



HAWAII STATE COUNCIL BYLAWS

Article I

Name

The name of this organization shall be the Hawaii State Council of Emergency Nurses Association (ENA), not-for-profit Corporation incorporated in the State of Hawaii.

Article II

Purpose:

This State Council is affiliated with the Emergency Nurses Association (ENA) at the State Level, chartered by the National Association (ENA) to implement its mission and objectives, on the State Level, as well as to coordinate the professional activities within the State in liaison with the National Level (ENA), General Assembly, and Board of Directors (ENA). The State Council shall act in accord with all Bylaws and Procedures established by the National Association (ENA). The purposes for which, the corporation is organized are educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including but not limited to the advancement of emergency nursing through education and public awareness.

Article III

Vision, Mission and Objectives:

A. Vision

The Hawaii State Council shares National Emergency Nurses Association vision to promote advocacy, diversity, and the excellence of emergency nursing practice.

B. Mission

The Hawaii State Council seeks to promote excellence in emergency nursing through leadership, research, education and advocacy at a state and local level.

C. Objectives

The Hawaii State Council exists such that at a state, county and local level to:

- C. Responsibilities:** In addition to those responsibilities delineated below, officers of the Hawaii State Council shall exercise all the privileges and responsibilities as an officer of the State Council as specified in the Bylaws and Procedures of the National Association.
1. Current ENA Membership.
 2. Current licensure such as to practice as a Registered Nurse in the State of Hawaii.
 3. Active participation at the state level as demonstrated by having attended at least 65% of State Council Meetings within the prior year.
- B. Qualifications:** Officers must have:
- (NOTE: There is the option of having a single Secretary and Treasurer).
- A. Officers:**
- The officers of the Hawaii State Council shall be President, President-Elect, Secretary, and Treasurer. The immediate Past President may serve in an ad hoc role.

Article V

Membership:

ENA exists in Hawaii under a two-tiered structure of organization. State Council Membership consists of all ENA members (National, International, Affiliate, Honorary or Student) in good standing residing within the State of Hawaii. The Hawaii State Council may form and recognize informal constituent groups (such as by island) in an appropriate manner.

Article IV

- Promote the specialty of emergency nursing
- Promote the interests of its members and to improve the professional environment of the emergency nurse through education and public awareness
- Promote ethical principles as defined in the ENA Code of Ethics for Emergency Nurses and the American Nurses Association Code of Ethics.
- Actively collaborate with other health-related organizations to improve emergency care
- Be a primary resource for emergency nursing leadership, education, and research
- Support standards that serve as a basis for emergency nursing practice
- Develop, disseminate and evaluate emergency nursing education and research
- Encourage interaction and mentorship among emergency nurses
- Identify and disseminate information on key trends affecting and pertinent to emergency nursing in Hawaii.
- Serve as an advocate for the public regarding emergency care.

1. **President:**
 - a. Service as Chief Elected and Executive Officer of the State Council.
 - b. Coordinate all Council administrative activities.
 - c. Appoint committee Chairpersons and committee members with Council approval, as circumstances warrant.
 - d. To exercise all responsibilities and privileges as an officer as specified in the Bylaws and Procedures and perform all duties of President as outlined at the national and state level.
2. **President-Elect:**
 - a. To perform duties assigned by the President for the State Council
 - b. To exercise all responsibilities and privileges as an officer as specified in the Bylaws and Procedures at the national and state levels.
 - c. To succeed to the office of President at the expiration of the President's term. In the event the position of President becomes vacant, the President-Elect shall serve for the unexpired term and the term for which he/she was elected.
 - d. To perform all duties of President-Elect as outlined by national and state council procedures.
3. **Secretary:**
 - a. Maintains minutes of ENA State Council and other business Meetings and other records as necessary and to provide for a mechanism to transfer such records upon the installation of a new secretary..
 - b. Performs correspondence duties as delineated by the President.
 - c. Directs and maintains the State Council Website.
4. **Treasurer:**
 - a. To maintain State Council financial records in accord with generally accepted accounting procedures and to provide for a mechanism to transfer these records upon the installation of a new Treasurer.
 - b. To present an Annual State Council Budget proposal.

An elected State Council officer shall be removed in accordance with this paragraph if the officer fails to meet the eligibility requirements for election as outlined. An elected officer may be removed for cause in accordance with this paragraph. Removal of any officer shall be by an affirmative two thirds (2/3) vote of the members attending a State Council meeting in which the proposed action was previously communicated to membership at least two weeks in advance. The officer in question must be offered an opportunity to speak in their behalf before the voting members. Cause shall be defined as any action which is determined by the Executive Board to be detrimental to the best interests of ENA. Any action to remove an elected State Council officer must be discussed with National leadership prior to being undertaken.

G. Removal from Office

F. Vacancies: Unless stated otherwise in these Bylaws, vacancies may be filled for the unexpired term of office by a majority vote the State Council members present at a State Council meeting.

E. Election: State Council Officers must be elected by a majority vote of Chapter Representatives at a business meeting to be scheduled in the Fall of the calendar year. Notice of election and any known candidates must be communicated to membership at least two weeks prior to the election. Results of the elections will be reported to National no later than October 31 of each year.

2. The State Council Secretary and Treasurer shall serve for a term of two (2) years or until his/her successor is elected. The term of office shall begin at the conclusion of the calendar year in which elected.
1. The State Council President and President-Elect shall serve for a term of two (2) years or until their successors is elected. The term office shall begin at the conclusion of calendar year in which elected.

D. Term of Office:

- g. The fiscal year shall be January 1 through December 31
- f. Apply for and maintain necessary federal and state documents such as Employer Identification Number, Articles of Incorporation, necessary IRS documents, insurance, etc.
- e. Submit an annual Financial Report for officer and member review, as well as financial reports as requested for scheduled meetings. The annual Financial Report for the previous year is to be filed with the ENA National offices on or before June 1 of each year.
- d. To perform those duties as outlined in Parliamentary Procedure and Common Law.
- c. To maintain State Council banking accounts and all disbursements thereof.

Article VII

Meetings

- A. The Hawai'i State Council shall meet at least twice a year. Meetings shall be called by the President and will be communicated to membership at least two weeks in advance.
- B. The business meeting held in the Fall of the calendar year shall be for the purpose of electing officers and committees, and for any other business that may rise.
- C. The State Council shall attempt to conduct at least one (1) educational meeting per year.
- D. Special meetings may be called upon the written request of eight or more State Council Members to the Board of Directors.
- E. A Majority of State Council Representatives attending a meeting plus at least two officers shall constitute a quorum for any meeting of the State Council.

Article VIII

Delegates to the General Assembly:

- A. The number of, and qualifications for, Delegates to the National Association's Annual General Assembly shall be determined by the Bylaws and Procedures of the National Association.
 - B. The Hawai'i State Council shall use the Point System Process for delegate selection to the National General Assembly in accordance with National Association Bylaws and Procedures.
- The Point System Process
1. Qualifications: only current and active State Council members are eligible.
 2. State Council members may accumulate points during the year according to procedures points may be accumulated by the following activities: attendance of at least 50% of all scheduled meetings, serving in an elected or appointed position within ENA, teaching emergency nursing courses such as TNCC/ENPC/CATN II or CEN review, research in emergency nursing, being published on a topic related to emergency care, working on State Council projects, and certification as a CEN.
 3. Members of the State Council who meet the established qualifications and expressed a willingness to serve as a delegate will be considered. Members accumulate points during the year according to these procedures. Individuals who meet the qualifications and accumulate the highest number of points within the deadline date are the of Hawai'i

delegates. The State Council President will always be a delegate unless he/she decline to attend.

4. Delegates must attend a meeting of the elected delegates prior to the National Association's Annual General Assembly.

5. The President must submit the names of the State Delegates and Alternate to the National Office at least 45 days prior to the National Association's Annual General Assembly in accord with National Procedures.

D. Each delegate from Hawai'i, who is not otherwise receiving financial support, may receive a single lump sum grant from State Council funds in an amount recommended by the Board of Directors and authorized by the State Council. This grant will be paid to the delegate subsequent to attending the General Assembly and is contingent upon the delegate's active participation in the General Assembly business as determined by the State Council President or Delegation Chair.

Article IX

Board of Directors

A. The Officers of the Hawai'i State Council shall constitute the Board of Directors.

B. The Board of Directors shall be responsible for the affairs of the Hawai'i State Council between business meetings and shall perform such other duties as are specified in these Bylaws. The Board of Directors is subject to the orders of the State Council Representatives and none of its acts shall conflict with action taken by the State Council as a whole.

C. The President shall call Meetings of the Board of Directors.

D. The presence of either the President or President-Elect and any two (2) other officers shall constitute a quorum for any meeting of the Board of Directors.

E. The Immediate Past President may attend any Board of Directors meeting as a non-voting member

Article X

Committees

A. As far as possible, the State Council shall have the following standing committees: Trauma and Pediatric Nursing Education (these may be separate or combined into a single Education committee), Government Affairs, Nursing Practice, Membership and the National Association General Assembly Delegation.

B. Additional standing committees may be appointed by the State Council as circumstances warrant.

- C. All committees shall assume duties and shall have powers as assigned by the State Council.
- D. The size of each committee shall be determined by the State Council.
- E. The President shall, with Council approval, appoint the Chairperson and members of all committees. The Chair and committee members serve at the discretion of the President for a term of one year: January 1 through December 31.

Article XI

Chapters

Hawaii uses the Two-Tier System, where upon individual State Chapters do not exist.

Article XII

Indemnification

ENA shall indemnify to the fullest extent to which it is empowered to do so by applicable laws as may from time to time be in effect, any person who, by reason of being or having been a officer, employee, or agent of ENA, or who is or was serving at the request of ENA as a officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, and who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding. The State Council may, at its discretion, obtain insurance and/or bonding in this regards through the national organization or other sources.

Article XIII

Parliamentary Authority

These Bylaws, the most current edition of Robert's Rules of Order, Standing Rules and any Special Rules of Order adopted by the State Council shall govern all meetings of and within the Hawai'i State Council provided they are not in conflict with the Bylaws and Procedures established by the National Association.

Article XIV

Dissolution

In the event if dissolution of the Hawai'i State Council, the net assets of the corporation shall revert to the National Association after liabilities and obligations shall be paid, satisfied, and discharged, or adequate provision shall be made thereof.

Article XV

Amendments

A. These Bylaws may be amended only upon written notice by the National Association's Committee on Bylaws. Before any amendments become effective, they must subsequently be approved by a two-thirds (2/3) vote of the members attending a Hawaii State Council meeting, not sooner than two (2) weeks after having been previously communicated to all membership.

B. Any amendments to the National Association Bylaws and Procedures having direct application to these Bylaws shall take precedence over any State Council Bylaw provision and/or Procedures and amendment thereto shall automatically take effect.

Approved by the Hawaii State Council of the Emergency Nurses Association Executive Board, January 9, 2007

Kathleen Anzelon
2006-07 President

Steven D. Hobbs
2006-07 President-Elect

Carlene Peterson
2006-07 Treasurer

Lori Kames
2006-07 Secretary