

National Bylaws

Los Angeles Chapter of National Association of Hispanic Nurses

ARTICLE I - NAME and OFFICES

Section 1. The Association shall be known as the National Association of Hispanic Nurses (NAHN).

Section 2. The NAHN's principal office shall be located at such a place as the Board of Directors (here in called the Board) shall determine.

ARTICLE II - PURPOSE AND FUNCTIONS

Section 1. Purpose

The purpose of this Association shall be to foster the development and improvement of health care for all people and in particular the Hispanic ethnic groups through the concerted efforts of Hispanic / Latino/a Nurses.

Section 2. Functions

- a. To have a voice in the planning of health service delivery to Hispanic / Latino/a communities of the United States its jurisdictions.
- b. To compile and maintain a Directory of Hispanic / Latino/a nurses.
- c. To promote leadership, professional, and educational advancement of Hispanic / Latino/a nurses to meet the health care needs of the Hispanic / Latino/a population.
- d. To promote research and seek solutions to health problems common to Hispanic / Latino/a ethnic clients and communities.
- e. To promote research and seek to identify the contributions of Hispanic / Latino/a nurses to nursing practice and nursing education.
- f. To strengthen the influence of Hispanic / Latino/a nurses on government and organized nursing through coordinated action.

ARTICLE III - MEMBERS

Section 1. Voting Members

Membership in this Association is open to licensed nurses in the United States and its jurisdictions who are of Hispanic / Latino/a ancestry and who have paid the dues called for in the Bylaws. For the purpose of these Bylaws, these individuals shall be known as voting members.

Section 2. Associate Members

Any licensed nurse who is not of Hispanic / Latino/a ancestry but is interested in helping to solve the problems and needs of the Hispanic / Latino/a community and has paid the dues called for in these Bylaws. For purposes of these Bylaws, these individuals shall be known as Associate members.

Section 3. International Associate Members

Any nurse in their country of origin but who does not reside in the United States and its jurisdictions but are of Hispanic / Latino/a ancestry and has paid the dues called for in these bylaws. For the purposes of these bylaws, these individuals shall be known as International Associate members. International Members shall be entitled to all of the privileges except those of making motions, of voting, and of holding office.

Section 4. Student Members

"Any Hispanic / Latino/a enrolled in a nursing program is eligible for membership"

Section 5. Retired Member

Any licensed nurse who is at least sixty-two (62) years of age and who is not employed full-time in the occupation of nursing and who has paid one half of the dues shall have the right to vote.

Section 6. Honorary Member

Upon the signed recommendation of one member, seconded by another member, and by a three-fourths (3/4) vote at the Annual Meeting, honorary life membership may be conferred upon an individual who has gained National recognition in the field of nursing or contributed to the health care of Hispanic / Latino/a communities. An Honorary Member shall have none of the obligations of membership in NAHN, but shall be entitled to all of the privileges except those of making motions, of voting, and of holding office.

Section 7. Corporate Member

Any corporation who is interested in assisting to solve the problems and to meet the needs of the Hispanic / Latino/a community and has paid dues, shall be known as a corporate member. A corporate member shall be entitled to all benefits of NAHN, except for making motions, voting and holding office.

Section 8. Good Standing

A member in good standing is one whose current NAHN dues are paid and who complies with the provisions of amended Articles of Incorporation and the Bylaws of NAHN.

ARTICLE IV - MEMBERSHIP YEAR AND DUES

Section 1. Membership year

The membership year shall begin with the date that the Treasurer received the dues payment.

Section 2. Membership Dues

- a.** Membership dues shall be set by the Board and voted upon by the membership at the Annual Meeting. The Board shall review on an annual basis the recommendations from the Finance Committee and the Treasurer to determine the need for change in the amount of dues.
- b.** These dues shall be used to pay the expenses incurred by NAHN with the approval of the Board.
- c.** The Treasurer or Board designee shall notify members two (2) months in arrears, and those whose dues are not paid within thirty (30) days thereafter shall be automatically dropped from membership in NAHN.

ARTICLE V - BOARD OF DIRECTORS

Section 1. Composition

The Board shall consist of the President, President-Elect, Vice-President, Secretary, Treasurer, Immediate Past President, and five (5) Directors elected by the voting membership at the Biennial Convention. Dr. Ildaura Murillo-Rhode, leader and founder of the NAHN will hold the position of Board Member Emeritus. The Board shall manage the affairs of the Association unless prohibited in these Bylaws. The Board may delegate its authority as it deems appropriate and is not in conflict with these Bylaws.

Section 2. Duties

- a.** The Board shall manage all affairs of NAHN. The Board may delegate its authority as it deems appropriate and is not in conflict with these Bylaws.
- b.** All officers shall deliver to successors all books, papers, and records covering all transactions occurring during their respective two (2) term of office within thirty (30) days of completion of term of office, close of the Annual Meeting, or resignation.
- c.** Board members shall submit an Annual Report to the Membership at the Annual Meeting.
- d.** The Board shall fill any vacancy on the Board.
- e.** The Board shall meet at least once a year at the call of the President or at the written request of any five- (5) members of the Board.
- f.** The Board may request the resignation of any officer or chairperson who fails to perform the duties of the office after written notification to that officer or chairperson. Additional actions constituting sufficient cause for removal are actions prejudicial to the goals and purposes of NAHN, misconduct in office, and misappropriation of funds.

Section 3. Quorum

The majority of the Board shall constitute a quorum including at least two officers of which shall be the President, President-Elect, Vice President, Secretary, or Treasurer.

ARTICLE VI - EXECUTIVE COMMITTEE

Section 1. Composition and Duties

- a.** Executive Committee shall consist of the elected President, President-Elect, Vice-President, Secretary, and Treasurer. Three (3) members shall constitute a quorum at a meeting of the Executive Committee.
- b.** The President shall preside at all meeting of the Executive Committee.
- c.** The Executive Committee shall report proceedings to the Board.
- d.** The Executive Committee may meet between the scheduled Board meetings.
- e.** Act on personnel matters of the employees of the Association.

ARTICLE VII - OFFICERS

Section 1. Elected Officers

The elected officers of this Association shall be a President, President-Elect, Vice-President, Secretary, and a Treasurer who shall serve on the Board.

Section 2. Qualifications of officers

Voting members of this Association shall be eligible to hold elected offices.

Section 3. Term of Office

Elected officers shall serve one term of two (2) years. They shall assume office at the close of the even year Annual Meeting.

Section 4. Vacancies

If a vacancy occurs in the position of President, the Vice-President shall become President. If a vacancy occurs in any other office, the Board, by majority vote, shall elect a successor to hold office for the unexpired term.

Section 5. President

The President shall preside at all meetings of the Board.

The President shall be an ex-officio member of all committees, except the Nominating Committee.

The President shall perform all such duties as are incident to the office as that may assigned to the President by the Board.

The President shall recommend appointment of the editor for NAHN's official publication, subject to board approval.

Section 6. President-Elect

a. The President-Elect shall succeed into the Presidency at the end of the term of office.

b. The President-Elect shall coordinate the Annual Conference of NAHN and perform other duties as assigned by the Board.

c. In the case of a vacancy in the office of President-elect, the office shall remain vacant until the next even year election. At the next even year election the Nominating Committee shall present candidates for the offices of President and President-elect.

Section 7. Vice-President

The Vice-President shall perform the duties of the President during the President's absence and/or other duties as assigned by the President.

Section 8. Secretary

The Secretary shall keep the minutes of the meetings of the Members and the Board. The Secretary shall preserve all papers, letters and records of transactions. The Secretary shall issue all notices required by statutes, by these Bylaws, or by resolution of the Board. The Secretary shall sign all instruments requiring the Secretary's signature. The Secretary, within thirty (30) days upon completion of the term of office, shall deliver to the new Secretary all books, papers, and reports covering all transactions that have taken place during the Secretary's terms of office.

Section 9. Treasurer

The Treasurer shall receive, have custody of, and be responsible for all bookkeeping and accounting of all the funds of the Association, shall see that only the bills as have been approved by the President or the Board are paid, and shall make a financial statement to the Board at regular meetings and to the membership at the Annual meeting. The Treasurer shall be bonded in such amounts and shall deposit the funds of the Association in such banks as determined by the Board. Within thirty (30) days upon completion of the term of office, the Treasurer shall deliver to the new Treasurer all papers, books, records and money of the Association with a supplemental report covering all transactions that may have taken place since the last report of the Treasurer to the Membership.

Section 10. Immediate Past President

The Immediate Past President shall be entitled to attend, make motions and vote at Board meetings.

ARTICLE VIII - COMMITTEES

Section 1. Standing Committees

The Standing Committees shall be Bylaws, Awards and Scholarship, Membership, Nominating, Policy, Public Relations, Finance, and Development.

Section 2. Bylaws Committee

This committee shall receive and study all proposals for amendments to the Articles of Incorporation and Bylaws and may initiate proposals for amendments to the same. Shall consist of at least three (3) members in good standing; two members who shall be appointed by the Board. The Chair of the Committee shall be a Director.

Section 3. Awards and Scholarship Committee

Shall select recipients of awards approved by the Board and/or the membership at large. The awards, restricted to members, include the Dr. Ildaura Murillo-Rohde Award for Academic Excellence, the Henrietta Villaescusa Award for Community Service, the Dr. Ildaura Murillo-Rohde Scholarship Award for Hispanic students enrolled in a nursing program leading to licensure, and the Dr. Janie Menchaca Wilson Leadership Award for outstanding leadership. The Committee shall consist of at least five (5) members in good standing, two (2) members shall be appointed by the Board. The chair of the Committee shall be a Director.

Section 4. Membership Committee

This Committee shall devise ways to recruit and retain members of NAHN and foster the development of new Chapters. Shall consist of at least three (3) members in good standing; two (2) who shall be appointed by the Board. The chair of the Committee shall be a Director.

Section 5. Nominating Committee

- a.** The Nominating Committee shall prepare and present a report to the Secretary of the Board no later than ninety (90) days prior to the Annual Meeting on the even year.
- b.** The report shall set forth a slate of candidates, consisting of at least one candidate for each office except for the office of President.
- c.** The Committee must obtain from candidates a statement of qualifications and consent to serve prior to ballot placement.
- d.** Ballots shall be mailed to all voting members forty-five (45) days prior to the even year Annual Meeting.
- e.** Shall consist of five (5) members; two (2) shall be appointed by the Board and three (3) shall be elected.

Section 6. Policy Committee

This Committee shall examine public policy issues related to NAHN's mission and objectives, develop and present position papers at the Annual Meeting for discussion and action, and collaborate with organizations, review boards, committees for Hispanic / Latino/a representation, and task forces outside of NAHN. Shall consist of at least three (3) members; two (2) shall be appointed by the Board. The chair of the Committee shall be a Director.

Section 7. Public Relations Committee

This Committee shall devise ways and means of promoting good will between the public and the Association and collaborate in the dissemination of information among the members of the Association through an official publication. The President may also assign other relevant duties as determined by the Board. Shall consist of at least three (3) members appointed by the Board. The Chair of the Committee shall be a Director.

Section 8. Finance Committee

The Committee shall provide support to the Treasurer in the responsible management of fiscal matters, and provide consultation and input into the formation of applicable policies and procedures. The members will review these on a regular basis. The Treasurer shall be the chairperson for this committee. With the Treasurer chairing the Finance committee the conflict with roles, authority and accountability will be streamlined while providing the Treasurer with members who will support the role and overall accountability of the National Treasurer. The Committee shall consist of at least three (3) appointed members; two members to be appointed by the Board.

Section 9. Development Committee

The Committee shall determine long range needs for facilities and programs, seek sources of funding and establish means of fund raising within the tax status of NAHN. Shall consist of at least four (4) members: The chair, two members appointed by the Board, and the President-Elect.

Section 10. Special Committees

The Board may establish such Special Committees as they may deem appropriate. Such committees shall have such members, duties, and term's office as shall be determined by the body appointing them.

ARTICLE IX - MEETINGS AND ELECTIONS

Section 1. Annual Meeting

There shall be an Annual Meeting of the Association at such time as determined by the Board.

Section 2. Biennial Elections

Annual Meetings held on even numbered years shall be designated as the Biennial Convention. The election of officers, Directors and members of the Nominating Committee shall be held by mail ballot in the even year. Ballots shall be mailed to voting members in good standing at least forty-five (45) days before the even year Annual

Meeting. A ballot may be reissued if the chair of the Nominating Committee or a designee deemed it appropriate. The election shall be decided by plurality of the votes cast. A tie vote shall be decided by lot.

Section 3. Quorum

Fifteen (15) voting members from at least five (5) different states shall constitute a quorum at all meetings.

ARTICLE X - FISCAL YEAR

The fiscal year of this Association shall be set by the Board.

ARTICLE XI - PARLIAMENTARY AUTHORITY AND PARLIAMENTARIAN

Section 1. The rules contained in the current edition of Robert's Rules of Order shall govern NAHN unless contrary to the Bylaws or the Articles of Incorporation.

Section 2. There shall be a Parliamentarian who shall be appointed by the Board at all meetings of the members.

ARTICLE XII - ARCHIVIST/HISTORIAN

The Board shall appoint and determine duties and responsibilities of an archivist/historian for the Association.

ARTICLE XIII - OFFICIAL PUBLICATION

This Association shall establish and maintain an official publication with an appropriate title.

ARTICLE XIV - AMENDMENTS

Section 1. All proposed amendments shall be referred to the Bylaws Committee.

Section 2. The Secretary of NAHN shall cause notice of each proposed amendment, with the recommendation therein, if any, of the Bylaws Committee to be published in the

official publication of NAHN or with special mailing, not less than ten (10) days and no more than sixty (60) days prior to the Annual Meeting or meeting of the members at which the amendment is to be considered.

Section 3. These Bylaws may be amended with notice by a majority vote at any meeting at which a quorum is present.

Section 4. These Bylaws may be amended without previous notice by seventy-five (75) percent of the votes cast at any Annual Meeting at which a quorum is present.

ARTICLE XV - COMPENSATION

Section 1. Officers shall not receive any compensation for their services as such, but may be reimbursed for their expenses.

ARTICLE XVI - CHAPTERS

Section 1. A grant of an amount established by the Board, shall be available as "seed" money to establish local Chapters of the Association.

Section 2. The new Chapter shall be organized within these Bylaws. The number of Chapters to be funded shall be determined by the Board.

Section 3. Voluntary Dissolution of a Chapter

a. The NAHN Chapter seeking dissolution will provide a thirty-(30) day written notification of intent to the president of NAHN and Chapter members.

b. Any NAHN Chapter may be dissolved only upon the approval by mail ballot of not less than two-thirds (2/3) vote of the members in good standing of the Chapter.

c. Upon dissolution of a Chapter, the Chapter Board of Directors shall, after paying or making provision for the payment of all liabilities of the Chapter, transfer the remaining assets, bank statement and any or all records of the Chapter to the National Treasurer. The Executive Committee may request an audit.

Section 4. Chapter use of name and logo

Chapters may use the name and logo of NAHN as defined by the Board of Directors.

Section 5. Chapter Bylaws Conformance

a. Each chapter shall have bylaws to govern the conduct of its business that are consistent with NAHN Bylaws.

b. Chapter bylaws shall be submitted to the NAHN Bylaws Committee for review every five (5) years from the date of chartering and whenever major revisions or amendments have been adopted.

ARTICLE XVII - ENDORSEMENT POLICY

Section 1. Guidelines

a. The NAHN Board of Directors shall determine the appropriateness of funding sources in concert with the association's purposes, existing policies, and the ANA Code for Nurses.

b. A written agreement shall describe the nature and purpose of the funding.

c. Funding of any activity that would result in personal financial benefit for an association official or staff member shall be prohibited to avoid any conflict of interest.

d. Acceptance of external funding shall not imply endorsement of any particular product or service.

e. The source of external funding shall be acknowledged publicly through appropriate means.

Section 2. Procedures

a. The proposed agreement shall be reviewed by the president or designee.

b. The form of the association's acknowledgement of the funding source shall be appropriate to the activity being funded.

c. The president shall report annually to the Board of Directors on externally funded activities.

Articles of Incorporation Adopted on June 29, 1977

Amended on October 16, 1979 Amended on July 23, 1999

Bylaws Adopted in 1981 Amended on July 21, 2000

Amended on September 22, 1985 Amended on July 19, 2001

Amended on July, 1986

Amended on July, 1989

Amended on July 15, 1992

Amended on July 22, 1994

Amended on July 29, 1995

Amended on July 27, 1996

Amended on July 23, 1999

Amended on July 21, 2000

Amended on July 19, 2001

Amended on July 18, 2002