



# Region 1 2020 Bylaws

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## **ARTICLES OF INCORPORATION, NEW JERSEY STATE NURSES ASSOCIATION**

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## **MISSION STATEMENT**

In accordance with its philosophy and bylaws, the New Jersey State Nurses Association (NJSNA), Region 1 comprised of professional nurses, advances the profession and fosters quality in health care.

## **PHILOSOPHY**

Region 1, a regional member of the New Jersey State Nurses Association (NJSNA), is organized for individual professional nurse members to participate in activities for the advancement of nurses and nursing and to promote the profession as an essential, independent and distinct social service. To forward professionalism and the power necessary to carry out nursing's social contract the Region reaches out to all nurses through its structure, programs, and resources striving for one forum for the identification of the entire profession. The Region holds the following common beliefs:

- The membership is responsible for upholding the highest standards of nursing practice. The Region strives to achieve this through education, mentorship, community service, and leadership development.
- The Region serves as a voice on nursing issues in the counties comprising the Region and collaborates with other health care organizations for the improvement of health standards.

## **Article I. Name, Purpose, and Affiliations**

### **Section 1. Name & Affiliation with the ANA**

The name of this region shall be, **Region 1 of the New Jersey State Nurses Association**, herein after referred to as **Region 1** (or simply, the Region), comprised of Morris, Passaic, Sussex, and Warren counties.

### **Section 2. Purpose**

The purpose of Region 1 shall be to fulfill its mission and maintain its philosophy unrestricted by consideration of nationality, race, religion, lifestyle, color, creed, gender, disability, health status, sexual orientation, or age.

## **Article II. Membership and Dues**

### **Section 1. Composition**

Region 1 will consist of registered nurses, each of whom shall possess membership at the state (NJSNA) or state and national (NJSNA/ANA) level.

### **Section 2. Qualifications**

A qualified member is one who meets the following criteria:

- a. Whose application for membership has been accepted in accordance with NJSNA policy

- b. Who is a resident in Morris, Passaic, Sussex, and Warren Counties or has selected membership in Region 1 and
- c. Who is in good standing with NJSNA, and whose dues are current in the state system.

### Section 3. Rights of Members

Every member shall have the right to:

- a. Attend Region 1 meetings and activities.
- b. Participate in Region 1 elections.
- c. Be a candidate for ANA, NJSNA, and Region 1 elected and appointed positions.

### Section 4. Obligations of Members

Every member shall be obligated to:

- a. Uphold the bylaws of ANA, NJSNA and Region 1.
- b. Abide by the ANA Code of Ethics for Nurses.
- c. Adhere to the schedule for timely dues payment.

### Section 5. Disciplinary Action

- a. Members shall be subject to censure or expulsion or removal from office by Region 1 for violation of the ANA Code of Ethics for Nurses or for violation of the bylaws of ANA, NJSNA, and Region 1.
- b. No disciplinary action shall be taken against a member, except specific charges, given a reasonable time to prepare any defense and afforded a full-time hearing.
- c. Disciplinary action may be initiated by any member of Region 1.
- d. The Board of Directors shall appoint a Disciplinary Committee to investigate all charges and recommend action.
- e. A member shall have the right of appeal from a recommended action by the Disciplinary Committee and must request within 30 days after receipt of written notification of the Disciplinary Committee's recommended action a decision by Region 1 Board of Directors. Failure to make the aforesaid request within 30 days after receipt of written notification shall preclude further review.
- f. Region 1 Board of Directors will implement the recommended action of the Disciplinary Committee by a 2/3 vote.
- g. A member expelled under the provisions of this section shall be eligible for reinstatement after one year upon application to the Board of Directors and its subsequent approval.

### Section 6. Dues

- a. The membership dues schedule shall follow that established by NJSNA.
- b. The forfeit of all membership rights shall occur if dues are not paid as required by current policy.
- c. A member may transfer to Region 1 without additional dues for the remainder of the membership year.

- d. Dues payment plans shall follow those established by NJSNA.

### **Article III. Board of Directors**

#### **Section 1. Definitions**

The Board of Directors serves as the agent for Region 1 membership.

#### **Section 2. Duties**

The business and affairs of Region 1 shall be managed by or under the direction of the Board of Directors which shall exercise all such powers of the Region and do all such lawful acts and things as by these bylaws, directed or required by members. In addition, the Board of Directors shall have the following specific duties and responsibilities:

- a. Establish policies governing the affairs of the Region and devise and promote measures for the Region's growth and development.
- b. Provide for the proper care of materials, equipment, and funds of this region for the payment of legitimate expenses and for the biennial review of all books of account.
- c. Define the duties of various officers and other persons.
- d. Insure that the Region addresses ethical and human rights issues related to nursing practice, education research and operation of the Region.
- e. Approve the appointment of standing committees and special committees as the need for them arises.
- f. Determine the appropriate expenditures for continuing education and the annual meeting.
- g. Make all other appointments not otherwise provided for in these bylaws
- h. Fill any vacancies on the Committee on Nominations, Board of Directors, and any office, except in the office of President or President Elect.
- i. Develop, promulgate, and implement long and short-term goals of Region
- j. Approve the date and location of the annual meeting.
- k. Refer proposed amendments to Region 1 bylaws to NJSNA's Bylaws Committee for advisory opinion in accordance with the bylaws of NJSNA.
- l. The proposed amendments to the bylaws will be submitted to the State Board for approval and then voted on by the Region.

#### **Section 3. Executive Committee**

There shall be an Executive Committee of the Board of Directors composed of the President, President Elect, Secretary, and Treasurer. This committee shall have all powers of the Board of Directors to transact business of an urgent nature between board meetings. All transactions of this committee shall be reported at the next regularly scheduled meeting of the Board of Directors. A majority of the membership of the committee shall constitute a quorum.

#### **Section 4. Meetings**

The meetings of Region 1 shall be:

- a. BOARD MEETINGS

Regular meetings of the Board of Directors shall be held prior to the annual meeting and at such times and places as shall be determined by action of the Board.

b. **SPECIAL MEETINGS**

Special board meetings may be called by the President on at least three (3) days' notice to each board member. Special board meetings may also be called by the President upon written request of two (2) or more members of the Board of Directors. Special meetings shall be held at the time and place as specified in the notice. No business other than that specified in the call thereto, shall be considered at the special meeting.

c. **ANNUAL MEETINGS**

1. There shall be an annual meeting of Region 1. The time and place of the meeting shall be designated by the Board of Directors.
2. An attempt shall be made of a quorum at the annual meeting, and each member in good standing shall be entitled to one vote. A quorum shall consist of at least one percent of the Region membership.
3. Notice of the Annual Meeting shall be made to the membership at least 30 days prior to said date.
4. The Region 1 annual meeting may be held by means other than a face-to-face meeting, including electronic means. Such means must allow participants the opportunity to read or hear the proceedings substantially concurrently with their occurrence, vote on matters submitted to the members, pose questions, and make comments.

## **Article IV. Board Members**

### **Section 1. Board Members**

The board members shall be:

- a. President
- b. Past President
- c. President Elect
- d. Secretary
- e. Treasurer
- f. Vice President for Communication
- g. Vice President for Membership
- h. Vice President for Fundraising
- i. Vice President to the Congress on Policy
- j. Vice President for Education
- k. Chair of Nominations Committee
- l. County Coordinators

### **Section 2. Duties and Responsibilities**

- a. The officers shall perform all duties prescribed by these bylaws and such other duties as required by the membership or the Board of Directors.

- b. Upon expiration of their respective terms of office all officers shall surrender immediately all property of Region 1 to the successor or the office of the President.
- c. The President shall:
  - 1. Serve as chairperson of the Board of Directors.
  - 2. Appoint standing committees with the approval of the Board of Directors.
  - 3. Serve as ex-officio member of all committees, except the Nominations Committee.
  - 4. Serve as representative of the Region on the NJSNA Board of Directors.
  - 5. Preside at all meetings and conduct them by Robert's Rule.
  - 6. Prepare an annual and such other reports as required by the NJSNA Board of Directors.
  - 7. Perform all other duties as needed.
- d. The President Elect shall:
  - 1. Assume all duties of the President in the President's absence including voice and vote at NJSNA Board meetings.
  - 2. Assist President in carrying out duties.
  - 3. Serve as chairperson for the Bylaws Committee.
- e. The Past President shall:
  - 1. Serve in an advisory capacity to the President and Board.
- f. The Secretary shall:
  - 1. Keep the minutes of all meetings of the Region, the Board of Directors, and the Executive Committee.
  - 2. Preserve all papers, letters and transactions of Region 1.
  - 3. Send to the Secretary of the NJSNA the names and addresses of all the officers.
  - 4. Send notices of the time and place of all meetings.
  - 5. Conduct the general correspondence of Region 1.
  - 6. Keep an up to date copy of Region 1 Bylaws and provide a copy to NJSNA.
  - 7. Send to the NJSNA Bylaws Committee for review and comment all proposed amendments to the Region Bylaws before their adoption.
- g. The Treasurer shall:
  - 1. Receive and have charge of all Region funds, deposit such funds in a bank designated by the Board of Directors, and disburse as may be ordered by the Board of Directors.
  - 2. Report the financial standing at all Board meetings and make full report to the membership at the annual meeting.
  - 3. Serve as chairperson for the Finance Committee.
  - 4. Keep an itemized account of all receipts, disbursements, and investments.
  - 5. Have all books of account reviewed by an accountant at the end of the Treasurer's term.
  - 6. Maintain current 501(c)(3) status.

7. File a 990 e-postcard by the 15<sup>th</sup> day of fifth month after the year's end financial closing, which is June 1<sup>st</sup> (i.e. - after June 1<sup>st</sup> but before October 15<sup>th</sup>).
- h. The Vice President for Communication shall:
  1. Provide a channel of communication for members in the Region.
  2. Serve as chairperson for the Public Relations Committee.
  3. Shall submit news/updates to the *NJ NURSE*.
- i. The Vice President for Membership shall:
  1. Serve as chairperson of the Membership Committee.
  2. Encourage new member's immediate participation in Region activities with assistance of County Coordinators.
- j. The Vice President for Fundraising shall:
  1. Oversee fundraising activities in the Region.
- k. The Vice President to the Congress on Policy shall:
  1. Serve as chairperson to the Legislative Committee.
  2. Develop and maintain a legislative network for Region 1.
  3. Represent the Region on NJSNA's Congress on Policy.
- l. The Vice President for Education shall:
  1. Oversee all regional activities related to education and research.
  2. Serve as chairperson for the Program Committee.
- m. The Chair of Nominations Committee shall:
  1. Announce and promote available officer positions at Region 1 Annual Dinner and in NJ Nurse.
  2. Coordinate and submit Region 1 election candidates to NJSNA.
- n. The County Coordinators shall:
  1. Represent the county at Region 1 Board meetings.
  2. Facilitate participation of NJSNA/Region 1 at community events.
  3. Provide information to the Board of Directors regarding county agencies, facilities, etc.
  4. Assist Vice President for Education in planning and implementing educational programs in the county.
  5. Encourage county members to attend all NJSNA Region 1 meetings and activities.
  6. Chair annual meeting on a rotating basis.

### Section 3. Terms of Office

- a. The President shall serve a term of 2 years.
- b. The President Elect shall serve a term of 2 years in odd numbered years and automatically become president.
- c. In the event that there is no President Elect in the odd numbered year, an election may be held in the following even numbered year. If there is no President Elect at this time, both the President and the President Elect may be elected in the following odd numbered year.
- d. The Past President shall serve a term of 2 years.
- e. The Secretary shall serve a term of 2 years and is elected in even years.
- f. The Treasurer shall serve a term of 2 years and is elected in even years.



- g. The Vice President for Communication shall serve a term of 2 years and is elected in even years.
- h. The Vice President for Membership shall serve a term of 2 years and is elected in odd years.
- i. The Vice President for Fundraising shall serve a term of 2 years and is elected in odd years.
- j. The Vice President to the Congress on Policy shall serve a term of 2 years and is elected in odd years.
- k. The Vice President for Education shall serve a term of 2 years and is elected in even years.
- l. County Coordinators will be elected 2 (Warren & Passaic) in the even year and 2 (Morris & Sussex) in the odd year.
- m. Members of the Nominations Committee will be elected 2 in the even year and 2 in the odd year and serve 2 years each.
- n. In the event that the call for nominations is unfulfilled, the board has the option to appoint a member who is willing to fill a vacant position.
- o. Members may continue to serve in their appointed positions if there are no qualified candidates, or no opposition to completion of their term.

**Section 4. Vacancies**

- a. In the event of a vacancy occurring in the office of the President, the President Elect shall serve as President and a new President Elect will be elected at a special election or the next scheduled election.
- b. All other vacancies and officer's positions shall be filled by appointment by the Board of Directors.
- c. An email blast will be sent as a notification to members of position vacancies.

**Section 5. Conflict of Interest**

No Region 1 member shall serve as an officer in more than one region simultaneously.

**Article V. Standing Committees**

**Section 1. Definition**

Standing committees shall be:

- a. Membership Committee
- b. Nominations Committee
- c. Program Committee
- d. Legislation Committee
- e. Public Relations Committee
- f. Bylaws Committee
- g. Finance Committee

**Section 2. Composition**

- a. Standing committees shall be composed of a minimum of 3 members of the Region.

- b. Chair of each committee shall keep a list of all active members and report on activities at the Board meetings.
- c. Members of a standing committee, unless otherwise specified herein, shall be volunteers solicited from the membership and appointed annually.
- d. Representation from each county is recommended.
- e. A majority of the standing committee membership shall consist of a quorum.

Section 3. Membership Committee

- a. Chaired by the Vice President for Membership
- b. Evaluates matters relating to membership
- c. Develops plans for recruitment and retention of members

Section 4. Nominations Committee

- a. Consists of 4 members
- b. Oversees all nomination and election activities according to the following schedule:
  - 1. Meet to begin soliciting candidates to run for Region office at least 6 months prior to the election.
  - 2. Call for nominations sent to general membership.
  - 3. Announce at business and/or annual meeting(s) and in the *New Jersey Nurse* the available offices with a description of the duties of those offices.
  - 4. Prepare a slate and attempt to obtain two nominees for each office to be filled.
  - 5. Verify nominees are members of Region 1. Notify nominees and ask if they wish to accept or decline. Nominees are to submit a short biography which will appear with the official ballot.
  - 6. Compose ballots and submit electronically to NJSNA for processing.
  - 7. A plurality vote shall constitute an election. In case of a tie, the choice shall be determined by lot.
  - 8. Results reported to the membership via an announcement of new appointments at the Region's meeting and publicized in *New Jersey Nurse*.
  - 9. Terms of office shall be from January 1—December 31.
- c. The Nominations Committee member with the largest number of votes will serve as chair in second year of their term. In case of a tie, a coin toss will decide the chair.

Section 5. Program Committee

- a. Chaired by the Vice President for Education
- b. Plans and implements programs of interest to Region 1 membership

Section 6. Legislative Committee

- a. Chaired by the Vice President to the Congress on Policy

- b. Study the program objectives of ANA, NJSNA and region to determine the need for legislative action at the federal, state, and local level of government
- c. Receives proposals for legislative action from membership
- d. Study proposed federal, state, and local legislation that impacts nursing, nurses, and health care
- e. Informs the Board of Directors and educate the membership concerning legislative, regulatory and political issues

Section 7. Public Relations Committee

- a. Chaired by the Vice President for Communications
- b. Communicates all Region news and business to the membership
- c. Provides publicity of Region 1 events, nurses, nursing, and health care issues to the local media

Section 8. Bylaws Committee

- a. Chaired by the President Elect
- b. Consists of the President Elect and at least one region member
- c. Reviews bylaws for congruence with NJSNA and ANA bylaws
- d. Proposes and reviews amendments to bylaws
- e. Prepares an annual report

Section 9. Finance Committee

- a. Chaired by the Treasurer
- b. Consists of 3 Board members and 2 non-board members
- c. Monitors financial activities
- d. Prepares an annual budget
- e. Makes investment and money management recommendations

**Article VI. Organizational Year**

The organizational year shall be consistent with NJSNA organizational year.

**Article VII. Parliamentary Authority**

The rules contained in the current edition *Robert's Rules of Order – Newly Revised*, shall govern meetings of this Region 1n all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

**Article VIII. Amendments**

Section 1. Amendments with Notice

All proposed amendments shall be referred to a Bylaws Committee for study and recommendation. Proposed amendments shall be sent to all members 30 days prior to the annual meeting. These bylaws may be amended at the annual meeting.

Section 2. Amendments without Notice

These may be amended at any annual meeting by vote of qualified members present, and without previous notice, provided the proposed amendments have been referred to a bylaws committee for study and recommendation.

### Section 3. Amendments Process

- a. Need for Bylaws amendments are identified by membership or Board members.
- b. Region President will appoint a special committee with approval of Region Board of Directors.
- c. Special committee will elect a chair who will report to Board on the work of the committee.
- d. Board of Directors votes on Bylaws changes.
- e. Amendments are submitted to State Bylaws Committee by the Secretary for review to assure consistency with state and national bylaws.
- f. Amendments are voted on by membership.

## **Article IX Dissolution**

### Section 1. Definition

The termination of Region 1 as an affiliate of NJSNA

### Section 2. Dissolution Process

- a. A meeting of the Region 1 Board of Directors shall meet, a quorum established and a majority vote taken in favor of a motion to dissolve
- b. There shall be notification of the Region 1 membership concerning the concept of and rationale for, dissolution as an affiliate of NJSNA at least 30 days prior to the annual meeting.
- c. A quorum at the annual meeting will be established and a vote taken. The motion to dissolve will be carried by a two-thirds vote of the members.

### Section 3. Dissolution

- a. In the event of dissolution of NJSNA Region 1, the Board of Directors shall, after paying and making provisions for the payment of all liabilities, distribute all the assets of Region 1 over to the Institute for Nursing, which has been recognized as a 501(c) (3) organization by the Internal Revenue Service.

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