

Bylaws of the American Board of Radiology
Approved October 20, 2017

Article I:

Name

The name and title by which this Corporation shall be known, as stated by the Certificate of Incorporation, is The American Board of Radiology ("The ABR").

RADIOLOGY is defined as that branch of medicine which encompasses the diagnostic and therapeutic applications of radiant energy and radiation safety as included in each of the disciplines specified below. Each discipline has unique training standards and certification processes.

DIAGNOSTIC RADIOLOGY is that branch of radiology that utilizes a variety of diagnostic and image-guided therapeutic techniques, including all aspects of radiological diagnosis, nuclear radiology, diagnostic ultrasound, magnetic resonance imaging, computed tomography, interventional procedures and the use of other forms of radiant energy.

RADIATION ONCOLOGY is that branch of radiology that utilizes ionizing radiation to treat patients with cancer and occasionally patients with diseases other than cancer.

MEDICAL PHYSICS is that branch of radiology that includes Therapeutic Medical Physics, Diagnostic Medical Physics and Nuclear Medical Physics.

INTERVENTIONAL RADIOLOGY is that branch of radiology that diagnoses and treats diseases through expertise in diagnostic imaging and image-guided minimally invasive procedures. The evaluation and clinical management of patients with conditions amenable to these methods is integral to the discipline.

ARTICLE II

Objectives and Purposes

The objectives and purposes of this Corporation shall be as follows:

- (a) To serve patients and the public by continuously promoting the competence of its diplomates;
- (b) To improve the quality and safety of our disciplines through our requirements for primary and subspecialty certification;
- (c) To create and conduct fair and valid examinations in our disciplines to evaluate accurately the qualifications of voluntary candidates for ABR certification;

- (d) To issue certificates to qualified and competent candidates in the specialties and subspecialties of the ABR;
- (e) To promote lifelong and continuous learning, professional growth, quality and competence through its MOC programs;
- (f) To provide and administer programs for the Maintenance of Certification (MOC) of our diplomates;
- (g) To promote professionalism within our disciplines;
- (h) To establish and promote open and transparent multi-directional avenues of communication with our diplomates, medical societies, governmental and non-governmental agencies, and the public;
- (i) To do and perform all things necessary or incidental to the foregoing objectives and purposes.

ARTICLE III
Members of the Corporation

Section 3.1 Members. The members of the corporation shall consist of individuals serving on the Board of Governors and individuals serving on the Board of Trustees.

ARTICLE IV
Board of Governors, Officers and Executive Director

Section 4.1. Board of Governors. The corporate powers, business and affairs of the ABR shall be exercised by or under the direction of the Board of Governors.

Section 4.2. Qualification of Governors. The Board of Governors of this Corporation shall consist of individuals who shall be nominated and elected as hereinafter provided in this Article. Election of Governors shall give precedence to the needs of the Board of Governors and the qualifications of the nominee(s) while considering balance of perspectives by the professional components of the ABR. If, at any time, an absence or imbalance of such perspectives is perceived, any discipline shall have the privilege of restoring balance either by requesting a dedicated Governor liaison designated by the Board of Governors or by sending a nonvoting Trustee liaison (approved by the Board of Governors) to attend meetings of the Governors, throughout the duration of such perceived conditions. A minimum of 75% of the Governors shall be Diplomates of the American Board of Radiology.

Section 4.3. Election of Governors. Nominees shall be solicited from the Board of Trustees and Board of Governors, and may be solicited from any appropriate professional organization. Professional organizations shall provide such nominations in writing. An affirmative vote of at least three-fourths (3/4ths) of the entire Board of Governors shall be necessary for the election of any nominee to the Board of Governors.

Section 4.4. Number of Governors. The total number of voting members serving on the Board of Governors may be increased or decreased upon the approval of at least three-fourths (3/4) of the Board of Governors, but shall consist of at least seven (7) and no more than eleven (11) members.

Section 4.5. Term, Term Limits. Each Governor shall serve for a term of two (2) years. A Governor may serve an additional (2) year term. The total number of years an individual spends in ABR leadership service, combining time spent on the Board of Trustees and the Board of Governors, shall not exceed ten (10) years, unless the individual is elected to President-Elect, President or Secretary-Treasurer, in which case the maximum may not exceed 14 years. Extensions beyond the limits described above require a unanimous affirmative vote of the Board of Governors. An elected Governor's term of service officially begins at the conclusion of the annual meeting of the year of his or her election, and ends at the conclusion of the annual meeting of his or her final year of service.

Section 4.6. Conflicts of Interest.

(a) It is the policy of this Corporation that the legal duty of loyalty owed to this Corporation by a Governor serving on the Board of Governors of this Corporation requires the Governor to act in the best interests of this Corporation, even if discharging that duty requires the Governor to support actions that might be contrary to the views, interests, policies, or actions of another organization of which the Governor is a member, or to the discipline of which the Governor is a member. Consistent with a Governor's duty of loyalty, a person serving as a Governor of this Corporation does not serve or act as the "representative" of any other organization, and his or her "constituency" as a Governor of this Corporation is solely this Corporation and is not any other organization or its members.

(b) As an overriding condition of initial and continuing eligibility for election and service as Governor of this Corporation, a person shall not have, and shall avoid, any actual or potential conflict of interest that does or might be perceived to prevent or interfere with the Governor's objective and unfettered performance of any of his or her duties as a Governor of this Corporation, including the Governor's fulfillment of the duty of loyalty to this Corporation, and if a person believes that he or she (or his or her spouse or child) may have such a conflict of interest, the person shall promptly give written notice to this Corporation of all of the relevant facts and circumstances, shall absent himself or herself from all discussions regarding the subject matter of the actual or potential conflict of interest, and shall not vote on any issue regarding that subject matter.

The policies outlined in this Section 4.6 apply equally to Trustees serving on the Board of Trustees, as defined in Article V.

Section 4.7. Confidentiality. A Governor, during his or her service as a Governor of this Corporation and at all times thereafter, shall keep confidential the proprietary and confidential information of this Corporation including, but not limited to, proprietary and confidential information regarding examination development and content, Corporation financial information, or unpublished decisions made by the Board of Governors or Board of Trustees. A Governor shall not disclose any information to any person without the prior written consent of this Corporation, and shall not engage in any activities that may compromise the integrity of or be detrimental to this Corporation's activities. If a Governor develops or contributes to proprietary and confidential information of this Corporation, the Governor's efforts shall be deemed to have been undertaken exclusively on behalf of and for the sole benefit of this Corporation, as a work for hire by the Governor for this Corporation, and the Governor shall have no right or interest in any of such information. A person shall not take advantage of his or her current or prior position as a Governor of this Corporation, whether for his or her own commercial benefit or otherwise, by presenting, publishing, assisting in, or contributing to the presentation or publication of material intended specifically to prepare individuals for the examinations given by this Corporation, if the preparation is directed at examination questions used by this Corporation in its examination activities, as opposed to being directed at conveying an understanding of the underlying content material.

The policies outlined in this Section 4.7 apply equally to Trustees serving on the Board of Trustees, as defined in Article V.

Section 4.8. Acknowledgment. Each Governor and Trustee of this Corporation shall sign and deliver to this Corporation, when and as requested by the Board of Governors, an instrument that contains, at a minimum, the following information:

The undersigned acknowledges that he or she has read and understands the Bylaws of The American Board of Radiology, including, without limitation, sections 4.6 and 4.7 of Article IV thereof, including Board policies pertinent to these sections, and agrees to be bound by them.

(Signature)

(Date)

Section 4.9. Officers. The officers of this Corporation shall consist of a President, a President Elect, and a Secretary-Treasurer, each of whom shall be a member of the Board of Governors, and such officers as the Board of Governors from time to time may elect. The President, President-Elect, and Secretary-Treasurer shall each serve one term of two (2) years, but the Secretary-Treasurer can have two 2-year terms. Said term shall begin at the conclusion of the annual meeting of the year of his or her election, and end at the conclusion of the annual meeting of his or her final year of service as an officer.

Section 4.10. Election of Officers. Each of the officers of this Corporation shall be elected by a majority vote from among the Governors present and voting at an annual meeting. A vacancy in any office of this Corporation shall be filled for the unexpired term of such officer by election held by the Board of Governors at any regular or special meeting.

Section 4.11. Duties of the Officers

- (a) President. The President shall preside at all meetings of the Board of Governors and serve as the chairman of the Board of Governors of the ABR. He or she shall have the powers and duties usually appertaining to the office of President and such other powers and duties as may be assigned to the President by the Board of Governors from time to time. The President is an ex officio member of all committees. The President shall submit to the annual meeting of the Board of Governors a report of the business, activities, and affairs of this Corporation.
- (b) President Elect. The President Elect succeeds the President and in the absence or disability of the President, shall act in the place and stead of the President, and in addition thereto, the President Elect shall perform such of the duties and affairs of this Corporation as may be assigned or delegated to such office by the President of this Corporation or by the Board of Governors.
- (c) Secretary-Treasurer. The Secretary-Treasurer, as Treasurer, shall keep, or cause to be kept, true and accurate accounts of all the financial transactions of this Corporation. The Treasurer shall be the custodian of the funds of this Corporation and of any securities which are the property of this Corporation. The Treasurer may be required to give bond in such sum and with such surety as may be determined and approved by the Board of Governors. The premium for such bond and the bonds of any other officers and employees shall be paid by this Corporation. The Board of Governors shall cause to be prepared annually an audit of this Corporation's books. Such audit shall be presented to the Board of Governors annually. The Secretary-Treasurer, as Secretary, shall keep, or cause to be kept, the minutes of the meetings of the Board of Governors and shall keep all records of this Corporation, including data with respect to any examinations held, certificates issued, and other transactions of the Board of Governors. The Secretary-Treasurer shall be the custodian of this Corporation's seal.

Section 4.12. Executive Director. The Board of Governors will select and employ an Executive Director who will serve as the Chief Executive Officer. The Executive Director will be responsible to the Board of Governors through the President for the effective conduct of the affairs of The American Board of Radiology. The Executive Director will

be responsible for the implementation of the policies of the Board of Governors relative to the Corporation's mission, goals and objectives. Within this framework, he/she will plan, organize, coordinate and direct the staff, programs and activities of the Corporation. He/she will serve as an ex-officio non-voting member of the Budget and Finance Committee, and Board of Governors. The Board of Governors may, at any meeting, hold an executive session, during which the Executive Director is excused. The compensation and term of employment of the Executive Director will be determined by the Board of Governors. The Executive Director may appoint, with the approval of the Board of Governors, Associate Executive Directors to implement policies relative to the Corporation's mission in accordance with the objectives of the Strategic Plan. The specific duties, terms of office, and compensation of these Associate Directors will be determined by the Executive Director, with approval of the Board of Governors.

ARTICLE V
Board of Trustees

Section 5.1. Board of Trustees. The Board of Governors shall create a Board of Trustees, a strategically selected body that advances the quality, relevance and effectiveness of the American Board of Radiology's examinations and programs for Certification and Maintenance of Certification across all disciplines of Radiology. The Board of Trustees is responsible for making operational decisions, subject to review by the Board of Governors, including but not limited to, examination goals, format, content, assembly, delivery, scoring and feedback.

Section 5.2. Members of the Board of Trustees. The membership of the Board of Trustees shall consist of Diplomates of the American Board of Radiology who shall be nominated and selected as hereinafter provided. The Board of Trustees will include representation from each of the ABR disciplines, as defined in Article I.

Section 5.3. Terms, Term Limits. All members of the Board of Trustees shall serve for the limited period provided. Individuals may be nominated by any member of the Board of Trustees, which may solicit appropriate professional organizations to provide candidates. An affirmative vote of at least three-fourths (3/4ths) of the entire Board of Trustees shall be necessary for selecting a nominee. All such nominations must be approved by the Board of Governors. Such approval requires a simple majority. Each person shall serve for a term of three (3) years or until a successor shall be elected. A Trustee may serve two terms of three (3) years. An elected Trustee's term of service officially begins at the conclusion of the annual meeting of the year of his or her election, and ends at the conclusion of the annual meeting of his or her final year of service.

Section 5.4. Chairman of the Board of Trustees. The Board of Trustees shall nominate a Chair from among its members, who will be elected for a term of two (2) years, during which he or she shall also be a member of the Board of Governors. The Chair must be

approved by an affirmative vote of at least three-fourths (3/4ths) of the Board of Governors.

Section 5.5. Vice-Chairs of Specific Disciplines. Each discipline, as defined in Article I, shall elect a Vice-Chair, who will chair meetings specific to that discipline.

ARTICLE VI
Meetings

Section 6.1. Annual Meeting. There shall be an annual meeting of the Corporation held during each calendar year at a time and place to be determined by the President. The Board of Governors and the Board of Trustees will meet both separately and together at the annual meeting; the timing of combined meetings will be determined by the Board of Governors. Members of the Board of Governors may regularly attend the Board of Trustees meetings as determined by the President.

Section 6.2. Regular Meetings. Each Board may hold regular meetings at such place and time as shall be designated by the President. The Board shall transact such business as may properly be brought before its meetings.

Section 6.3. Special Meetings. Special meetings of the Board of Governors may be called by the President or shall be called by him/her on behalf of and upon written request made to the Executive Director or Secretary-Treasurer by at least three (3) members of the Board of Governors. Written notice of the time and place of special meetings and the subjects to be considered as established by the Board of Governors shall be sent to each member of the Board not less than twenty (20) days prior to such meeting. The Board of Trustees may also convene special meetings, with approval of the President.

Section 6.4. Conduct of Meetings. Unless otherwise determined, all meetings of the Board of Governors or the Board of Trustees shall be conducted in accordance with Robert's Rules of Order, Newly Revised. Every meeting of the Board of Governors shall be presided over by the President, or in the absence of the President, by the President Elect, or, in the absence of the President and the President Elect, by a Governor chosen by a majority of the Governors present.

Section 6.5. Participation in Meetings. A conference among Governors by means of communications through which the Governors may simultaneously hear each other during the conference is a meeting of the Board of Governors, if the same notice is given, or waived, of the conference as would be required for a meeting and if the number of Governors participating in the conference is a quorum, and participation in a meeting by this means is personal presence at the meeting. A Governor may participate in a meeting of the Board of Governors by any means of communication through which the Governors, other Governors similarly participating, and all Governors physically present

at the meeting may simultaneously hear each other during the meeting, and participation in a meeting by this means is personal presence at the meeting. These stipulations also apply to participation in meetings of the Board of Trustees.

Section 6.6. Consent of Governors without a Meeting of the Board of Governors. Any action required or permitted to be taken at a meeting of the Governors may be taken by the unanimous written consent of the Governors, setting forth the action or actions so taken and signed in one original or in one or more counterparts by all of the Governors. Electronic forms of communication may be used as written consent. Such consent shall have the same force and effect as a unanimous vote of the Governors and may be stated as such. These stipulations also apply to consent of Trustees without a meeting of the Board of Trustees.

Article 6.7. Quorum. Except as otherwise herein provided, a majority of the members of the entire Board of Governors or Board of Trustees shall constitute a quorum for the transaction of business.

ARTICLE VII
Standing Committees and Other Committees

Section 7.1. General. This Corporation shall have the standing committees described in the following sections of this article VII and may have such other committees as are from time to time established by the Board of Governors. Each such committee shall have the authority, rights, powers, duties, and responsibilities from time to time determined by the Board of Governors. Any such committee may be disbanded at any time by action of the Board of Governors, in its sole discretion. Each such committee shall at all times be subject to the supervision, direction, and control of the Board of Governors. The number, qualifications, terms of office, method of selection, election, or appointment, removal and replacement of the members of each such committee, the time and place of their meetings, if any, and such other provisions with respect to them as are not inconsistent with the express provisions of these Bylaws or the Articles of Incorporation of the Corporation shall be as specified from time to time by the Board of Governors of this Corporation, and the members of each committee shall be appointed for staggered terms whenever possible. Unless explicitly stated otherwise, committees of the Board of Governors may contain one or more members who are not Governors. Except as stated otherwise, all committees enumerated below shall make reports and recommendations to the Board of Governors.

Section 7.2. Committees of the Board of Governors.

- a) Budget and Finance Committee. The Secretary-Treasurer shall be assisted in his/her duties by a Budget and Finance Committee, which, in addition to the

Secretary-Treasurer, shall consist of at least three Governors. The Secretary-Treasurer will serve as the chair of the committee. The duties of the committee shall include reviewing the annual budget, overseeing investments, recommending examination fees, reviewing personnel salaries and benefits and related matters as assigned by the Board of Governors.

- b) Bylaws Committee. The Bylaws Committee shall be responsible for reviewing the Bylaws and recommending appropriate modifications in them to the Board of Governors. The Committee shall consist of three Governors, as well as a Chair appointed by the President. The Chair of the Board of Trustees shall serve on the Bylaws Committee.
- c) Audit Review Committee. The Audit Review Committee shall recommend the persons or firm to be engaged by the Corporation as its independent auditors; shall consult with the persons or firm so chosen with respect to the proposed scope of the auditor's work any proposed non-audit functions to be performed by the auditors, and the plan of audit; and shall perform all duties necessary to evaluate the Corporation's accounting practices and controls, as specified in the Policies and Procedures. They shall make reports and recommendations to the Board of Governors with respect to the foregoing. The Committee shall consist of three Governors, as well as a Chair appointed by the President.
- d) Professionalism Committee. The Professionalism Committee is responsible for developing and recommending to the Board of Governors standards of professionalism for the American Board of Radiology; for reviewing and making recommendations regarding ABR processes for candidate and diplomate professional behaviors; and for surveying and setting standards for the assessment, improvement and advancement of professionalism in radiology. The duties of the Professionalism Committee include, but are not limited to, adjudication of potential conflicts of interest among volunteer diplomates; and any other matters relating to the professional behavior of its candidates or diplomates. The Committee shall consist of three Governors, as well as a Chair appointed by the President. Additional members from the Board of Trustees may be appointed by the President as needed, after consultation with the Chair of the Committee.
- e) Hearing Committee. The Hearing Committee shall be responsible for all hearings conducted in matters arising under Article IX, and shall report its findings and recommendations to the full Board of Governors. Additionally, the Hearing Committee shall be responsible for the conduct of formal hearings required by the ABR Appeals Policy and shall report its findings and recommendations to the full Board of Governors. The Hearing Committee shall consist of up to four (4) Governors (one of whom is designated as Chair by the

President), with representation from each discipline, whenever possible, and an Associate Executive Director from a discipline different from the discipline of the appellant, appointed by the President. Members of this committee shall not serve on the Professionalism Committee. In the event that one or more members of the Hearing Committee are unable to attend a formal hearing, the President shall appoint alternates, who may consist of Board of Governors, or Board of Trustees, with approval by the Chair of the Committee.

- f) Strategic Planning Committee. The Strategic Planning Committee shall review and refresh the Strategic Plan of the American Board of Radiology. It shall consist of a minimum of four (4) Governors. If every discipline is not represented on the Board of Governors, one or more Trustees shall be appointed by the President.
- g) Certification Policy Committee. The Certification Policy Committee is responsible for overseeing all non-examination components of the Certification process in all of our disciplines, including generating, implementing and updating the ABR Maintenance of Certification (MOC) requirements in accordance with ABMS directives and guidelines. The committee will consist of the entire Board of Governors. If every discipline is not represented on the Board of Governors, one or more Trustees shall be appointed by the President.
- h) Executive Compensation Committee. The Executive Compensation Committee will carry out the Board's responsibilities for designing, managing and annually reviewing Executive compensation and the Executive compensation policy. This committee will consist of the President, President Elect, and at least one additional member from the Board of Governors appointed by the President. The President will chair the committee.

Section 7.3. Standing Committees of the Board of Trustees.

- a) General. All standing committees of the Board of Trustees shall report their recommendations to the full Board of Trustees and to the Board of Governors.
- b) Examination Coordinating Committee. The Examination Coordinating Committee is responsible for overseeing the initial certifying examinations of each discipline, developing the examination process for all qualifying, initial certification, and maintenance of certification examinations, evaluating the examination process and such other duties as may be assigned by the Board of Governors. The Committee shall consist of Trustees and other invited or appointed members. At least one Governor will serve as an ex officio non-voting member. Trustee members will be appointed by the Chair of the Board

of Trustees in consultation with the Board of Trustees; Governor Members will be appointed by the President in consultation with the Board of Governors as well as the Chair of the Board of Trustees. The Chair of the committee will be appointed by the Chair of the Board of Trustees in consultation with the President and with approval of the Board of Governors. Subcommittees of the Examination Coordinating Committee may be appointed for the certifying examinations in each of the disciplines, as defined in Article I, as required for the examination process.

- c) Volunteerism Committee. The Volunteerism Committee is responsible for formulating plans for successful recruitment and retention of a robust and diverse group of volunteers at all levels. A Governor, designated by the Board of Governors, shall serve on this committee. The Chair of the committee will be appointed by the Chair of the Board of Trustees in consultation with the President and with approval of the Board of Governors.
- d) Subspecialty Committee. The Subspecialty Committee coordinates the identification, discussion, and recommendations regarding issues specific to the subspecialty certificates in both initial certification and maintenance of certification. The Committee tracks and analyzes subspecialty-specific data, trends, and project activities, and provides data for use in the budgeting process. The Chair of this committee will be appointed by the Chair of the Board of Trustees in consultation with the President and with approval of the Board of Governors.

ARTICLE VIII

Relationship to The American Board of Medical Specialties

This Corporation recognizes the need for cooperation with other medical specialty boards in creating, maintaining, and raising the standards of professional performance, in improving the delivery of medical care, and in cooperating in all other matters of mutual interest and concern. This Corporation acknowledges its Regular Membership in The American Board of Medical Specialties (“ABMS”) as an appropriate way of meeting these ends.

ARTICLE IX

Revocation and Probation

Section 9.1. Revocation of a certificate or placing a diplomate on probation. All certificates issued by the American Board of Radiology are subject to the Bylaws of the Corporation, as amended from time to time, and to any policies and procedures adopted by the Corporation. The Corporation shall have the authority to impose disciplinary sanctions by revoking any certificate issued by the Corporation or placing a

Diplomate or candidate on probation for a fixed or indefinite time or some combination of these, pursuant to policies and procedures established by the Corporation, for any of the following reasons:

- (a) the certificate was issued contrary to or in violation of any policy or procedure of the Corporation;
- (b) the person to whom the certificate was issued was not eligible to receive it;
- (c) substantial misstatement or omission of a material fact to the Corporation in an application or in any other information submitted to the Corporation;
- (d) any license of the person to practice is not, or ceases to be, a valid and unrestricted license to practice within the meaning set forth in the policies and procedures of the American Board of Radiology. In the event that a Diplomate's license to practice is suspended, revoked or restricted in any state in which the Diplomate practices, holds a license or has held a license, the Diplomate's board certification may be revoked or the Diplomate may be placed on probation;
- (e) violation of rules and regulations relating to the Qualifying, Certifying, and Maintenance of Certification Examinations and applications to take the examinations;
- (f) presenting or distributing, or aiding, or assisting another person(s) to present or distribute, a forged document or other written instrument purporting to have been issued by or under the authority of the Corporation to evidence that a candidate, Diplomate, or any other person(s) is currently or was previously certified by the American Board of Radiology, when that is not the case, or claiming orally or in writing, or assisting another person(s) to claim, that a candidate, Diplomate, or any other person(s) is currently or was previously certified by the American Board of Radiology, when that is not the case;
- (g) engaging in any conduct that materially disrupts any examination or that could reasonably be interpreted as threatening or abusive toward any examinee, proctor or staff;

- (h) conviction of a felony, related or not related to the practice of medicine, resulting in incarceration or probation in lieu of incarceration, or the entry of a guilty, nolo contendere plea, or an Alford plea, or deferred adjudication without expungement; or
- (i) failure to cooperate with the American Board of Radiology or its Professionalism Committee at any point during the investigation of a matter arising under Article IX.

Section 9.2. Hearings on matters arising under Section 9.1 shall be held before the Hearing Committee pursuant to the procedures set forth in the Policies and Procedures as amended from time to time. There shall be no right to an in-person hearing on any matter arising under Section 9.1(d).

Section 9.3. In the event that a Diplomate's board certification has been revoked for any reason, the American Board of Radiology may determine whether to allow the former Diplomate to obtain a new certificate and may impose any conditions it deems appropriate on the new certificate. All new certificates are subject to the Bylaws of the Corporation at the time the certificate is issued and will be subject to the same conditions, policies and procedures applicable to a newly awarded certificate at the time the certificate is issued, including time limits and requirements for recertification and Maintenance of Certification.

Section 9.4. The Corporation shall have the right to publish the final decision and any factual findings that might help to explain the reasons for such decision in any matter arising under Section 9.1. If a Diplomate's certificate is revoked, the Corporation will report the revocation to the American Board of Medical Specialties ("ABMS"), which will not list the Diplomate as certified and may, at its option, report that the Diplomate's certificate has been revoked unless and until the Diplomate receives a new certificate from this Corporation.

ARTICLE X
Confidentiality Regarding Candidates

In order to protect the privacy of all past and future candidates for certification by this Corporation and to encourage and enhance free, open, and objective evaluation of candidates, it is the policy of this Corporation to preserve the confidentiality of all information in the possession of this Corporation concerning individual candidates and to not divulge such information without the candidate's consent, except for information concerning the person's precise position in this Corporation's certifying process and whether or not this Corporation has issued a Certificate to the person. However, the Corporation may release statistical information which is not identified with any candidate. Notwithstanding the foregoing, this Corporation may release, in

confidence, to the Program Director and Department Chair of each program in which the candidate was enrolled, the results of the candidate's performance in the examinations conducted by this Corporation.

ARTICLE XI
Amendments

These Bylaws may be altered and amended at any time by the Board of Governors at any meeting held for that purpose. Notice of such meeting and of such proposed amendment must be given in writing either by mail or personal notice to each member of the Board of Governors at least twenty (20) days prior to the holding of such meeting. An amendment to these Bylaws requires an affirmative vote of at least three-fourths (3/4ths) of the members of the entire Board of Governors.

ARTICLE XII
Seal

The seal of this Corporation shall bear the words of the following or similar import, that is to say:

The American Board of Radiology
Incorporated in the District of Columbia
1934

ARTICLE XIII
Indemnification of Trustees, Officers and Others

The Board of Governors may exercise the full extent of the powers which this Corporation has under the laws of the District of Columbia, as such law exists from time to time, to indemnify members, Trustees, Governors, officers, examiners, employees, including the Executive Director, Associate Executive Directors, volunteers, and agents for expenses incurred by reason of the fact they are or were Trustees, Governors, officers, examiners, employees, including the Executive Director, Associate Executive Directors, volunteers, or agents of this Corporation. Such expenses shall include attorneys' fees, judgments, fines, amounts paid in settlement, and amounts otherwise reasonably incurred. The Board of Governors may make advances against such expenses upon terms decided by it. The Board of Governors may exercise the full extent of the powers which the Corporation has under the laws of the District of Columbia, as such law exists from time to time, to purchase and maintain insurance against the risks above described, on behalf of its Trustees, Governors, officers, examiners, employees, including the Executive Director, Associate Executive Directors, volunteers, and agents.

Passed unanimously as revised. 10/20/2017