

NCAOHN BYLAWS

ARTICLE I NAME

The name of this chapter shall be the North Carolina Association of Occupational Health Nurses (NCAOHN), a chapter of the American Association of Occupational Health Nurses (AAOHN), Inc.

ARTICLE II PURPOSE

The purposes of NCAOHN are to:

1. constitute the state professional association of registered nurses engaged in the practice of occupational and environmental health nursing;
2. promote and/or provide continuing education in occupational and environmental health nursing;
3. maintain the integrity and character of the nursing profession;
4. promote scope of practice and standards for occupational and environmental health nurses;
5. provide a forum for networking and discussion of issues in the field of occupational health and environmental health nursing;
6. promote health and safety of workers and communities and support occupational and environmental health nursing practice through monitoring and influencing state legislation and regulations;
7. promote occupational and environmental health nursing through public relations activities;
8. provide opportunities to develop chapter leadership skills; and,
9. do within the limits of the law all things necessary, proper, incidental, suitable, useful and conducive to complete accomplishment of the foregoing purposes.

ARTICLE III MEMBERSHIP

Section 1. Classes of Membership

- A. Active
 1. A registered professional nurse currently employed in occupational and environmental health.
 2. An active member whose employment status changes may maintain active membership for the remainder of that membership year and one additional consecutive year.
 3. An active member may apply for inactive status if the member has temporarily left the field of occupational and environmental health nursing due to hardship.
 4. Inactive status must be renewed annually and may be maintained for a maximum of three years.
- B. Retired

A member retired from occupational and environmental health.
- C. Affiliate
 1. A registered professional nurse not eligible for active status, but interested in the field of occupational and environmental health and the purposes of AAOHN.
 2. Others, not eligible for active status, but practicing in the field of occupational and environmental health and interested in the purposes of AAOHN.
- D. Student
 1. A registered professional nurse enrolled as a student in a program of study related to occupational and environmental health.
 2. A student in a professional nursing program with interest in occupational and environmental health.
 3. This category of membership must be renewed annually.

Section 2. Rights and Privileges

- A. Active members shall have full rights and privileges of membership.
- B. Members in all other classes may attend membership meetings and participate in debate, but shall not vote.
- C. Members in all classes may serve on committees.
- D. Honorary and Life members shall not pay state association dues.

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Section 3. Application for Membership

Membership shall be granted by AAOHN. A written application submitted to the national office is required for all classes of membership, except Honorary and Life.

- A. The state chapter shall have thirty (30) days to challenge a member.
- B. If a member's application is challenged, there shall be an automatic review by the AAOHN Membership Committee.
- C. Final approval of applications for membership shall be within the sole and absolute discretion of the AAOHN Board of Directors.

Section 4. Dues

- A. Annual dues of members are payable January 1st.
- B. Each member shall send annual dues of AAOHN and NCAOHN to the national office.
- C. New members joining after June 30 shall pay half a year's national dues and full local, state and regional dues for the balance of the first calendar year of membership.
- D. A change in the state dues structure for any class of membership shall, upon recommendation of the Board of Directors, be submitted to the members at a regular or special meeting. Notice of such recommendation shall be sent to each member with the call to the meeting. Approval shall be by a two-thirds (2/3) vote.

Section 5. Forfeiture of Membership

Membership shall be automatically terminated:

- A. for not meeting membership criteria; or
- B. for non-payment of dues.

Section 6. Reinstatement

- A. A former member who forfeited membership for non-payment of dues may be reinstated:
 - 1. during the year of forfeiture by payment of current dues.
 - 2. after the year of forfeiture, by application as a new member and payment of current dues.
- B. A former member who forfeited membership for any other reason may apply as a new member, pay the current dues, and meet the requirements then in force.

Section 7. Access to Records

Consistent with legal requirements, a member may inspect the books and records of NCAOHN for any proper purpose upon reasonable notice.

ARTICLE IV BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall be comprised of the elected Officers and one elected Director from each local chapter (who shall be the President of that chapter).

Section 2. Duties

The duties of the Board of Directors shall be to:

- A. ensure that the organization is both effective and prudent in accomplishing organizational ends;
- B. establish missions and goals;
- C. direct all business and financial affairs;
- D. designate the financial institution(s) for deposit of funds;
- E. provide the bond for any person handling funds;
- F. provide for an annual independent review of all books and records by an external party;
- G. adopt an annual budget;
- H. recommend to membership any proposed changes in dues structures;
- I. fill any vacancy, except that of President, by ballot vote;
- J. fill any vacancy on the Committee on Nominations;
- K. appoint election Tellers and Chairman of Tellers;
- L. approve appointments made by the President;

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- M. process any complaints or requests;
- N. initiate proceedings for the removal of any officer for misconduct or neglect of duty in office using due process procedures as outlined in *Robert's Rules of Order Newly Revised*;
- O. establish advisory councils when deemed necessary;
- P. determine time and place for biannual meetings;
- Q. transact the general business and affairs of NCAOHN, not otherwise provided in these bylaws;
- R. adopt the necessary standing rules and policies to implement these bylaws.

Section 3. Meetings

- A. Regular meetings of the Board of Directors shall be held immediately preceding the biannual meeting.
- B. Notices of all regular meetings of the Board of Directors shall be mailed and/or electronically transmitted at least ten (10) days prior to the date of the meeting.
- C. Special Meetings of the Board of Directors:
 - 1. may be called by the President;
 - 2. shall be called by the President upon written request of two-thirds of the members of the Board of Directors;
 - 3. may be held with at least twenty-four (24) hours prior notice.
- D. Meetings may be conducted through the use of any means of communication by which any or all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting.
- E. Two-thirds of the members of the Board of Directors, including the President or Vice-President shall constitute a quorum at any meeting of the Board of Directors.

Section 4. Officers

- A. The officers shall be the President, Vice-President, Secretary and Treasurer.
- B. Qualifications: To be eligible for election, candidates must be active members. In addition, candidates for President shall have served a minimum of one (1) term as a Director.
- C. Duties: The duties shall be such as are implied by the respective titles except as otherwise stated in these bylaws and more specifically shall include the following:
 - 1. The President shall:
 - a. be the chief elected officer and official representative of NCAOHN;
 - b. perform duties as assigned by the bylaws and governance policies adopted by the Board of Directors;
 - c. appoint, subject to the approval of the Board of Directors, standing and ad hoc committees;
 - d. approve bills for payment, subject to limits prescribed by the Board of Directors;
 - e. establish policies to ensure proper accounting procedures are followed;
 - f. submit a written report at the annual meeting;
 - g. submit to the AAOHN office written reports as requested by AAOHN;
 - h. notify AAOHN in writing of election or change in officers within thirty (30) days.
 - 2. The Vice-President shall:
 - a. in the absence of the President, assume the duties of the President;
 - b. assume other duties assigned by the bylaws, standing rules or the Board of Directors;
 - c. succeed to the office of President for the unexpired term in the event of a vacancy.
 - 3. The Secretary shall:
 - a. prepare the minutes of all meetings of NCAOHN and the Board of Directors;
 - b. notify all officers of their election and all committee members of their appointment;
 - c. conduct the general correspondence;
 - d. notify members and the Board of Directors in writing and/or electronic transmission of the time and place of meetings.
 - 4. The Treasurer shall:
 - a. be a member of the finance committee;
 - b. deposit all monies belonging to NCAOHN in a financial institution(s) approved by the Board of Directors;
 - c. keep itemized records of receipts, disbursements and a book of accounts;
 - d. pay all bills approved by the President;
 - e. submit the books and records for an annual independent review by an external party appointed by the Board of Directors;
 - f. submit an annual financial report to the annual meeting;
 - g. at least ninety (90) days prior to the annual meeting, mail and/or electronically transmit an accurate list of the voting members to the Chairman of the Committee on Nominations and the Chairman of Tellers (upon appointment);
 - h. submit a written report at each meeting of the Board of Directors and NCAOHN.

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5. A Director shall perform such duties as assigned by the President or the Board of Directors.
6. All officers shall deliver to their successors all books, documents and other property belonging to NCAOHN within thirty (30) days after completion of the term of office.

Section 5. Directors

There shall be seven (7) Directors.

Section 6. Term of Office

- A. The term of office for Officers shall be two (2) years or until a successor has been elected and assumes office. Exception, the Treasurer may serve three (3) terms.
- B. The term of office for Directors shall be two (2) years or until their successors have been elected and assume office.
- C. No member of the Board of Directors may serve more than two (2) consecutive terms in the same office or as a Director.
- D. Any part of a term in excess of twelve (12) months for Officers or Directors shall be considered a term in deciding eligibility for election or re-election.
- E. Elected Officers shall assume office on July 1.

Section 7. Vacancy in Office

- A. A vacancy in the office of President shall be filled by the Vice-President.
- B. Any other vacancy shall be filled by ballot vote of the Board of Directors.

ARTICLE V NOMINATIONS AND ELECTIONS

Section 1. Committee on Nominations

- A. The Committee on Nominations shall be comprised of three (3) members elected by NCAOHN members.
- B. The candidate receiving the highest number of votes shall be chairman.
- C. A candidate for the Committee on Nominations shall have been a member of NCAOHN for no less than one (1) year.
- D. Members shall serve two (2) years or until their successors are elected and shall not be eligible for immediate re-election.
- E. Should a member of the Committee on Nominations become a nominee for Office or Director, that person shall resign. Any vacancy on the Committee on Nominations shall be filled by the Board of Directors with the candidate who received the next highest number of votes in the most recent election, if available. If the member is unable to serve, the vacancy shall be filled by a ballot vote of the Board of Directors.
- F. Duties:
 1. The committee shall request that members recommend the names of candidates for each elective position.
 2. The committee shall consider the qualifications of all candidates proposed by the membership or by the members of the Committee on Nominations and shall select nominees for each office, director and vacancy on the Committee on Nominations.
 3. The consent of all persons whose names appear on the ballot shall be secured.
 4. A ballot shall be prepared with the placement of names chosen by lot.

Section 2. Ballot

- A. In odd numbered calendar years, the ballot shall contain nominees for:
 1. President
 2. Treasurer
 3. Three (3) members of the Committee on NominationsIn even numbered calendar years, the ballot shall contain nominees for:
 1. Vice President
 2. Secretary
- B. No member shall be a candidate for more than one (1) position.

Section 3. Elections

- A. Elections shall be held annually by ballot, which may be either paper or electronic.
 1. The ballot shall be prepared by the Committee on Nominations.

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2. The ballot, together with instructions and accompanying documents of each candidate shall be mailed or transmitted not later than forty (40) days before the annual meeting.
3. The sealed envelope or transmitted ballot shall be submitted to the Chairman of the Tellers no later than twenty (20) days before the annual meeting.
- B. The Board of Directors shall appoint two (2) Tellers and the Chairman of the Tellers at least forty (40) days prior to the annual meeting.
- C. Sealed or transmitted ballots shall be counted prior to the annual meeting. The full report of the Tellers shall be read at the annual meeting.
- D. A plurality vote shall elect. In the event of a tie, a decision shall be determined by lot.
- E. Ballots shall be retained for six (6) months.

ARTICLE VI MEETINGS

Section 1. Annual Meeting

- A. There shall be an annual meeting. The annual meeting shall be held at such time and place as shall be determined by the Board of Directors.
- B. In the event of an emergency, the Board of Directors by two-thirds vote may cancel the Annual Business Meeting. All members shall be notified of the cancellation or rescheduling and the results of the election.

Section 2. Special Meetings

Special meetings may be called by the President and shall be called by the President upon written request of at least two-thirds of the chapters.

Section 3. Notices

Notices of all meetings of the membership shall be notified at least forty (40) days before the date of the meeting.

Section 4. Quorum

Twenty five percent (25%) of active members, including two (2) officers, one of whom shall be the President or Vice-President, shall constitute a quorum at all meetings of the membership.

Section 5. Official Record

An official record of the meetings will be made.

ARTICLE VII COMMITTEES

Section 1. Standing Committees

- A. There shall be the following standing committees:
 1. Education & Professional Affairs
 2. Finance
 3. Governmental Affairs
 4. Membership
 5. Nominations
- B. Each committee shall consist of at least three (3) members.
- C. Detailed duties and procedures shall be set down in the standing rules or policies and procedures.

Section 2. Ad hoc Committees

Ad hoc committees shall be appointed as authorized by the general membership or the Board of Directors.

Section 3. Ex-Officio Members

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

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Section 3. Quorum

The quorum for any committee meeting shall be a majority of the committee.

ARTICLE VIII PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall govern the proceedings of this chapter in all cases not provided for in these bylaws or in the standing rules or policies.

ARTICLE IX AMENDMENTS

- A. These bylaws may be amended, at any annual meeting or special meeting by a two-thirds (2/3) vote of the members present and voting, provided that the proposed amendments shall have been approved by the Board of Directors and mailed or transmitted to each voting member at least thirty (30) days in advance.
- B. No bylaws shall be effective until approved by the Board of Directors of the American Association of Occupational Health Nurses (AAOHN), Inc.