



BYLAWS

Illinois Society for Advanced Practice Nursing

Adopted: September 19, 2025

ILLINOIS SOCIETY FOR ADVANCED PRACTICE NURSING

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BYLAWS

ARTICLE I – NAME

The name of this Society shall be the Illinois Society for Advanced Practice Nursing, hereafter referred to as ISAPN.

ARTICLE II – PURPOSE

ISAPN is a professional Society organized to promote advanced practice nursing.

ARTICLE III – OBJECTIVES AND POWERS

Section 1. Objectives

- Awareness: Increase public awareness of the advanced practice nursing profession and utilization of advanced practice registered nurses (APRNs).
- Legislation: Initiate, facilitate, support, and protect the role of the APRN through both legislation and regulation.
- Practice: Promote and encourage best clinical practices.
- Education: Develop, participate in, and sponsor continuing education for APRNs.

Section 2. Powers and Authority

The ISAPN shall have all the powers and authority of a not-for-profit association incorporated in the State of Illinois.

ARTICLE IV – MEMBERSHIP CATEGORIES

"Full Member" is an APRN licensed in the State of Illinois whose:

- a. membership is in good standing,
- b. dues are paid in full and
- c. has graduated from an accredited school with one or more of the following APRN Specialties;
 - Certified Clinical Nurse Specialists (CNS),
 - Certified Nurse Midwives (CNM),
 - Certified Registered Nurse Anesthetists (CRNA),
 - Certified Nurse Practitioners (CNP).

"Full Member-Military" is an APRN licensed in the State of Illinois whose:

- a. Membership is in good standing
- b. dues are paid in full and
- c. has graduated from an accredited school with one or more of is in one or more of the four following APRN Specialties;
 - Certified Clinical Nurse Specialists (CNS),
 - Certified Nurse Midwives (CNM),
 - Certified Registered Nurse Anesthetists (CRNA),
 - Certified Nurse Practitioners (CNP).
- d. is a member of the National Guard, Army, Marine Corps, Navy, Air Force, Space Force, or Coast Guard and is currently serving as an active duty member or reservist

"Student Member" is a registered nurse in the State of Illinois who is not currently licensed in Illinois as an APRN and is enrolled in an accredited program that prepares APRNs for Illinois licensure. Student

membership categories and benefits shall be established by Board policy. A student may hold student membership status for one year after completing degree requirements.

The Society shall maintain two tiers of student membership:

a. "Student Member"

may receive selected educational communications, advocacy updates, and regional announcements as determined by Board policy. Student Members may not vote, hold office, serve on committees, participate in mentorship or preceptor programs, or receive member-only discounts or continuing education benefits.

b. "Student Plus Member"

shall have the rights and privileges of Student Members and may additionally vote, serve on committees, participate in mentorship and preceptor programs, receive member discounts, and serve in designated student leadership positions as permitted by these Bylaws and Board policy.

c. Student membership benefits, participation opportunities, transition pathways to full membership, and operational requirements shall be established by Board policy.

"Student Member" is a registered nurse in the State of Illinois who is:

a.d. ~~Not currently licensed in Illinois as an APRN and is enrolled in an accredited program that prepares APRNs for Illinois licensure. A student may hold this membership status for one year after completing degree requirements.~~

"Associate Member" is an APRN not holding an active license in Illinois or a registered nurse who is not an APRN and is not enrolled in an accredited program that prepares APRNs for Illinois licensure.

"Senior Member" is an APRN who is 65 years of age or more: was a full member of ISAPN for a minimum of three years; held an APRN license in Illinois at one time, but does not need to be currently licensed.

"Corporate Member" is any entity interested in supporting ISAPN's goals and whose dues are paid in full.

"Honorary Member" is a person who has demonstrated an outstanding commitment to advanced practice nursing in Illinois and is approved by the ISAPN Board of Directors.

ARTICLE V – MEMBERSHIP

Section 1. Membership Rights and Responsibilities

- Full Member or Full Member-Military. May vote, hold office, and apply for committee membership.
- Student Member. May vote and apply for committee membership; may not hold elected office.
- Associate Member. May apply for committee membership; may not vote or hold office.
- Senior Member. May vote, hold office, and apply for committee membership.
- Corporate Member. May not vote, hold office, or apply for committee membership.
- Honorary Member. May not vote, hold office, or apply for committee membership.

Section 2. Termination or Suspension of Membership

Membership in this Society may be refused, suspended, or terminated by the Board of Directors for cause. "Cause" shall be a violation of the Bylaws or of any rule or practice duly adopted by the Society, or any conduct prejudicial to the interest of the Society.

Whenever these Bylaws provide for the suspension or termination of a member, such action shall not take effect until the following procedures have taken place:

- The member shall be given at least fifteen days' written prior notice of such suspension or termination, together with the effective date and a statement of the reasons.
- The member shall be offered an opportunity, either orally or in writing, for a full and fair hearing not less than five days before the effective date.
- The ISAPN Board of Directors shall act as the hearing panel. Hearings shall be conducted in accordance with the policy established by the ISAPN Board of Directors. The Board's decision shall be final.
- The Board of Directors shall determine the effective date, in the event of suspension or termination, and the length of any suspension of membership or ineligibility of membership.

After the period of suspension or ineligibility for membership has ended, the member may reapply for membership in the Society.

Section 3. ISAPN Regions

Regions are defined as follows, but members may choose the region with which they are affiliated:

Northwest (NW) Region (*Counties include Jo Daviess, Stephenson, Winnebago, Boone, Carroll, Ogle, DeKalb, Whiteside, Lee, Rock Island, Henry, Bureau, Putnam, La Salle, Mercer, Stark, Marshall*).

Northeast/North (NE/N) Region (*Counties include McHenry, Lake, Kane, DuPage, and the Northern ½ of Cook-North of 290*).

Northeast/South (NE/S) Region (*Counties include Kendall, Will, Grundy, Kankakee, and the Southern ½ of Cook-South of 290*).

West Central (WC) Region (*Counties include Henderson, Warren, Knox, Peoria, Woodford, Hancock, McDonough, Fulton, Tazewell, Adams, Schuyler, Mason, Logan, Brown, Cass, Menard, Pike, Scott, Morgan, Sangamon, Calhoun, Greene, Christian, Jersey, Macoupin, Montgomery*).

East Central (EC) Region (*Counties include Livingston, Ford, Iroquois, McLean, DeWitt, Piatt, Champaign, Vermillion, Macon, Moultrie, Douglas, Edgar, Shelby, Coles, Cumberland, Clark, Fayette, Effingham, Jasper, Crawford*).

South Region (*Counties include Madison, Bond, St. Clair, Clinton, Marion, Clay, Richland, Lawrence, Monroe, Washington, Jefferson, Wayne, Edwards, Wabash, Randolph, Perry, Franklin, Hamilton, White, Jackson, Williamson, Saline, Gallatin, Union, Johnson, Pope, Hardin, Alexander, Pulaski, Massac*).

ARTICLE VI – OFFICERS AND EXECUTIVE COMMITTEE

Section 1. Number, Elected Terms, Qualifications

The officers of ISAPN shall be the President, President-Elect, Secretary, Treasurer, and Immediate Past President. These five officers shall comprise the Executive Committee. Officers shall be elected from members of ISAPN in good standing. Equal representation from each specialty shall be encouraged. No officer shall serve more than two full consecutive terms in the same office. An officer who has served more than half of one term shall be considered to have served a full term in that office.

Section 2. Duties

The Executive Committee oversees the business of ISAPN between regularly scheduled board meetings and annually reviews the performance of the Executive Director in accordance with policies established by the Board of Directors. All business conducted by this committee shall be reported at the next regular meeting of the Board of Directors.

Section 3. President

The President shall:

1. Serve a 1-year term or until a successor is elected and takes office.
2. Be a voting member of the Board of Directors.
3. Appoint ad hoc taskforce committees and chairs with board approval.
4. Oversee the business of the Society through their work with the Executive Committee and the Executive Director.
5. Preside at all Board of Directors meetings, Executive Committee meetings, General Membership Meetings, and special meetings of the membership of ISAPN.
6. Call emergency meetings at the written request of two or more members of the Board.
7. Have the authority to sign checks on behalf of ISAPN.
8. Serve as the official spokesperson for ISAPN.
9. Chair the Ethics Committee.

Section 4. President-Elect

The President-Elect shall:

1. Be elected annually.
2. Serve a 1-year term or until a successor is elected and takes office.
3. Be a voting member of the Board of Directors.
4. Perform the duties of the President in their absence.
5. Serve as Vice Chair of the Bylaws Committee.
7. Coordinate regional engagement with Regional Chairpersons.
8. Serve as a member of the Ethics Committee.

Section 5. Immediate Past President

1. The Immediate Past President shall:
2. Be a non-voting member of the Board of Directors.
3. Serve a 1-year term.
4. Serve as the chair of the Bylaws Committee.
5. Perform such duties as may be assigned to them by the Board of Directors.

Section 6. Secretary

The Secretary shall:

1. Be elected in even-numbered years.
2. Serve a 2-year term or until a successor is elected and takes office.
3. Be a voting member of the Board of Directors.
4. Be responsible for minutes of the Executive Committee and Board of Directors meetings.
5. Serve as the chair of the Awards Committee.
6. Serve as a member of the Ethics Committee.

Section 7. Treasurer

The Treasurer shall:

1. Be elected in odd-numbered years.
2. Have authority to sign checks on behalf of ISAPN and approve payments on behalf of ISAPN.
3. Serve a 2-year term or until a successor is elected and takes office.
4. Be a voting member of the Board of Directors.
5. Oversee the disbursement of ISAPN funds.
6. Present a financial report at the ISAPN Annual Meeting.

7. Present quarterly financial statements to the Board of Directors.
8. Chair the Finance Committee.
9. Oversees the annual audit/review and the 990s/IRS tax filings per board policy.
10. Serve as a member of the Ethics Committee.

PROVISO – The president-elect position shall become effective with the 2023 election.

ARTICLE VII- BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of the President, President-Elect, Immediate Past President, Secretary, Treasurer, six Regional Chairpersons, and the Chairpersons of the Membership, Program, and Government Relations/ Political Action Committees. There will be four board positions, one for each APRN specialty, to ensure representation of all four APRN specialties; however, specialty representation across all Board positions shall be encouraged. Board members must be in good standing at the time of the election and throughout their term of office. "Good standing" shall be defined by the Board. All elected positions for ISAPN must be held by residents of Illinois. A Student [Plus Member Representative](#) shall be appointed by the Board of Directors [to serve as the Student Representative](#) and shall be a voting member.

Section 2. Regional Chairpersons and Vice Chairpersons.

Each region will have a Regional Chairperson. Upon the Chairperson's recommendation, a Regional Vice Chairperson may be appointed by the Board of Directors. [The Regional Vice Chair position shall serve as a leadership development role within ISAPN.](#)

The Regional Chairperson will be seated on the Board of Directors as a voting member and serve a two-year term. The Regional Chairperson for Northwest, West Central, and Northeast/South regions will be elected in odd-numbered years. The Regional Chairperson for the Northeast/North, East Central, and South regions will be elected in even-numbered years. Chairpersons and vice-chairpersons shall reside in or be employed in the region they represent.

Regional Chairs shall:

1. Be elected by the members of the region they represent.
2. Schedule at least one regional meeting each quarter.
3. File quarterly reports concerning activities within the region for review at Board of Directors meetings.
4. Act as the liaison between the regional members and the Board of Directors, and in doing so, keep the regional membership up to date on Board decisions and activities.
5. Keep the ISAPN office up to date on meetings and activities.
6. Be the voice of ISAPN whenever a group of APRNs is meeting in a given region, serving as an ongoing source of information for prospective ISAPN members.
7. Be involved in legislative activities of the region and ISAPN.
8. Arrange for the Regional Vice-Chair to attend and vote if the Regional Chairperson is unable to attend a Board of Directors meeting.

The Regional Vice-Chairperson shall:

1. Be appointed by the Board of Directors for a two-year term. Every effort will be made to appoint a Vice-Chairperson who will bring diversity in geographies and/or strengths to the region.
2. [Be accountable to the Regional Chairperson.](#)
3. [Assist the Regional Chairperson with regional activities and communications.](#)
4. [Lead at least one regional engagement initiative annually, which may include an educational program, networking activity, legislative outreach, or membership recruitment effort.](#)

5. [Be encouraged to seek election as Regional Chairperson.](#)
6. [Be eligible to attend meetings of the Board of Directors in a non-voting capacity.](#)
- ~~2.7.~~ [In the event of a Regional Chairperson vacancy, the Board of Directors shall consider a Regional Vice Chairperson as the preferred candidate for appointment, provided the individual is in good standing.](#)
- ~~3.8.~~ [Perform duties as defined in the board policy](#)

Section 3. Specialty Representation

Each APRN specialty will have a voting position on the Board of Directors. Only an ISAPN member in good standing, holding a valid Illinois license in that area of specialty, may be nominated and elected to the position. The entire ISAPN membership will vote in the election for these positions. Specialty representatives will be elected to 2-year terms. The CNS and CRNA representatives will be elected in even-numbered years, and the CNP and CNM representatives will be elected in odd-numbered years. The specialty representative shall:

1. Be a member of the Nominating Committee.
2. Be a member of the Program Committee or recommend an alternate representative. Each representative is responsible for ensuring diversity in programming.
3. [Keep in touch with their specialty members. Host one meeting per year with their specialty member with a report to the full board regarding any practice or regulation issues.](#)
4. Submit a report of specialty activities to the Board of Directors at quarterly meetings.

Section 4. Student Representative

The Student Representative shall be a voting member of the Board of Directors and shall be appointed by the Board. The student representative will serve up to a 2-year term, as determined by the student's graduation date. The student representative must be a [Student Plus Member](#) in good standing.

The student representative shall:

1. Be a member of the Membership Committee.

Section 5. Board Duties

[The Board of Directors shall serve as the governing body of the Society and shall provide strategic leadership to advance its mission, vision, and objectives.](#)

- ~~1. In the absence of specific direction in these Bylaws, the Board may adopt all policies and procedures necessary for the operation of ISAPN.~~
- ~~2. Exercise the corporate responsibilities and fiduciary duties of the Association consistent with the applicable provisions of law.~~
- ~~3. The Board of Directors shall oversee ISAPN business. The duties shall include the formation of policies and procedures, the approval of the annual budget, the approval of proposed bylaw amendments, the filling of vacancies on the Board of Directors, the appointment of ad hoc task forces, and serving as advisors to the Executive Committee.~~
- ~~4. Evaluate and grant honorary member status to individuals who have demonstrated an outstanding commitment to advanced practice nursing in Illinois.~~
- ~~5. Hire and define the authority and responsibilities of the Executive Director.~~
- ~~6. Appoint members to the standing committees at the first Board meeting after the Midwest Conference and as needed~~

~~7. All Board Members are expected to attend scheduled and called meetings. In the event a Board Member cannot attend a meeting, they should notify the ISAPN President of an excused or unexcused absence, conditions which will be included in the policies and procedures. If they have a specific viewpoint on an agenda item, comments/suggestions should be related to the ISAPN President, preferably in writing, before the Board Meeting.~~

~~—Members of the Board of Directors shall, upon expiration of their terms, surrender to the Executive Director all properties in their possession belonging to their respective office.~~

~~8.1. Facilitate awareness of APRN practice utilizing health related issues in the media, as appropriate utilize committee expertise.~~

~~-The Board of Directors shall:~~

- ~~1. Establish the strategic direction and priorities of the Society in alignment with its purpose and the needs of its members and the advanced practice nursing profession.~~
- ~~2. Ensure the long-term sustainability and integrity of the Society through responsible stewardship of its resources, finances, and organizational structure.~~
- ~~3. Adopt and oversee policies necessary for the effective governance and operation of the Society.~~
- ~~4. Provide oversight of the Society's programs, initiatives, and activities to ensure alignment with its mission and strategic priorities.~~
- ~~5. Support and promote engagement of members, fostering leadership development and participation across the organization~~
- ~~6. Appoint committee members and Vice Chairpersons annually at the November meeting, or as necessary to fill vacancies.~~
- ~~7. Ensure compliance with applicable laws, regulations, and ethical standards.~~
- ~~8. Appoint, support, and evaluate the Executive Director, and delegate authority for the management of operations in accordance with Board-established policies.~~
- ~~9. Act in the best interests of the Society and its members, exercising fiduciary responsibility and sound judgment in all decisions.~~
- ~~10. Additional responsibilities, expectations, and procedures for Board members shall be defined in Board policies.~~

Section 6. Proxies.

A Board member entitled to vote may vote in person (including those instances when voting is done electronically) or by proxy executed in writing by the Board member. The proxy shall be revocable at the pleasure of the Board member executing it. The proxy shall be valid only for the stated meeting and/or agenda items and shall be revoked if the Board member is present and/or able to vote electronically. No Board member shall receive more than one proxy vote. The ISAPN Board will determine which proxy form to use.

Section 7. Length of Service

New members of the Board of Directors shall take office at the conclusion of the Midwest Conference and shall serve until a successor is elected and takes office. Members of the ISAPN Board of Directors, except for President-Elect, President, and Immediate Past President, shall serve 2-year staggered terms to ensure continuity of organizational leadership. Board members may serve no more than 2 consecutive full 2-year terms in the same office. The President-Elect, President, and Immediate Past President shall serve 1-year terms.

Section 8. Executive Committee and Board of Directors Meetings

Regular meetings of the Board of Directors shall be held at least four times per year. The President shall set the time and place of the meetings. At least a two-week notice shall be given either in writing or via e-

mail. [Vice chairs of the regions and committees shall be invited to attend all board meetings with voice but no vote.](#)

The Executive Committee will meet as needed. The agenda shall be announced at the call of the meeting.

The Board of Directors and Executive Committee may meet either face-to-face, via conference call, or by other electronic means. Business may be conducted by electronic media in between scheduled board meetings.

Section 9. Quorum

A majority of the voting members of the Board of Directors, including at least one officer, shall constitute a quorum at every board meeting.

Section 10. Board Member Resignation, Removal, and Replacement

1. Resignation from the Board must be in writing and received by the Executive Director.
2. Any board member who has two consecutive "unexcused" absences from meetings shall be deemed to have resigned from said board position.
3. Removal – A board member may be removed with cause by a majority vote and previous notice of the membership present at a meeting.

Section 11. Vacancies

In the event that a vacancy occurs in an office, the office shall be filled in the following manner:

1. President: The President-Elect shall assume the office for the completion of the elected term of the President.
2. Other members: The Board of Directors shall select potential nominees from the ISAPN membership. These nominees shall be voted on by the Board of Directors. The individual receiving the highest number of votes shall fill the vacancy. Regional vacancies shall be filled from among members in the regions, specialty representatives from specialties, students from Student [Plus Members](#), officers, and committee chairs from full members. Appointees must be members in good standing.

Section 12. Violation of the ISAPN Code of Ethics

Board and committee members shall be subject to reprimand, censure or expulsion by ISAPN for violation of the "ISAPN Code of Ethics." The "Procedures for Review of Board and Committee Member Conduct" provides the rights and procedures in cases of a violation of the Code of Ethics.

Section 13. Executive Director

The Board of Directors shall delegate to the Executive Director the authority to manage ISAPN according to policies established by the Board of Directors.

The Executive Director shall:

1. Be accountable to the Board of Directors.
2. Employ, direct, promote, and terminate staff of ISAPN.
3. Represent ISAPN and serve as spokesperson on matters of established policy and positions.
4. Serve as a non-voting ex-officio member on all committees.

ARTICLE VIII– STANDING COMMITTEES

Section 1. Standing Committees

The standing committees of the ISAPN shall be Bylaws, Finance, Government Relations/Political Action (PAC), Membership, Nominating, and Program. Each committee shall have at least four members. Chairpersons of the Government Relations/PAC, Membership, and Program committees shall be elected by the ISAPN membership. Each committee shall have a Vice Chairperson appointed by the board of directors.

A. Bylaws Committee

This committee shall:

1. Be chaired by the Immediate Past President.
2. The President-Elect shall serve as vice chair,
3. Review the bylaws annually and recommend changes, which will be presented to the Board of Directors for approval, after which they will be presented to the general membership in writing at least 30 days prior to the Election. Any amendments will be voted on at the Annual Business Meeting or via electronic ballot.
4. Review ISAPN policies per the policy on policy development and review.

B. Finance Committee

This committee shall:

1. Be chaired by the Treasurer.
- 1-2. The immediate past president shall serve as vice chair.
- 2-3. Approves a draft annual budget prepared by ISAPN staff to be presented to the Board of Directors for adoption prior to the commencement of the fiscal year;
- 3-4. Review the budget quarterly and recommend any necessary revisions to the Board of Directors, and make recommendations concerning expenditures and investments to the Board of Directors.

C. Government Relations/Political Action Committee (PAC)

The Chairperson of the Government Relations/PAC committee shall be elected by the ISAPN membership. A vice chair shall be appointed by the Board to assist with the PAC with duties as assigned by board policy.

The Vice Chairperson of the Government Relations/PAC Committee shall:

Assist with PAC duties and planning for the PAC event at the Midwest Conference
Support coordination of advocacy initiatives, including legislative meetings and grassroots engagement.
Support implementation of a biennial review of the Legislative Platform.

This committee shall:

1. Keep the membership apprised of current legislation concerning APRNs;
2. Initiate and review legislation of concern to APRNs and advise the ISAPN lobbyists of the Association's position;
3. Develop and implement a grassroots strategy for members when ISAPN introduces legislation
4. Biannual review of the Legislative Platform – completed during the second year of the GR/PAC chair's term.
5. Develop ways to raise funds for the ISAPN PAC; and

6. Determine an annual strategy for campaign contributions.

D. **Membership Committee**

The Chairperson of the Membership Committee shall be elected by the ISAPN membership.

The Vice Chairperson of the Membership Committee shall:

1. Assist in the development and implementation of membership recruitment and retention strategies.
2. Support member engagement initiatives, including onboarding and outreach efforts.
3. Assist in the coordination of Student Connect and early career engagement activities.
4. Support analysis of membership trends and identification of growth opportunities.

This committee shall:

1. Study and evaluate matters pertaining to membership promotion;
2. Develop and implement plans for retaining and increasing membership;
3. ~~Oversee the maintenance of accurate files on membership;~~
4. Be responsible for the coordination of corporate membership.
5. Be responsible for the coordination of Student Connect activities;
6. ~~Facilitate awareness of APRN practice utilizing health-related issues in the media~~

F. **Nominating Committee**

This committee shall

- ~~1.~~ Be composed of the specialty representatives (CNP, CRNA, CNS, CNM) currently serving on the Board of Directors and three elected members of ISAPN.
1. Elect its own chair from within the committee.
- ~~2.~~ Vice Chair is appointed by the board of directors from the elected members of the committee.
- ~~3.~~ 2. Actively seek nominations for all available board positions, present at least two candidates for each open position, when possible.;
3. Present the slate to the Board of Directors;
4. Prepare a slate of candidates and send notice of the slate of candidate to the members at least 30 days prior to the election.;
5. ~~Present the slate to the Board of Directors;~~
6. ~~Inform the membership via the ISAPN newsletter and/or website of the slate of candidates at least 30 days prior to the Annual Business Meeting;~~
7. Prepare a report with election results to be printed in the ISAPN newsletter following the Annual Business Meeting

G. **Program Committee**

The Chairperson of the Program Committee shall be elected by the ISAPN membership

The Vice Chairperson of the Program Committee shall:

1. Assist in planning the Midwest Conference and other educational programs.
2. Coordinate development and delivery of mandatory continuing education and required education sessions relevant to APRN practice, licensure, or regulatory requirements.
3. Support recruitment of speakers and development of program content.

Assist in evaluation of educational offerings to ensure relevance and quality.

This committee shall:

1. Plan the Midwest Conference and other educational programs throughout the year;
2. Recruit diverse speakers from various specialties after input from the membership
3. Guide the development of marketing strategies and materials~~material~~ for ISAPN programs.

Section 2. Committee Chair Responsibilities

The Bylaws, Finance, Government Relations/PAC, Membership, and Program committee chairs shall:

1. Convene each committee after the conclusion of the Midwest Conference.
2. Deliver all committee property to their successor or the Executive Director within two weeks after the expiration of their term of office.

Section 3. Committee Vice Chair Responsibilities

The Vice Chairperson shall support the work of the Chairperson and serve in a leadership development capacity.

The Vice Chairperson shall:

1. Assist the Chairperson in planning and implementing committee activities.
2. Serve in the absence of the Chairperson.
3. Coordinate specific projects or initiatives as assigned by the Chairperson or Board of Directors.
4. Support recruitment and engagement of committee members.
5. Prepare to assume the role of Chairperson as appropriate.

2.

Section 4. Committee Chair or Vice Chair Removal and Replacement

If a chairperson who is not a member of the Board of Directors cannot or will not fulfill the obligations of their office, they may be removed from the said position by a majority vote of the Board, and the position will be filled by a member of the committee, if possible.

A. Appointed Committee Chairs and Vice Chairs

A committee chairperson who is appointed and who is not a member of the Board of Directors and who cannot or will not fulfill the obligations of the position may be removed by a majority vote of the Board of Directors. The Board of Directors shall appoint a replacement from the membership or from among the members of the committee when possible.

B. Elected Committee Chairs

Committee chairs who are elected by the membership may be removed only for cause. Cause includes failure to perform the duties of the office, violation of the Society's Code of Ethics, loss of membership in good standing, or conduct prejudicial to the interests of the Society.

Prior to any vote on removal, the chairperson shall receive written notice of the proposed action and the reasons for removal at least fifteen days in advance. The chairperson shall be given an opportunity to respond, either in writing or in person, before the Board of Directors.

Removal of an elected committee chair shall require a two-thirds vote of the Board of Directors.

If a vacancy occurs in an elected committee chair position due to resignation, removal, or inability to serve, the Board of Directors may appoint an interim chairperson to serve until the next regular election cycle or until the position is filled according to the Society's election procedures.

ARTICLE IX. COUNCIL OF PAST PRESIDENTS

The council will consist of all Past Presidents in good standing who wish to participate. Terms will be indefinite. The chairman of the council will be the Immediate Past President. The council will serve as a counsel to the Board to advance the Association's purpose and goals.

Responsibilities:

1. ~~The council will hold a minimum of one meeting~~ one meeting annually. The meeting may be conducted virtually and should occur prior to the Midwest Conference whenever practical. each year, which will take place at the Midwest Conference or other agreed upon method.
2. ~~1.~~ Provide a forum for consideration of issues related to the Association
3. ~~2.~~ Will serve as counsel to the Board when institutional history is needed relative to current endeavors.

ARTICLE X. DUES

The amount of dues shall be:

- Full Members – As established by the ISAPN Board of Directors
- Full Member Military – As established by the ISAPN Board of Directors
- Associate, ~~Student~~, and Senior Members – 50% of the Full ~~Members~~ Member
- Student Plus Members – 25% of the Full Member
- Corporate Member – As established by the ISAPN Board of Directors
- Honorary Member – No dues required

The dues schedule shall be determined annually by the ISAPN Board of Directors.

ARTICLE XI. GENERAL MEMBERSHIP MEETINGS

An Annual Business Meeting of the general membership shall be held. The meeting shall include an annual report from the President on the work of the Association and a financial report from the Treasurer. Additional general membership meetings shall be called at the request of the Board of Directors. Such meetings require at least 10 days' written advance or electronic notice to members.

Each member in good standing in attendance shall have one vote at general membership meetings. A quorum for the transaction of any business shall consist of 10 members in good standing plus at least one officer and two board members.

ARTICLE XII– ELECTIONS

Section 1. Voting

Full, senior, and student plus members may vote for the offices of President-Elect, Secretary, Treasurer, Specialty Representatives, Government Relations/Political Action Committee Chair, Membership Chair, ~~Marketing Chair~~, and Program Chair. Full, senior, and student plus members of each region shall elect the Regional Chairs ~~of their respective regions.~~

Section 2. Procedures

The Nominating Committee shall actively recruit candidates for open leadership positions and provide information and guidance to prospective nominees regarding responsibilities and expectations of office. The slate should consist of two candidates per open position, when possible.

Ballots will be made available electronically at least 30 days prior to the election. Voting will remain open for 14 days. A minimum of two ISAPN board members who are not candidates on the election ballot will verify the election results. The nominee receiving the highest number of votes for a particular office shall be declared the winner. In the event of a tie vote, the candidates shall be notified, and the election will be determined by lot.

Election results will be ~~announced during the Midwest Conference and~~ sent electronically to all members. ~~New board members shall be recognized during the Midwest Conference.~~ All ballots shall be preserved for one year after the election.

ARTICLE XIII – RULES OF ORDER

In the absence of any provisions to the contrary in the ISAPN Bylaws, the parliamentary rules and usage in the most current edition of "Robert's Rules of Order, Newly Revised" shall govern all meetings of the ISAPN. A member of the Board or the Executive Director shall act as a Parliamentarian if the board determines a registered Parliamentarian is necessary to fulfill this function.

ARTICLE XIV – AMENDMENTS

These Bylaws may be amended by a vote of 2/3 members present at a meeting of the general membership or by 2/3 majority of the members of the Society voting on an electronic ballot. Prior written notice of proposed language must be sent to all members 30 days before such meeting or distribution of the electronic ballot.

ARTICLE XV – DISSOLUTION

In the event of the dissolution of ISAPN, all liabilities and obligations of ISAPN shall be paid, satisfied, and discharged, or adequate provision shall be made, therefore. The remaining funds shall be donated to a not-for-profit organization(s) to be determined by the sitting Board of Directors in accordance with both state and national laws.

The ISAPN Bylaws are effective, having been adopted by the ISAPN membership during the election.

Date ratified November 10, 2001

Dates amended: September 21, 2002; September 14, 2003; October 1, 2004; September 11, 2005; October 21, 2006; October 27, 2007; October 2, 2008; October 15, 2009; September 24, 2010; October 21, 2011; October 27, 2012; September 21, 2013, October 11, 2014, October 17, 2015; October 8, 2016, October 7, 2017, October 20, 2018, September 24, 2020, September 29, 2022, September 19, 2024, September 19, 2025