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Form **990-EZ**Department of the Treasury  
Internal Revenue Service

# Short Form Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code  
(except black lung benefit trust or private foundation)

- ▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.
- ▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-1150

**2009****Open to Public  
Inspection****A For the 2009 calendar year, or tax year beginning , and ending****B** Check if applicable

- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Termination
- ☐ Amended return
- ☐ Application pending

Please  
use IRS  
label or  
print or  
type.  
See  
Specific  
Instruc-  
tions**C** Name of organization**AMERICAN SOCIETY OF DIAGNOSTIC &  
INTERVENTIONAL NEPHROLOGY**

Number and street (or P O box, if mail is not delivered to street address)

**134 FAIRMONT STREET**

Room/suite

**B**

City or town, state or country, and ZIP + 4

**CLINTON****MS 39056****D** Employer identification number**62-1824027****E** Telephone number**601-924-2220****F** Group Exemption

Number ▶

- Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

**G** Accounting method ☐ Cash ☒ Accrual

Other (specify) ▶

**I** Website: ▶ **www.asdin.org****J** Tax-exempt status (check only one) — ☒ 501(c) ( **3** ) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

**H** Check ☒ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

**K** Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ **415,532****Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See the instructions for Part I.)

		13 2010	
Revenue	1	Contributions, gifts, grants, and similar amounts received	<b>90,000</b>
	2	Program service revenue including government fees and contracts	<b>195,859</b>
	3	Membership dues and assessments	<b>124,995</b>
	4	Investment income	<b>4,678</b>
	5a	Gross amount from sale of assets other than inventory	
	5b	Less: cost or other basis and sales expenses	
	5c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	
	6	Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here <input type="checkbox"/>	
	6a	Gross revenue (not including \$ of contributions reported on line 1)	
	6b	Less: direct expenses other than fundraising expenses	
6c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)		
7a	Gross sales of inventory, less returns and allowances		
7b	Less: cost of goods sold		
7c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)		
8	Other revenue (describe ▶ )		
9	<b>Total revenue.</b> Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	<b>415,532</b>	
Expenses	10	Grants and similar amounts paid (attach schedule)	
	11	Benefits paid to or for members	
	12	Salaries, other compensation, and employee benefits	
	13	Professional fees and other payments to independent contractors	<b>126,400</b>
	14	Occupancy, rent, utilities, and maintenance	
	15	Printing, publications, postage, and shipping	
	16	Other expenses (describe ▶ <b>See Statement 2</b> )	<b>192,205</b>
	17	<b>Total expenses.</b> Add lines 10 through 16	<b>318,605</b>
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)	<b>96,927</b>
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	<b>296,711</b>
	20	Other changes in net assets or fund balances (attach explanation)	
	21	<b>Net assets or fund balances at end of year.</b> Combine lines 18 through 20	<b>393,638</b>

**Part II Balance Sheets.** If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	<b>434,976</b>	<b>524,188</b>
23 Land and buildings		
24 Other assets (describe ▶ <b>See Statement 3</b> )	<b>31,635</b>	<b>15,000</b>
25 <b>Total assets</b>	<b>466,611</b>	<b>539,188</b>
26 <b>Total liabilities</b> (describe ▶ <b>See Statement 4</b> )	<b>169,900</b>	<b>145,550</b>
27 <b>Net assets or fund balances</b> (line 27 of column (B) must agree with line 21)	<b>296,711</b>	<b>393,638</b>

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form **990-EZ** (2009)



**Part V Other Information** (Note the statement requirements in the instructions for Part V.)

	Yes	No
<b>33</b> Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	<b>33</b>	<b>X</b>
<b>34</b> Were any changes made to the organizing or governing documents? If "Yes," attached a conformed copy of the changes	<b>34</b>	<b>X</b>
<b>35</b> If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
<b>a</b> Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?	<b>35a</b>	<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	<b>35b</b>	
<b>36</b> Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N	<b>36</b>	<b>X</b>
<b>37a</b> Enter amount of political expenditures, direct or indirect, as described in the instr <b>37a</b>		
<b>b</b> Did the organization file <b>Form 1120-POL</b> for this year?	<b>37b</b>	<b>X</b>
<b>38a</b> Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?	<b>38a</b>	<b>X</b>
<b>b</b> If "Yes," complete Schedule L, Part II and enter the total amount involved <b>38b</b>		
<b>39</b> Section 501(c)(7) organizations Enter:		
<b>a</b> Initiation fees and capital contributions included on line 9 <b>39a</b>		
<b>b</b> Gross receipts, included on line 9, for public use of club facilities <b>39b</b>		
<b>40a</b> Section 501(c)(3) organizations Enter amount of tax imposed on the organization during the year under section 4911 <b>40a</b> , section 4912 <b>40a</b> , section 4955 <b>40a</b>		
<b>b</b> Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I <b>40b</b>		<b>X</b>
<b>c</b> Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 <b>40c</b>		
<b>d</b> Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization <b>40d</b>		
<b>e</b> All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T <b>40e</b>		<b>X</b>
<b>41</b> List the states with which a copy of this return is filed. <b>41</b> <b>None</b>		
<b>42a</b> The organization's books are in care of <b>42a</b> <b>MARY LEA NATIONS</b> Telephone no. <b>42a</b> <b>601-924-2220</b> <b>134 FAIRMONT STREET, SUITE B</b> Located at <b>42a</b> <b>CLINTON, MS</b> ZIP + 4 <b>42a</b> <b>39056</b>		
<b>b</b> At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? <b>42b</b>		<b>X</b>
If "Yes," enter the name of the foreign country <b>42b</b>		
See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts</b> .		
<b>c</b> At any time during the calendar year, did the organization maintain an office outside of the U.S.? <b>42c</b>		<b>X</b>
If "Yes," enter the name of the foreign country: <b>42c</b>		
<b>43</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of <b>Form 1041</b> —Check here <b>43</b>		
and enter the amount of tax-exempt interest received or accrued during the tax year <b>43</b>		
<b>44</b> Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ <b>44</b>		<b>X</b>
<b>45</b> Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ <b>45</b>		<b>X</b>

**Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

	Yes	No
<b>46</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		<input checked="" type="checkbox"/>
<b>47</b> Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		<input checked="" type="checkbox"/>
<b>48</b> Is the organization operating a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		<input checked="" type="checkbox"/>
<b>49a</b> Did the organization make any transfers to an exempt non-charitable related organization?		<input checked="" type="checkbox"/>
<b>49b</b> If "Yes," was the related organization a section 527 organization?		

**50** Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

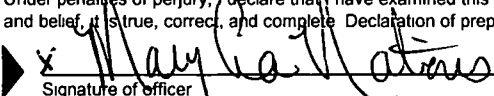
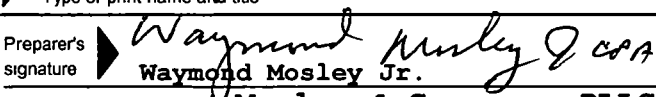
(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
None				

**f** Total number of other employees paid over \$100,000 ▶ 0

**51** Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
AFFINITY RESOURCE GROUP, LLC 134 FAIRMONT STREET, SUITE B CLINTON MS 39056	MANAGEMENT	126,000

**d** Total number of other independent contractors each receiving over \$100,000 ▶ 0

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
	 Signature of officer c/o MARY LEA NATIONS Type or print name and title		Date <u>8/12/10</u>	
<b>Paid Preparer's Use Only</b>	Preparer's signature  Wayne Mosley Jr.	Date <u>8/11/10</u>	Check if self-employed <input type="checkbox"/>	Preparer's Identifying Number (See instr.) <b>P00381584</b>
	Firm's name (or yours if self-employed), address, and ZIP + 4 <b>Mosley &amp; Company, PLLC</b> <b>541B Highway 80 W</b> <b>Clinton, MS 39056-4193</b>			EIN <b>64-0747113</b> Phone <b>601-924-6842</b>

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

## Public Charity Status and Public Support

**Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.**

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

**Open to Public  
Inspection**

Name of the organization

**AMERICAN SOCIETY OF DIAGNOSTIC &  
INTERVENTIONAL NEPHROLOGY**

**Employer identification number**  
**62-1824027**

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is. (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state.

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☒ An organization that normally receives (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I      b ☐ Type II      c ☐ Type III—Functionally integrated      d ☐ Type III—Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box.

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii) A family member of a person described in (i) above?

(iii) A 35% controlled entity of a person described in (i) or (ii) above?

h Provide the following information about the supported organization(s).

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

[illegible]

**For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.**

Schedule A (Form 990 or 990-EZ) 2009

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>4</b> <b>Total.</b> Add lines 1 through 3						
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
<b>6</b> <b>Public support.</b> Subtract line 5 from line 4						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>7</b> Amounts from line 4						
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on						
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>11</b> <b>Total support.</b> Add lines 7 through 10						
<b>12</b> Gross receipts from related activities, etc. (see instructions)					<b>12</b>	
<b>13</b> <b>First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ► <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	<b>14</b>	%
<b>15</b> Public support percentage from 2008 Schedule A, Part II, line 14	<b>15</b>	%
<b>16a</b> <b>33 1/3 % support test—2009.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>b</b> <b>33 1/3 % support test—2008.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>17a</b> <b>10%-facts-and-circumstances test—2009.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>b</b> <b>10%-facts-and-circumstances test—2008.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>18</b> <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► <input type="checkbox"/>		

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	204,309	109,976	121,300	281,525	214,995	932,105
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	8,175	156,190	189,270	192,230	195,859	741,724
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5	212,484	266,166	310,570	473,755	410,854	1,673,829
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year	3,175	151,190	184,270	187,230	190,859	716,724
<b>c</b> Add lines 7a and 7b	3,175	151,190	184,270	187,230	190,859	716,724
<b>8 Public support.</b> (Subtract line 7c from line 6.)						957,105

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>9</b> Amounts from line 6	212,484	266,166	310,570	473,755	410,854	1,673,829
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	186	294	1,369	4,551	4,678	11,078
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b	186	294	1,369	4,551	4,678	11,078
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on					0	
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.)	212,670	266,460	311,939	478,306	415,532	1,684,907
<b>14 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	<b>15</b>	56.80 %
<b>16</b> Public support percentage from 2008 Schedule A, Part III, line 15	<b>16</b>	60.17 %

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	<b>17</b>	1 %
<b>18</b> Investment income percentage from 2008 Schedule A, Part III, line 17	<b>18</b>	%

**19a 33 1/3 % support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3 %, and line 17 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization ☒

**b 33 1/3 % support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3 %, and line 18 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization ☐

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐



**Part IV**

**Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

# **Federal Statements**

## **Statement 1 - Form 990-EZ, Part I, Line 3 - Membership Dues and Assessments**

Description	Amount
DUES	\$ 124,995
Total	\$ 124,995

## **Statement 2 - Form 990-EZ, Part I, Line 16 - Other Expenses**

Description	Amount
Expenses	\$
Advertising and Promotion	2,548
Office	2,197
Travel	1,178
Conferences/Meetings	107,549
ACCREDITATION SITE VISIT	1,099
CONFERENCE CALLS	1,092
SEMINARS IN DIALYSIS-SUB.	39,298
INSURANCE	6,594
LEADERSHIP WORKSHOP	7,519
MERCHANT FEES	9,057
MISCELLANEOUS	733
OTHER MEETING COSTS	6,717
PUBLIC POLICY	825
TAXES AND FEES	25
TEMPORARY STAFF	84
WEBSITE	5,106
WEBINARS	584
Total	\$ 192,205

## **Statement 3 - Form 990-EZ, Part II, Line 24 - Other Assets**

Description	Beginning of Year	End of Year
Accounts Receivable	\$ 31,635	\$ 15,000
	31,635	15,000

## **Statement 4 - Form 990-EZ, Part II, Line 26 - Total Liabilities**

Description	Beginning of Year	End of Year
DEFERRED REVENUE	\$ 169,900	\$ 145,550
	169,900	145,550

**Statement 5 - Form 990-EZ, Part III - Organization's Primary Exempt Purpose**

**Description**

A professional membership association formed to promote the proper application of new and existing procedures in the practice of nephrology with the goal of improving the care of nephrology patients.

**Statement 6 - Form 990-EZ, Part III, Line 28 - Statement of Program Service Accomplishments**

**Description**

Certification program provides documentation by the American Society of Diagnostic and Interventional Nephrology that an individual physician has met specified requirements for the performance of particular procedures. Certification is presently offered to active members in three areas: sonography of kidneys and urinary bladder, insertion of peritoneal dialysis catheters, and endovascular procedures on AV fistulas and grafts and chronic central venous catheters for dialysis. All members are eligible to apply for certification.

**Statement 7 - Form 990-EZ, Part III, Line 29 - Statement of Program Service Accomplishments**

**Description**

Accreditation program provides documentation by the American Society of Diagnostic and Interventional Nephrology that a nephrology training program or other training site has met specified requirements related to institutional support, facilities, expertise, experience and personnel directed toward training in Diagnostic and Interventional Nephrology. Accreditation is presently offered in two areas: Hemodialysis vascular access and placement of PD catheters.

**Statement 8 - Form 990-EZ, Part III, Line 30 - Statement of Program Service Accomplishments**

**Description**

Seminars in Dialysis is the official journal of the American Society of Diagnostic and Interventional Nephrology. In conjunction with Blackwell Publishers, this bimonthly publication focuses exclusively on cutting-edge clinical aspects of dialysis therapy. It publishes peer-reviewed papers by the most respected names in the field of dialysis, and includes regular features such as dialysis clinic, dialysis rounds, and hemodialysis citations. The journal is available to members and non-members of the Society.

19 AMERICAN SOCIETY OF DIAGNOSTIC &

62-1824027

**Federal Statements**

FYE: 12/31/2009

**Schedule A, Part III, Line 7b - Excess Gross Receipts**

<u>Donor Name</u>	<u>Total</u>	<u>Excess</u>
	\$	\$
2009	195,859	190,859
2008	192,230	187,230
2007	189,270	184,270
2006	156,190	151,190
2005	8,175	3,175
Total	\$ <u>741,724</u>	\$ <u>716,724</u>

**BYLAWS**  
**OF**  
**THE AMERICAN SOCIETY**  
**OF**  
**DIAGNOSTIC AND INTERVENTIONAL NEPHROLOGY**

Approved 2/7/2009

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## **DEFINITIONS**

Bylaws – This term shall be used to refer to the Bylaws of the American Society of Diagnostic and Interventional Nephrology.

Council – This term shall refer to the Council of The American Society of Diagnostic and Interventional Nephrology.

Diagnostic ultrasound – This term shall be used to refer to studies of a diagnostic nature that are performed using ultrasound based equipment and devices.

Email – electronic mail transmitted over the internet.

Executive Committee – This term shall be used to describe a Subcommittee of the Council composed of the four officers.

Good Standing – This term shall be used to refer to a member who is current in their dues.

He, his, him – These terms shall be used to indicate a person of either sex without distinction.

Incorporator – The attorney responsible for creating the Society's corporate status.

Interventional procedure – This term shall be used to refer to a study or treatment that requires the use of interventional techniques for its completion such as angioplasty, angiography, kidney biopsy, peritoneal catheter placement or central venous catheter placement.

Interventional study – This term shall be used to refer to a study that requires the use of interventional techniques for its completion such as angiography.

Interventional treatment – This term shall be used to refer to a treatment that uses interventional techniques for its performance such as angioplasty.

Nephrological diagnostic ultrasound – This term shall be used to refer to those diagnostic ultrasound studies that relate to the kidney and urinary bladder, as is essential to the practice of nephrology.

Nephrological interventional procedures – This term shall be used to refer to those interventional studies, treatments and procedures that relate to the kidney and dialysis vascular access.

Registered Agent for the Society – The agency or entity designated by the Society to act as the recipient for service of process within the State of Delaware.

Society – This term shall be used to refer to the American Society of Diagnostic and Interventional Nephrology, a Delaware non-profit corporation.

US Mail – Mail transmitted via the United States Postal Service.

**BYLAWS**  
**OF**  
**THE AMERICAN SOCIETY**  
**OF**  
**DIAGNOSTIC AND INTERVENTIONAL NEPHROLOGY**

**ARTICLE I**  
**NAME**

- 1.1 The name of this corporation is The American Society of Diagnostic and Interventional Nephrology, a Delaware non-profit corporation, herein referred to as the Society.
- 1.2 The authority of the Society, its officers and members in all matters concerning the conduct and regulation of the affairs of the Society shall be subject to the provisions set forth in these Articles.

**ARTICLE II**  
**PURPOSES**

- 2.1 The purposes for which the Society is organized are exclusively charitable, scientific, literary and educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future U.S. Internal Revenue Law; such purposes including but not limited to:
  - 2.1.1 advance the knowledge and practice of medicine as it related to patients with kidney disease through a) national scientific meetings; b) co-operation with other national and international societies and organizations concerned with kidney disease; and c) by other means approved by the members on recommendation by the Council,
  - 2.1.2 Promote education, research, public policy and clinical practice initiatives relating to diagnostic and interventional procedures as they may be applied to patients with kidney disease,
  - 2.1.3 Promote the appropriate application of new and existing procedures in order to improve the care of patients with kidney disease,
  - 2.1.4 Promote and facilitate training related to patients with kidney disease in the areas of:

2.1.4-a Diagnostic ultrasound; and

2.1.4-b Interventional diagnostic and therapeutic procedures such as angiography, angioplasty and thrombolysis of dialysis vascular accesses; the placement of central venous vascular access; the placement of peritoneal catheters; and the performance of percutaneous renal biopsies.

2.1.5 Provide an effective, unified and authoritative voice in dealing with issues relating to diagnostic imaging and interventional procedures for medical practitioners involved in these areas.

2.1.6 Work closely with other societies and programs to achieve the goals of the Society, and

2.1.7 Pursue other charitable purposes.

2.2 Notwithstanding any other provisions of these Articles, the Society shall not conduct or carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations.

2.3 Upon the dissolution of the Society, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such recipient or recipients shall be selected by the Council of the Society at that time. Such recipient or recipients shall preferably be an institution or organization that performs medical and/or educational charitable work.

2.4 It shall be the duty of the Council to establish all policies governing the administration of the fiscal assets of said Society and to determine the services to be rendered by this Society.

2.5 The Society shall at all times be operated on a non-profit basis, and no interest or dividends shall be paid or payable by the Society to any Councilor as such and shall be operated for the charitable purposes for which said Society was created.

### **ARTICLE III**

#### **OFFICES**

3.1 Principal Office: The principal office of the Society shall be at such place as the Council may select from time to time.



- 3.2 Additional Offices: In addition to the principal office, the Society may have such other offices as may be helpful or convenient to the Society's operations.

#### **ARTICLE IV** **MEMBERSHIP**

- 4.1 There shall be five categories of membership: Active Members (herein referred to as "Members"), Associate Members, Members-in-Training, Emeritus Members and Supporting Members.

4.1.1 Active Membership:

4.1.1-a The active membership shall be made up of physicians who maintain an active interest in the field of nephrological diagnostic imaging and/or interventional procedures. These physicians may be trained in any basic medical specialty as long as they can document training and/or experience in this field, that this represents a major emphasis of their medical practice and that they have a continuing active interest in the field.

4.1.1-b Active membership shall be gained by submission of a completed membership application and payment of appropriate dues and fees.

4.1.1-c Active Members shall be eligible to hold office in the Society, serve on committees, and vote for the election of officers and on all matters brought before the general membership.

4.1.2 Associate Membership:

4.1.2-a The Associate Membership shall be made up of nurses and other health care professionals that maintain an active interest in nephrological diagnostic imaging and interventional procedures.

4.1.2-b Associate Membership shall be gained by submission of a completed membership application and payment of appropriate fees.

4.1.2-c Associate Members shall not be eligible to hold office in the Society or vote for the election of officers and on all matters brought before the general membership except as specified in these Bylaws. They shall be eligible to serve on committees.

4.1.3 Members-In-Training:

4.1.3-a The Members-In-Training category shall be made up of physicians in training who have an active interest in nephrological diagnostic imaging and interventional procedures.

4.1.3-b This membership shall be gained by submission of a completed membership application and payment of appropriate fees.

4.1.3-c These Members shall not be eligible to hold office in the Society or vote for the election of officers and on all matters brought before the general membership except where otherwise specified in these Bylaws. They shall be eligible to serve on committees.

4.1.4 Emeritus Membership:

4.1.4-a The Emeritus Membership shall be made up of Members who were former active and who have retired from clinical, teaching and research activities and who have petitioned for Emeritus Membership.

4.1.4-b The Council must approve Emeritus Members.

4.1.4-c Emeritus Members shall not be eligible to hold office in the Society or vote for the election of officers and on all matters brought before the general membership except where otherwise specified in these Bylaws. They shall be eligible to serve on committees.

4.1.5 Supporting Membership:

4.1.5-a The Supporting Membership shall be made up of industry representatives and other such individuals who demonstrate support of the society.

4.1.5-b Supporting Members must petition and gain approval of the Council.

4.1.5-c Supporting Members are not eligible to vote or hold office but are eligible to serve on Committees.

4.2 Termination of Membership:

Any membership can be terminated by a majority vote of the Council for conduct that is judged to be injurious to the interests or welfare of the Society, or failure to pay dues within 60 days of the due date.

4.3 Resignation of Membership:

4.3.1 Any member may resign by filing a written resignation with the Secretary. Such resignation shall not relieve the member of the obligation to pay any dues, assessment, or other charges theretofore accrued and unpaid.

4.3.2 Dues that have been paid prior to the time of resignation of membership shall not be refunded or prorated at the time of membership termination.

4.4 Record Date: The Record Date shall be determined by the Council in its sole discretion but shall in no event be more than seventy (70) days or fewer than twenty (20) days prior to the date of the membership vote.

## **ARTICLE V**

### **MEETING OF MEMBERS**

5.1 Annual Meeting of the Membership: An annual meeting of the membership shall be held on a date and at an hour and place to be fixed by the Council. Notice shall be provided to all members of the Society not less than thirty (30) days before the meeting. Failure to hold the annual meeting at the time designated shall not work forfeiture or dissolution of the Society and in the event of such failure, the annual meeting shall be held within a reasonable time thereafter.

5.1.1 The purpose of the annual meeting of the membership shall include:

5.1.1-a the installation of new officers for the forthcoming year;

5.1.1-b a review of the financial status of the Society; and

5.1.1-c such other business as is deemed appropriate by the Council.

5.2 Special Meeting of the Membership:

5.2.1 The President may call special meetings of the membership. A majority of the Council, or not less than one-tenth of the Active Members of the Society, may require the President to call a special meeting of the Society.

5.2.2 It shall be the duty of the Secretary to cause written or printed notice of a special meeting stating the place, day and hour of the meeting to be delivered, either personally, by email or by US mail to the membership no less than thirty (30) nor more than sixty (60) days before the date of the meeting. The notice of the meeting shall include the purpose or purposes for which the meeting is being called. If sent by email, the notice of the meeting shall be deemed to be delivered when sent to the email address as it appears on the records of the society. If sent by US mail, the notice of the meeting shall be deemed to be delivered when deposited in the United States Mail addressed to the member at his address as it appears on the records of the Society, with postage thereon prepaid.

5.3 Quorum for Meetings of Membership:

At any meeting of the membership, properly called and announced as required herein, the number of members appearing for said meeting shall constitute the quorum necessary for transaction of the business of the meeting.

5.4 Conduct of Meetings of Membership:

All meetings of the Society shall be conducted in accordance with *Robert's Rules of Order, Newly Revised*, or as it may be amended from time to time.

5.5 Actions of Society without a Meeting of the Membership:

In the event that it is necessary for the Society to act upon a question without being able to meet, the Secretary, upon an order from the Council, shall provide to each member having voting rights a ballot and a statement setting forth in adequate detail the question to be voted on. The Council shall determine the medium of the ballot and the method of its distribution which may include electronic means. A simple majority of those Active Members responding to the ballot shall constitute affirmative action of the membership.

5.6 Minutes of Meetings of Membership:

The Secretary of the Society and the Secretary of each Committee (or the Chairman's designee if no secretary exists) shall prepare accurate minutes of each meeting thereof. The minutes shall contain a record of attendance and the vote taken on all matters, including matters that are not successfully passed. The minutes shall be signed by the Secretary and the President (or the committee chairman in the case of meetings of a committee) and shall be maintained as a permanent record. Copies of the minutes of all meetings shall be made available upon request to those having a right to attend the meeting.

5.7 Voting at Meetings of Membership: Any member entitled to vote and who is in good standing with the Society may cast one (1) vote in the election of Councilors and in all other matters properly before the membership.

5.8 Place of Meetings of Membership: The Council will designate the place for the ~~annual or any special meetings.~~ The Council may designate any place for annual or special meetings. If no other place is designated, annual and special meetings will be held at the principal offices of the Society.

5.9 Notice of Meetings of Membership: Written notice shall be deemed to be delivered when it is either sent to the email address as it appears on the records of the society or it deposited in the United States mail addressed to the member at his last known address, postage prepaid.

5.10 Waiver for Meetings of Membership: In lieu of any notice of meeting or place of meeting, such membership meeting may be held at any time and at any place upon the waiver of notice thereof by all of the members. The attendance of a

member at any meeting shall be deemed a waiver of notice of said meeting unless his appearance at such meeting is made for the sole purpose of objecting to the transactions of any business because the meeting was not lawfully called or convened.

## **ARTICLE VI**

### **OFFICERS**

6.1 Officers: The officers of the Society shall be a President, President-Elect, Immediate Past President, and Secretary-Treasurer.

6.2 Election and Term of Office:

6.2.1 The officers of the Society shall be elected by ballot each year by the membership in accordance with Article IX except where otherwise specified in these Articles.

6.2.2 All officers of the Society shall be Active Members in good standing at the time of their election except where otherwise specified in these Articles.

6.2.3 All officers shall serve without compensation.

6.2.4 The term of office for the President, President-Elect, Secretary-Treasurer and Immediate Past President shall be two years or until the successor is elected.

6.2.5 The President and President-Elect shall not be eligible to serve for consecutive terms.

6.3 President:

6.3.1 The President shall:

6.3.1-a be the Chief Executive of the Society and serve as its official spokesman.

6.3.1-b Supervise the direct the business of the Society.

6.3.1-c Shall be a member of the Council and shall preside at all meetings of the membership and of the Council.

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6.3.1-d Call special meetings of the membership and of the Council.

6.3.1-e Appoint committees as required and permitted by these Articles.

6.3.1-f May sign any deeds, mortgages, deeds of trust, notes, bonds, contracts or other instruments authorized by the Council to be executed, except in cases in which the signing and execution thereof shall be expressly delegated by the Council or obey these Bylaws to some other officer or agent of the Society or shall be required by law to be otherwise signed or executed, and

6.3.1-g In general, perform all those duties incident to the office of the President and such other duties as may be prescribed by the Council from time to time.

6.4 President-Elect:

The President-Elect shall succeed to the office of President upon completion by the President of his term in office. In the absence of the President or in the event of his inability or refusal to act, the President-Elect shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. The President-Elect shall perform such other duties as from time to time may be assigned by the President or the Council.

6.5 Immediate Past President:

The Immediate Past-President shall serve as an advisor and consultant to the President and as Chairman of the Nominating Committee. He shall perform such other duties as from time to time may be assigned to him by the President or the Council.

6.6 Secretary-Treasurer:

6.6.1 The Secretary-Treasurer shall:

6.6.1-a Keep the minutes of the meetings of the membership and of the Council;

6.6.1-b Give notice of all meetings in accordance with these Bylaws;

6.6.1-c Be custodian of the official records and seal of the Society;

6.6.1-d Maintain and keep a record of the post-office address and/or electronic address of each member of the Society as is furnished to the Society by each member;

6.6.1-e Have charge and custody of and be responsible for all funds of the Society;

6.6.1-f Receive and give receipts for money due and payable to the Society;

6.6.1-g Keep on file at all times a complete copy of the Certificate of Incorporation and Bylaws of the Society containing all amendments thereto (which copy shall always be open to the inspection of any Councilor or Member), and at the expense of the Society forward a copy of the Bylaws and of all amendments thereto to each councilor, and

6.6.1-h In general, perform all the duties incident to the office of Secretary-Treasurer and such other duties as from time to time may be assigned by the President or by the Council;

- 6.7 Termination of an Officer: The term of office of any officer of the Society may be terminated by a 2/3-majority vote of the Council for conduct or action that is judged to be injurious to the interests or welfare of the Society.
- 6.8 Vacancies of Office Prior to Completion of Term: A vacancy among the officers of the Society prior to the completion of the term of that office shall be filled by a majority vote of the Council except for the office of Immediate Past President, which shall not be filled.

## **ARTICLE VII**

### **COUNCIL OF THE SOCIETY**

#### **7.1 Council**

7.1.1 Composition: The Council shall be composed of the President, President-Elect, Immediate Past President, and Secretary-Treasurer and each of the Councilors as provided for in these Articles.

7.1.2 Duties and responsibilities: the Council shall manage the business and property of the Society. Officers of the Society shall hold the same offices within the Council. They shall be selected as described in Article IX.

7.1.3 Members of the Council shall not be paid or compensated in any manner. They may be reimbursed for reasonable expenses incurred in conducting the proper business of the Society.

#### **7.1.4 Financial Transactions:**

~~7.1.4-a -~~Contracts: Except as otherwise provided in these Articles, the Council may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name and on behalf of the Society, and such authority may be general or confined to specific instances.

7.1.4-b Checks, Drafts, Etc.: All checks, drafts or other orders for payment of money, and all notes, bonds or other evidence of indebtedness issued in the name of the Society shall be signed by such officers, agent or agents, or employee or employees of the Society and in such manner as shall from time to time be determined by resolution of the Council.



7.1.4-c Deposits: All funds of the Society shall be deposited from time to time to the credit of the Society in such bank or banks as the Council may select.

7.1.4-d Fiscal Year: The fiscal year of the Society shall begin on the first day of each and every year and shall end on the last day of December of each and every year.

## 7.2 Meeting of the Council:

7.2.1 Annual Meeting of the Council: The Council shall meet at least annually at the time and place of the annual meeting of the membership.

7.2.2 Special Meetings of the Council: Special Meetings of the Council may be called at any time by the President as is deemed necessary for the conduct of the proper business of the Society. In the event of failure on the part of the President to call a Special Meeting, such a meeting may be called by any three members of the Council acting together in order to carry out the proper business of the Society.

7.2.2-a In the case of Special Meetings of the Council, the purpose of the meeting and the agenda for the meeting shall be provided with the notice of the meeting. Additions to the agenda may be made at the meeting with the majority consensus of the members present.

7.2.3 Notice of all Council meetings shall be given to each member of the Council at least ten (10) days prior to the time of the meeting.

7.2.4 The conduct of all meetings of the Council shall be in accordance with *Robert's Rules of Order, Newly Revised*, or as it may be amended from time to time.

7.2.5 At any meeting of the Council, properly called as required herein forty percent (40%) of members present and voting for said meeting shall constitute the quorum necessary for transaction of the business of the meeting.

7.2.6 An action required or permitted to be taken at any meeting of the Council may be taken without a meeting if, following written, email or US mail, or telephone notice to all members of the Council, a majority of the members consent to the action by telephone or in writing, email or US mail, confirmed in written minutes submitted by the Secretary-Treasurer. All affirmative and dissenting votes shall be filed with such minutes.

## 7.3 Councilors:

7.3.1 At least four (4) Councilors shall be selected. All Councilors shall be elected by the membership that is eligible to vote except as provided in Paragraph 7.4. Each shall be elected to represent a different area of interest or activity within the Society as determined by the Council. As described in paragraph 7.4, one Councilor shall be selected from the Associate Membership. Additional Councilors shall be elected from additional areas of interest or activity within the Society as determined to be appropriate by the Council.

7.3.2 Except where otherwise specified in these Articles, each Councilor must be an Active Member of the Society in good standing.

7.3.3 Each Councilor shall serve as a member of the Council where he shall represent the interest or activity within the Society for which he was selected in addition to serving the interest of the Society as a whole.

7.3.4 Terms of office for the Councilors: Terms shall be three (3) years and they shall have staggered terms so that no more than half of the total number of Councilors shall be elected each year. The mechanism for initiating these staggered terms shall be devised by the Council.

7.3.5 Rights and Liabilities of Councilors:

7.3.5-a Property Interest of Councilors: No Councilor of the Society shall have any right, title or interest in or to any property or assets of the Society either prior to or at the time of any liquidation or dissolution of the Society, all of which properties and assets shall at the time of any liquidation or dissolution vest in another charitable corporation.

7.3.5-b Non-Liability for Debts: The private property of the Councilors shall be exempt from execution or other liability for any debts of the Society and no Councilor shall be liable or responsible for any debts or liabilities of the Society.

7.3.6 Vacancies of Office Prior to Completion of a Term: A vacancy among the Councilors of the Society prior to the completion of the term of that office shall be filled by a majority vote of the Council.

7.4 Councilor selected from the Associate Membership: The then-current President, upon the recommendation of the Nominating Committee, shall appoint one of the four Councilors referred to in paragraph 7.3.1 above. This individual must be an Associate Member of the Society in good standing. This councilor shall have both the privilege of voice and vote at all meetings of the Council.

7.4.1 Vacancies of Office Prior to Completion of a Term: Should a vacancy exist for the position of Associate Membership Councilor, the Nominating Committee shall select an individual from the list of Associate Members

in good standing that is involved in the activities of the Society. This individual shall be recommended to the then active president for appointment to the Council

## **ARTICLE VIII**

### **COMMITTEES AND SUBCOMMITTEES**

- 8.1 Executive Committee: The Executive Committee of the Council shall consist of the four officers. The Executive Committee shall have and may exercise all the authority of the Council in the intervals between meetings of the Council and shall direct the day to day activities of the Society, provided, however, that the Executive Committee shall have no authority to (i) approve or recommend to members actions or proposals required by the State of incorporation to be approved by members; (ii) fill vacancies on the Council or the Executive Committee thereof; or (iii) adopt, amend or repeal these Bylaws.

8.2 Finance Committee:

8.2.1 Composition: The Finance Committee shall consist of no less than three Active Members of the Society who are in good standing. This will include the chairmen of the Membership Subcommittee and the Marketing Subcommittee. The Chair of the Finance Committee shall be the Secretary-Treasurer. The members of the committee shall be appointed by the President.

8.2.2 Duties: The Finance Committee shall have the responsibility for overseeing the financial position of the Society including required resources, investment and reserves policy, and financial reporting to the Society's Council and Membership

8.2.3 Membership Subcommittee:

8.2.3-a Composition: The Membership Subcommittee shall consist of no less than three Active Members of the Society who are in good standing. The members of the committee shall be appointed by the President who shall also designate the Chairman of the Committee.

8.2.3.-b Duties: Maintain a membership plan that optimizes membership participation member retention and attracts new members.

8.2.4 Marketing Subcommittee:

8.2.4-a Composition: The Marketing Subcommittee shall consist of no less than three Active Members of the Society who are in good standing. The members of the committee shall be appointed by the President who shall also designate the Chairman of the Committee.

8.2.4.-b Duties: The Marketing Subcommittee shall work to optimize financial position of ASDIN through partner and sponsor support.

### 8.3 Nominating Committee:

8.3.1 Composition: The Nominating Committee shall be composed of the Immediate Past President (who shall serve as Chair), and two Active members appointed by the President.

8.3.2 Duties: The Nominating Committee, shall be responsible for conducting an election of Officers and Councilors as outlined in Paragraph IX.

8.3.3 Term of Office: The Nominating committee shall be constituted only for the period of time required to carry out the responsibilities listed in Paragraph 8.2.2 with respect to one election unless otherwise directed by the Council.

### 8.4 Certification and Accreditation Committee:

#### 8.4.1 Composition:

8.4.1-a Member of the Certification and accreditation Committee shall be selected from the member of ASDIN And shall be appointed by the President of ASDIN on an annual basis.

8.4.1-b Member of the Certification and Accreditation Committee shall be appointed so that major areas falling under the definition of Diagnostic and Interventional Nephrology adopted by ASDIN are represented.

8.4.1-c – The Certification and Accreditation Committee shall be composed of a minimum of five (5) members of ASDIN.

8.4.2 Duties: The duties of the Certification and Accreditation Committee shall be to:

8.4.2-a develop the criteria for the certification and recertification of physicians in Diagnostic and Interventional Nephrology and make recommendations to the Council concerning the adoption of such;

8.4.2-b develop the criteria for the accreditation and reaccreditation of training programs in Diagnostic and Interventional Nephrology and make recommendations to the Council concerning the adoption of such;

8.4.2-c establish procedure and policies by which adequate review of applicants for either certification or accreditation may be accomplished:

8.4.2-d review the credentials of all physician applicants for certification and make recommendations to the Council of ASDIN;

8.4.2-e review the credentials of all program applicants for accreditation and make recommendations to the Council of ASDIN;

8.4.2-f make reports to the Council on matters relating to certification and accreditation;

8.4.2-g advise the Council on matters relating to certification and accreditation;

8.4.2-h review reports, inquiries, or problems that are referred by the Council; and

8.4.2-i formulate and periodically review the policies and procedures that serve as the basis for decisions made regarding individual certification and/or program accreditation.

8.4.3 Appeals of the Decision of the Committee: As a last resort, if an applicant has been denied certification, recertification, accreditation or reaccreditation by the Certification and Accreditation Committee and has requested reconsideration by the Certification and Accreditation Committee and been denied certification, recertification, accreditation or reaccreditation a second time by the Certification Committee, the applicant may appeal to the Grievance Committee as described in Article 8.5.

## 8.5 Grievance Committee:

8.5.1 Creation: When any adverse action is taken against a member of the Society, that individual shall be afforded the right of a hearing before a Grievance Committee. The President shall appoint this Committee for the purposes of this hearing after which it shall be dissolved.

8.5.2 When notified of the right of a hearing, the individual affected shall have 30 days to respond. After this time, if no affirmative response has been received, the individual shall be deemed to have waived the right to a hearing.

8.5.3 Composition: The President shall appoint the Grievance Committee which shall be composed of three members of the Society at least one of which is of the same category of membership as the individual in question. One member shall be designated by the President to chair the committee.

8.5.4 Duties: The Grievance Committee shall request, hear, and review all information felt to be pertinent to the issue of the grievance, after which time they shall submit to the Council their findings as to the facts of the issue along with a recommendation for action,

8.5.4-a The findings and recommendations shall be reviewed by the Council. The individual against whom the adverse action is directed shall be afforded the opportunity to address the Council at the time the report of the Grievance Committee is being reviewed.

8.5.4-b Following this procedure and willful consideration being given to the report and recommendations of the Grievance Committee, the Council shall carry out the action that in the judgment of the Council is in the best interest of the Society.

8.5.5 The member may appeal the decision of the Council to a Panel appointed by the President. The modus of appeal must be delivered by the member to the President within 10 days after mailing of notice of the action by the Council to the member.

8.5.6 The activities of the Grievance Committee, the Appeals Panel, and the resulting notice of action taken by the Council and the Appeals Panel may be completed by telephone, by mail or by email.

## 8.6 Education Committee

8.6.1 Composition: The Education Committee shall be composed of no less than three Active Members of the Society who are in good standing. This will include the chairmen of the Training Subcommittee and the Program Subcommittee. The members of the Committee shall be appointed by the President who shall also designate the Chairman of the Committee.

8.6.2 Duties: The Education Committee shall have the responsibility for planning, promoting, organizing and conducting the educational activities of the Society. It shall utilize at least two subcommittees to carry out its activities – The Training Subcommittee and The Program Subcommittee. Other subcommittees shall be created by the Chairman of the Education Committee in order to carry out the proper functions of the Education Committee as deemed necessary with the advice and consent of the Council.

8.6.3 Training Subcommittee:

8.6.3-a Composition: The Training Subcommittee shall be composed of no less than three Active Members of the Society who are in good standing. The members of the Subcommittee shall be appointed by the President who shall also designate the Chairman of the Subcommittee.

8.6.3-b Duties: The duties of the Training Subcommittee shall be to:

8.6.3-b-1 promote training in diagnostic and interventional nephrology,

8.6.3-b-2 develop, maintain and promote the use of an official training curriculum for the Society,

8.6.3-b-3 monitor and periodically report to the Society on the status of training in diagnostic and interventional nephrology in the United States, and

8.6.3-b-4 To carry out those other duties that may from time to time be assigned by the Council.

8.6.4 Program Subcommittee:

8.6.4-a Composition: The Program Subcommittee shall be composed of no less than three Active Members of the Society who are in good standing. The members of the Subcommittee shall be appointed by the President who shall also designate the Chairman of the Subcommittee.

8.6.4-b Duties: The duties of the Program Subcommittee shall be to:

8.6.4-b-1 plan, organize and conduct scientific meetings of the Society,

8.6.4b-b-2 promote scientific meetings of the Society,

8.6.4-b-3 monitor the quality and effectiveness of scientific meetings of the Society and periodically report to the Society on the results of this activity, and

8.6.3-b-4 carry out those other duties that may from time to time be assigned by the Council.

8.7 Clinical Practice Committee

8.7.1 Composition: The Clinical Practice Committee shall be composed of no less than three Active Members of the Society who are in good standing. The members of the committee shall be appointed by the President who shall also designate the Chairman of the Committee.

8.7.2 Duties: The duties of the Clinical Practice Committee shall be to;

8.7.2-a review clinical practice issues related to diagnostic and interventional nephrology,

8.7.2-b develop position and policy statements relative to these issues and report these to the Society. These reports may be in the form of publications,

8.7.2-c maintain a compendium of best practice policies for the Society,

8.7.2-d coordinate with the Training Subcommittee to assure that the official training curriculum of the Society reflects best practice policies and procedures, and

8.7.2-e carry out those other duties that may from time to time be assigned by the Council.

#### 8.8 Communications Committee

8.8.1 Composition: The Communications Committee shall be composed of no less than three Active Members of the Society who are in good standing. The members of the Committee shall be appointed by the President who shall also designate the Chairman of the Committee.

8.8.2 Duties: The Communications Committee shall have the responsibility for planning, promoting, organizing and conducting the communication activities of the Society. Subcommittees shall be created by the Chairman of the Communications Committee in order to carry out the proper functions of the Communications Committee as deemed necessary with the advice and consent of the Council.

#### 8.9 Bylaws Committee:

8.9.1 Creation: These Articles shall be reviewed from time to time by the Council to determine if additions, deletions or alterations appear to be indicated for the proper function of the Society. When changes are felt to be indicated, the President shall appoint a Bylaws Committee.



8.9.2 Composition: The Bylaws Committee shall be composed of the Secretary-Treasurer (who shall serve as chair) and two Active Members of the Society appointed by the President.

8.9.3 Duties: The duties of the Bylaws committee shall be:

8.9.3-a After having received the recommendations of change from the Council shall prepare an amendment or alteration for the Bylaws to be presented to the general membership as described in Article XII. The content of the amendment or alteration must be satisfactory to the Council.

#### 8.10 Public Policy Committee:

8.10.1 Composition: The Public Policy Committee shall consist of no less than three Active Members of the Society who are in good standing. The members of the committee shall be appointed by the President who shall also designate the Chairman of the Committee.

8.10.2 Duties: The Public Policy Committee shall work to assure the representation of ASDIN in public policy debate and serve as a liaison with other organizations in promoting fair and equitable regulatory and legislative measures to the benefit of the membership of the Society.

#### 8.11 Other Committees:

Establishment: Other committees and subcommittees may be designated by the President or by resolution adopted by the Council.

8.12 Those Eligible for Committee Membership: Except as otherwise provided in such resolution, any member (of any category) of the Society in good standing can serve on a committee. The President shall appoint the members of such committees unless otherwise stipulated in a resolution of the Council. Any member of such committees may be removed by the person authorized to appoint such member whenever in their judgment the best interests of the Society shall be served by such removal.

8.13 Terms of Office for Committees: Each member of a committee shall continue as such until the next annual meeting of the membership or until his successor is appointed or elected, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

8.14 Chairs of Committees: Unless otherwise provided in these Articles, the person or persons authorized to appoint the members of the committee shall appoint one member of each committee the Chair.

8.15 Conduct of Business: Except where otherwise stipulated in these Articles, positive actions of all committees shall be taken by a single majority of the members present and voting, and those members present and voting shall constitute a quorum. All actions of all committees shall be subject to review by the Council. Minutes of each committee's meetings shall be taken and maintained by a Secretary for the committee who is appointed by the committee chairman. Minutes of all committee meetings shall be submitted to the Council for approval.

8.16 Authority of Committees: All committees with the exception of the Executive Committee are advisory to the Council and do not have powers to take independent action on behalf of ASDIN unless approved by the Council.

#### **ARTICLE IX - ELECTION OF OFFICERS AND COUNCILORS**

9.1 Call for Nominations/Slate of Candidates: The Nominating Committee, as described in Paragraph 8.3, shall issue a Call for Nominations to the membership and develop a slate from among eligible candidates. The final slate of candidates will be presented to the ASDIN Council for information purposes.

9.2 Ballot - The Nominating Committee shall prepare a ballot with the slate of candidates which will be made available to the membership by email or by US mail at least sixty (60) days prior to the Annual Meeting. An opportunity for write in votes will be incorporated into the ballot.

9.3 Election Rules - Only individual members in good standing on the record date as outlined in Paragraph 4.4 will be permitted to vote. The Nominating Committee, with the approval of the Council, shall set the date that the ballot will be distributed each year. Procedures will be adopted to maintain the integrity of the election process. All ballots must be returned to the ASDIN no later than thirty (30) days prior to the date of the Annual Meeting.

9.4 Election Results - The votes will be tallied after the return date specified by the Nominating Committee. A simple majority of the votes cast shall be required to elect a nominee to any office. In the event of a tie vote, the winner will be determined by the flip of a coin conducted by the Nominating Committee. It will be the responsibility of the Nominating Committee Chair or their designee to receive results and notify all candidates of the election outcomes. The Chairman of the Nominating Committee or his designee will contact the nominees to advise them of results no later than ten (10) days after votes are tabulated. Results will be announced at the Annual

Membership Meeting and through appropriate membership communications.

## **ARTICLE X**

### **BOOKS AND RECORDS**

10.1 Books and Records: The Society shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of all meetings of its membership, Council, and committees having any of the authority of the Council, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. Any member may inspect all books and records of the Society for any proper purpose at any reasonable time.

10.2 Audit: The accounts of the Society shall be subject to audit at a frequency determined by the Council, but not less than once a year. They shall be subject to audit at a frequency determined by the Council, but not less than once each 5 years by a Certified Public Accountant. The Secretary/Treasurer with the approval of the President will appoint this individual. The accountant shall provide a written report including a certified audit to the Council.

## **ARTICLE XI**

### **DUES**

11.1 Annual Dues: The Council may determine from time to time the amount of the annual dues payable to the Society by members of each category.

11.2 Payment of Dues: Notice of dues shall be mailed to each member annually. The period of time covered by each year's dues shall correspond to the calendar year. Failure to pay dues within 60 days of due date shall result in termination of membership at the discretion of the Council. Termination of membership for non-payment of dues shall not entitle the individual to a hearing as described in Article VIII paragraph. 8.5.

11.3 Initial Payment of Dues: Initial payment of dues shall be required at the time of application for membership. The period of time covered by this payment shall be that period from the time payment is received until the next date upon which the annual payment of dues is required for the general membership except in instances specifically exempted by the Council.

**ARTICLE XII**  
**ADOPTION AND AMENDMENTS TO ARTICLES**

12.1 Adoption of Bylaws: These Articles may be adopted by a resolution approved by a majority of the membership present and voting at the first annual meeting following their approval by the Council of the Society. These Bylaws may be amended or altered at the time of such meeting by a majority vote of said membership.

12.2 Changes to Bylaws:

12.2.1 These Articles may be altered, amended, or repealed and new Articles be adopted by a resolution approved by a majority of the membership present and voting at the annual meeting or at any special meeting, if at least thirty (30) days written notice is given of an intention to alter, amend, or repeal these Articles or to adopt new Articles at such meeting.

12.2.2 The basis for proposed changes to the Bylaws shall originate from the Council. It shall be the responsibility of the Council to review these Articles from time to time to determine if additions, deletions, or other changes are appropriate. Additionally, any member in good standing may recommend a change to the Articles to the Council for their consideration. Proposed changes based upon such recommendations shall be at the discretion of the Council.

12.2.3 All change to the Bylaws will be handled in accordance with Paragraph 8.9.

12.2.4 Changes that are purely editorial in nature will be made by the Executive Committee and require no action by the Membership of the Society.

12.2.5 No change in the Bylaws will be adopted that is inconsistent with the Articles of Incorporation of the Society. In instances in which such a change is contemplated, a change in the Articles of Incorporation must first be accomplished, providing such change is allowed by the laws of the State of Delaware.

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**ARTICLE XIII**  
**STAFF AND GENERAL COUNSEL**

13.1 The Council is empowered to retain such staff and legal counsel as may be necessary to carry out the functions of this Society.

13.2 The Chief Staff Officer shall be given such title as may be prescribed by the Council, and as Chief Operating Officer shall manage and direct all activities of the Society subject to the policies of the Council and through the office of the President.

13.2.1 Additional Authority: The Chief Staff Officer of the Society may be designated by the Society to execute any written material on behalf of said Society;

13.3 The General Counsel of the Society shall attend to and act on behalf of the Society in all matters requiring legal service.

13.4 The registered agent and office for the Society shall be designated by Council.

Application for Extension of Time To File an  
Exempt Organization Return

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868****Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

<b>Type or print</b> File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>AMERICAN SOCIETY OF DIAGNOSTIC &amp; INTERVENTIONAL NEPHROLOGY</b>	Employer identification number <b>62-1824027</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>134 FAIRMONT STREET B</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>CLINTON MS 39056</b>	

**Check type of return to be filed** (file a separate application for each return)

- |   |   |                                    |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input checked="" type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF            | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► **MARY LEA NATIONS**

Telephone No ► **601-924-2220**FAX No ► **601-924-0720**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for \_\_\_\_\_

- ☒ calendar year **2009** or  
► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$
<b>b</b> If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$
<b>c Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

**For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 4-2009)