***Mile High Branch AALAS By-Laws***

**Article I - Membership**

* **Section 1.** The name of this organization shall be the Mile High Branch, Incorporated, of the American Association for Laboratory Animal Science, hereinafter referred to as the "Branch," or the "Corporation."
* **Section 1.** Application for membership shall be completed on the Branch website. There shall be five (5) categories of membership: Individual, Institutional (nonprofit or academic), Corporate Sponsor (for profit), Honorary, and Life.
  + a. Individual membership includes full voting rights, access to the learning library , quarterly newsletters and discounted registration for the annual meeting.
  + b. Institutional members and corporate sponsors shall receive three (3) full voting memberships. In addition, corporate sponsors shall be entitled to free advertising in the Branch newsletter and free exhibit space at Branch meetings.
  + c. Honorary membership shall be a free, complimentary on year individual/institutional membership for those persons in the Mile High Branch, Inc. geographical region who successfully passed any level of certification examination during the year immediately preceding the current membership year, and for any other persons the Board deems appropriate, e.g., District 7 Trustees, National Officers, etc.
    - An application for individuals who have received a LAT or above, must be obtained from the MHB website and the Board will approve the Honorary membership.
  + d. Life membership may be awarded to any person selected by the Board for having made outstanding contributions to the Branch who has been a Branch member in good standing for 10 accumulative years, or any other person deemed by the Board to be an appropriate recipient. Life membership shall confer full rights and privileges, as well as free registration at all Branch meetings.
* **Section 2.** All members in good standing shall enjoy all the rights and privileges of the Branch, including participation in meetings, voting, serving on committees, and holding office in the Branch, as provided in the Constitution and Bylaws.
* **Section 3.** Any member may withdraw, cancel, resign, or otherwise terminate their membership by notifying the Secretary in writing.
* **Section 4.** Any membership may be terminated by the Board for actions considered contrary to the objectives of the Branch. Charges of such actions must be submitted in writing to the Board of directors. The Board reserves the right to determine if the allegations warrant a hearing and shall render such decision in writing within 14 calendar days. If the charges are to be dropped, only the complainant will be notified. If the matter is to be pursued, the member charged will be granted a hearing, and shall be notified by certified mail, return receipt requested, to be signed for by the addressee member only. Any member required to answer to charges or allegations shall have 14 calendar days from the date of signing the certified mail receipt in which to respond, either in writing or by arranging with the President a personal appearance at the next meeting of the Board. Failure of a member to respond within the allotted time shall be cause for suspension of membership and all rights and privileges. The matter shall be considered at the next Board meeting and the membership shall be given written notice of the decision.
* **Section 5.** A member may be expelled for the improper use of membership in the Branch to promote commercial products or services.
* **Section 6.** There shall be no refunds of dues, in whole or in part, for any termination of membership.

**Article II - Annual Dues**

* **Section** 1. Annual dues shall cover the fiscal year from January 1st through December 31st of each year. The amount of annual dues is to be determined by the Board of Directors.
* **Section 2.** Any member whose dues and/or assessments are unpaid by April 1st of each year shall not be entitled to vote, hold office, be a member of a committee or enjoy other rights and privileges of membership. Good standing is automatically restored upon payment of dues and/or assessments for the current year.
* **Section 3.** There shall be no partial year dues nor any refund of dues.

**Article III - Fiscal Year**

* **Section 1.**The Fiscal year for this Branch shall be from January 1st through December 31st.

**Article IV - Election of Officers and Board Members**

* **Section 1.** All officers of the Branch shall serve as stated in the position SOP, corresponding to the fiscal year. The Officers must be members of the Branch in good standing.
* **Section 2.** Only the Secretary and Treasurer may succeed themselves.
* **Section 3.** Elections shall be held in the fourth quarter. Elections will be conducted by electronic voting via the branch web site and/or online voting system. Results of the election shall be announced by e-mail or in the branch newsletter. See Awards and Election Committee SOP.
* **Section 4.** Each year, two (2) members shall be elected to serve on the Board of Directors for a term of two (2) years.
* **Section 5.** The President-elect shall automatically become President at the termination of the predecessor's term of office. In case the President is unable to perform the duties of office, the duties shall devolve upon the President-elect. The President shall automatically become the immediate Past-president at the termination of his/her term of office as President.
* **Section 6.** If any member of the Board, other than the President or President-elect, is unable to perform the duties of office or submits a written resignation to the President, a member in good standing shall be elected to serve the unexpired term by a majority vote of the Board present at the next scheduled Board meeting or at a special meeting called for that purpose
* **Section 7.** If the President-elect is unable to perform the duties of office, a member in good standing shall be nominated to serve the unexpired term by a majority of the Board present at the next scheduled Board meeting or at a special meeting called for that purpose. The nominee must be confirmed by the active membership at the next scheduled meeting or by email verification from the branch members, following at least ten (10) days advance notification of the meeting. The nomination will be confirmed if it receives an affirmative vote from a majority of the voting members present. Any eligible voting member unable to attend the meeting may arrange with the Secretary to receive an absentee ballot.
* **Section 8.** Any elected official of the Branch who is absent from three (3) consecutive meetings of the Board of Directors without providing to the Board satisfactory reasons for the absences may be removed from office by a majority vote of the Board and replaced in accordance with the provisions of Sections 7 and 8, Article IV.

**Article V - Finances**

* **Section 1.** All monies received shall be deposited by the Treasurer into an interest-bearing checking account in the name of the Branch. Monies on deposit may be moved into guaranteed investment accounts such as Certificate of Deposit accounts from time-to-time upon approval of the Board of Directors. Such deposits are to be short-term, not to exceed one year.
* **Section 2.** All checks written against the Branch treasury shall require only one signature and shall bear the signature of the Treasurer or other officially designated signatory. Any check in any amount over $500.00 shall also require the authorization of the Branch President. Authorizations shall be retained by the Treasurer for the annual audit.
* **Section 3.** The books of the Branch shall be audited in the first (1st) quarter of each year for the previous fiscal year by an Audit Committee , as directed by the Audit Committee SOP.
* **Section 4.** The Audit Report shall be submitted to the Board of Directors for approval prior to the next General Membership meeting and is available to any member upon request.
* **Section 5.**Written receipts shall be required by the Treasurer for all expenditures, for audit purposes.

**Article VI - Amendments**

* **Section 1.** Any amendments to these Bylaws may be proposed by a majority of the Board of Directors or by ten (10) or more Branch members in good standing by filing in writing with the Secretary. The proposed amendment(s) shall be considered at the next scheduled meeting of the Board and presented to the General Membership no later than ten (10) calendar days prior to the next Meeting. The proposed amendment(s) shall be adopted if an affirmative vote of a majority of the General Membership assembled is received.

Approved by the Mile High Brand Board of Directors on May 23, 2018

Approved by General Membership on October 2, 2018