

National Student Nurses' Association®

# Guidelines for Planning



## Shared Governance

**Bylaws, Policies,  
and  
Procedures**

**Includes Meeting Scripts and Model Bylaws  
for State and School Chapters**

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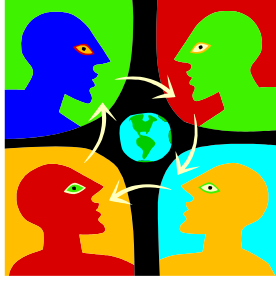
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**Shared Governance  
Policies, Procedures, and Bylaws Guidelines  
for School Associations Affiliated with the  
National Student Nurses' Association®**

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## Shared Governance

*Frequently Asked Questions*

### **Q. What is shared governance?**

A. Shared governance is a system of rules and policies that serves to engage individuals and groups to participate in decision-making. The responsibility and accountability for decisions is shared by members of the group. The objective of shared governance is to afford those who are impacted when a decision is made to have an opportunity to express opinions and participate in the decision-making process.

### **Shared governance is:**

Decision making by

- Accountability for decisions
  - Respect for difference of opinions
  - Knowledge of resources on shared governance
  - Legitimate participants in the decision-making process
- Researching issues before coming to a decisions.

### **Shared governance is not:**

- One or two people making all the decisions for others
- Failing to carryout the responsibilities on one's office

### **Q. What are the tools of shared governance?**

A. There are several tools that assist in the shared governance decision-making process. They include, but are not limited to:

- Local, state, and national laws and regulations;
- Articles of incorporation;
- NSNA® bylaws, policies, and procedures (Guidelines Booklet);
- NSNA® code of ethics (Code of Professional Conduct; Code of Academic and Clinical Conduct);
- *Bill of Rights and Responsibilities for Students of Nursing* and grievance procedure guidelines;
- *Getting the Pieces to Fit* (NSNA® Handbook);
- *NSNA® Business Book*;
- *Roberts Rules of Order Newly Revised*;
- Guidelines Booklets for Program Areas;
- Historical traditions.

**Q. Why is it important to learn about and participate in shared governance?**

A. Shared governance, as practiced by members of the NSNA®, is similar to governance models used by many professional associations, and is similar to governance structures at colleges, universities, and healthcare delivery organizations. Many hospitals are using shared governance models for decision making by staff nurses. Shared governance is one of the many criteria used when evaluating hospitals for Magnet Hospital status. By learning about shared governance as a student, new graduates can transfer the skills and knowledge to the practice setting, to professional organization involvement, and to community activities.

**Q. How do NSNA® members learn about shared governance?**

A. One of the best methods for learning shared governance is through guided practice. NSNA® provides many leadership opportunities and offers students and faculty resources to enhance learning about shared governance. Just as hospitals and community health agencies serve as sites for clinical experience, participating in NSNA® shared governance serves as a practicum for gaining leadership experience. Participation in NSNA® shared governance fosters the development of leadership attributes and management skills needed in integrated health systems; skills learned in NSNA® are transferable to other settings.

**Q. How can I find out more about NSNA's® shared governance model?**

A. Visit [www.nсна.org](http://www.nсна.org) and [www.nснаleadershipu.org](http://www.nснаleadershipu.org) for more details or contact NSNA®.



## Key Terms

- **Bylaws** - Basic rules governing the internal affairs of the organization.
- **Constituent association** - A school or state association that has met the requirements for constituency in NSNA® - state approved associate degree, diploma, baccalaureate and generic masters and doctoral programs are eligible for NSNA® Constituency Status.
- **Corporate charter** (Articles of Incorporation) - Legal document containing the name, purpose, officers and any other information required by the state in which the organization is incorporated.
- **Main motion** - A proposal that brings a particular subject before the assembly for consideration and action.
- **Policy** - A definite course of action or position adopted by a board of directors, house of delegates, or any other authorized voting body.
- **Procedure** - Set method of conducting and managing business.
- **Quorum** - the minimum number of officers and members of a constituted body that must be present for the valid transaction of business.
- **Resolution** - A main motion put in writing on a subject of great importance expressed in formal wording.

**Shared Governance** - Decision making through the democratic process.

## Introduction

Starting or strengthening an NSNA® chapter is a rewarding experience that provides opportunities to develop and practice organizational skills and learn about shared governance. By carefully reading the information that follows, much time can be saved. A lot can be accomplished when time is used wisely! As you read the following information, make a list of your questions. If you are unable to find the answers to your questions or need to talk through your plan of action, contact NSNA® headquarters for assistance.

The purpose of this booklet is to provide nursing school student leaders with guidelines and models for preparing policies, procedures, and bylaws. This booklet also includes agendas and scripts for initiating a school constituent (chapter) of NSNA®.

Don't forget September is Bylaws Check month! Just as our bodies require periodic health assessments, so do your organization's bylaws. Specific areas you will want to look at are the required areas of conformity to NSNA® Bylaws (see page 7), position descriptions and any areas that may be out of date. Check the NSNA® website under programs/Bylaws & Policies for more information and updates.

## Policies, Procedures, and Bylaws

A policy is a tool to regulate or direct an action. Policies are formed from decisions taken by the governing authority of the organization or the

administration. Bylaws are standing rules. Bylaws govern the regulation of an organization's internal affairs and are adopted and maintained by the association (Jacobs, 2007). Both policies and bylaws are important to student organizations because they provide a method to operate consistently from year to year. This is particularly important in a student organization which changes leadership annually.

Policies are guiding principles; procedures are working methods (ASAE, 1987). Policies reflect the thinking of an organization's leaders in matters of importance to an association, both internally and externally. Internal policies guide decisions related to the organizational mission, its purposes and structure. External policies reflect the association's thinking and philosophy and relate to positions on various issues facing the association which can affect the membership, the profession, and the population served by nurses. Some basic internal policies set forth in the association's bylaws may include:

- Membership eligibility, dues, and categories.
- Officer, board and committee structure, titles, board size, tenure of board members, executive committee's role, standing committees, and responsibilities of various board and committee members.
- Requirements relating to annual financial audit or financial review and fiscal responsibilities of the board of directors.
- Meetings, quorum, and voting rights.
- Nominations and elections.
- Official publication.
- School/university/college requirements.
- Filling vacancies.
- Parliamentary authority.

One of the oldest and most respected guides for the development and maintenance of bylaws is *Robert's Rules of Order Newly Revised (Robert's)*. This excellent reference contains a wealth of information on all aspects of bylaws and policies. NSNA® encourages all school constituents to have at least one copy of *Robert's* available during meetings as a reference tool.

## Policy Development

The development of policies in school associations is related to the needs of the particular organization. Policies are often developed in response to internal and external events that call for an "official" response or position to be taken by the association. Policies may be adopted by the board of directors, the executive committee (to be ratified by the full board at the next meeting), and by the voting body (voting membership in a school association or assembly of voting members at the state level).

Policies start out as main motions or resolutions, are seconded, and then opened for discussion. Following discussion, a vote is taken and the motion or resolution either passes or fails. Majority vote is normally required for passage unless other provisions have been made. Once the motion or resolution is adopted, it becomes the position of the association until another motion or resolution changes or negates it. There are very specific rules regarding motions and resolutions which can be found in *Robert's*.

## Examples of Policies

An example of a policy at the school level might be the passage of a main motion by the voting body to support the activities of a specific community organization that helps homeless people. The motion might read:

It is moved and seconded to provide volunteer assistance to the Metropolitan Homeless Shelter during the upcoming academic year.

The terms of this motion are clear: the time frame does not bind the next board to support the program and the motion is very specific about the organization it will support. Note that the motion does not commit financial resources. However, it does call for volunteer assistance. To implement

this motion, the board of directors will need to designate a committee (preferably one that is already in existence such as the community health projects committee) to coordinate volunteer participation. The president will notify the Metropolitan Homeless Shelter of the position and establish a liaison relationship with the Shelter to coordinate volunteer participation.

It is important to point out that school associations should focus their policy decisions on local activities rather than on national or state activities. For example, it would be senseless for a school chapter to take a position to support a New York City homeless shelter when the chapter is in Los Angeles, California unless it has the resources to support the travel and maintenance of its volunteers to participate. Generally, school policies relate to the nursing program or to the college or university, and to local community affairs.

NSNA® constituents and members can bring forth motions and resolutions to both their state association and to the national association. Information about bringing resolutions to the annual NSNA® House of Delegates can be found in *Getting the Pieces to Fit* and the *Resolutions Guidelines Booklet* (available from NSNA® or from [www.nсна.org](http://www.nсна.org); click on Publications). Check with your state association regarding the procedure for bringing resolutions to the state's annual meeting. States have their own set of procedures and guidelines, many of which appear in the state's bylaws or policy manual.

Policy development on the level of the school board of directors might take the shape of managing internal operations such as developing a policy that all board members must have written reports for presentation at each meeting. Since members at the school level meet frequently, it is generally accepted procedure to have members more involved in the decision-making of the organizations.

## Examples of Procedures:

- After approval, the secretary shall file one copy of the minutes in the association's files. All reports will be attached to the minutes and emailed to [nsna@nsna.org](mailto:nsna@nsna.org).
- The secretary shall distribute copies of minutes along with the agenda for the upcoming meeting to all board members at least 5 days prior to the next meeting.

- Following approval of the expenditure, disbursement checks will be signed by both the treasurer and the president or the vice president.
- To be considered for reimbursement, all requests must be received in writing with receipts attached at least 3 days prior to the board meeting.

The list can go on and on. Generally, procedures are developed by each officer or committee and presented to the board for approval. Once a procedure is in place, it remains in place until a new procedure is adopted to replace it. Proposals for procedures should be in the form of a main motion. Procedures should be short and to the point, easy to implement, and should be reasonable and fair. It is prudent to review procedures periodically and to update them as necessary.

When developing procedures, consider the following:

- Who is involved in implementing the procedure?
- Should there be a time frame built into the procedure?
- How will the procedure be communicated to those involved in its implementation?
- Has it been tried in the past and has it worked?
- How do like organizations manage this particular matter?
- Will the procedure be a burden and will it obstruct efficient management of the association?

## Starting a Chapter

The sections that follow provide model bylaws for school and small state associations, agendas and scripts for the first two organizational meetings. The model bylaws are merely guidelines and should not be considered dictates from NSNA®. The areas of conformity to NSNA® bylaws for school and state associations can be found on the Official Application for NSNA® Constituency Status. The areas of conformity are in **bold typeface** in the documents that follow. For a complete description of the responsibilities of state and school chapters, please refer to *Getting the Pieces to Fit* (available on [www.nsna.org](http://www.nsna.org) click on Publications).

The appendix provides a sample agenda that can be adapted for school board meetings and pointers for planning and implementing board meetings that work. Resources for further study are also included. Shared governance is an important aspect of professional nursing and nursing students are encouraged to learn and practice this process of democratic decision-making. In the twenty-first

century, shared governance will be relied upon in

work settings for involvement of employees in decision making about patient care as well as employee and institutional policy. Students who have at least a working knowledge of the principles of shared governance will have a career advantage over those who do not. Leadership experiences in NSNA® will enhance the success of graduate nurses in professional organizations such as the American Nurses Association. Take the challenge and get involved in your student association now!

## Requirements for Constituency Status

There are basic requirements for school chapters and state associations to qualify for NSNA® constituency status:

1. There are 10 NSNA® members in the school chapter by the annual constituency status cutoff date. For state associations, there must be at least two school chapters that are eligible for constituency and that also submitted the Official Application for Constituency Status postmarked by 10 days after the close of the Annual House of Delegates meeting. Note that NSNA® is authorized to collect state dues only for official NSNA® state constituents.
2. The school chapter or state bylaws must abide by the areas of conformity listed in the Official Application for Constituency Status (the application is in *Getting the Pieces to Fit*).
3. A duly elected state President or school chapter President has signed and submitted the Official Application for Constituency Status postmarked by 10 days after the close of the Annual House of Delegates meeting. (The application annually is either brought to the Annual Convention or received at NSNA® headquarters by the deadline).
4. In addition, state associations must submit copies of their approved and signed Board of Directors and Annual membership meeting minutes to the NSNA® office, along with an annual copy of their State Bylaws and State Board Roster. (See page 35 in *Getting the Pieces to Fit* for Summary of State Annual NSNA® Constituency Requirements that summarizes all information needed for each state association file in NSNA® headquarters).

**The above requirements must be met annually.**

To start a school chapter there must be a group of students who work well together; who have read the materials provided by NSNA®; who have

joined the association; and who are committed to learning the leadership skills needed to start and perpetuate the association.

One of the difficulties frequently encountered by school chapters is the continuation of the association after the leaders who started the chapter have graduated. Therefore, it is essential that leaders are groomed from all nursing classes so that there is a continuous preparation of students to fill leadership positions.

Before beginning the process of starting or reactivating a school chapter, do the following research:

- Ask for faculty assistance. Have a meeting with the dean or director of your nursing program to ask for guidance and support. The dean or director can recommend or appoint a faculty member to serve as an advisor for the chapter.
- Search for history files and bylaws...but don't spend too much time on this. Even if there was a chapter at the school you will probably want to start from the beginning so that the bylaws reflect the needs and thinking of the students currently enrolled.
- Assemble key nursing students who have expressed a desire to get involved. There must be representation from all classes. These key leaders should have read *Getting the Pieces to Fit*, and other resources from NSNA® before the meeting. NSNA® will provide you with packets of information; is available for phone consultation; and can connect you to key state student association leaders.

During your strategy meeting, plan the date, time, and place of your general meeting for all students in the nursing program. Request membership brochures and other membership materials from NSNA® to have available at the first meeting. The information that follows on the preparation for the first and second organizational meetings will provide the details of agenda setting as well as a script that can be used to run the meetings.

The model school bylaws contain the areas of conformity in **bold** print. These areas must be included so that your school chapter can become an official NSNA® constituent. The other areas can be altered to the needs of your school. Remember that bylaws are a working document and can be amended as the chapter grows and takes shape. Official NSNA® constituents are eligible for delegate representation in the annual House of Delegates; awards and prizes in the various contests sponsored by NSNA®; and leadership opportunities.

School constituents are encouraged to participate in state association activities and leadership opportunities. School association involvement can lead to increased involvement at the state and national levels. One of NSNA's® goals is to develop leaders. NSNA® provides opportunities to practice leadership in a safe environment where students can try out different leadership styles, learn how to work together on projects, and interface with faculty on another level.

Once your chapter is up and running, it is essential to plan interesting activities that involve as many members as possible. Community health projects, legislative and voter registration activities, fund-raising events, Breakthrough to Nursing (student recruitment into the profession), and membership recruitment activities can stimulate member interest and involvement. NSNA® has guidelines for planning and implementing these activities. Please see the publications list in *Getting the Pieces to Fit* for titles and ordering information.

Please feel free to contact NSNA® with questions or for guidance. Starting a school chapter is an exciting experience and you will feel a wonderful sense of accomplishment. It will give you self confidence to go on to greater heights as you advance in your professional career.

#### *Preparation for the first organizational meeting*

A core group of leaders (members and non-members) from all class levels should:

- Meet to determine a suitable date, time and place for the first and possible the second organizational meeting.

Decide:

- who will open the meeting.
- who will be nominated as chair pro tem. (A person will run the meeting until an official president is elected.)
- who will be nominated as secretary pro tem. (A person who will act as secretary until an official secretary is elected.)
- who will introduce the resolution to form the association and who will second it.
- who will serve as monitors.
- who will make a motion to form the bylaws committee and who will second the motion.
- all motions should be in writing and include who moved and who seconded the motion.

The secretary pro tem should circulate an attendance list of those present. This should be attached to the minutes. The minutes should reflect the following:

- Date, time and place of meeting.



### ***Agenda: First Organizational Meeting***

1. Call to order
2. Election of chair pro tem
3. Election of secretary pro tem
4. Resolution to form an association
5. Formation of Bylaws Committee
6. Date, time for next meeting
7. Drafting and distributing proposed bylaws
8. Any other business
9. Adjournment

### ***Script: First Organizational Meeting***

Please refer to *Robert's Rules of Order Newly Revised* for additional guidance.

Opening the meeting:

This meeting is now called to order. This meeting has been called because several students who are members of the National Student Nurses' Association® and are interested in formalizing a nursing student association in (name of school). To become an official constituent of the National Student Nurses' Association®, there must be at least 10 members in the school and submission of the Official Application for NSNA® Constituency Status according to NSNA's® policies.

This meeting is an organization meeting for a permanent society. Therefore, it is now in order to select a chair pro tem. I recommend that (name of student), the president of the (name of school) Nursing Student Association, serve in this position. If there are any objections or if you wish to nominate another person, please come forth now.

(Wait to see if there is a response. If someone else is nominated, you will need to have an election by show of hands.)

Hearing no objection, I will now turn the chair over to \_\_\_\_\_. (\_\_\_\_\_ takes the podium.)

Thank you. The next order of business is to appoint a secretary pro tem to record the proceedings of this meeting. I ask the concurrence of the body to have (name of student) serve as secretary pro tem. If there are any objections or you wish to nominate another person, please come forth at this time.

(Wait to see if there is a response. If someone else is nominated, you will need to have an election by show of hands.)

Hearing no objection, I declare that (name of student) will serve as secretary pro tem to record the minutes

of this meeting.

The next order of business is a resolution to form this association. (Someone should be prepared to make the resolution. If not, you can read the statement and ask if a member of the assembly would come forward and move the adoption of the concept.)

Madam chair, I am \_\_\_\_\_ from (school)\_\_\_\_\_ and I am a member of the National Student Nurses Association® . "The nursing students of (Name of school) have had an informal organization over the years with members in the National Student Nurses Association® and the (state) Nursing Students Association. However, a formalized structure for the (name of school) nursing students associated has not existed. There are presently \_\_\_\_\_ members in (name of school). As nursing students we recognize the value of professional development and involvement in organized NSNA® activities. Therefore, be it resolved that it is the sense of this meeting that the (name of school) Nurses Students Association now be formed."

Chair: Is there a second? (From the audience): Second.

Chair: It has been moved and seconded that the (name of school) Nursing Students Association be formed. It should be noted that if this resolution passes, it is only a declaration of intention; its adoption does not bring the organization into being, which is accomplished by the adoption of bylaws.

Chair: Is there any discussion on the resolution? (people may ask questions or make comments.)

Chair: Are you ready for a vote? (Get sense of audience.) All those in favor of forming the (name of school) Nursing Students Association please stand; those opposed, please stand, The resolution passes (or fails).

(Now, someone should make the following motion): I am \_\_\_\_\_. I move that a bylaws committee be formed, composed of two representatives from each nursing class (i.e., freshman, sophomore, junior and senior classes) in (name of school) and that this committee be appointed by the chair pro tem.

Chair: Is there a second? (someone seconds.)

Chair: It has been moved and seconded that a bylaws committee be formed with two representatives from each nursing class at (name of school) and that the chairs appoint this committee. Is there any discussion? (Discussion ensues.)

(After discussion): Are you ready for a vote? All those in favor of the motion to form a bylaws committee with two representatives from each nursing class at (name of school) and that the chair appoint the committee please say aye. All those opposed say no. (If this gets voted down, entertain another motion and repeat procedure until a method for forming a bylaws committee is passed.)

Chair: The next order of business is to set the next meeting date, time and place at which the report of the bylaws committee will be presented. (This might take some discussion. If there can be no agreement, a motion can be introduced that "when the meeting adjourns it adjourn to meet at the call of the chair.")

Chair: The next order of business is to discuss the process for drafting and distributing the proposed bylaws. (A suggestion might be: "I am \_\_\_\_\_ from \_\_\_\_\_ and I move that the bylaws committee post the proposed bylaws for the (name of school) on bulletin boards with the call to meeting. The proposed bylaws should be posted at least two weeks prior to the meeting so that there is time to share them for input with all school classes.")

Chair: Is there a second? It has been moved and seconded that the bylaws committee post copies of the proposed bylaws for the (name of school) on all bulletin boards with the call to meeting at least 2 weeks prior to the meeting. Any discussion? Are you ready for a vote? All in favor...All opposed...

Action: Carried. The chair asks those students interested in representing their classes on the bylaws committee please come forward immediately upon adjournment of this meeting. (At this point, the chair might consider asking the group to openly discuss some aims and purposes for the association so that the bylaws committee has some direction.)

## *Agenda: Second Organizational Meeting*

President: Chair pro tem

- |  |                         |                |
|--|-------------------------|----------------|
| 1. Call to Order<br>pro tem                              |                         | Chair          |
| 2. Roll Call<br>secretary pro tem                        |                         | Secretary pro  |
| 3. Approval of Minutes<br>tem                            |                         | Secretary pro  |
| 4. Report of the Bylaws Committee and Adoption of Bylaws | Chair, Bylaws Committee |                |
| 5. Recess to enroll members                              | Chair pro tem           |                |
| 6. Reconvene<br>pro tem                                  |                         | Chair          |
| 7. Roll Call<br>secretary pro tem                        |                         | Secretary pro  |
| 8. Nominations for Office                                | Chair pro tem           |                |
| 9. Appointment of tellers                                | Chair pro tem           |                |
| 10. Recess for voting                                    | Chair pro tem           |                |
| 11. Reconvene<br>pro tem                                 |                         | Chair          |
| 12. Report of the tellers<br>tellers                     |                         | Chairperson of |
| 13. Installation of officers                             | Chair pro tem           |                |
| 14. Appointment of consultants or advisors               | Newly Elected President |                |
| 15. Any other business<br>President                      |                         | Newly Elected  |
| 16. Date, time and place of next meeting                 | Newly Elected President |                |
| 17. Announcements<br>President                           |                         | Newly Elected  |
| 18. Adjournment<br>President                             |                         | Newly Elected  |

## *Script: Second Organizational Meeting*

**Call to Order:** CHAIR PRO TEM: The meeting is now called to order.

**Introduction:** CHAIR PRO TEM: I am ( ), chair pro tem of the ( ) Nursing Student's Association. The primary purpose of today's meeting is to formalize the organization by adopting bylaws and holding elections for the board of directors. At this time, you do not need to be a member of the National Student Nurses' Association® to vote on the proposed bylaws. However, once the bylaws are passed, you must be a member to vote on any additional business of this organization. We will take a recess after the bylaws are adopted so that those of you who are not members can join. All those who are now or who become members today are considered charter members of this association. Membership forms are available from the monitors. Now, let us begin on this historic journey to formalize our association.

**Roll Call:** CHAIR PRO TEM: I now call upon ( ), secretary pro tem, to call the roll.

SECRETARY PRO TEM: (call roll--be certain all names are recorded. Have attendees sign attendance list.)

**Minutes:** CHAIR PRO TEM: The next business in order is the reading and approval of the minutes of the first organizational (date) meeting. The minutes have been distributed at this meeting for review. If you did not see a copy, please request one now from a monitor. (pause here if necessary) If there are any additions or deletions please state so now. (pause...the corrections are usually handled by general consent). If there are no corrections, the minutes stand approved (or approved as corrected).

**Bylaws:** CHAIR PRO TEM: The next business in order is the report of the bylaws committee. I now call upon ( ), chair of the bylaws committee to give the report.

BYLAWS CHAIR: Madam Chair, the committee appointed to draw up proposed bylaws has agreed upon the following draft and has directed me to move its adoption. Madam chair, on behalf of the committee, I move the adoption of the bylaws. No second is necessary because this is coming from a committee.

**CHAIR PRO TEM:** The entire set of bylaws is now open to amendment. Are there any further amendments? (When there are no further amendments, the question is put on adopting the bylaws in its entirety.)

**CHAIR PRO TEM:** The question is on the adoption of the bylaws as amended. As many as are in favor of adopting the bylaws, say aye...Those opposed say nay...(in case of doubt, the chair should call for a rising vote and if necessary, direct that a count be made; or a member can call for a division. Approval requires only a majority vote to pass. The bylaws take effect immediately upon their adoption. A negative vote on their adoption can be reconsidered, but not an affirmative one.)

**Recess:** **CHAIR PRO TEM:** We will now recess to sign-up members. We will reconvene in ( ) minutes. (After adoption of the bylaws, only those who join the association are entitled to vote in further proceedings. At this point, therefore, it is necessary to determine who members are. Have membership forms available for people to sign up on the spot. Also, have a sheet for members to sign up as charter members. The secretary should record and give receipts for payment from members until the treasurer is elected and takes office.)

**Reconvene:** **CHAIR PRO TEM:** The chair now calls upon the secretary pro tem for the reading of the roll of members.

**SECRETARY PRO TEM:** Roll call.

(Note that the bylaws that were just adopted will guide the organization, i.e., for quorum.)

**Quorum:** **CHAIR PRO TEM:** Quorum is declared.

**Nominations:** **CHAIR PRO TEM:** The business in order is the nomination and election of the permanent officers as prescribed in the bylaws. (Go to the bylaws for guidance...here's a sample of how it can go depending on the title of the officers.)

Nominations are now in order. Individuals wishing to run for office must meet the eligibility requirements as set forth in the bylaws. Nominations do not need a second. Are there nominations for the office of president? (Have someone write down the nominations on a blackboard. The person making the nomination should state their name and school--I am ( ), a student at ( ) and a member of the NSNA® and the (state). I nominate ( ) from ( ) for the office of ( ) he/she has agreed to serve if elected.)

Then state: Are there any other nominations for the office of ( )?

(When there are no more nominations for that office, go to the next office until all offices are mentioned). At the end state: Are there any other nominations for any offices? Once there are no other nominations state: Hearing none, the chair declares that nominations are closed.

**Elections:** (You will now need to appoint a committee of tellers to conduct the voting. If possible, you should have a written ballot. This may be possible if the facilities you are using permits typing and reproduction of the ballots. If not, you can take a standing count of those members present and voting. A representative from the tellers committee gives the report of the elections. This should also be in writing for the record. After the report, the chair announces those elected.)

**CHAIR PRO TEM:** The chair declares the following persons elected (read position/person from tellers report). The newly elected president will now take over the chair.

**Other business.** (If there is any other business to come before the group, it can be done now. If not, the president will call for announcements).

**Announcements:** **PRESIDENT:** Are there any announcements? (Allow announcements to be made).

**Next meeting:** **PRESIDENT:** State date, time and place of the membership meeting if known or decided at this point.

**Adjournment:** **PRESIDENT:** The chair declares the second organizational meeting of the ( ) Nursing Students Association adjourned.

The newly elected board of directors should have its first meeting and begin to make plans for the organization's activities and programs. A sample agenda and "Board Meetings that Work" can be found in the appendix. Several other NSNA® publications contain information about many of NSNA's® activities and projects that can be conducted at the state and school level. Please refer to publications list in *Getting the Pieces to Fit*.

## **MODEL BYLAWS School Chapters (request a Word document – write to nsna@nsna.org**

**(Note: Areas of conformity are in BOLD print.**  
These **bolded** areas must be in your bylaws in order to be an NSNA chapter.)

### ARTICLE I - NAME OF ORGANIZATION

Section 1. The name of this organization shall be the \_\_\_\_\_ Student Nurses Association.

### ARTICLE II - purpose and function

#### Section 1. Purpose

- A. To assume responsibility for contributing to nursing education in order to provide for the highest quality of health care.**
- B. To provide programs representative of fundamental interests and concerns to nursing students.**
- C. To aid in the development of the whole person, including his/her professional role, his/her responsibility for health care of people in all walks of life.**

#### Section 2. Function

- A. To have direct input into standards of nursing education and influence the education process.**
- B. To influence health care, nursing education and practice through legislative activities as appropriate.**
- C. To promote and encourage participation in community affairs and activities towards health care and the resolution of related social issues.**
- D. To represent nursing students to the consumer, to institutions, and other organizations.**
- E. To promote and encourage students' participation in interdisciplinary activities.**
- F. To promote and encourage recruitment efforts, participation in student activities, and educational opportunities regardless of a person's race, color, creed, national origin, ethnicity, age, gender, marital status, lifestyle, disability or economic status.**
- G. To promote and encourage collaborative relationships with nursing and health related organizations.**

### ARTICLE III - MEMBERS

#### Section 1. School Constituent

**A. School constituent membership is composed of active or associate members who are members of the NSNA and the state association when one exists.**

**B. (School association) shall be composed of at least 10 members from (school) or the total school enrollment if less than 10. There shall be only one chapter on this school campus.**

**C. For yearly recognition as a constituent, an officer of the (school association) shall submit annually the Official Application for NSNA Constituency Status which shall include the following areas of conformity: purpose and functions, membership, dues, and representation.**

**D. A constituent association that fails to comply with the bylaws and policies of NSNA shall have its status as a constituent revoked by a 2/3 vote of the Board of Directors, provided that written notice of the proposed revocation has been given at least two months prior to the vote and the constituent association is given an opportunity to be heard.**

**E. (School association) is an entity separate and apart from NSNA and its administration of activities, with NSNA and (state association) exercising no supervision or control over these immediate daily and regular activities. NSNA and (state) have no liability for any loss, damages, or injuries sustained by third parties as a result of the negligence or acts of (school association) or the members thereof. In the event any legal proceedings are brought against NSNA and (state association), (school association) will indemnify and hold harmless the NSNA and (state association) from any liability.**

#### Section 2. Categories of Constituent Membership

Members of the constituent associations shall be:

##### A. Active members:

- 1. Students enrolled in state approved programs leading to licensure as a registered nurse.**
- 2. Registered nurses enrolled in programs leading a baccalaureate degree with a major in nursing.**
- 3. Active members shall have all the privileges of membership.**

##### B. Associate members:

- 1. Prenursing students, including registered nurses, enrolled in college or university programs designed as preparation for entrance into a program leading to an associate degree, diploma or baccalaureate degree in nursing.**

**2. Associate members shall have all of the privileges of membership except the right to hold office as president or vice president at state and national levels.**

**C. Individual members:**

**Individual membership shall be open at the national level to any eligible student when membership in a constituent association is not available. Individual members shall have the privileges of membership as prescribed in NSNA bylaws.**

**D. Active and associate membership shall be renewable annually.**

**Section 3.**

**Active and associate NSNA membership may be extended six months beyond graduation from a student's program in nursing, providing membership was renewed while the student was enrolled in a nursing program.**

**ARTICLE IV - DUES**

**Section 1.**

**A. The Annual NSNA dues for active and associate members shall be \$\_\_\_ per member, plus \$\_\_\_ state and \$\_\_\_ school dues, payable for the appropriate dues year. The dues year for membership shall be a period of twelve consecutive months.**

**B. The annual NSNA dues for active and associate members joining for two years shall be \$50 per member, plus \$\_\_\_ state and \$\_\_\_ school dues, payable for the appropriate dues years. The dues years for these members shall be a period of twenty-four consecutive months.**

**C. The school association board of directors shall have the authority to change membership dues, providing such dues do not exceed the amounts set in these by-laws.**

**D. National and state dues shall be payable directly to NSNA. NSNA shall remit to each state constituent the dues received on behalf of the constituent. NSNA shall not collect nor remit school chapter dues.**

**E. Any member who fails to pay current dues shall forfeit all privileges of membership.**

**(If there are school chapter dues, add under this section. NSNA does not collect school chapter dues; this is the responsibility of the school chapter.)**

**ARTICLE V. - Board of Directors**

**Section 1. Composition**

**A. The Board of Directors will consist of: President, Vice President, Secretary, Treasurer, Projects Chairperson, and Newsletter Correspondent.**

**Section 2. Responsibilities**

**A. The Board of Directors shall be responsible for:**

**1. Transacting business of the association between membership meetings and shall report such transactions at the next regularly scheduled membership meeting.**

**2. Filling vacancies in any office by two-thirds majority vote of Board of Directors except the office of President.**

**3. Reviewing monetary disbursements, acquisitions and fund raising activities and shall be responsible for procuring persons for audit of all accounts on an annual basis.**

**Section 3. Quorum. A quorum for the board meetings shall be the president, vice president, three other board members and one faculty advisor.**

**Section 4. Duties of the Board of Directors shall consist of:**

**A. President**

**1. Shall preside at all meetings of this association, appoint special committee as needed, perform all other duties pertaining to the office and represent this association in all matters to the local state nurses association, the local league for nursing, state nursing student association, National Student Nurses' Association, and other professional and student organizations.**

**2. Shall serve as chairperson of the Board of Directors**

**B. Vice President**

**1. Shall assume responsibility of the office of President in the event of the vacancy occurring in the office until the next regular election.**

**2. Shall preside at meetings in the absence of the President.**

**3. Shall assist the President as delegated and act as advisor to the President.**

**C. Secretary**

**1. Shall record and distribute the minutes of all meetings of this association as directed by the President.**

**2. Shall keep on file as a permanent record all reports, papers and documents submitted to the Secretary.**

**3. Refer to duly appointed committees the neces-**

- sary records for the completion of business.
4. Forward minutes to the state nursing student association board as well as the names and addresses of all officers and committee chairpersons after their election or appointment.
  5. Deliver to the newly elected Secretary all association papers.

#### D. Treasurer

1. Shall serve as chairperson of the budget/finance committee.
2. Submit financial reports to the membership as directed by President.
3. Prepare financial reports submitted at the monthly Board of Directors Meeting.
4. Keep a permanent record of all dues received from members and any other income and expenses.
5. Remit payment for approved debits according to the following:
  - a) Disbursement of Funds
    1. Requests for disbursement of funds shall be made in writing to the Board of Directors.
    2. Upon approval the treasurer will issue checks for those requests approved.
    3. No funds will be disbursed without prior approval.

#### E. Projects Chairperson

1. Serves as chairperson of Projects committee.
2. Attend student activities council meetings.
3. Be accountable to the membership for notification of pending student activities.

#### F. Newsletter and Web Site Editor

1. Submit articles to (state newsletter title).
2. Submit articles to *Imprint* "Happenings" column according to publication deadline.
3. Submit association activities to school yearbook.
4. Keep bulletin board up-to-date.
5. Prepare a school newsletter and maintain web site as directed by the Board of Directors.

#### Section 5. Absences

A. Members of the Board of Directors who have missed more than two regularly scheduled meetings of any current term year without prior notification to the Board of Directors and who offer no valid reason for such absences may be removed from office by a plurality vote of the current membership present at the next scheduled meeting. The officer in question will be notified in advance of the meeting.

B. An officer may also be removed from office by a plurality vote of the members of the Board of Directors present at a meeting called for that purpose if

that officer is deemed negligent in the functions of that office as stated in these bylaws.

C. Prior notification of two weeks shall be given to the individual in question and a special Board of Directors meeting shall be held to review the circumstances.

### ARTICLE VI - ELECTIONS

#### Section 1. Election of Board of Directors

A. Elections shall be held at the annual business meeting.

B. All elections shall be by secret ballot.

C. A plurality vote of the members present and entitled to vote and voting shall constitute an official election.

D. In the event of a tie, a revote shall be held.

E. All nominations shall be made from the floor.

### ARTICLE VII - MEETINGS

#### Section 1. Membership Meetings

A. Meeting dates shall be set by a plurality vote of members present at each previous meeting.

B. Meeting location and time will be voted on a approved by a plurality vote of members present and voting at each previous meeting.

C. The President shall have the authority to convene a special meeting as such time as is deemed necessary and shall notify the general membership of such meeting, location, and time.

### ARTICLE VIII - COMMITTEES

#### Section 1. Appointments

A. Committee chair appointments shall be made by the Board of Directors and shall be deemed standing committees unless otherwise stated at time of appointment.

B. Committee members shall be appointed by the committee chairperson or selected by the Board of Directors from a group of volunteers.

#### Section 2. Responsibility

A. All committees shall be responsible to the Board of Directors for reporting committee activities on a regular basis and shall, upon direction of the Board of Directors, report same to the general membership.

## ARTICLE IX - DELEGATES

### Section 1. Purpose and Function

A. To serve as spokesperson for this association at the annual state and national conventions.

B. Present to the state and national organizations all proposed resolutions or amendments to bylaws or policies proposed by this association.

C. Keep informed as to all current and proposed resolutions at the state and national levels and report information to this association's membership at regularly scheduled membership meetings.

D. Make available to members updates, explanations, and copies of current and proposed state and national resolutions.

### Section 2. Qualification and Appointment

A. Any member maintaining a grade level of C or above, who is active in (school association) projects and is nominated by current membership at a regularly scheduled meeting is eligible to hold the position of delegate.

B. Appointment shall be for one (1) year and shall be made by nomination of those members eligible and voted on by the current membership eligible to vote and voting. The nominee receiving the majority of votes cast shall be awarded the position.

### Section 3. Delegate Representation

#### A. School constituents:

1. **(School association), when recognized as an official NSNA constituent, shall be entitled to one voting delegate and alternate at the NSNA House of Delegates, and in addition, shall be entitled to one voting delegate and alternate for every 50 members.**
2. **The (school association) delegate(s) and alternate shall be a member(s) in good standing in the chapter and shall be selected and/or elected by members of the school chapter at a proper meeting according to chapter bylaws. The school association may designate an alternate delegate for each delegate by one of the following two mechanisms:**
  - a) **Selection and/or election by members of the school chapter according to chapter bylaws; or**
  - b) **Written authorization to the State Board of Di-**

**rectors requesting them to appoint a member of the State Board to act as a state-appointed alternate for their school chapter.**

1. **School chapters shall approve the appointment.**
2. **The State Board of Directors shall verify that any state appointed alternate is a member in good standing of the NSNA a and the state association.**
3. **A school chapter must have a selected and/or elected delegate present at the NSNA Convention in order to have a state-appointed alternate seated in the House of Delegates.**
4. **All alternates, whether school selected or state-appointed, shall have the same privileges as an elected delegate when seated in the House.**

3

**The school association shall be entitled to delegates according to the number of members in good standing in NSNA. Delegates shall be computed on the basis of the number of members in each constituent as evidenced by the annual dues received by NSNA on a date eight weeks prior to the annual meeting.**

## ARTICLE X - AMENDMENTS

Amendments to the Bylaws may be made with a 2/3 vote of those present and voting at a membership meeting provided that notice of proposed amendments has been sent to members at least four weeks prior to the meeting. Only proper amendments submitted in writing and carrying the proponent's signature will be considered.

## ARTICLE XI - PARLIAMENTARY AUTHORITY

All meetings of this association shall be conducted according to the parliamentary law as set forth in *Robert's Rules of Order Newly Revised* where the rules apply and are not in conflict with these bylaws.

## MODEL BYLAWS FOR STATE ASSOCIATIONS

(Note: Areas of conformity are in BOLD print.)

### *PREAMBLE*

### *REASONS FOR BEING*

We, students of nursing, believe there is a common need to organize, to represent ourselves to the consumer and other health disciplines, and to assume our rightful place in the profession of nursing.

We believe every citizen has a right to the highest quality of health care.

We believe in the development of the whole person towards his/her professional role with its rights, responsibilities and ideals.

We believe every right bears inherent responsibility.

We believe responsibilities are participatory, not purely philosophical or ideological, and

We believe the quality and quantity of participation are not exclusive, but bear the responsibility of participation.

### *Rights/Responsibilities*

Students have a right to a sound education:

a right to and a responsibility for having a creative educational opportunity;

a right to and a responsibility for having the highest quality practitioner□teacher;

a right to and a responsibility for achieving input into curriculum planning;

a right to and a responsibility for achieving self-directed learning;

a right to and a responsibility for achieving equal participation in all areas of clinical practice;

a right to and a responsibility for participating in interdisciplinary activities.

Students have a right to due process:

a right to and a responsibility for insuring peer review and self-evaluation.

Students have all the rights and privileges of self-governance.

Students have a right to and a responsibility to organize and participate in an organization directed towards achieving professional goals;

a right to and a responsibility for facilitating change in health care delivery through various channels;

a right to and a responsibility for assembling and exploring professional issues and concerns;

a right to and a responsibility for organizing a flexible structure to encompass and represent the diversities within nursing and be representative of the fundamental and current professional issues and concerns;

a right to and a responsibility for fostering a better correlation between nursing education and practice.

### *ARTICLE I: Name*

The Name of this organization shall be the (name of state association), hereinafter referred to as (initials). This organization is a constituent of the National Student Nurses' Association, Inc.

### *ARTICLE II: Purpose and Function*

#### **A. The purpose of the \_\_\_ is:**

**1. To assume responsibility for contributing to nursing education in order to provide for the highest quality health care.**

**2. To provide programs representative of fundamental and current professional interests and concerns.**

**3. To aid in the development of the whole person, and his/her responsibility for the health care of people in all walks of life.**

**B. The functions of the \_\_\_\_ (name of state association) shall include the following:**

- 1. To have direct input into standards of nursing education and to influence the education process.**
- 2. To influence health care, nursing education and practice through political education as appropriate.**
- 3. To promote and encourage participation in community affairs and resolution of related social issues.**
- 4. To represent nursing students to the consumer, to institutions and other organizations.**
- 5. To promote and encourage students' participation in interdisciplinary activities.**
- 6. To promote and encourage recruitment efforts, participation in student activities, and educational opportunities regardless of person's race, color, creed, sex, lifestyle, national origin, age, or economic status.**
- 7. To promote and encourage collaborative relationships with the (state) Nurses Association and (state) League for Nursing as well as other nursing and related health organizations.**

### **ARTICLE III. Members**

#### **Section 1: Constituent Associations**

**A. School chapters whose membership is composed of active or associate NSNA members, and who have submitted the Official Application for NSNA Constituency Status, and whose bylaws conform to NSNA requirements and upon meeting such other policies as the Board of Directors of NSNA shall have determined, shall be recognized as a constituent.**

**B. A school chapter shall be composed of at least 10 members from a school. There shall be only one chapter in each school.**

**C. The state association shall consist of at least two school chapters that have at least 10 members in each school. School chapters shall belong to the state association. There shall be only one state association.**

**D. For yearly recognition as an NSNA constituent, school chapters and state associations shall be required to submit annually the Official Application for NSNA Constituency Status which shall include the following areas of conformity for active and associate members: purpose and function, membership, dues and representation. Further, state associations must have on file with NSNA a copy of current state bylaws and approved and signed copies of the state association's board of directors and annual membership meeting minutes for the previous year, for recognition as an NSNA constituent association.**

**E. A constituent association which fails to comply with the bylaws and policies of NSNA shall have its status as a constituent revoked by a two-thirds vote of the Board of Directors, provided that written notice of the proposed revocation has been given at least two months prior to the vote and the constituent association is given an opportunity to be heard.**

**F. School chapters and state associations are entities separate and apart from NSNA in their administration of activities with NSNA exercising no supervision or control over these immediate daily and regular activities. NSNA has no liability for any loss, damages or injuries sustained by third parties as a result of negligence or acts of school chapters or state associations, or the members thereof. In the event any legal proceeding is brought against NSNA as a result of such acts or commission by a school chapter or state association, said school chapter or state association will indemnify and hold harmless the NSNA from any liability.**

**G. School chapters are entities separate and apart from state associations in their administration of activities with the state association exercising no supervision or control over these immediate daily and regular activities. \_\_\_\_\_ (name of state association) has no liability for any loss, damages, or injuries sustained by third parties as a result of the negligence or acts of school chapters, or the members thereof. In the event any legal proceeding is brought against \_\_\_\_ (name of state association) as a result of such acts of omission or commission by a school chapter, said school chapter will indemnify and hold harmless the state association from any liability.**

## Section 2: Categories of Constituent Membership

Members of the constituent association shall be:

### A. Active members:

1. Students enrolled in state approved programs leading to licensure as a registered nurse.

2. Registered nurses enrolled in programs leading to a baccalaureate degree with a major in nursing.

3. Active members shall have all the privileges of membership.

### B. Associate members:

1. Pre-nursing students, including registered nurses enrolled in college or university programs designed as preparation for entrance into an undergraduate program leading to an associate degree, diploma, or baccalaureate degree in nursing.

2. Associate members shall have all of the privileges of membership except the right to hold office as president and vice president at the state and national levels.

### C. Individual members:

Individual membership shall be open at the state and national level to any eligible student when membership in a constituent association is not available. Individual members shall have the privileges of membership as prescribed in Article III, Section 2, items A and B.

D. Active and associate membership shall be renewable annually.

## Section 3: Length of Membership

Active and associate membership may be extended six months beyond completion of a student's program in nursing, providing membership was renewed while the student was enrolled in a nursing program.

## Section 4: Dues

A. 1. The annual state dues for \_\_\_\_\_ (*name of the state association*) shall be \$\_\_\_\_\_ per member, payable for the appropriate dues year. The dues year shall be a period of 12 consecutive months.

2. Payment of NSNA and state dues is a prerequisite for membership. NSNA dues shall be \$30.00 per member from a 12 consecutive month period. The NSNA dues from members joining two years shall be \$50.00 per member. The dues years for those members shall be a period of 24 consecutive months.

B. NSNA and (state) dues shall be payable directly to NSNA. NSNA shall remit to each state constituent the dues received on behalf of the constituent. Local dues shall not be submitted to NSNA.

C. Any member who fails to pay current dues shall forfeit all privileges of membership.

D. The state dues shall be determined by a 3/4 vote of the \_\_\_\_\_ (*name of the state association*) board of directors.

## ARTICLE IV. Officers and Directors

### Section 1: Officers

The officers of the \_\_\_\_\_ (*name of the state association*) shall be the president, vice president, secretary, treasurer, membership director, community health director, and newsletter editor.

### Section 2: Eligibility

A. Any member in good standing of \_\_\_\_\_ and meeting the following qualifications shall be eligible to be a candidate for office:

1. Candidates shall be chosen from among those members who have been nominated by a member of \_\_\_\_\_ according to the procedure outlined in these bylaws.

2. Only members who shall be nursing students throughout at least 3/4 of their term of office and have the privileges of active membership shall be eligible for the offices of president and vice president.

3. Associate members are not eligible to hold the office of president or vice president.
4. Only members who shall be nursing students throughout at least 6 months of the school year during their term of office and have the privileges of active or associate membership shall be eligible for the offices of secretary, treasurer, membership director, community health director, newsletter editor, and nominating and elections committee members (3).
5. Only members present at the annual meeting may be nominated from the floor.
6. When absent during the annual meeting, only members who filed as candidates for office or called by telephone prior to the convention may be elected to office.
7. Perform all other duties pertaining to the office and shall represent the Association in all matters relating to the \_\_\_\_\_.
8. Remind schools through regular correspondence to submit the Official Application for NSNA Constituency Status to NSNA by the cutoff date.
9. Appoint the Tellers Committee at the annual meeting to count ballots and report the results.

B. The Vice President shall:

1. Assume the duties of the President in the absence of the President.
2. Coordinate the annual convention of this Association, in addition to proposing the meeting site for the succeeding year's annual convention, with Board approval.

Section 3: Term of Office

The term of office shall be one year from the adjournment of the annual meeting at which officers and directors are elected to the adjournment of the annual meeting at which their successors are elected.

3. Be the chairperson of the Committee on Convention Planning.

Section 4: Duties of Officers

A. The President shall:

1. Preside at all meetings of the \_\_\_\_\_ and the Board of Directors.
2. Appoint special committees with the approval of the Board of Directors.
3. Co-sign checks (or designate another officer to do so) for fund disbursements as provided by bylaws and policies.
4. Serve as ex-officio member of all committees, except the Committee on Nominations.
5. Chair the committee on bylaws, policies and resolutions.
6. Submit annually to NSNA the Official Application for NSNA Constituency Status for (state) by the cutoff date.

4. Serve as an advisor for the succeeding Vice President, not to exceed six months.

5. Perform other duties as assigned by the president.

C. The Secretary shall:

1. Keep on file an accurate list of the names and addresses of all constituent associations to be used for correspondence purposes.
2. Notify Board of Directors and nominating co-chairpersons of time and place of all meetings of the Association at least 2-3 weeks prior to the next Board meeting.
3. Keep records of all organization correspondence.
4. Conduct the general correspondence of the Association as requested by the President or Board of Directors.
5. Record the minutes of all meetings of the Association and of the Board of Directors and also be responsible for the distribution of the signed minutes to the Board of Directors and nominating

co-chairs, and to send 15 print copies or by email all approved and signed board of directors and annual membership meeting minutes to NSNA headquarters.

6. Keep on file as a permanent record all reports, papers, and documents of the Association.

7. Refer to duly appointed committees the necessary records for the proper performance of their duties.

8. Sign with the President such organization papers as come into their executive and administrative spheres.

9. Notify all schools of their state constituency status, the number of voting delegates, and the date, time and place of the annual meeting at least 30 days prior to the meeting.

10. Review the policies and be responsible for recommendations of policy changes.

11. Deliver to the newly elected Secretary all records, papers, and other property belonging to the Association within one month after the annual convention.

D. The Newsletter Editor shall:

1. Publish \_\_\_\_\_ regular newsletters.
2. Set deadline dates.
3. Obtain and edit articles.
4. Lay out rough draft.
5. Obtain printer.
6. Communicate with printer about newsletter layout.
7. Proofread galley before final printing.
8. Set publication dates.
9. Serve as an advisor to the succeeding Newsletter Editor, not to exceed six months.

10. Assist the President and Vice President with publicity and promotion of the convention of this organization.

11. Keep the media contacted as to special events of the organization.

12. Solicit advertising to try to cover cost of official publication.

13. Obtain mailing labels for members from NSNA.

14. Mail newsletters.

15. Be in charge of the convention program booklet.

E. The Treasurer shall:

1. Act as custodian of organization funds and deposit these funds in a bank approved by the Board of Directors.

2. Co-sign checks for fund disbursements as by-laws and policies provide.

3. Prepare a budget and make monetary disbursements with the approval of the President and as authorized by the Board of Directors.

4. Keep accurate entries of acquisitions and disbursements of organization funds.

5. Using membership enrollment documents received from NSNA, keep an accurate record of all members who have paid national and state dues.

6. Prepare a report of the transactions of the Treasurer's office to be submitted at the annual meeting.

7. Submit a financial report to the Board of Directors at all scheduled meetings.

8. Serve as chairperson of the Committee on Fundraising.

9. The outgoing Treasurer shall, within one month after the close of the convention, deliver

to the newly elected Treasurer all money vouchers, books, and papers of the Association held in custody.

10. When directed by the Board of Directors, shall be responsible for an outside audit of the association's financial records.

11. Shall be responsible yearly to file an IRS Form 990 as per current IRS requirements.

The Membership Director shall:

1. Appoint members to and serve as chairperson of the Membership Recruitment and Retention Committee.

2. Serve as a resource person to local chapters to provide information on membership recruitment and retention.

3. Become informed about current membership recruitment/retention projects sponsored by NSNA and communicate this to schools in the state.

4. Devise, with Board approval, membership recruitment and retention projects for state implementation.

5. Conduct other membership recruitment and retention activities as directed by the Board of Directors.

G. The Community Health Director shall:

1. Appoint and serve as chairperson of a Committee on Community Health.

2. Serve as a resource person to local chapters to provide information on workshops, health fairs, screening clinics, and other community health projects they may wish to undertake.

3. Correspond and serve as a contact to community agencies in order to assist them in dissemination of important health related information to student nurses and the public.

4. Become informed about current events related to community health via news media and appropriate

newsletters, and provide information to the Board of Directors of the \_\_\_\_\_ regarding these events.

5. Conduct other community health activities as directed by the Board of Directors.

Section 5: Vacancies

**A vacancy on the Board** of Directors, other than the President, shall be filled by 3/4 vote of the Board of Directors or as specified in these bylaws.

Section 6: Attendance Policy

A. Three unexcused absences of an officer from meetings during the year shall constitute a resignation.

B. Excused absences shall be:

1. Attendance at a NSNA or \_\_\_\_\_ meeting.

2. A written or verbal explanation of reason of absence, which then will be decided excused or unexcused by the Board of Directors.

C. After two unexcused absences from two Board of Directors meetings, notification shall be sent stating that an additional absence shall constitute a resignation.

D. A resignation resulting from three unexcused absences may be appealed to the Board of Directors in accordance with its policies and procedures.

E. In the event of an absence from any Board of Directors meeting, a written report of the month's activities shall be sent to the President prior to the meeting, except in the case of an emergency, at the discretion of the President.

*ARTICLE V. Nominations and Elections*

Section 1: Nominating Committee

A. A Nominating Committee shall be composed of three elected members. The chair of the Nominating Committee shall be the person who receives the highest number of votes.

B. Nominating committee members are not eligible to run for state office in the year that they serve in this capacity.

#### Section 2: Duties of the Nominating Committee

A. The Nominating Committee shall receive names of proposed candidates submitted in writing by any constituent association. The Committee shall consider the qualifications of these proposed candidates, but shall not be limited or controlled by these nominations. The Committee will be responsible for verifying the membership and other credentials of each nominee.

B. The Nominating Committee shall prepare a ticket with candidates for the offices. The consent of all proposed candidates shall be obtained in writing before placing their names on the ticket. Candidates must also obtain and submit a written support of their dean/director or an explanation of why the support was withheld.

C. A copy of the ticket shall be published at least 30 days prior to the convention. The report of the Nominating Committee shall be presented on the first day of the annual convention. Further nominations may be made from the floor at this time. Candidates nominated from the floor shall immediately present their written consent to serve and shall meet an other qualifications for nomination.

D. The Nominating Committee will provide an accurate final slate to the Tellers Committee at least 3 hours prior to the voting.

#### Section 3: Elections

A. The officers and elected consultants must be present to be elected at each annual meeting by the House of Delegates.

B. The election shall be by ballot. A plurality vote shall elect. A tie vote shall be decided first by a re-vote and, if necessary, by casting or drawing lots.

C. The Tellers Committee should.

1. Be composed of at least 3 members who are not from schools where there are candidates (if this is possible).

2. Be appointed by the president.

3. Designate one teller to chair the committee and to report the results of the election.

4. Be responsible for preparing, distributing, collecting, and counting the ballots.

#### ARTICLE VI: Annual Meetings

##### Section 1

The annual meeting of the association shall be held at such time and place as shall be determined by the Board of Directors. The annual meeting shall be for the purpose of holding an election, receiving reports, and conducting such other business as may properly come before the House of Delegates. Notice of the meeting shall be sent to the president of each constituent association and other members of the voting body.

##### Section 2

The House of Delegates shall be the governing body of the Association and shall be composed of delegates from the constituent associations and members of the Board of Directors. The business of the annual meeting shall be conducted by the House of Delegates. Notice of the meeting shall be sent to all school constituent presidents at least 30 days prior to the meeting.

##### Section 3: Delegate Representation

A. Each school constituent shall be entitled to seven voting delegates and two alternates; in addition, shall be entitled to one voting delegate for every ten members per school constituent.

B. The school chapter delegates and alternates shall be active or associate members in good standing in the chapter and shall be selected and/or by members of the school chapter at a proper meeting.

##### Section 4

The privilege of making motions and voting shall be limited to the House of Delegates. A voting member shall have but one vote in any election of question.

Section 5

All meetings of the Association shall be open unless voted otherwise by the House of Delegates. Student members other than voting delegates may attend the annual meeting but shall not be seated with the delegate body, and may speak once on each issue before the House of Delegates.

Section 6: Quorum

A quorum at meetings of the \_\_\_\_\_ shall consist of at least one representative from 50% of the constituent associations, the President, or Vice President, and 2 other officers or board members.

Section 7: Special Meetings

A. A special meeting may be called by the Board of Directors, and shall be called by the President upon written request of one-third or more of the constituent associations. Notice of time, place, and purpose of the meeting shall be sent to all constituent associations not less than 5 days prior to the meeting.

B. The voting body shall be the same, insofar as possible, as that in the annual meeting. Other members may attend and shall have the privilege to speak once to each issue.

C. The quorum shall be 1/3 of the constituent associations and at least four members of the Board of Directors, including the President, First Vice President, or Second Vice President.

*ARTICLE VII: Board of Directors*

Section I

The Board of Directors shall consist of the elected officers and chapter presidents. The consultants shall serve as ex-officio members without a vote.

Section 2

All the powers of the Association are vested in and shall be exercised by the Board of Directors during the interim between meetings of the Association, except that the Board shall not nullify nor modify any action taken by the House of Delegates in the

annual meeting and subject to the provisions of these bylaws.

Section 3

The Board of Directors shall not be responsible for any contract claim, or obligation of any kind incurred, or for any position taken by any officer or member of constituent unless the same was authorized in writing by the Board of Directors.

Section 4

Management by the Board of Directors shall include the following duties:

A. Review and approve the terms of official relationships with other organizations singly or in coalition.

B. Approve any commitment in the form of action, statement of policy or position, or financial obligations involved in \_\_\_\_\_ relationships with other organizations.

C. Approve the budget and provide for an annual external audit of accounts at the close of the fiscal year.

D. Have the power by two-thirds vote to declare an office vacant.

E. Have the power by two-thirds vote to fill vacancies for the unexpired term unless otherwise specified in these bylaws.

F. In case of an emergency, votes by referendum may be taken by the Board of Directors, provided the material is sent in the same words to each member.

Section 5: Board Meetings

A. Regular meetings of the Board of Directors shall be held immediately before and after the annual meeting, and at such other times deemed necessary by a majority vote of the Board. The President shall determine the date and place of meetings.

B. The quorum shall be a majority of the voting members of the Board, the President or Vice President.

meeting of the Board of Directors. All transactions of the committee shall be reported in full at the next regularly scheduled meeting of the Board of Directors. The Executive Committee may conduct such emergency business by telephone or mail.

#### Section 7

All members of the Board of Directors shall be required to submit to the Treasurer expense vouchers within 30 days after expenditures. Each board member's expenditures may be subject to approval by the entire Board of Directors. The Board reserves the right to deny reimbursement.

#### ARTICLE VIII: Consultants

##### Section I

There shall be three consultants. One consultant shall be appointed by each of the Board of Directors of the (state nurses association) and the (state league for nursing), in consultation with the (student nurses association) Board of Directors to serve for a two-year term, or until their successors are appointed. These consultants may serve no longer than three consecutive terms. These consultants shall be appointed in alternating years. The third consultant shall be a graduate nurse or a graduating senior who was a member of the ( ) the previous year with experience on the state Board of Directors. This consultant may be appointed at the discretion of the Board of Directors and shall serve for one year or until a successor is elected and is not eligible for appointment.

##### Section 2: The Consultants shall:

- A. Be responsible for providing for interchange of information between the Board of Directors of the state nurses' association and \_\_\_\_\_.
- B. Attend meetings of \_\_\_\_\_.
- C. Foster problem solving, objective analysis and goal centered planning in the pursuit of the objectives and activities of \_\_\_\_\_.
- D. Serve as a resource person in planning, deliberations, implementation and evaluation \_\_\_\_\_ of activities.

E. Identify potential resources and expertise needed for the \_\_\_\_\_ in decision-making and program planning.

F. Assist, as necessary, in providing direction and assistance in operational aspects.

G. Communicate and objectively interpret major issues and concerns for the nursing profession.

H. Stimulate and encourage personal and professional growth and skill development of officers and other members of \_\_\_\_\_.

#### ARTICLE IX: Standing Committees

##### Section I

Standing committees shall be composed of members of the association and shall assume such duties as are assigned by the President and specified in these bylaws.

##### Section 2

The standing committees shall report to the Board of Directors when requested to do so and shall submit a written report of their activities at the annual meeting.

##### Section 3

There shall be the following standing committees which shall consist of at least three members each (with the exception of the Committee on Nominations) appointed by the chairperson of the respective committee and submit to the approval of the President:

- A. Committee on Bylaws, Policies, and Resolutions
- B. Committee on Fundraising
- C. Committee on Program Planning
- D. Committee on Community Health
- E. Committee on Membership

*ARTICLE X: Official Publications*

\_\_\_\_\_ shall be the official publication of the association, and shall be distributed to members as one of the benefits of membership.

*ARTICLE XI: Parliamentary Authority*

All meetings of the association shall be conducted according to parliamentary law as set forth in *Robert's Rules of Order Newly Revised* where the rules apply and are not in conflict with these by-laws.

*ARTICLE XII. Amendments*

Section I

Unless otherwise stated in these bylaws, these by-laws may be amended at the annual meeting by a two-thirds vote of those present and voting provided that notice of the proposed amendments has been sent to the presidents of the constituent associations at least four weeks prior to the meeting.

Section 2

Proposed amendments shall be submitted in writing, carrying proponent's signature, to the Board of Directors for review at least eight weeks prior to the annual meeting. Proposed amendments may be submitted only by the Board of Directors, the By-laws Committee, or a constituent association.

Section 3

These bylaws may be amended at the annual meeting by 99% vote of those present and voting, provided previous notice shall have been given at an earlier meeting of the same session, and provided that the proposed amendment shall have been presented to the presiding officer and parliamentarian before the meeting where previous notice is given.

Section 4

Amendments to the bylaws of \_\_\_\_\_ adopted at the annual meeting which directly relate to the business of the constituent association in the areas

of conformity shall automatically and immediately effect the necessary amendments to bylaws of the constituent associations and shall promptly be incorporated into their bylaws.

(add the year approved and subsequent amendment years)



## APPENDIX A

### Sample Meeting Agenda

1. Call to order (president or chairperson)
  2. Roll call (recording secretary) president declares quorum
  3. Reading and approval of minutes (recording secretary) move to accept
  4. Report of the treasurer (move to accept)
  5. Reports (from officers, directors, and standing committees)
  6. Reports of special committees (i.e., ad hoc committees)
  7. Unfinished business
  8. New business
  9. Date, time, and place for next meeting
  10. Announcements
  11. Adjournment
4. Start and end on time.
  5. Review agenda at beginning of meeting and use simplified parliamentary procedure to conduct the meeting.
  6. Chair should understand the role of facilitator : Keep the meeting moving and guide discussion. Vote only to break a tie.
  7. Set time parameters on the meeting and limit time to debate questions before the body. If an issue generates a great deal of discussion, it needs further investigation and should be referred to the appropriate committee to recommend action.
  8. Encourage input from all members -- discourage domination. Track the group's meeting patterns and be prepared to head off and redirect inappropriate or ineffective behavior. Reinforce positive, productive behavior.
  9. Make motions before opening issues up to discussion. When the board seems split on an issue, take a straw vote (unofficial vote). If the board is divided on the issue, the board may wish to refer the issue to committee to report recommendations back to the board at the next meeting.
  10. Meeting fatigue is common as a long meeting is brought to a close. Socializing and jocular conversation may signal meeting overload. When a group reaches this point, matters may not be given the proper attention they deserve. The chair may wish to recommend that important unfinished business be referred to a committee or placed under unfinished business on the next agenda. Try to complete the business and adjourn the meeting. In this way, those who need to leave can do so and others can stay to socialize. Provide social opportunities apart from the meeting (i.e. at a board dinner or reception). Before the meeting or during a break, have everyone share their favorite book, movie, actor/actress, etc. This makes a great ice breaker.

## APPENDIX B

### Meetings That Work - Guidelines for Chairperson

1. Carefully plan agenda and seek input from committee/board members. Plan the agenda so that items that can be expedited are on the beginning of the agenda and items that will generate a lot of discussions are at the end.
2. Set meeting dates well in advance. Send agenda out along with call to meeting; also include minutes, reports, and other documents for review prior to the meeting.
3. Utilize the committees to investigate substantive issues and bring reports and recommendations to the board.
11. Learn and master the art of delegation.
12. Learn and master the art of conflict resolution.

## Shared Governance Quiz



### True or False

1. Bylaws are rules adopted by an organization chiefly for the governance of its members and the regulation of its affairs.
2. Bylaws can be amended by the board of directors as long as proper notice is given.
3. If the method for amending bylaws is not included in the Bylaws, the board of directors may determine how to amend the bylaws.
4. The board of directors has the fiduciary responsibility for the business of the organization.
5. The House of Delegates approves the organization's annual budget.
6. Non-profit organizations are not allowed to have a profit at the end of the fiscal year.
7. It is not necessary for non-profit organization board members to sign a conflict of interest statement.
8. When a legal action is taken against members of a board of directors in an organization that is not incorporated, the board members may be sued as individuals.
9. The role of the organization president during a board meeting is to serve as the facilitator of the meeting.
10. The organization's mission statement is part of its strategic plan.
11. The organization's members are responsible for approving the strategic plan.



## Answers to Shared Governance Quiz

### 1. True

Bylaws are a codification of the rules that are adopted and followed by the organization. They are the official rules and regulations which govern an organization. Bylaws are prepared at the time of incorporation, along with the charter. Incorporation is a process by which an organization receives a state charter, allowing it to become a corporation. A charter is the document, filed with a U.S. state by an organization's founders, describing the purpose, place of business, and other details of the organization (**also called** articles of incorporation).

### 2. False

Bylaws are amended with proper notice by the members of the organization generally at the annual meeting. The details of how bylaws may be amended are included in the organization's bylaws.

### 3. False

Bylaws should include a section on parliamentary authority to address areas not covered in the bylaws. *Roberts Rules of Order Newly Revised* is generally cited as the parliamentary authority in bylaws.

### 4. True

The Board of Directors, upon election, accepts the trusteeship of the organization's assets and assumes responsibility for decisions related to those assets. In addition, the Board of Directors performs administrative functions related to the assets (i.e., bank accounts; check writing; arranging for annual audit). Administrative tasks related to financial matters are generally the role of the treasurer. In organizations that employ staff, the executive director serves as the Board's agent for administrative functions.

### 5. False

The Board of Directors, as fiduciary of the organization's assets, is responsible for passing the annual operating budget for the organization. The Board of Directors is responsible for reporting the financial condition to the members at the annual meeting of the association. In most organizations, the bylaws require that an organization conduct an annual audit. This is done by an outside auditing firm using generally accepted accounting principles.

### 6. False

Non-profit organizations may have an excess of revenue over expenses. The term non-profit means that the members do not receive any financial gain (or profit) from their membership. In contrast, in the case of a for-profit corporation, the share holders, or owners, may gain profit from the shares they hold in the company.

When non-profits have an excess of revenue over expenses, they often place funds in reserve. It is prudent for non-profit organizations to keep at least 50% of their annual operating budget in reserve.

**7. False**

Board members in both for-profit and non-profit organizations must accept responsibility to prevent bias and conflicts of interest in their decision making process. The Board has a responsibility for maintaining objectivity. Conflict of Interest policies should reflect state and local laws and must cover financial interests, gifts, gratuities and favors, nepotism, and other areas such as political participation and bribery. These rules must also indicate how outside activities, relationships, and financial interests are reviewed by Board of Directors. A conflict of interest may arise when board member makes decisions out of self interest or in the interest of only part of the association instead of for the common good of the whole organization; and/or when a board makes a transaction with a business or organization that has a financial connection with a board member or a board member's family.

**8. True**

Unincorporated associations and their members can be liable for contracts made by officers or members on behalf of the association; negligent or unintentional tortuous acts committed by members in furtherance of association business; and debts incurred on behalf of the association. An association that is incorporated enjoys all of the benefits of being a corporation including liability for contracts, debts, and tortuous acts which is limited solely to the corporation itself and its assets, and not to individual members.

**9. True**

The role of the president is defined in the bylaws of the association. The president often serves as chair of the board of directors meetings and is responsible for facilitating the meeting. The president does not make motions and may not speak to issues unless he/she turns the chair over to the vice president. The president, as chair of the meeting, does not vote except to break a tie.

**10. True**

The mission statement is a summary of the organizations' reason for being, including, who we are, what we do, for whom we do it, and why. The strategic plan includes the organization's mission and vision, environmental scan, gap analysis, benchmarking, strategic issues, goals, method and timeline for reaching goals.

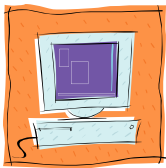
**11. False**

The Board of Directors is responsible for creating, approving, modifying and evaluating the association's strategic plan.



## REFERENCES

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- *Policies and Procedures in Association Management*. (2001). Washington, DC: American Society of Association Executives.
- *Principles of Association Management*. (2001). Washington, DC: American Society of Association Executives and the Chamber of Commerce of the United States, p.47.
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## RESOURCES

### **American Society of Association Executives and the Center for Association Leadership**

[www.asaecenter.org/](http://www.asaecenter.org/)

Publishes *Association Leadership*, an annual periodical is a practical management tool for volunteer leaders. Articles focus on the roles of association executives, board, and committee members, and can be used as a training tool for board members. Designed to help all work more productively as a team, the magazine presents important topics to the volunteer.

### **Jossey-Bass publishers**

<http://www.josseybass.com/WileyCDA/>

Click on Non-Profit.

### **Energize Inc**

[www.energizeinc.com/](http://www.energizeinc.com/)

Publications focus on volunteer resources. A partial list of titles include: "Leadership and Management for Volunteer Programs," "When Everyone's A Volunteer: The Effective Functioning of All-Volunteer Groups," and "Self-Help Accounting: A Guide for the Volunteer Treasurer."

### **Board Source**

[www.boardsource.org/](http://www.boardsource.org/)

The Center has excellent booklets such as "The Board Member's Guide to Fund Raising," "The Basic Responsibilities of Non-profit Boards," "Good Governance: Answers to Seven Common Questions," and "The Governance Guide: 90 Key Resources on Nonprofit Boards."

### **Points of Light Foundation**

[www.pointsoflight.org/](http://www.pointsoflight.org/)

Based in Washington, D.C., the Foundation advocates community service through a partnership with the Volunteer Center National Network. Together, they reach millions of people in thousands of communities to help mobilize people and resources, which deliver solutions that address community problems. Visit their web site for excellent resources.



## Key Word Searches

Shared governance models  
 Non-profit organization management  
 Roberts Rules of Order  
 Run a meeting  
 Bylaws how to

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### **Summary of State Association Annual NSNA® Constituency Requirements**

**Requirements for NSNA® constituency status must be met annually. Only official state associations may seat delegates in the House of Delegates; be reimbursed for state dues; and be eligible to win NSNA® awards. Please refer to the most current *Getting the Pieces to Fit* for details.**

#### **SUBMIT OFFICIAL APPLICATION FOR CONSTITUENCY STATUS ANNUALLY**

States must submit a completed and signed Official Application for Constituency Status annually (available on [www.nsna.org](http://www.nsna.org) and in *Getting the Pieces to Fit*). The state must have at least two schools that are eligible for constituency and that have also submitted the Official Application for Constituency Status (except in Alaska and Guam where only one school currently exists). Note that NSNA® is authorized to collect state dues only for official NSNA® state constituents.

#### **SUBMIT STATE BOARD AND ANNUAL MEETING MINUTES**

State associations are required to send 15 copies of their **approved and signed Board of Directors and Annual membership meeting minutes to the NSNA® office**. States may also email their minutes to [nsna@nsna.org](mailto:nsna@nsna.org) attn: Cathy Ramos. If scanned signatures are legally accepted in your state, you may submit minutes with scanned signatures (check with the Secretary of State to verify) as email attachments. State minutes are distributed to NSNA® Board members and staff. A copy of all state minutes is placed in the state association's official archives that are maintained by NSNA® and must be made available upon request during the NSNA® annual financial audit and IRS to validate NSNA® dues collection for state associations. **NSNA® must have state approved and signed minutes for the entire previous calendar year by the first day of the NSNA® Annual Convention.** It is best when minutes are sent to NSNA® immediately following approval.

#### **SUBMIT STATE BYLAWS**

States are required to submit a current copy of their bylaws to NSNA® annually. Any amendments must be submitted to NSNA® as soon as amendments are made.

#### **SUBMIT STATE BOARD ROSTER FOR STATE BOARD DUES REIMBURSEMENT**

NSNA® policy requires that NSNA® hold state dues reimbursement checks based on the state association's convention dates until the newly elected Board of Director's roster is received at NSNA®. Note that NSNA® checks the roster to ensure that all elected and appointed members of the state Board are NSNA® members. State Board members receive COSP broadcasts, Board memos, and other important information.

NSNA® reviews all state files to ensure that states are in compliance. State Presidents will be informed about their areas of non-compliance and given an opportunity to resolve the situation prior to NSNA® Annual Convention and possible NSNA® Board action.

Contact Cathy Ramos, ext 116 or **nsna@nsna.org** (attn: Cathy Ramos), if you have any questions about which documents may be missing from your state files.