

# ARKANSAS NURSES ASSOCIATION BYLAWS

## ARTICLE I Name, Purposes, and Functions

### Section 1. Name

The name of the association shall be the Arkansas Nurses Association, hereinafter referred to as ARNA.

### Section 2. Purposes

- a. The purposes of ARNA shall be to:
  - 1) work for the improvement of health standards and the availability of health care services for all people in Arkansas;
  - 2) foster high standards of nursing care;
  - 3) stimulate and promote the professional development of nurses and advance their welfare;
  - 4) advocate for workplace standards that foster safe patient care and support the profession
  - 5) serve as the organization for registered nurses of Arkansas
  - 6) represent ARNA as constituent member of the American Nurses Association (ANA).
- b. These purposes shall be unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion, and sexual orientation.
- c. The purposes of ARNA do not include dealing with employers concerning grievances, labor disputes, wages, rates or pay, or other terms or conditions of employment.

### Section 3. Functions

The functions of ARNA shall be to:

- a. promote the standards of nursing practice, nursing education, and nursing services established by the American Nurses Association (ANA).
- b. foster adherence to the code of ethical conduct for nurses established by ANA. (*Code of Ethics for Nurses*)
- c. promote the system of credentialing established by ANA.
- d. propose and influence legislation, governmental programs, and health policy both on the national and the state levels and as appropriate, international level.
- e. promote systematic study, evaluation, and research in nursing.
- f. promote and participate in the collection, analysis, and dissemination of information relevant to nursing.
- g. protect the economic and general welfare of registered nurses.
- h. provide leadership in Arkansas and national nursing, and as appropriate, in international nursing.
- i. promote and provide for the professional development of nurses.
- j. promote workforce advocacy programs for registered nurses.
- k. provide services to Arkansas Regions (AR-Regions), Arkansas Individual Members (ARIMs) and Chapters.

- l. maintain communications with AR-Regions, ARIMs and Chapters through *Arkansas Nursing News* (ANN), the official publication of ARNA.
- m. assume an active role as consumer advocate.
- n. represent and speak for registered nurses with allied health groups, community groups, state governmental bodies, and the public;
- o. promote and protect the advancement of human rights related to healthcare and nursing;
- p. promote relationships with the Arkansas Nursing Students' Association (ANSA) and allied health groups or associations.

## **ARTICLE II**

### **Membership, Affiliations and Chapters**

ARNA shall be composed of individuals and organizations that have member or affiliate status. Member status is available for organizations meeting the criteria for constituent member associations. Affiliate status is available for organizations meeting the criteria for organizational affiliates. Chapter status is available to a core group of ARNA members that are within a subsection of an ARNA region. Both member and affiliate status are available for individuals.

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

##### **a. Definition**

Members of the ARNA shall be those persons accepted in accordance with qualifications and other requirements described in these bylaws. Members shall support its purpose unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion, and sexual orientation.

##### **b. Qualifications**

To qualify as a member, the individual

1. Has been granted a license to practice as an RN in at least one state, District of Columbia, territory, or possession of the United States.
2. Does not have a license under suspension or revocation in any state, or is otherwise entitled by law to practice.
3. May be an RN in recovery who has surrendered his or her license to practice, in accordance with ARNA policy.

##### **c. Membership Options**

1. Full Membership: a member of both ARNA and ANA with full rights and benefits as stated in the bylaws of ANA and ARNA.
2. In-State Only Membership: a member of only ARNA with full rights and benefits, as stated in ARNA Bylaws. Instate only membership category is available only to those nurses who were current in good-standing in-state only members as of March 1, 2017.

**d. Dues**

1. The ARNA Membership Assembly shall establish the dues policy for the full membership that will include at least the present rate of dues paid by ARNA to ANA.
2. In the event the rate of dues payable to the ANA by the ARNA is increased, such changes shall be automatically added to the annual ARNA dues.
3. Members shall be notified of any proposed change to the ARNA dues at least 45 days prior to the ARNA Annual Meeting of the Membership Assembly
4. ARNA shall remit a portion of dues to ANA that shall be equal to the amount ANA remits to-ARNA for ANA direct members, in accordance with the ANA dues policy established by the ANA Membership Assembly, and per written agreement between ANA and ARNA
5. ARNA shall continue to pay dues to ANA pursuant to ANA Bylaws and Membership Assembly policy, until such time as two-thirds of the entire ARNA membership votes to disaffiliate from ANA.

**e. Membership Transfer**

1. A member who is in good standing and has paid the membership dues in full may transfer from or to ARNA from another ANA Constituent Member without any additional payment of dues or refund of dues, for the remainder of the membership year.
2. Additional dues shall not be required from nor refunded to individual members transferring from another Constituent/State Nurses Association if the individual member has made full payment of dues, for the remainder of the membership year.

**f. Rights****1. Full membership shall have the right to:**

- a) receive an annual ANA/ARNA membership card, *The American Nurse (TAN)*, and the *Arkansas Nursing News(ANN)*.
- b) be a candidate for ANA elective office and appointed positions in accordance with ANA Bylaws and applicable policy.
- c) be a candidate for ARNA elective office or appointed positions in accordance with the ARNA Bylaws and applicable policy.
- d) participate in nominations and vote for ARNA officers, AR-Region Director, AR-Region representatives and alternates to the ARNA Membership, in accordance with ARNA policy and procedures.
- e) participate in the nomination and election of ARNA representatives and alternates to the ANA Membership Assembly, in accordance with ANA Bylaws and applicable policy.
- f) attend the meetings of the ANA Board of Directors, ANA Membership Assembly, - ANA Convention, and other unrestricted ANA meetings and activities.

- g) attend meetings of the ARNA Board of Directors, ARNA Membership Assembly, ARNA Convention, and other unrestricted ARNA meetings and activities.
- h) submit proposals for consideration of the ANA Board of Directors and the ARNA Board of Directors.
- i) attend the Congress of the International Council of Nurses.
- j) be accorded other rights as provided for under common parliamentary or statutory law.
- k) be accorded a fair hearing (i.e., grievance and appeal).

**2. In-state only membership shall have the right to:**

- a) receive an annual ARNA membership card and the *ANN*;
- b) be appointed to ARNA positions, in accordance with ARNA policy and procedures.
- c) participate in nominations and vote for, AR-Region representatives and alternates to the ARNA Membership Assembly, in accordance with ARNA policy and procedures.
- d) attend meetings of the ARNA Board of Directors, the ARNA Membership Assembly, the ARNA and ANA Conventions, and other unrestricted ARNA and ANA meetings and activities.
- e) affiliate with ARNA Councils in accordance with ARNA Bylaws, policy and procedures.
- f) submit proposals for consideration by the ARNA Board of Directors.
- g) be accorded other rights as provided for under common parliamentary or statutory law.
- h) be accorded a fair hearing (i.e., grievance and appeal).

In-state only membership category is available only to those nurses who were current in good-standing in-state only members as of March 1, 2017.

**h. Disciplinary Action**

1. Disciplinary action may be taken against a member of ARNA for cause as determined by the ARNA Board of Directors.
2. Disciplinary proceedings shall be conducted in accordance with policies and procedures established by the ARNA Board of Directors, which shall have final authority over Members.
3. Depending on the severity of the violation, a member may be reprimanded, censured, suspended, or permanently expelled from ARNA.
4. A member may appeal disciplinary action, in accordance with ARNA policies and procedures.

## **Section 2. Arkansas Regions (AR-Regions)**

### **a. Definition**

AR- Region is a defined geographic area within the state.

### **b. Boundaries**

Boundaries of AR-Regions shall be defined by the ARNA Board of Directors. The boundaries may be changed, or new AR-Regions created, in accordance with the procedures adopted by the ARNA Board of Directors.

### **c. Purpose**

To give voice and vote to individual members within the defined geographic area

### **d. AR-Region Director**

1. Serves as a member of the ARNA Board of Directors and must reside or work in the Region representing.
2. Serves as the elected officer in an identified region of the state.
3. Oversees the development of local chapters within the region to provide needed programs and services to members and potential members.
4. Prepares and presents a written and verbal report of the region's activities for the board meetings and the Membership Assembly.

## **Section 3. Chapters**

### **a. Definition**

An ARNA Chapter is a subsection of an ARNA Region that has a core group of ARNA members that desire to meet in their local area on a regular basis.

### **b. Qualifications**

1. ARNA members of a local area that desire to form an ARNA chapter shall submit a letter of intention to the appropriate ARNA Regional Director in accordance with ARNA policies and procedures.
2. The Regional Director shall present the request to the ARNA Board of Directors for approval by majority vote.
3. ARNA chapters shall adhere to the ARNA Bylaws, policies and procedures.

### **c. Disciplinary action**

1. Disciplinary action may be taken against a chapter for cause as determined by the ARNA Board of Directors.
2. Disciplinary proceedings shall be conducted in accordance with policies and procedures established by the ARNA Board of Directors, which shall have final authority over chapters.
3. Depending on the severity of the violation, a chapter may be reprimanded, censured, suspended, or permanently expelled from ARNA.

4. A chapter may appeal the disciplinary action, in accordance with ARNA policies and procedures.

**d. Dissolution**

1. A chapter failing to comply with the criteria stated in these bylaws, or for other cause deemed noncompliant, may be dissolved as a chapter, in accordance with ARNA policy and procedures.
2. A chapter may choose to voluntarily dissolve by two-thirds affirmative vote of its members. The Regional Director shall be notified by the Chapter Coordinator in writing of the chapter's desire for dissolution.

**e. Reinstatement**

A chapter which has been dissolved may be reinstated, after submitting a plan to the appropriate Regional Director for maintenance of their chapter status, by a two-thirds vote of the ARNA Board of Directors or a two-thirds vote by the ARNA House of Representatives.

## **ARTICLE III Organizational Affiliates**

### **Section 1. Definition**

An ARNA affiliate is a nursing organization within the state that:

- a. does not take action counter to the interests of ARNA.
- b. has been granted organizational affiliate status by the ARNA Board of Directors.
- c. has paid an organizational affiliation fee to ARNA.

### **Section 2. Eligibility Criteria**

An ARNA affiliate is a nursing organization within the state that:

- a. is comprised and governed by a majority of registered nurses.
- b. presents a written motion to ARNA that is adopted by the applicant's governing body to seek recognition as an organizational affiliate.

### **Section 3. Responsibilities**

- a. Each organizational affiliate shall maintain a mission and purpose harmonious with those of ARNA.
- b. The organizational affiliate shall apprise ARNA of any changes in its mission, purpose, functions or membership structure.

### **Section 4. Rights**

- a. Rights of the organizational affiliate in relation to ARNA shall be determined by the ARNA Board of Directors and the Membership Assembly.

- b. Each organizational affiliate shall be entitled to:
  - 1) one registered nurse participant who shall have voice, but no vote, in the ARNA Membership Assembly.
  - 2) submit names of registered nurse representatives for appointment to ARNA councils, committees, and task forces.
  - 3) submit reports to the ARNA Membership Assembly or request to present at the ARNA Convention, within its area of expertise.
- c. Additional Benefits:
  - 1) ARNA Membership Assembly and convention materials for the president and designated others.
  - 2) ARNA Convention fee at membership rate for president or Designee.
  - 3) complimentary *ANN* sent to the president.
  - 4) invitation to special events.

## **ARTICLE IV**

### **Membership Assembly**

#### **Section 1. Definition**

The ARNA Membership Assembly is the governing and official voting body of ARNA. The ARNA Membership Assembly provides stewardship for the membership through the creation of policy and positions that support the purposes of ARNA.

#### **Section 2. Composition**

- a. The ARNA Membership Assembly shall be composed of ARNA elected officials and AR-Region representatives or alternates, each with one vote;
- b. The ARNA Membership Assembly shall also include the following who shall have courtesy seats without a vote:
  - 1) past presidents.
  - 2) chairs or designees of councils, committees or task forces.
  - 3) a representative of the ANSA.
  - 4) one registered nurse participant from each organizational affiliate.

#### **Section 3. Representatives**

- a. Each AR-Region shall be entitled to five (5) representatives.
- b. Representative eligibility requires full or in-state only membership in ARNA and must reside or work in the designated AR-Region.

#### **Section 4. Responsibilities**

The ARNA Membership Assembly shall:

- a. Establish rules of procedure for meetings of the ARNA Membership Assembly.
- b. Adopt and maintain bylaws.
- c. Determine policy for ARNA

- d. Adopt position statements and/or resolutions.
- e. Recommend policies, positions, and programmatic budgetary priorities to the ARNA Board of Directors.
- f. Review financial status of ARNA and current year Budget approved by the Board of Directors.
- g. Advise the ARNA Board of Directors on trend data related to professional nursing issues in Arkansas.
- h. Consult with the ARNA Board of Directors on issues affecting the AR-Regions and Chapters.
- i. Promote the implementation of ARNA policies and positions by AR-Regions, Chapters and members.

### **Section 5. Meetings**

- a. The ARNA Membership Assembly shall meet annually.
- b. Special meetings may be called by five (5) members of the ARNA Board of Directors or shall be called by the president upon written request of a majority of the AR-SNAs.
- c. The ARNA Board of Directors shall determine the time and place of meetings.
- d. Notice of the ARNA Membership Assembly shall be mailed and/or electronic notification (email on file with ANA) to each AR-Region Director at least 45 days prior to meeting, and at least (14) fourteen days prior to a special meeting.

### **Section 6. Quorum**

A quorum shall be required for the transaction of business by the ARNA Membership Assembly, and shall consist of five (5) members of the Board of Directors, one (1) of whom shall be a member of the Executive Committee, and fifty (50) percent of the total voting composition of the Membership Assembly. These representatives shall represent at least a minimum of three (3) Regions of the five (5) Regions.

## **ARTICLE V Board of Directors**

### **Section 1. Authority**

**The ARNA Board of Directors shall actively promote the objectives of ARNA, operating in accordance with and administering and implementing the programs and policies established by these bylaws and by the ARNA Board of Directors. Members of the ARNA Board of Directors are elected by the full membership and accountable to the members of ARNA.**

The ARNA Board of Directors shall have delegated authority from the Membership Assembly to act on behalf of the membership between meetings, and to perform other duties and exercise additional powers as defined in these bylaws



**Section 2. Composition**

- a. The ARNA Board of Directors shall consist of President, Vice President, Secretary, Treasurer, five (5) Region Directors and a nonvoting recent graduate who has graduated within the past five (5) years.

**Section 3. Responsibilities**

The ARNA Board of Directors shall:

- a. exercise the corporate responsibility and fiduciary duties of ARNA consistent with applicable provisions of law.
- b. establish and provide for implementation of ARNA policies and positions approved by the Membership Assembly.
- c. establish policy and procedures for the transaction of business; coordination of ARNA activities; operation and maintenance of state headquarters; and all other related association activities.
- d. establish financial policies and procedures, adopt the budget, submit all books every other year to a certified public accountant for audit, and present an annual financial statement to the ARNA membership and the Membership Assembly.
- e. establish and dissolve standing committees, task forces, councils and other entities of the Board as deemed necessary to conduct ARNA's business and define the purpose and authority of such entities .
- f. grant organizational affiliate status in accordance with these bylaws.
- g. control the use of the official ARNA insignia and the procurement, and sale of replicas thereof.
- h. provide for ARNA liaison or representation at meetings of organizations and of public or governmental agencies.
- i. maintain relationships and collaboration with the Arkansas Nursing Student Association (ANSA).
- j. establish policies and procedures for approving publications and other printed materials prior to their distribution.
- k. ensure the maintenance of an archive for the collection and preservation of documents and other materials that have contributed and continue to contribute to the historical development of ARNA.
- l. appoint, define the authority and responsibilities of, and annually review the performance of the State Director in conjunction with the Chief Executive Officer of the Midwest Multistate Division.
- m. report the status of the organization at each Membership Assembly.
- n. establish policies and procedures for approving publications and other printed materials prior to their distribution.
- o. consult with the Membership Assembly on issues affecting AR-Regions, Chapters and members.
- p. assume other duties as provided for elsewhere in these bylaws and by the Membership Assembly.

### **Section 6. Terms of Office**

- a. Officers and Regional Directors shall be elected for a two year term or until their successors are elected.
- b. The vice president, treasurer, NE Region 2 director, SE Region 4 director and the recent graduate shall be elected in the even numbered years; the president, secretary, NW Region 1 director, SW Region 3 director and the Central Region 5 director shall be elected in the odd numbered years.
- c. No officer or director shall serve more than two (2) consecutive terms in the same office or more than eight (8) consecutive years on the board of directors.
- d. An officer or director who has served 12 months or more shall be considered to have served a full term.

### **Section 7. Officer Qualifications**

To be eligible to serve as an ARNA officer on the ARNA Board of Directors, a person shall:

- a. hold current full membership status in ARNA; and
- a. concurrently not serve as an officer or director of another organization, if such participation might result in a conflict of interest with ARNA.

### **Section 8. Officer Vacancy**

In the event of an ARNA officer vacancy:

- a. in the office of president, the vice president shall become president for the remainder of the term; and
- b. in any other office, the board shall fill the vacancy for the unexpired term by appointment, until filled by election at the ARNA Membership Assembly.
- c. The following shall result in a position on the ARNA Board of Directors being declared vacant:
  - 1) Absence from two (2) consecutive and/or 50% of regular in-person, telephonic or other electronic meetings of the ARNA Board of Directors without justification or excuse.
  - 2) Participation in less than 90% of the on-line votes without justification or excuse.
- d. Such vacancy shall be determined by two-thirds (2/3) of the members present at the meeting of the ARNA Board of Directors, provided a quorum is present.

### **Section 9. Duties of ARNA Officers**

- a. Unless otherwise stipulated in policy, the President shall serve as the official representative and as its spokesperson on matters of policy and positions; shall be on the ballot for election to dual positions as both the President and as an ARNA representative to the ANA Membership Assembly; shall chair the ARNA Membership Assembly, and the Board of Directors meetings; and serve as an ex officio member without vote of all committees except the Nominations and Elections committee of which the President shall not be a member.

- b. The Vice President shall be placed on the ballot for election to dual positions as both the Vice President and as an alternate ARNA representative to the ANA Membership Assembly. Vice President, or designee shall serve as Chair of the ad hoc ARNA Membership Meeting.
- c. The secretary shall ensure that records are maintained of meetings of the ARNA Membership Assembly, the board of directors, the executive committee, and shall notify Regions of meetings of the ARNA Membership Assembly.
- d. The Treasurer shall monitor ARNA fiscal affairs according to ARNA established policies and procedures, provide reports and interpret the financial status of ARNA to the ARNA Membership Assembly, Board of Directors, and the membership. Treasurer shall serve as Chair of the ad hoc Finance Committee.
- e. The Region Directors shall maintain regular (quarterly) contact with members, updating them on Board concerns and activities; facilitate and direct the formation of chapters and distribute membership dues funds in accordance with ARNA policy and procedures; and, assume responsibility for recruiting and selection of representatives and alternates for the Membership Assembly meetings.

#### **Section 10. Executive Committee**

There shall be an ARNA Executive Committee of the board of directors.

- a. the elected officers comprise the executive committee.
- b. the executive committee shall have all powers of the board to transact business between board meetings, in accordance with policy and procedures established by the board.
- c. all transactions shall be reported at the next regular meeting of the board of directors.

#### **Section 11. Meetings**

There shall be regular and special ARNA Board of Directors meetings

- a. Regular meetings of the Board of Directors shall be held at least four times annually at a predetermined time and either face-to-face or virtual technique. Additional meetings may be called by the ARNA President or four (4) members of the ARNA Board of Directors.
- b. Special meetings may be called by the president and shall be called upon written request of not less than (5) members of the board of directors.
- c. Meetings of the ARNA Board of Directors are open to the membership unless sanctioned “restricted” as so determined by the Board and will not be open to the membership or the public.

#### **Section 12. Quorum**

A majority (fifty one percent (51%) of the ARNA Board of Directors, that includes the President or the Vice President and three (3) Region Directors, shall constitute a quorum at any meeting of the Board of Directors

### **Section 13. State Director and Staff Services**

The Midwest Multistate Division through the Chief Executive Officer of the Division and its Board provides a State Director and necessary staff to carry out the day to day business of the Arkansas Nurses Association according to policies and positions established by the Arkansas Nurses Association Membership Assembly and the Board of Directors. Arkansas Nurses Association does not directly employ any staff.

a. The Midwest Multistate Division Chief Executive Officer along with the Midwest Multistate Division Board Representatives from Arkansas Nurses Association Board of Directors:

1. Appoints a State Director who shall be accountable to the Arkansas Nurses Association Board of Directors and the Chief Executive Officer of the Midwest Multistate Division in conjunction with the ARNA Board of Directors. The State Director oversees the day to day operations of the Association and may represent the Association and serve as spokesperson on matters of established policies and positions. The Arkansas Nurses Association Board of Directors in collaboration with the Chief Executive Officer of the Division evaluates the State Director.
2. Employs, evaluates, and promotes or terminates staff support positions to meet the needs of Arkansas Nurses Association including, but not limited to financial and communication functions.

## **ARTICLE VI Standing Committees**

### **Section 1. Definition**

There shall be Standing Committees of ARNA as follows: Bylaws, Health Policy, Nominations and Elections.

### **Section 2. Committee Appointments and Composition**

Each standing committee shall be composed of at least three members, one of which is the chair. The chair shall be appointed by the president and approved by the board of directors, except the committee on nominations, which shall be elected by the ARNA membership.

### **Section 3. Accountability**

- a. Standing committees of Bylaws and Nominations and Elections shall be accountable to the ARNA Membership Assembly and shall report to the Board of Directors.
- b. Other standing committees shall be accountable to the board of directors and shall report to the Membership Assembly.
- c. All ARNA standing committees shall adhere to ARNA policy and procedures regarding committee activities and communications.

#### **Section 4. Quorum**

A majority of committee members and the chair shall constitute a quorum.

#### **Section 5. Terms of Office**

a. Members of standing committees, except the committee on Nominations and Elections, shall serve at least a one-year term and shall serve until their successors are appointed

b. Members of the committee on Nominations and Elections shall be elected for a two-year term and shall serve until their successors are elected. Members may serve no more than two consecutive terms.

c. The committee on Nominations and Elections shall have five members; two elected in even numbered years and three elected in odd numbered years.

#### **Section 6. Responsibilities**

a. **Committee on Bylaws shall:**

- 1) interpret these bylaws
- 2) review the ARNA Bylaws and Articles of Incorporation annually; and recommend corrections or amendments;
- 3) prepare proposed amendments to these bylaws or articles of incorporation, report them to the ARNA Board of Directors, submit to ANA Bylaws committee and upon approval submit them to the Membership Assembly.;

b. **The Committee on Nominations and Elections shall:**

- 1) request from the Regions and organizational affiliates the names of members qualified and willing to serve if elected; the committee may consider candidates suggested from other sources;
- 2) prepare a list of qualified candidates for offices to be filled;
- 3) assure that geographic and membership diversity is reflected on the ballot; and
- 4) implement the policy and procedures for nominations and elections as established by the ARNA Board of Directors or as provided for in these bylaws.

c. **The Committee on Health Policy shall:**

- 5) recommend a health policy program to the board of directors;
- 6) implement the health policy program adopted by the board of directors; and
- 7) monitor trends and developments in legislative and governmental areas as they relate to local, state, or national health policy.

#### **Section 7. Vacancies**

Vacancies on standing committees shall be filled according to the ARNA policy.

## **ARTICLE VII Councils**

### **Section 1. Definition**

Councils are organizational units through which members of ARNA may improve their professional practice and development within a specific clinical or functional area. Each council shall be accountable to the ARNA Board of Directors, shall report to the ARNA Membership Assembly, and shall act in accordance with the polices and bylaws of ARNA.

### **Section 2. Council Appointments**

- a. Each ARNA council shall be composed of self selected members.
- b. Chairs of each council shall be elected by the council members.
- c. Members of each council must hold ARNA membership.

### **Section 3. Responsibilities**

Each council shall:

- a. provide a forum for collaboration and interaction for professional growth;
- b. provide a forum for discussion of relevant issues and concerns;
- c. plan a program of continuing education;
- d. serve as a resource for consultation and expertise;
- e. promote adherence to standards of nursing practice and ANA's Code of Ethics for Nurses;
- f. maintain communication with other councils and units of ARNA, and with related professional and community groups on matters of mutual concern;
- g. stimulate research in its area of practice, provide forums for reporting and discussion of significant findings, and disseminate information to improve practice;
- h. contribute to the overall well being of ARNA; and.
- i. adhere to ARNA policies and procedures regarding council communications and activities.

### **Section 4. Executive Committee**

Each council shall have an executive committee composed of at least three elected members, one of which is the chair.

- a. Executive committee members are elected for a two year term.
- b. No executive committee member may serve more than two consecutive terms or until their successors are elected.
- c. The executive committee of each council shall be responsible for conducting business of the council.

### **Section 5. Quorum**

Members present plus at least one (1) executive committee member shall constitute a quorum.

**Section 6. Meetings**

Meetings of the councils shall be held at least annually and at other times as determined by the executive committee members.

**Section 7. Nominating Committee**

- a. There shall be a nominating committee of each council.
- b. Nomination and election procedures shall be congruent with ARNA policy.

**Section 8. Dissolution**

A council may be dissolved by the ARNA Board of Directors according to established policy.

## **ARTICLE VIII Nominations and Elections**

**Section 1. Nominations**

- a. Regions, committees and councils shall be requested to submit a name of qualified members reflecting geographical and membership diversity to serve in ARNA elective offices.
- b. ARNA members shall be eligible to serve in only one elected state office at any one time. This provision does not apply to ANA representatives.
- c. Any member qualified for an elective office may declare as a candidate by writing to the elected secretary by July 1 of each year; such name shall appear on the ballot.

**Section 2. Elections**

- a. Elections shall be by secret ballot using such methods as the Membership Assembly determines to be appropriate and in compliance with the law, including but not limited to, mail ballots, on-site elections at ARNA's Annual Membership Assembly Meeting, or by ARNA's web site ballot.
- b. Ballots shall be sent to members at least 45 days prior to the Membership Assembly.
- c. ARNA full members in good standing are eligible for full voting privileges, pursuant to Article II, Sec. 2f-1.
- d. ARNA In-state members in good standing are eligible to vote for AR-SNA officers and AR-SNA representatives to the ARNA Membership Assembly, pursuant to Article II, Sec. 2f-2.
- e. Members may vote for any write in candidate who is an ARNA member, qualified and has consented to serve.
- f. A plurality vote shall constitute an election. In case of a tie, the choice shall be by lot.
- g. Election ballots for ARNA officers, AR-Region representatives and alternates to the ARNA Membership Assembly, shall be distributed to full members pursuant to Article II, Sec. 2f-1

- h. Election ballots for Regional representatives and alternates to the ARNA Membership Assembly shall be distributed to In-State members, pursuant to Article II, Sec. 2f-2.
- i. Election ballots for ARNA representatives and alternates to the ANA Membership Assembly shall be distributed to full members only.
- j. The term of office begins at the adjournment of the ARNA Annual Membership Assembly Meeting.
- k. The ARNA representatives and alternates to the ANA Membership Assembly shall serve a two-year term or until a successor is elected.

## **ARTICLE IX**

### **Affiliation with the American Nurses Association**

#### **Section 1. Membership**

- a. ARNA is a constituent state nurses association (C/SNA) of the ANA.
- b. ARNA shall be bound by obligation to pay dues to ANA pursuant.

## **ARTICLE X**

### **Amendments**

#### **Section 1. Amendments With Notice**

- a. Amendments proposed by the ARNA Committee on Bylaws for action by the Membership Assembly shall be first submitted to the Executive Committee or designee, and then to the board of directors.
- b. The amendments shall be communicated to the membership before the Membership Assembly meeting.
- c. Bylaws may be amended with prior notice at the annual or a special meeting of the Membership Assembly by a (2/3) two thirds approval vote of the representatives present and voting.

#### **Section 2. Amendments Without Notice**

Without notice bylaws may be amended without prior notice at the annual or special meeting of the Membership Assembly by a two thirds approval vote of the representatives present and voting.

## **ARTICLE XI**

### **Parliamentary Authority**

*Robert's Rules of Order Newly Revised* governs this association in all parliamentary situations that are not provided for in the law or in the charter, bylaws, or adopted rules of ARNA.



**ARTICLE XII**  
**Official Publication**

*The Arkansas Nursing News (ANN)* shall be the official publication of ARNA.

Adopted ARNA Membership Assembly, 09/2019

Adopted ARNA Membership Assembly- 10/2016

Adopted ARNA Membership Assembly, 10-2014

Adopted ARNA Membership Assembly, 10-2019