, Moniteau, Monroe, Osage, Pettis, Phelps, Pike, Pulaski, Ralls, Randolph, Saline, Schuyler, Scotland, and Shelby.
4. DISTRICT 4: Bates, Cass, Clay, Henry, Jackson, Johnson, Lafayette, Platte, and Ray, Andrew, Atchison, Buchanan, Caldwell, Carroll, Clinton, Davies, DeKalb, Gentry, Grundy, Harrison, Holt, Linn, Livingston, Mercer, Nodaway, Putnam, Sullivan and Worth
5. DISTRICT 5: Iron, Madison, Perry, Reynold, Wayne, Bolinger, Cape Girardeau, Stoddard, Butler, Dunklin, New Madrid, Pemiscot, Mississippi, Scott, Ripley, and Carter.

ARTICLE X - COMMITTEES

SECTION 1. STANDING COMMITTEES

1. The standing committees of the Society shall be: Budget and Audit, Bylaws, District Affairs, Education and Scholarship, Government Affairs, Judicial, Membership,

Nominations and Elections, Program, and Public Relations. The Chair and members of standing committees shall be appointed by the President, subject to the approval of the Board of Directors, to serve for a minimum of one (1) year, except as otherwise specified in these Bylaws.

2. Decisions of standing committees must be approved by the Board of Directors.
3. The committee chairperson appointment must be approved by a simple majority of the Board of Directors at the first meeting of the Board of Directors during the Fiscal Year.

SECTION 2. COMMITTEE CHAIRPERSON DUTIES

1. The chairperson shall attend all Board meetings and perform those duties specified by the President and Board of Directors and/or its Policy & Procedures to carry out the objectives of the Society, and shall confer promptly with the members of that committee on work assignments. A committee chairperson who is absent for two (2) consecutive Board meetings may be removed from office by the Society President. Written notice will be provided to the member that the office has been declared vacant. Committees will meet a minimum of once per year. This is decided with each committee, report to secretary with meeting minutes/schedule/attendance.
2. Consultants to committees must be approved by the Board.
3. The chairperson of each committee may recommend prospective committee members to the President.
4. The chairperson of each committee shall submit a written report to the President prior to each quarterly meeting of the Board of Directors.
5. Each committee requiring operating expenses shall submit a budget for the next fiscal year to the Budget and Audit Committee.

SECTION 3. COMPOSITION AND DUTIES OF COMMITTEES

1. Budget and Audit Committee
 - a. This committee shall be composed of the President-elect, Treasurer, Treasurer Elect and District Representatives or at 1 representative from each District (if no District Representative available) committee.

- b. Purpose – to develop, record, and review the annual budget. A report of the previous and upcoming budget shall be presented at the annual business meeting. The budget shall be available for review by the membership.
- c. The committee shall verify that no Board member or committee chairperson exceeds their budget without the approval of two-thirds (2/3) of the Board of Directors.

2. Bylaws Committee

- a. The Bylaws Committee shall consist of the immediate Past-President, as chair, the sitting President and minimum of four (4) additional active Society members approved by the Board of Directors.
- b. Purpose – to review and edit the Society Bylaws and present proposed Bylaws to the Board of Directors for approval.
- c. All proposed amendments shall be processed in accordance with these Bylaws, and shall be presented to the Board of Directors for review. Amendments shall be presented to the Board of Directors at least thirty (30) days prior to the Board meeting at which they are to be considered.
- d. Upon approval by the MSRC Board of Directors, proposed revisions of the MSRC Bylaws must be sent to the AARC Bylaws Committee for review and approval by the AARC Board of Directors.
- e. Upon approval by the AARC Board of Directors, the amended Bylaws will be published for ratification by MSRC membership by vote.
- f. The final Bylaws will be posted on the Society web page.

3. District Affairs Committee

- a. The committee shall consist of the President-elect as chairperson and the District Presidents.
- b. Purpose – to support district presidents and district activities in meeting the mission of the MSRC.

- c. The committee shall review activities of all districts on at least an annual basis
4. Education and Scholarship Committee
- a. This committee shall consist of a chairperson, the Program Directors, and Directors of Clinical Education of accredited Respiratory Care Programs within Missouri, and 1-3 other members. The Society Medical Advisor(s) shall be consultant member of this committee.
 - b. Purpose – to disseminate scholarship information to respiratory therapy programs by:
 - i. Facilitating the paperwork for scholarship applications
 - ii. Facilitating the vote by the Board of Directors for scholarship selection
 - iii. Presenting the awards at the Annual Business Meeting
 - c. The committee shall meet annually with program directors at the annual business meeting to share opportunities and challenges of the students within the State.
5. Government Affairs Committee
- a. This committee shall consist of a chairperson and co-chair, Director at Large, and 1-2 other members.
 - b. Purpose – to monitor and collaborate with the Legislature, State and local government agencies to promote the practice of Respiratory Care by members of the Society.
 - c. Committee members should lead at least one lobbying effort per year within the state of Missouri and represent the state of Missouri in National efforts as approved by the Board of Directors.
6. Judicial Committee (Ad Hoc Committee)
- a. This committee shall review formal written complaints against any individual Society member charged with any violation of the Society’s Bylaws or Code of Ethics, or otherwise with any conduct deemed detrimental to the Society or the AARC. The committee may also originate complaints. Complaints or inquiries may be referred to this committee by the AARC Judicial Committees.
 - b. The committee shall consist of a chairperson and no less than five (5) active members of the Society appointed by the President.

- c. If this committee determines that the complaint justifies an investigation, a written copy of the charges shall be prepared, with benefit of legal counsel if deemed advisable.
 - d. A statement of charges shall then be served upon the member and an opportunity given that member to be heard before the committee, with counsel, if the member desires.
 - e. After careful review of the results of this hearing, conducted with benefit of legal counsel, when the Chairperson of the committee deems counsel is necessary or advisable, the committee may, by two-thirds (2/3) vote of its entire membership, recommend expulsion to the Board of Directors. Upon approval, the Board of Directors shall forward that recommendation and all applicable documents to the chairperson of the AARC Judicial Committee, with whom the final decision for action will reside.
 - f. Actions following the decision from the AARC Judicial Committee, including appeals, will follow the guidelines set forth in the AARC Bylaws Article XII, Section 2.
 - g. The Society Board of Directors, as it deems appropriate, and by (2/3) vote of members present, shall report action(s) taken and or recommendations to the Missouri Board for Respiratory Care and or other appropriate agencies relative to the Practice of Respiratory Care in the State of Missouri.
7. Membership Committee
- a. The membership committee shall consist of a chairperson (held by a Director at Large) and at least four (4) other members which shall include the District Presidents.
 - b. Purpose – Promote and increase AARC membership within the State of Missouri, thereby strengthening membership within the Missouri Society.
 - c. The membership committee shall maintain a current roster of all members.\
8. Nominations and Elections Committee
- a. This committee shall consist of a chairperson (held by a Director at Large), Board Secretary, and at least one other member.

- b. Purpose – to obtain and ratify a full election ballot for office vacancies on an annual basis.
 - c. The chairperson of this committee shall report the slate of nominees to the Board of Directors for approval no less than forty-five (45) days prior to the annual meeting.
 - d. The Committee shall place in nomination the names of persons for each of the following offices: President-Elect, Vice President-elect, Secretary, Treasurer-elect, a Delegate, and two (2) Directors-at-Large. Additional nominations may be made from the Board of Directors.
 - e. Only active and life members in good standing shall be eligible for nomination. The committee shall provide a pertinent biographical sketch of each nominee's professional activities and service to the organization.
 - f. Election of officers shall be by electronic ballot.
 - g. The approved slate and biographical sketches shall be published to every Active and Life member in good standing.
 - h. The slate of nominees shall be so designed as to be a confidential ballot, with provisions for write-in votes for each office.
 - i. The Committee shall verify the eligibility of each ballot and tally the votes prior to the annual business meeting. A simple majority of the eligible votes received will determine which candidate is placed in office. The results of the election shall be announced at the annual business meeting and shall be published in the official publications of the Society.
9. Program Committee
- a. This committee shall consist of two (2) co- chairpersons (held by the Vice President and Vice President-elect), facilities chair, registration chair, sputum bowl chair, technology chair, vendor chair, social events coordinators (golf, volleyball, etc), Education and Scholarship committee chairperson, and a member from each District who is involved in the district's educational program.
 - b. Purpose – to plan and facilitate the Annual Conference and Business Meeting.

- c. This committee shall plan the annual program and serve as consultant for seminars and other Society meetings as necessary.

10. Public Relations

- a. This committee shall consist of a chairperson, Director at Large, the social media chairperson, the membership chairperson, the district representatives, and the webmaster.
- b. Purpose – to prepare exhibits and programs to publicize respiratory care and the Society to interested professional and technical groups, as well as educational groups. This committee shall also approve, distribute, and publicize all media for MSRC sponsored events.
- c. This committee shall maintain a liaison with all of the Society committees and other organizations whose activities may be of interest to members of this Society, provided that the liaison has been approved by the Board of Directors.

SECTION 4. SPECIAL COMMITTEES AND OTHER APPOINTMENTS

1. Special committees may be appointed by the President, subject to approval of the Board of Directors.
2. Representatives of the Society to such external organizations as may be required shall be appointed by the President, with the approval of the Board of Directors.

SECTION 5. VACANCIES ON COMMITTEES

In the event of a vacancy occurring on any committee, the President shall appoint members to fill such vacancies, subject to the approval of the Board of Directors by electronic vote or at the next regular meeting.

ARTICLE XI - FISCAL YEAR

The fiscal year of the Society shall be from July 1 through June 30.

ARTICLE XII - PARLIAMENTARY AUTHORITY

The rules contained in the most current edition of Robert's Rules of Order shall govern whenever they are not in conflict with the Articles of Incorporation, Bylaws, Standing Rules, MSRC Policy and Procedure or other rules of the Society, or AARC.

ARTICLE XIII - BYLAWS INTERPRETATION

1. In the event of a problem with the interpretation of the Bylaws, the question shall be referred to a Bylaws Interpretation Committee. This committee shall be comprised of the Immediate Past President, President, President-Elect, Vice-President, and Delegates. The President shall serve as the Chair of the committee.
2. The Board of Directors may refer a Bylaws interpretation matter to the committee by a two-thirds (2/3) affirmative vote.
3. The decision of this committee shall be final.

APPENDIX A

JOB DESCRIPTIONS

Job title	<i>President</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i> <i>(each term consisting of 6 years – President Elect, President and Past President)</i>
Election Cycle	<i>even years</i>

Job purpose

The President shall be the Chief Executive Officer of the society. The President shall preside at the Annual Business Meeting and all meetings of the Board of Directors.

Duties and responsibilities

- Schedule BOD meetings and set an agenda for each meeting.
- Post BOD meetings on the MSRC website 30 days prior to the meeting. To include virtual link (if applicable), physical location, date and time.
- Appoint standing and special committees. Committee appointments shall be approved by a majority of the Board of Directors
- In the event of a vacancy of a committee chairperson, the President will appoint a new chairperson unless otherwise specified in the By-laws.
- Be an ex officio member of each committee, except the Nominations and Elections committee.
- Present an annual report to the Board and members of the Society.
- Executive committee member of the Board of Directors
- Supervise the disbursement of society funds.
- Supervise all business and activities of the Society within the limitations of the Bylaws.
- Adopt and rescind standing rules, regulations, policies, and procedures of the Society.
- Chair and presiding officer of the Board of Directors and Executive Committee
- Invite individuals to the meetings of the BOD as deemed necessary who shall have the privilege of voice but not vote.
- May sit as the society's second or third Delegate as approved by the Board.

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of President, the President Elect shall become acting president to serve the unexpired term and shall serve the successive term as president.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Immediate Past President</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms (each term consisting of 6 years – President Elect, President and Past President)</i>
Election Cycle	<i>even years</i>

Job purpose

The Immediate Past President shall advise and consult with the President and MSRC Board of Directors.

Duties and responsibilities

- Perform duties as shall be assigned by the President and Board of Directors
- Assist the President in the supervision of all business and activities of the Society within the limitation of the Bylaws.
- Assist the President in the adoption or alteration of standing rules, regulations, policies, and procedures of the Society.
- Chair the Bylaw’s Committee
- Executive committee member of the Board of Directors
- May sit as the society’s second or third Delegate as approved by the Board.

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of Immediate Past President, that office shall remain vacant for the remainder of that term.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>President Elect</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms (each term consisting of 6 years – President Elect, President and Past President)</i>
Election Cycle	<i>even years</i>

Job purpose

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.

Duties and responsibilities

- Perform duties as assigned by the President or Board of Directors
- Review and revise the quarterly budget in conjunction with the Treasurer before the Board of Directors meeting.
- Chair of the Budget and Audit committee
- Chair District Affairs committee
- Executive committee member of the Board of Directors
- Supervise all business and activities of the Society within the limitation of the Bylaws.
- Adopt and rescind standing rules, regulations, policies, and procedures of the Society.

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

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 and shall also continue to serve as Vice President until the next scheduled election.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Vice President Elect</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>odd years</i>

Job purpose

The Vice President Elect shall serve as co-chair of the annual state conference program committee.

Duties and responsibilities

- Shall assume the duties of the Vice President in the event of the Vice President’s absence, resignation, or disability.
- Co-Chair of the Program Committee
- Perform other duties as assigned by the Vice President, the President, or Board of Directors
- Executive committee member of the Board of Directors

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of Vice President Elect, the office will be filled by the appointment of a qualified individual by the Board of Directors. Individuals so appointed shall serve until the next scheduled election for office.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Vice President</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>odd years</i>

Job purpose

The Vice President shall have primary responsibility for and serve as co-chair of the Annual State Conference program committee.

Duties and responsibilities

- Assume the duties of the President Elect in the event of absence, resignation, or disability and will also continue to carry out the duties of the office of Vice President
- Chair of the Program Committee
- Perform duties as assigned by the President and Board of Directors
- Executive committee member of the Board of Directors

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of Vice President, the Vice President Elect shall become acting Vice President and serve the successive term as Vice President.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Treasurer Elect</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive years</i>
Election Cycle	<i>odd years</i>

Job purpose

The Treasurer Elect shall support the elected treasurer while learning the duties and responsibilities for the office of Treasurer.

Duties and responsibilities

- Assist Treasurer with all financial duties.
- Member of the Budget and Audit committee
- In the event the sitting Treasurer is elected as the Treasurer Elect, she/he continues to serve as Treasurer for the elected term.

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of treasurer elect, the office shall be filled by a qualified active member as elected by the Board of Directors for the unexpired term of office.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Treasurer</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>odd years</i>

Job purpose

The Treasurer shall have charge of the funds and securities of the Society and attempt to maintain a balanced budget on behalf of the Society.

Duties and responsibilities

- Deposit funds as the Board of Directors designate.
- Maintain full and accurate records.
- Prepare quarterly budget.
- Review and revise quarterly budget with the President Elect before the Board of Directors meeting.
- Complete written yearly reports of the Society for the preceding fiscal year and upcoming fiscal year to the Board of Directors
- Follow all policies and procedures set forth by the Board of Directors relative to the funds and securities of the Society.
- Report any discrepancies or inconsistencies to the President and Budget and Audit Chair
- Complete annual reports within thirty (30) days of the end of the fiscal year
- Maintain a commercial insurance policy with general liability and crime coverage, at the expense of the Society.
- Responsible for the disbursement of all society funds
- Executive committee member of the Board of Directors
- Member of the Budget and Audit committee
- Submit all financial reports for annual tax preparation.
- Maintain annual registration to the state as a non-profit organization.

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of treasurer, the office will be filled by the appointment of a qualified individual by the Board of Directors. Individuals so appointed shall serve until the next scheduled election for office.

Approved by:	<i>MSRC BOD</i>
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Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Director at Large - two positions</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>Alternating years, elected annually</i>

Job purpose

The Director at Large shall represent the members of the Society at the Board of Directors meetings.

Duties and responsibilities

- Each Director at Large will Chair one of the following committees:
 - Membership Committee
 - Nominations and Elections Committee
- Ensure that the society is compliant with the co-marketing and revenue sharing agreements are submitted to the AARC.
- Both Directors at Large will be a member of the following committees:
 - Public Relations Committee
 - Government Affairs Committee
- Promote and recruit nominations for elected positions in the MSRC.
- Perform other duties as assigned by the Vice President and Vice President Elect for the Annual Business Meeting

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of Director at Large, the office will be filled by the appointment of a qualified individual by the Board of Directors. Individuals so appointed shall serve until the next scheduled election for office.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Delegate - Senior and Junior</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>4 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>alternating every two years</i>

Job purpose

The Delegate shall represent the society membership and the MSRC Board of Directors in the AARC House of Delegates (HOD).

Duties and responsibilities

- Represent Missouri respiratory care professionals at 2 annual HOD meetings.
- Serve on HOD committees as assigned.
- Perform duties as assigned by the President or Board of Directors
- Voting member of the Board of Directors
- Executive committee member of the Board of Directors
- Participate in the establishment of the goals and objectives for the Association and participate in the governance of the Association.
- Following 2 years in office the Junior delegate will become the Senior delegate.
- Follow duties as specified in the bylaws of the AARC, Article VII, Section 3

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of Delegate, the Past President or President may be directed by the Board of Directors to be seated in the Missouri Delegation.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>Secretary</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>even years</i>

Job purpose

The Secretary shall have charge of keeping the minutes of the Board of Directors meetings and the Annual Business Meeting.

Duties and responsibilities

- Forward meeting minutes to the Board of Directors and office of the AARC following each Board of Director meeting.
- Execute assigned general correspondence.
- Member of the Nomination and Election committee
- Attest the signatures of the officers of the Society.
- Perform all duties as shall be assigned by the President and Board of Directors
- Executive committee member of the Board of Directors

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
- Licensed Respiratory Therapist in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of Secretary, the office will be filled by the appointment of a qualified individual by the Board of Directors. Individuals so appointed shall serve until the next scheduled election for office.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>District President</i>
Reports to	<i>MSRC Board of Directors</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>Every other year</i>

Job purpose

To support respiratory therapists in the district, with particular emphasis on providing educational opportunities within the elected district.

Duties and responsibilities

- Disseminate information from the BOD to the members of the district.
- Call and lead district meetings.
- Lead program and event planning within the district
- Attend State Board meetings.
- Member of the Membership committee
- Member of the District Affairs committee
- Report to the MSRC Board of Directors and/or President
- Vote in matters brought forth by the MSRC BOD or give proxy to another district officer.
- Preside at district meetings.
- Appoint such committees as are necessary to conduct District affairs.
- Review and revise minutes of each District activity and verify submission of minutes to the Secretary of the Society

Qualifications

- Current membership in the AARC
 - Meet the guidelines for membership set forth in the AARC Bylaws Article III •
 - Licensed in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of District President, the district Vice President will assume the office of District President. The district may hold a special election to fill the office of Vice President.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>District Vice President</i>
Reports to	<i>District President</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>Every other year</i>

Job purpose

To support respiratory therapists in the district, with particular emphasis on educational opportunities within the elected district.

Duties and responsibilities

- Participate in planning and coordination of district meetings and activities.
- Participate in duties as appointed by the District President
- Assist the President with the development of a budget for district meetings and activities.
- Assist with the planning of meetings held within district boundaries.
- Assume the office of district president in the event the office is vacated.

Qualifications

- Current membership in the AARC
- Meet guidelines for membership set forth in the AARC Bylaws Article III
- Reside in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of District Vice President, the office will remain vacant until another Vice President is elected.

Approved by:	<i>MSRC Board</i>
Date approved:	<i>April 2024</i>
Reviewed:	<i>April 2024</i>

Job title	<i>District Representative</i>
Reports to	<i>District President</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>Every other year</i>

Job purpose

To support respiratory therapists in the district, with particular emphasis on providing local educational opportunities.

Duties and responsibilities

- Participate in planning and coordination of district meetings and/or conferences.
- Serve as the district treasurer.
- Member of the Budget and Audit committee
- Member of the Public Relations committee
- Communicate on behalf of members to district and BOD officers.
- Resolve concerns of members following discussion with district and BOD officers
- Support district social media on behalf of the Social Media Chair
- Manage the financial accounts and budget on behalf of the district.
- All other duties as assigned by the District President and BOD officers.

Qualifications

- Current membership in the AARC
- Meet the guidelines for membership set forth in the AARC Bylaws Article III
 - Licensed in the State of Missouri

Vacancy in office

In the event of a vacancy in the office of District Representative, the District President may nominate a member to serve in the office of District Representative with approval by the BOD.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

Job title	<i>District Secretary</i>
Reports to	<i>Reports to District President</i>
Term Length	<i>2 years</i>
Max Terms	<i>3 consecutive terms</i>
Election Cycle	<i>Every other year</i>

Job purpose

To support respiratory therapists in the district, with particular emphasis on providing local educational opportunities.

Duties and responsibilities

- Type and maintain district meeting minutes.
- Submit district meeting minutes to District President and State Secretary
- Participate in committee work as appointed.
- Participate in planning and coordination of district meetings and activities.
 - Conduct communication to the members of the district by request of the District President

Qualifications

- Current membership in the AARC
- Reside in the State of Missouri
- Meets guidelines for membership set forth in the AARC Bylaws Article III

Vacancy in office

In the event of a vacancy in the office of District President, the district Vice President will assume the office of District President. The district may hold a special election to fill the office of Vice President.

Approved by:	<i>MSRC BOD</i>
Date approved:	<i>November 2018</i>
Reviewed:	<i>April 2024</i>

APPENDIX B

Meeting Logistics

The Missouri Society for Respiratory Care (MSRC) is a volunteer-supported organization seeking to serve respiratory therapists through the provision of educational opportunities and legislative action in those matters impacting practitioners in the state. Board members donate a substantial amount of time to these endeavors and qualify for some remuneration for sanctioned events. The following delineates those instances where officers may seek reimbursement from the MSRC. (The below list represents the most common scenarios utilized but is not an all-inclusive list. At the discretion the MSRC BOD additional reimbursements may be granted if approved by the board.)

1. Hotel Accommodations

- a. For officers approved by the Board to travel for official MSRC business (e.g., Delegates to the House of Delegates, Annual business meeting hotel accommodations will be paid for by the MSRC. When possible, booking and payment should be made in conjunction with the treasurer and using the MSRC credit card. Room nights are limited to only those required to attend the event and return home.
- b. For practitioners traveling to represent Missouri at the National Sputum Bowl, a total of 8 room nights will be paid by the MSRC. The team must decide how to use those rooms nights. Room nights are limited to only those required to attend the event and return home. When possible, booking and payment should be made in conjunction with the treasurer and using the MSRC credit card.
- c. Each student liaison receives 1 room night for each approved meeting/conference. If the student liaison attends the board meeting, then 3 nights are paid. If the room is not shared, each person would pay for the last night. The liaisons can decide to share a room or split the room nights. When possible, booking and payment should be made in conjunction with the treasurer and using the MSRC credit card.
- d. For officers attending an in-person quarterly board meeting, hotel accommodations may be required. Officers may request one room night paid by the MSRC. To receive reimbursement, the officer must live at least 3 hours away from the location of the meeting and have approval from the President before booking. When possible, booking and payment should be made in conjunction with the treasurer and using the MSRC credit card.

2. Airfare

- a. For officers approved by the Board to travel for official MSRC business (ex: Delegates to the House of Delegates), airfare will be paid for by the MSRC. When possible, booking and payment should be made in conjunction with the treasurer and using the MSRC credit card. Officers should take efforts to book early and to locate the most reasonable prices possible.

- b. In the instance an officer chooses to drive instead of fly to the location, they may seek mileage reimbursement from the MSRC at the current established rate. However, if mileage costs exceed flight costs, the officer will be reimbursed at the lower rate, which is determined by the treasurer.
 - c. For practitioners traveling to represent Missouri at the National Sputum Bowl, airfare will be paid by the MSRC. When possible, booking and payment should be made in conjunction with the treasurer and using the MSRC credit card. Representatives should take efforts to book early and to locate the most reasonable prices possible.
 - d. Student liaisons must attend either AARC Congress or AARC Summer Forum as part of their established duties. Airfare to these events will be paid by the MSRC. When possible, booking and payment should be made in conjunction with the treasurer and using the MSRC credit card. Liaisons should take efforts to book early and to locate the most reasonable prices possible.
 - e. For those flying to a sanctioned event, mileage from their home to the airport, and back, will be reimbursed at the current established rate. Additionally, parking fees will be reimbursed for the nights of the event. (Clarification: if someone chooses to extend their trip for their own purposes the MSRC will not pay for the extra parking fees for that time).
3. Food
- a. For officers and student liaisons approved by the Board to travel for the House of Delegate meeting, food expenses will be paid by the MSRC, up to a total of \$80 per day.
4. Car Service (Taxi, Uber, Lift, etc.)
- a. For officers approved by the Board to travel for official MSRC business (ex: Delegates to the House of Delegates), taxi fare to and from the airport will be reimbursed by the MSRC.
 - b. For practitioners traveling to represent Missouri at the National Sputum Bowl, taxi fare to and from the airport will be reimbursed by the MSRC.
 - c. For student liaisons traveling to AARC Congress or AARC Summer Forum, taxi fare to and from the airport will be reimbursed by the MSRC.
5. Conference Registrations
- a. District Officers
 - i. District officers hosting and participating in planning a conference will receive free registration to that conference.
 - b. MSRC Board Members
 - i. MSRC board members may receive free registration to the Annual State Conference if they meet the following criteria:

1. Have pre-approval from the Vice President (conference planner)
 2. Work 3 or more tasks during the Annual Conference, as determined by the Vice President.
- c. Annual Conference Planning Committee (allotted room nights are exclusive of the annual board of director meeting prior to conference)
- i. Vice President and VP-Elect
 1. As the primary conference planners, the VP and VP-elect receive complimentary registration and a total of 2 room nights. These officers may decide to split the room nights or share a room for the conference.
 - ii. Registration Chair/Co-Chair
 1. The registration chair/co-chair receive complimentary registration and a total of 2 room nights. These officers may decide to split the room nights or share a room.
 - iii. Vendor Chair/Co-Chair
 1. The vendor chair/co-chair receive complimentary registration and a total of 2 room nights. These officers may decide to split the room nights or share a room.
 - iv. President
 1. The President receives complimentary registration and a total of 2 room nights.
 - v. Speakers
 1. Honorarium
 - a. Un-sponsored Speakers at State Conference (main room) may earn an honorarium of \$350/presentation.
 - b. Breakout Session speakers at State Conference may earn an honorarium of \$175/presentation.
 2. Lodging
 - a. Speakers may request lodging in addition to an honorarium.
 - b. Food, beverages, or alcohol is not included.
 3. Complimentary Registration
 - a. Speakers may receive complimentary registration to the conference in addition to their honorarium.
 - vi. Student Speakers
 1. Honorarium
 - a. Students speaking in the Student Breakout Session at the State Conference will earn a \$50.00 and free registration honorarium for each 15-minute presentation given.
 2. Sponsored Speakers (Ex: AARC, NBRC, CO-ARC, and Industry sponsors)
 - a. Do not receive an honorarium, registration, or hotel room.
 - vii. Audiovisual
 1. Based on contractual agreement

- viii. Facility Liaison
 - 1. receive complimentary registration and a total of 2 room nights.
- ix. Emcee
 - 1. Receive complimentary registration and a total of 2 room nights.
- x. Band/DJ
 - 1. Based on contractual agreement
- xi. Sputum Bowl Chair
 - 1. Receive complimentary registration and a total of 2 room nights, based on the total # of event days.