

## BYLAWS

Massachusetts Association of Electrologists, Inc.

### ARTICLE I

#### Name

The name of this corporation shall be the Massachusetts Association of Electrologists, Inc., (hereafter referred to as MAE). The MAE is a not-for-profit state organization incorporated in 1950 in the Commonwealth of Massachusetts.

### ARTICLE II

#### Objectives

The objectives of the MAE shall be to:

Promote the highest practice standards and ethics for the practice of Electrology.

Promote the economic and general welfare of electrologists.

Coordinate efforts to maintain high educational and ethical standards.

Establish and/or provide educational programs and promote the opportunity for the exchange of ideas among electrologists and

Promote the practice of Electrology as an allied health profession and disseminate information to other allied professions and to the general public.

### ARTICLE III

#### Membership

##### Section 1. Composition

Membership in MAE shall be composed of Regular, Retired, Affiliate, and Student members.

A. Regular Members: Regular members shall be registered electrologists licensed in the Commonwealth of Massachusetts.

##### B. Affiliate Members

Out of state electrologists who meet the membership requirement set forth by the American Electrology Association.

C. Retired Members: Retired members shall be those who have been regular members for at least five (5) years and are now retired from the Electrology profession by reason of age or disability.

D. Student Members: Student members shall be Electrology students enrolled in an approved Electrology school licensed in the Commonwealth of Massachusetts.

## Section 2. Rights, Privileges and Obligations

A. Regular Members: shall have all the rights, privileges and obligations of membership.

B. Retired Members: shall have all the rights, privileges, and obligations of membership except the right to hold office.

C. Student Members: shall have the right to attend meetings and to serve on committees, but shall not have the right to vote or to hold office.

## Section 3. Obligations.

All members shall comply with the laws of the Commonwealth of Massachusetts regulating the practice of Electrology, with these Bylaws, and with the Code of Ethics as may be established by the MAE.

## Section 4. Application.

A. Application for membership in the MAE shall be submitted to the membership committee together with the fee and appropriate application fee and dues for the first year of membership.

B. All applications for membership shall be subject to the approval of the MAE Board of Directors.

## Section 5. Dues.

All members shall pay dues and fees in such amounts as shall be determined by the Board of Directors.

A. Annual dues shall be payable in advance by the first day of December of each year.

B. Any member whose dues are in arrears for more than sixty (60) days shall

have his/her rights and privileges of membership suspended until all dues are paid in full.

#### Section 6. Resignation and Disciplinary Action.

A. Resignation: Any member may resign by written notice to the President or to the Secretary.

B. Disciplinary Action: Any member may be censured, suspended or removed from membership with cause by a two-thirds (2/3) vote of the Board of Directors after reasonable notice and an opportunity to be heard. Any member removed from membership under the provisions of this section shall be eligible for reinstatement upon an application approved by a two-thirds (2/3) vote of the Board of Directors.

### ARTICLE IV

#### Officers and Duties

##### Section 1. Designation.

The Officers shall be a President, a Vice President, a Secretary, a Treasurer, and such additional officers as may be considered necessary by the Board of Directors.

##### Section 2. Selection.

The officers shall be elected at every other annual meeting to serve for a term of two (2) years or until their successors are elected. Only Regular members shall be eligible to serve as officers, and no member shall be eligible to serve more than two consecutive terms in the same office unless approved by the MAE board.

##### Section 3. Duties.

The officers shall perform all duties pertaining to their offices which shall include but not be limited to the following:

A. The President shall:

1. be the chief executive officer of the M.A.E.
2. preside at all the meetings of the membership.
3. serve as a delegate to the American Electrology Association if the MAE

shall be affiliated with that organization.

4. appoint the chairperson and members of the nominating committee.

5. be an ex-officio member of all committees except the nominating Committee.

6. perform such other duties as may be designated by the board of directors.

B. The Vice-President shall:

1. assume the duties of president in the absence of the President.

2. fill the office of President for the unexpired term in the event of vacancy in that office.

3. serve as chairperson of the Board of Directors and preside at all meetings of the Board of Directors.

4. serve as a delegate to the American Electrology Association in the second year of his/her term if the MAE shall be affiliated with that organization.

5. appoint the chairpersons and members of standing committees; and shall perform such other duties as may be designated by the President or the Board of Directors.

C. The Secretary shall:

1. keep an accurate record of all members and correspondence; shall keep the minutes of all meetings of the membership and the Board of Directors.

2. mail a copy of the minutes of all the meetings of the membership and the board of directors to all members of the Board of Directors no later than twenty-one (21) days following the meeting.

3. transfer all records to his/her successor, and

4. perform such other duties as may be designated by the President or the Board of Directors.

D. The Treasurer shall:

1. collect all dues and other monies due the MAE.

2. deposit all funds of the MAE in an account in the name of the MAE.

3. make out all checks for payment of monies owed by the MAE.
4. keep all financial records and report to each meeting of the membership and the Board of Directors.
5. transfer all records to his/her successor.
6. perform such other duties as may be designated by the president or the board of directors.
  - a) Checks shall be approved and signed by the president or the treasurer.
  - b) An annual report along with the appropriate fee shall be submitted to the Secretary of State of the Commonwealth of Massachusetts listing the officers and the MAE Board of Directors by November first of the same year.
  - c) A yearend report must be sent to the MAE accountant by January 31 for the preceding year.
  - d) MAE's Non-profit Status: The Treasurer is responsible to file and mail a non-profit form annually with the IRS through the appointed MAE accountant. The filing fee will be paid by the MAE.

#### Section 4. Resignation and Removal.

A. Resignation. Any officer or Board member may resign by written notice to the Board of Directors.

B. Removal. Any officer or Board Member may be removed from office with cause by a two-thirds (2/3) vote of the Board of Directors after reasonable notice and an opportunity to be heard.

#### Section 5. Vacancies.

Vacancy in any office except the office of the President may be filled by the Board of Directors for the remainder of the term. Vacancy in the office of President shall be filled by the Vice-President for the remainder of the term.

### ARTICLE V

#### Board of Directors

##### Section 1. Composition.

The Board of Directors shall be composed of the four (4) officers:

President, Vice President, Secretary and Treasurer, and three (3) appointed and/or elected Directors, and the immediate Past President, but only during his or her first year after his or her final term as President. In the event of a tie vote on any matter before the Board of Directors, the President's vote shall be counted as two (2) votes, if present, and if not then the Vice-President's vote shall be counted as two (2) votes if present, but only to break a tie.

#### Section 2. Past President.

The immediate Past-President shall be an ex-officio member of the Board of Directors with full voice and vote but shall serve as such only during the calendar year immediately after the expiration of his or her term as President. The immediate Past President shall advise the President and shall serve as a chairperson or member of a committee as appointed by the Vice-President and for failure to so serve may be removed by a two-thirds (2/3) vote of the Board of Directors.

#### Section 3. Elected Directors.

Three (3) Directors shall be elected by the annual meeting to serve for a term of two (2) years or until their successors are elected.

A. Eligibility. Only Regular members who have been Regular members for at least two (2) years shall be eligible to serve as elected directors except at the discretion of the Board of Directors.

B. Duties. The elected Directors shall perform all duties pertaining to their office which shall include, but not be limited to, serving as chairperson and/or members of committees as appointed.

C. Resignation. Any elected Director may resign by written notice to the President or the Secretary.

D. Removal. Any elected Director may be removed from office with cause by a two-third (2/3) vote of the board of directors after reasonable notice and an opportunity to be heard.

E. Vacancy. Vacancy in the office of an elected Director may be filled by the Board of Directors for the remainder the term.

#### Section 4. Attendance.

Any Past-President, officer or Director who is absent from two (2) consecutive meetings of the board of directors without adequate reason may be removed from office by a two-thirds (2/3) vote of the board of directors.

#### Section 5. Powers.

The Board of Directors shall have full power of management of the affairs of the MAE except as otherwise provided by the law, by the Articles of Organization or by these Bylaws.

#### Section 6. Regular Meetings.

Regular meetings of the Board of Directors shall be held at such time and in such place as shall be determined by the Board of Directors.

A. Notice. Notice of regular meetings of the Board of Directors shall be given at least twenty-one (21) days prior to the date of the meeting.

#### Section 7. Special Meetings.

Special meetings of the Board of Directors may be called by the President or the Vice-president and shall be called at the written request of at least three (3) members of the Board of Directors.

A. Notice. Notice of special meetings of the Board of Directors shall be given at least five (5) days prior to the date of the meeting.

B. Restriction. Only the business included in the call of the special meeting shall be transacted.

#### Section 8. Action Without A Meeting.

Any action which may be taken at any meeting of the Board of Directors may Likewise be taken without a meeting provided that all members of the Board of Directors shall be notified and at least the number equal to a quorum shall respond, and provided that such action shall be ratified at the next following meeting of the Board of Directors.

#### Section 9. Quorum

A majority of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors with at least one officer present.

## ARTICLE VI

### Nominations and Elections

#### Section 1. Nominating Committee.

The nominating committee shall be composed of at least three (3) members of the Board of Directors and the chairperson and members of the nominating committee shall be appointed by the president.

#### Section 2. Terms.

The term of the Nominating Committee shall be for one election.

#### Section 3. Slate.

A slate, listing at least one or more candidates for each office, shall be prepared by the nominating committee. This slate shall be presented to the membership at the annual meeting, during which the election of the Board of Directors will take place. Prior to the election, each candidate shall have given written consent to serve if elected.

#### Section 4. Additional Nominations.

Additional nominations may be made from the floor at the annual meeting provided that the nominee meets the qualifications to run for office and shall have indicated consent to serve if elected.

#### Section 5. Ballot.

The nominating committee shall present its slate of candidates for election to the membership with the call of the annual meeting at which the election is to be held. The nominating committee shall prepare a ballot, conduct the election, and shall report the results of the election to the annual meeting.

#### Section 6. Election.

Election shall be by vote of the annual meeting in each odd-numbered year, and a plurality shall elect.

A. In the event of a tie, decision shall be by lot.

B. Those candidates declared elected shall take office on the first day of January following the annual meeting at which they were elected.

## ARTICLE VII



## Meeting of the Membership

### Section 1. Regular Meetings.

There shall be at least three (3) regular meetings of the membership each year of which one (1) shall be the annual meeting and two (2) may be in conjunction with the seminars as shall be determined by the Board of Directors.

A. Annual Meeting. The annual meeting shall be held in the fall, and election shall be held at the annual meeting in each odd-numbered year.

B. Notice. Notice of regular meetings of the membership shall be given at least twenty-one (21) days prior to the date of the meeting.

### Section 2. Special Meetings.

Special meetings of the membership may be called by the board of directors or shall be called at the written request of at least fifteen (15) regular members.

## ARTICLE VIII

### Standing and Special Committees

#### Section 1. Standing Committees.

A. There shall be the following standing committees:

Advertising

Continuing Education

Legislation

Hospitality

Public Information & Media

Membership

Newsletter

Ways and Means

B. Chairpersons and members of standing committees shall be appointed by the Vice-President.

#### Section 2. Special Committees.

Special committees may be established by the Board of Directors as it considers necessary.

## ARTICLE IX

### Delegates

#### Section 1. Designation.

A. Delegates. Should the MAE be affiliated with it, the delegates to the American Electrology Association shall be the President, the immediate Past President in the year Immediately following the expiration of his/her term, and the Vice-President in the second year of his/her term.

B. Alternates. Should the MAE be affiliated with it, the alternates to the American Electrology Association shall be the Vice-President in the first year of his/her term, the Secretary, and the Treasurer, in that order, or whomever shall be appointed by the President to represent MAE in his/her stead.

#### Section 2. Reimbursement.

Should the MAE be affiliated with it, delegates shall be reimbursed for the expense of attending the board meetings of the American Electrology Association in an amount not to exceed the budget allocation.

## ARTICLE X

### Financial Administration

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

#### Section 2. Appropriations.

No appropriation of MAE funds shall be made except as authorized by the Board of Directors, and shall be approved by the Board of Directors as needed.

#### Section 3, Tax Returns and Audit.

The tax returns of the Association shall be prepared by a Certified Public Accountant and shall be audited at such times and with such frequency as determined by the Board of Directors based on the recommendations of the Certified Public Accountant or as required by law.

#### Section 4. Dissolution.

In the event of the dissolution of the MAE in any manner or for any reason,

the remaining assets, if any, shall be distributed in accordance with Section 501 C(3) of the Internal Revenue Code and all other applicable law.

## ARTICLE XI

### Parliamentary Authority

#### Section 1. Parliamentarian.

A parliamentarian, who shall either be an attorney at law or a member of the National Association of Parliamentarians, may be appointed by the President with the approval of the Board of Directors to render advice at meetings of the membership or of the Board of Directors on parliamentary procedure.

#### Section 2. Rules.

The rules contained in the current edition of Robert's Rules of Order shall govern the MAE in all cases to which they are applicable and if they are not inconsistent with these Bylaws.

## THE MASSACHUSETTS ASSOCIATION OF ELECTROLOGISTS, INC.

### CODE OF ETHICS

The following principles are intended to guide member Electrologists in maintaining a high level of professional, ethical and moral conduct. Every member shall maintain the dignity and honor of his/her profession in all respects and conduct him\herself so as to reflect positively on clients, the electrology profession, its practitioners, the Association, other health professionals and self. These statements, though not laws, are standards adopted by MAE members to promote the manner of his/her conduct in his/her relationship with clients, professional colleagues, and others with whom he/she deals in his/her daily life.

1. The purpose of the Electrology Profession is to render service to humanity with full respect for human dignity.

2. A member Electrologist must comply with all applicable federal, Massachusetts state and local laws and regulations which relate to the practice of electrology.

3. A regular member shall meet or exceed all continuing education requirements required by the Commonwealth.
4. A member Electrologist acknowledges the respect and dignity of his/her client and holds in strictest confidence all information obtained in the course of treatments unless he/she is required by law to divulge such information.
5. It is the duty of every member Electrologist to demonstrate professional skills, knowledge and abilities consistent with current recognized and accepted professional standards of practice, promote professional growth and make known to his/her colleagues any noted advancements in his/her profession if approved by the MA Rules and Regulations.
6. A member Electrologist must maintain his/her offices and his/her practices in a manner consistent with The Standards of Practice for Electrologists and Infection Control Standards for the Practice of Electrology as put forth by the American Electrology Association and the Center for Disease Control Prevention.
7. A member Electrologist must exercise judgment in the evaluation of clients and the use of treatment procedures and seek consultation from a medical source if a case is determined to be beyond the scope of his/her expertise and/or capacity.
8. A member Electrologist will not make inappropriate disparaging or disrespectful comments about another professional Electrologist to a client in order to maintain the dignity of the Electrology profession.
9. A member Electrologist must use advertising/solicitation methods consistent with ethical and professional values, the Commonwealth of Massachusetts Rules and Regulations and which enable the public to make informed choices.
10. All personal information must be relevant, truthful and factual when advertising.

(revised 022023)