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Nevada Nurses Association Bylaws

Revisions: 1948, 1949, 1951, 1953, 1957, 1961, 1967, 1970, 1972, 1975, 1977, 1978, 1979.

Re-adopted, effective with filing new Articles of Incorporation, 1981.

Revised 1981, 1983, 1985, 1986, 1988, 1989, 1990, 1992, 1993, 1995, 1996, 1997, 1998, 1999, 2000, 2002, 2004, 2007, 2010.

ARTICLE 1 NAME, PURPOSES AND FUNCTIONS

SECTION 1. NAME

The name of this organization shall be the Nevada Nurses Association, hereinafter referred to as NNA, a constituent member of the American Nurses Association, hereinafter referred to as ANA.

SECTION 2. PURPOSES

The purposes of NNA are to:

- (1) Advance and uphold excellence, integrity, and autonomy in the practice of nursing, and
- (2) To advocate for accessible, quality health care for all.

These purposes shall be unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion, or sexual orientation or any other consideration in accordance with the bylaws of the American Nurses Association.

SECTION 3. FUNCTIONS

The functions of the NNA shall be to:

- A) Promote, through appropriate means, standards of nursing practice, nursing education, and nursing service as defined by ANA.
- B) Uphold and promote adherence to the Code of Ethics for Nurses established by the ANA.
- C) Actively participate in activities which impact professional nursing practice and health care, such as coalitions, public policy formation, legislation, and regulation.
- D) Promote and protect the economic and general welfare of nurses.
- E) Encourage and promote research designed to enlarge the knowledge on which the practice of nursing is based.
- F) Encourage and promote continuing professional education and development for all nurses.

G) Represent nurses and serve as their state spokesperson with allied professional, community and governmental groups, and with the public.

H) Provide for representation in the ANA House of Delegates, Center for American Nurses (Center), and United American Nurses (UAN) National Labor Assembly.

I) Promote relationships with nursing students.

J) Promote the general health and welfare of the public through association programs, relationships, and activities.

K) Serve as an agency for the collection, preservation, analysis and dissemination of documents and information relevant to nursing in Nevada.

ARTICLE 2

MEMBERSHIP QUALIFICATIONS, PRIVILEGES, & DISCIPLINARY ACTION

SECTION 1 EQUAL OPPORTUNITY MEMBERSHIP

Members of the NNA shall be accepted in accordance with the qualifications and other requirements described in the NNA Bylaws, unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion, sexual orientation, or any other consideration in accordance with the Bylaws of the ANA.

SECTION 2. QUALIFICATIONS

A) A **Full member** is one:

(1) Who is a dues paying member of both the national organization, ANA and the state organization, NNA, and

(2) Whose “full membership” dues are current, and

(3) Who has been granted a license to practice as a registered nurse in at least one state, territory, or the District of Columbia of the United States and does not have a license under suspension or revocation in any state, or is otherwise entitled by law to practice; or

(4) Whose license is surrendered and can document, according to policies and procedures, a program of recovery from chemical dependency, or

(5) Who remains compliant with the Code of Ethics for Nurses, the Bylaws of the ANA and its constituent member associations (CMA).

B) An NNA **State-Only member** is one:

(1) Who has been granted a license to practice as a registered nurse who works or resides in the state of Nevada, **or**

(2) Whose license is suspended or surrendered and can document, according to policies and procedures, a program of recovery from chemical dependency, and

(3) Whose “state only” dues are current, and

(4) Who remains compliant with the Code of Ethics for Nurses and the Bylaws of the NNA. Nurses working or living in Nevada may join at the state-only level at any time and for such periods of time that state-only membership is sanctioned by a written agreement with ANA.

SECTION 3. PRIVILEGES

A) **PRIVILEGES: Full Members** may:

- (1) Participate in the election of ANA and Center delegates and alternates;
- (2) Vote for NNA officers, directors, and nominating committee;
- (3) Serve in any national and state level elected or appointed position if so qualified and selected;
- (4) Attend meetings, conventions, and unrestricted activities of NNA, ANA, Center and the International Council of Nurses;
- (5) Receive regular NNA and ANA communications and publications;
- (6) Receive a NNA/ANA membership card

B) **PRIVILEGES: NNA State-Only Members** may:

- (1) Vote for NNA officers, directors, and nominating committee;
- (2) Serve in any NNA elected (except for ANA/Center delegates or alternates) or NNA appointed position if so qualified and selected;
- (3) Attend meetings, conventions, and unrestricted activities of NNA;
- (4) Receive regular NNA communications;
- (5) Receive an NNA membership card.

NOTE: State-only members are not entitled to belong to or receive benefits from the ANA at the national level.

SECTION 4. DISCIPLINARY ACTION

A) A member shall be subject to disciplinary action including censure or expulsion by the NNA for violations of the Code of Ethics for Nurses as established by the ANA; for violation of the NNA Bylaws; or other actions that are detrimental to the purposes, goals, and functions of the ANA or the NNA. No such action shall be taken against a member until such member shall have been served with written specific charges, given a reasonable time to prepare any defense, and afforded a full and fair hearing.

B) Members expelled under provisions of this section who are subsequently reinstated shall be automatically reinstated by the NNA.

C) Disciplinary action, appeal, and reinstatement shall be conducted in accordance with the policies and procedures of the NNA, and pursuant to common parliamentary and statutory law.

D) Any disciplinary action taken by any other constituent member association against one of its members or against a member of NNA shall be given full recognition and enforcement provided that such action was taken in accordance with that state nurses' association's bylaws and disciplinary procedures.

ARTICLE 3 MEMBERSHIP DUES

SECTION 1. DUES

A) The annual dues for a member of NNA may be set or changed as recommended by the Board of Directors. A change in the amount of dues shall be determined by a majority vote of all members in good standing and in attendance at the annual Meeting of the Members or special meeting of the membership provided reasonable notice of the intent to take such a vote shall have been given. The vote will be by secret ballot.

B) Full membership dues shall include the assessment paid by the association to the ANA and Center, in accordance with the policies adopted by the ANA House of Delegates and the Center, respectively.

C) NNA State member dues shall include the NNA state amount plus the amount identified in the agreement with ANA for the state only, individual membership option.

D) The forfeiture of all membership rights shall occur if dues are not paid as required by current policy.

E) No additional dues, fees, or assessments will be required to participate in a district or chapter.

F) Members who qualify for one of the following categories may elect to pay fifty percent (50%) of the full annual dues:

- (1) Nurses who are not employed;
- (2) Registered nurse students in full-time study;
- (3) And other members who qualify as determined by the Board of Directors.

G) Members who are permanently disabled or sixty-two (62) years of age or older who are not employed may elect to pay twenty-five percent (25%) of the annual dues.

SECTION 2. CHANGE OF DUES CATEGORY

No monies shall be refunded, nor additional monies collected, when a change in the dues category is made within a membership year.

SECTION 3. ANA ASSESSMENTS

NNA shall continue to pay the assessment to the ANA pursuant to the House of Delegates policy and/or the ANA bylaws until such time as 2/3 (two thirds) of the NNA full members vote to disaffiliate from the ANA.

SECTION 4. TRANSFERS

A) Members of the NNA who have completed full payment of dues shall be transferred to another state association that is a constituent of the ANA, upon written request with cause.

B) Members of another constituent of the ANA who have requested a transfer of membership to the NNA may be accepted for the remaining portion of the membership year for which the ANA assessment has been paid, without further payment of dues to the NNA. Any charge of additional fees for services to transferred members shall not interfere with the rights of members as defined in these bylaws.

ARTICLE 4 DISTRICT CONSTITUENT

SECTION 1. LOCATION

A District Constituent may be formed within the state to serve a specific area within the state.

SECTION 2. FUNCTIONS

A) The District shall conform to the bylaws of the NNA and follow the same fiscal year.

B) The functions of the district may change in order to meet the needs of the nurses within the district.

SECTION 3. MEMBERSHIP

Membership within the district constituent shall consist of members as defined in the NNA bylaws and members shall hold concurrent membership in NNA state organization.

SECTION 4. ELECTION TO DISTRICT BOARD OF DIRECTORS

A) Board & Officers of this constituency shall be elected by the district constituent membership as set by the District bylaws

B) The NNA state organization shall be informed within 30 days of election results.

SECTION 5. DISTRICT FINANCES

A) Each District's treasurer will deposit all funds of the District constituent in a bank as designated by the District's Board of Directors.

B) The name of the bank and account number should be forwarded to the NNA state office.

C) Disbursement of district funds (paying bills) will require two signatures and the signers shall be treasurer and president of the District.

D) The District Constituent will receive from the NNA state office a percentage of each member's ANA registration fee annually to be determined by the Board of Directors.

- E) The treasurer of the District shall arrange for an internal review of financial records and procedures at the end of each fiscal year with a written report to be given to the District's Board of Directors and the NNA State office.
- F) In the event of the dissolution of a District, all of the group's assets shall be absorbed by the NNA state organization.

ARTICLE 5 AFFILIATES

SECTION 1. ORGANIZATIONAL AFFILIATES

- A) An organizational affiliate is a nursing organization in Nevada that requests to be a constituent of NNA, and has:
- (1) Articles of Incorporation that govern its members and regulate its affairs, and
 - (2) Stated purposes and functions that are not in conflict with those of the NNA, and
 - (3) A governing body composed of a majority of registered nurses, and
 - (4) Made a petition to the Board of Directors, and
 - (5) Paid the fee established by the NNA Board of Directors.
- B) Organizational Affiliates may contract for various services provided by the NNA for a fee to be determined by the Board of Directors.
- C) Only individual members of Affiliate Groups who are NNA dues paying members are subject to the rights, responsibilities and obligations provided by NNA Bylaws. Individual members of the Affiliate Groups who are NNA dues paying members may serve on committees and vote on committee matters. Affiliate Group members may not hold office unless they are NNA members.
- D) An organizational affiliate may be disqualified for failure to comply with the bylaws of NNA, or for other causes deemed sufficient, by a three-fourth vote of the NNA Board of Directors. Prior to any vote regarding disqualification, the NNA Board of Directors shall provide 30 days notice along with the proper procedures for appeal.
- E) In the event of the dissolution or disqualification of an affiliate organization, all of the Affiliate Group's assets shall be returned and disbursed as per the Affiliate Group's bylaws. No fees paid to the NNA shall be refunded to the group.
- F) Reinstatement shall require a three-fourth vote of the NNA Board of Directors and proof of corrective action.

SECTION 2. INDIVIDUAL AFFILIATE

- A) An individual affiliate is a person who is not a member but who:
- (1) Elects to join NNA in accordance with the provisions of this section,
 - (2) Pays the fee established by the NNA Board of Directors, and
 - (3) Whose views are congruent with NNA.

B) Individual affiliates shall have privileges as granted by the NNA Board of Directors.

ARTICLE 6 SPECIAL PRACTICE GROUPS

SECTION 1. A specialized practice group is one that is concerned with an area of nursing practice or of special interest.

SECTION 2. SPG's on the state level may be formed by an NNA member communicating the need in writing to the Board of Directors and receiving approval. All of the SPG members must be members of NNA beginning October 20, 2010 for all newly formed SPGs and by October 31, 2012 for SPGs in existence prior to 2010.

SECTION 3. Moneys of SPG's may be deposited in the treasury of NNA with the use of separate accounting systems. Expenditures using SPG funds must be approved by the SPG involved.

SECTION 4. In the event of the dissolution of an SPG, all of the group's assets deposited with NNA shall be returned and disbursed as per the SPG's bylaws. No fees paid to the NNA shall be refunded.

SECTION 5. SPG and NNA may disassociate according to procedures established in the NNA Policy Manual.

SECTION 6. The chairperson of each SPG shall be a member of NNA and a voting member of the NNA Board of Directors, provided that all of the SPG members are NNA members in accordance with Section 2 of this Article. If membership is not maintained, the chair of the SPG shall be a non-voting member until such time as all SPG members are NNA dues paying members.

SECTION 7. Individual members of SPG's who are NNA dues paying members may serve on NNA committees and vote on committee matters.

ARTICLE 7 OFFICERS AND THEIR DUTIES

SECTION 1. Definition

The Board of Directors is the corporate body composed of officers and directors as elected by the members of NNA.

SECTION 2. The executive committee of the NNA shall consist of a President, President-Elect, Vice President, Secretary, and Treasurer.

SECTION 3. All officers shall be elected for a term of two (2) years, with the exception of the President-Elect who will serve a one (1) year and then become President for two (2) years. No officer may serve more than two (2) consecutive terms in the same office. One who has served more than one-half of a term shall be credited with having served that term. Those persons elected shall serve until the next regular election and/or until their successors are elected and positions are assumed.

SECTION 4. Vacancies in each office shall be filled for all positions as stated in Article 8 except the position of President which shall be filled by the President-Elect.

SECTION 5. The President shall:

- A) Be chairperson of the Board and the Executive Committee.
- B) Serve as the official representative and spokesperson on matters of policy and positions.
- C) Serve as an ex officio member of all committees, except the Committees on the Economic & General Welfare and Nominations.
- D) Serve as representative and/or delegate at meetings of the Constituent Assembly, ANA House of Delegates and other special meetings of the ANA, provided that the President is a full (CMA/ANA) member and is separately elected by full members to serve as an ANA Delegate.
- E) Serve as a member of the Executive Committee.

SECTION 6. The President-Elect shall:

- A) Assume the duties of the president in his/her absence.
- B) Serve as chairperson of the Committee of Strategic Planning.
- C) Serve as a representative to the Constituent Assembly only when the president can not serve in such a capacity.
- D) Serve as a member of the Executive Committee.

SECTION 7. The Vice President shall:

- A) Assume the duties of the president in the absence of the president and the president-elect.
- B) Serve as chairperson of the Committee on Membership.
- C) Serve as a member of the Executive Committee.

SECTION 8. The Secretary shall:

- A) Be responsible for and cause the proper recording of minutes all meetings of the:
 - (1) Board of Directors,
 - (2) Board Executive Committee,
 - (3) Annual Meeting of the Members.
- B) Serve as a member of the Executive Committee.
- C) Be the official custodian of all fiscal records and the corporate documents of the NNA.
- D) Send to the secretary of the ANA and the Center the name and address of the President immediately after election.
- E) Send to the headquarters of the ANA a complete copy of all amendments or a revision of the Bylaws of the NNA within one month after adopting and after printing send copies of Articles of Incorporation and Bylaws.
- F) Authenticate corporation minutes and documents.

SECTION 9. The Treasurer shall be responsible for:

- A) The proper receipt, deposit, disbursement, and withdrawal of all NNA funds.
- B) The proper care of its fiscal records.
- C) Reporting the financial standing of the NNA to the Board of Directors and to the annual Meeting of the Members.
- D) Serve as chairperson of the Committee on Finance.
- E) Serve as a member of the Executive Committee.

SECTION 10. The Executive Director/Association Manager shall assume such duties in connection with the work of the Secretary and Treasurer as designated by the Board of Directors.

SECTION 11. All officers shall, within two (2) weeks upon resignation or expiration of their terms of office, surrender all property of the NNA in their possession to their successors or to NNA Headquarters.

ARTICLE 8 BOARD OF DIRECTORS AND ITS DUTIES

SECTION 1. Members of the Board of Directors shall consist of five (5) officers, three (3) directors, and the president from each organizational affiliate and a chairperson from each Specialized Practice Group, Chapter or District. The chairperson of the Economic & General Welfare Committee shall be an ex-officio member of the Board of Directors.

SECTION 2. The three (3) directors shall be elected for a term of three (3) years and no director shall serve more than two (2) consecutive terms. One who has served more than one-half of a term shall be credited with having served that term.

SECTION 3. The Board of Directors of the NNA shall exercise all powers of the Association not otherwise reserved in the Bylaws to the officers.

SECTION 4. The Board of Directors shall meet at least once annually and at such other times as determined by the President or by the Board of Directors. Absence from two (2) meetings within one calendar year without good cause as determined by the Board of Directors shall constitute a resignation and the vacancy shall be filled as provided for in these Bylaws.

SECTION 5. Special meetings of the Board of Directors may be called by the President or by a majority of the members of the Board.

SECTION 6. The Board of Directors shall:

A) Transact the business of the Association in the interim between annual Meetings of the Members.

B) Establish major administrative policies governing the affairs of the Association and devise and coordinate measures for the growth and development of the Association.

C) Provide for and approve policies concerning the:

- (1) Maintenance of NNA Headquarters.
- (2) Centers or locations for all activities of the Association.
- (3) Proper care of materials, equipment, and funds of the Association.
- (4) Payment of legitimate expenses.

D) Assume responsibility for disciplinary action and ensuring the rights of dues paying members as specified in these Bylaws.

E) Appoint an Executive Director/Association Manager and define the duties and compensation of the Executive Director/Association Manager. The Executive Director shall serve as the second NNA representative to the ANA Constituent Assembly.

F) Provide for the auditing of all books and accounting as necessary.

G) Create special committees and task forces as the need arises to perform specific functions.

H) Appoint the Chairperson and members of each Standing Committee and make all other appointments not otherwise provided for in these bylaws.

I) Fill vacancies on the Committee on Nominations and on the Board of Directors, except for vacancies occurring:

- (1) In the office of President.
- (2) President-Elect
- (3) On the Committee on Economic and General Welfare.

J) Assign such other activities to the Committees as is deemed necessary.

K) Decide upon:

- (1) Registration fees, date, and place of the annual Meeting of the Members.
- (2) Time and place of meetings of the Board of Directors.

L) Adopt criteria for selection of representatives of the profession to be submitted to the appropriate State authorities for consideration in making appointments to the Nevada State Board of Nursing and other State agencies, and name the representatives to be submitted.

M) Approve the minutes of the annual Meeting of the Members.

N) Adopt an annual budget.

O) Report to annual Meetings of the Members.

P) Approve establishment or dissolution of chapters or districts.

SECTION 7. There shall be an Executive Committee of the Board of Directors composed of the president, president-elect, vice-president, secretary and treasurer. This committee shall have all the powers of the Board to transact business of an emergency nature between Board meetings. All transactions of this committee shall be reported to the Board at its next meeting.

SECTION 8. Any action required or permitted to be taken at any meeting of the Board of Directors or of any committee thereof may be taken without a meeting, if prior to such action a written consent to such action is signed by eighty percent (80%) of the board or committee members, as the case may be, and such written consent is filed with the minutes or proceedings of the board or committee.

SECTION 9. Any meeting of the Board of Directors or of a committee or task force designated by the Board may be conducted by any means as determined by the NNA Board of Directors as long as all persons participating in the meeting can communicate with each other, and participation in this manner constitutes presence in person at the meeting.

ARTICLE 9 NOMINATIONS AND ELECTIONS

SECTION 1. Members who seek nomination and election to office must maintain current NNA membership without a lapse throughout the nomination, election, and term of office.

SECTION 2. The Vice President and Treasurer shall be elected in the even-numbered calendar years and the President-Elect and Secretary shall be elected in odd-numbered years. The term of

office shall commence at the adjournment of the annual Meeting of the Members at which their election is announced.

SECTION 3. Three (3) Directors shall be elected to serve for three (3) years.

SECTION 4. Three (3) members of the Committee on Nominations shall be elected annually. Additional members of the committee may be appointed, as requested by the Board of Directors.

SECTION 5. A member shall be considered eligible for only one office in NNA elected by the entire membership at any one time. This does not apply to delegates or alternates to the ANA and the Center.

SECTION 6. The NNA shall have elected delegates and alternates to the ANA House of Delegates and/or the Center who shall be elected by the official ballot of the NNA by full members only.

One delegate to ANA and to the Center nominated shall be the President as long as the President is a full NNA/ANA member. Additional delegates and alternates shall be elected according to the number of votes received. However, no member of a UAN or CMA collective bargaining unit may serve as a delegate to the Center. Election of delegates and alternates shall be in agreement with ANA Bylaws and policies. Each delegate and alternate shall be elected for a two-year term in even-numbered years or until a successor is elected.

Only full members of the NNA/ANA are eligible to be elected as either ANA delegates or alternates. Therefore, only full NNA/ANA members may vote for ANA delegates and alternates.

SECTION 7. Elections shall be carried out by secret ballot with members voting in accordance with policies and procedures as determined by the Board of Directors.

SECTION 8. The ballots shall be tabulated in accordance with policies and procedures as determined by the Board of Directors.

SECTION 9. The nominees for the Committee on Nominations receiving the highest number of votes shall be declared elected as the Committee's Chairperson. The nominees for the required number of delegates who receive the highest number of votes shall be declared elected and the nominees who receive the next highest number of votes shall serve as alternates.

SECTION 10. In the event of a tie, the choice shall be decided by lot.

SECTION 11. All ballots, credentials of the voting body, and other records of the election shall be preserved for a minimum of one year.

ARTICLE 10 STANDING AND SPECIAL COMMITTEES

SECTION 1. Standing committees of NNA shall be as follows: Bylaws, Legislative, and Nominations. Committee members shall be appointed by the Board of Directors, unless otherwise specified by these Bylaws, to serve for one (1) year or until their successors are appointed. Standing committees shall be accountable to the Board of Directors and shall submit annual reports to the membership.

SECTION 2. The Committee on Economic and General Welfare shall not be appointed by the Board of Directors. The committee will report and be accountable to the Executive Director/Association Manager of the NNA, or to the NNA Board of Directors in the absence of an ED/AM. (See Article 10, Section 5 (C) for E&GW)

SECTION 3. The President shall be an ex officio member of all committees, except that of the Economic & General Welfare and Nominations.

SECTION 4. RESPONSIBILITIES OF COMMITTEES

A) The Committee on Bylaws shall:

- (1) Have in its membership at least one member of the NNA Board of Directors.
- (2) Review the Bylaws of the NNA and recommend corrections or amendments in order to keep them consistent with accepted organization practices and in harmony with the Association's program and activities.
- (3) Draft and obtain NNA Board of Directors' approval of the proposed text of all amendments to the bylaws prior to their submission to the annual Meeting of the Members.
- (4) Consider other matters referred to it and report its findings and recommendations as appropriate.

B) The Committee on Nominations shall:

- (1) Consist of three (3) members elected by members of the NNA and those appointed by the Board of Directors. The chairperson shall be the member receiving the highest number of votes. No member shall serve more than four consecutive years.
- (2) Prepare a list of candidates for each position to be filled by election; officers, directors, members of the Committee on Nominations, and ANA and Center delegates and alternates using procedures established by the Board of Directors.
- (3) Place on the ballot only those who have submitted their qualifications and written consent to serve if elected.
- (4) Submit its final report to the Executive Director at least two months prior to the opening day of the annual Meeting of the Members.

C) The Committee on Economic and General Welfare:

- (1) NNA nurses who are organized, or who want to organize in the private and public sectors shall be represented by the Economic & General Welfare Representative ("E&GW Representative") who will act as the Chairperson for the Committee on E&GW and advise the NNA Board of Directors and Executive Director/Association Manager accordingly. The E&GW

Representative shall be a NNA member in good standing represented by a union for purposes of collective bargaining and chosen by members who are represented by a union for purposes of collective bargaining.

(2) The term of the Representative/Chairperson shall be for two years commencing in the even numbered years.

(3) The chairperson of the committee is authorized to fill vacancies on the committee as needed and the committee shall be authorized to fill vacancies of the chairperson in the absence of the chairperson until the following election when a new chairperson is elected.

(4) Only members of NNA who are represented by NNA for the purpose of collective bargaining are eligible for appointment or election to this committee and shall be allowed to cast ballots.

(5) The committee shall devise, review, and evaluate objectives, policies, and procedures, including collective bargaining, contract signing, and grievances related to the conduct of the NNA program.

(6) The committee shall develop and promote basic principles of desirable employment conditions, such as salary grading based capabilities, financial reward for increasing competence, and incentives to continue in direct care activities.

(7) The committee shall develop economic standards for the profession and devise methods for gaining their acceptance and implementation through appropriate channels.

ARTICLE 11 ASSOCIATION MEETINGS

SECTION 1. The NNA shall hold an annual Meeting of the Members in good standing, at such time and place as shall be designated by the Board of Directors and announced in the official publication of the NNA.

SECTION 2. ANNUAL MEETING

A) The annual meeting shall be composed of members present.

B) Members shall:

(1) Establish the order of business at the beginning of the annual meeting.

(2) Adopt and maintain the Bylaws of the NNA.

(3) Take positions, determine policy, and set direction on substantive issues of a broad nature necessitating the authority and backing of the official voting body of the NNA except as otherwise provided for in these Bylaws.

(4) Take action on Association business as required by law or these Bylaws.

(5) Transact all other lawful business as may be in order.

SECTION 3. The Board of Directors may call special meetings of the NNA, and the President shall call them at least one month prior to the special meeting.

ARTICLE 12 QUORUMS

SECTION 1. A majority of the Board of Directors, one of whom shall be the President, the President-Elect or the Vice-President, shall constitute a quorum at any meeting of the Board.

SECTION 2. A majority of the members shall constitute a quorum for all committees.

SECTION 3. Six (6) members of the Board of Directors, one of whom shall be the President, the President-Elect or the Vice-President, and three (3) percent of the current membership shall constitute a quorum for the transaction of business at any annual or special meeting.

ARTICLE 13 FISCAL YEAR

The fiscal year of the NNA shall be January 1 through December 31.

ARTICLE 14 OFFICIAL PUBLICATIONS

The RNFormation shall be the official publication of the Association. All other publications and/or communications distributed to NNA members shall be issued in accordance with policies and procedures as determined by the Board of Directors.

ARTICLE 15 DISSOLUTION

SECTION 1. In the event of dissolution of the NNA, all assets, after all liabilities and obligations have been paid, shall be transferred to the ANA or a recognized nurses' association within the State of Nevada as determined by the NNA Board of Directors.

SECTION 2. A 95% vote of members present shall be required for the dissolution of the NNA at any annual or emergency meeting, provided a notification of the proposed action has been sent to each constituent association, SPG and District president and secretary and to every member of NNA at least 90 days before the meeting at which the vote is to be taken.

ARTICLE 16 PARLIAMENTARY AUTHORITY

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

ARTICLE 17 AMENDMENTS

SECTION 1. These bylaws may be revised only upon authorization of the Board of Directors, in accordance with the existing bylaws and in accordance with policies and procedures as determined by the Board of Directors.

SECTION 2. The proposed revisions of these bylaws may be amended by ballot sent to the entire NNA membership no less than 45 days prior to the designated deadline for receipt of completed ballots to the NNA office. The number of ballots returned to NNA will constitute the voting body for the purposes of bylaws amendments. A two-thirds vote of the ballots received in the NNA office prior to the designated deadline shall be required for adoption of bylaws amendments.

SECTION 3. In the event of an emergency, as determined by the Board of Directors, these bylaws may be amended at any annual or special meeting of the members by a 95% vote of those present and voting, without previous notice. Notification will then be sent to the membership of the NNA no later than 45 days following an emergency bylaws amendment in accordance with policies and procedures as determined by the Board of Directors.

SECTION 4. Proposals for change in dues structure shall be made by the Board of Directors and notice sent to the membership no less than 45 days prior to the annual meeting. Annual dues (ARTICLE 3) are amended by secret ballot at any annual meeting by a two-thirds vote of those present and voting.

ARTICLE 18 RELATIONSHIP WITH ANA (AMERICAN NURSES ASSOCIATION)

SECTION 1. Definition

The American Nurses Association is the national professional nursing organization whose membership is composed of state nurses associations that meet the qualifications and responsibilities specified in ANA bylaws. NNA is a Constituent Member Association of ANA, holds membership in the Center for American Nurses (The Center) and is an affiliate member of the United American Nurses, AFL-CIO (UAN).

SECTION 2. Organizational Membership

NNA shall continue to pay dues to the ANA pursuant to the ANA bylaws and House of Delegates policy unless or until such time as 2/3 of the entire CMA/ANA membership votes to disaffiliate from the ANA.

SECTION 3. Responsibilities

A) The responsibilities of NNA to ANA and/or CAN shall be to:

- (1) Maintain membership in ANA by meeting the qualifications for membership as outlined in ANA bylaws;
- (2) The annual dues for a NNA/ANA member shall be set forth in dues policy and shall include the present rate of dues paid by NNA to the ANA. In the event that the rate of dues payable to the ANA by NNA is increased in the future, any such change shall be automatically added to the annual dues owed by a NNA/ANA member to NNA.
- (3) Provide for eligible NNA/ANA members to elect delegates and alternates to the ANA House of Delegates according to the provisions of NNA and ANA bylaws;
- (4) Provide for eligible NNA members to elect two delegates and two alternates to CAN House of Delegates according to the provisions of The Center's bylaws
- (5) Enter into and abide by a written agreement with ANA for collection and forwarding of dues and for verification of the membership base;
- (6) Apprise NNA members of their right according to membership category to:
 - (a) Receive a constituent NNA/ANA membership card and the ANA news periodical;
 - (b) Be considered as candidate for ANA elective and appointive positions in accordance with the ANA bylaws and applicable policies;
 - (c) Participate in the election of delegates to the ANA House of Delegates, and to The Center's House of Delegates;
 - (d) Attend the meetings of the ANA and The Center House of Delegates, the convention, and other unrestricted activities; and
 - (e) Attend the Congress of the International Council of Nurses;
- (7) Participate in the Constituent Assembly with the president and executive director or their designees as the NNA representatives (In the event the CMA president is not a member of the ANA and is an in-state only member, the president must designate a CMA/ANA or full member to attend the Constituent Assembly); and
- (8) Fulfill NNA's obligations according to the Statement of Understanding with ANA.

SECTION 4. Rights

A) As a constituent of ANA, NNA shall be entitled to:

- (1) Display a certificate of membership in ANA;
- (2) Distribution of The American Nurse to its members;
- (3) Hold voting seats in the ANA House of Delegates;
- (4) Submit proposals for consideration by ANA
- (5) Submit the names of nominees for ANA elective and appointive positions;
- (6) A fair hearing before any disciplinary action is taken; and
- (7) Representation at the Constituent Assembly of ANA.

B) As a constituent of The Center for American Nurses, NNA shall be entitled to:

- (1) Display a certificate of membership in The Center;
- (2) Distribution of The Center's publications to its members;
- (3) Hold voting seats in The Center's House of Delegates;
- (4) Submit proposals for consideration by The Center;
- (5) Submit the names of nominees for The Center elective and appointive positions;
- (6) Representation to The Center.

SECTION 5. Delegates to ANA

- A) The number of delegates to represent NNA at the ANA House of Delegates shall be determined by ANA.
- B) Delegates and/or alternates to the ANA House of Delegates shall be NNA and ANA members elected by eligible members of NNA by secret ballot.
- C) Delegates and alternates to ANA shall serve for two-year terms or until their successors are elected.

SECTION 6. Delegates to The Center for American Nurses

- A) The number of delegates to represent NNA at the Center's House of Delegates shall be determined by The Center.
- B) Delegates and alternates to The Center's House of Delegates shall be NNA and ANA members elected by eligible members of NNA by secret ballot.
- C) Delegates to The Center shall serve for two-year terms or until their successors are elected.