

# **Bylaws of the North Carolina Association of PeriAnesthesia Nurses**

## **ARTICLE I**

### **NAME**

**Section 1.1** The name of this organization is the North Carolina Association of PeriAnesthesia Nurses (NCAPAN), a non-profit organization in the State of North Carolina and a component affiliated with the American Society of PeriAnesthesia Nurses (ASPAN).

## **ARTICLE II**

### **PURPOSE**

**Section 2.1** The purpose of this organization is to:

- Promote high standards for recognition of perianesthesia care;
- Provide guidance for local districts of perianesthesia nurses;
- Present opportunity for the continuing education of the perianesthesia nurse through diversified educational programs.

## **ARTICLE III**

### **MEMBERSHIP**

**Section 3.1 General-** Membership in NCAPAN is a privilege, contingent upon compliance with the requirements of the ASPAN bylaws, NCAPAN bylaws, and such other requirements as the NCAPAN Board of Directors may establish.

**Section 3.2 Classification of Membership-** NCAPAN provides the following five classes of members: Active, Affiliate, Retired, Student and International

**Section 3.2.1 Active-** Members shall be licensed nurses who are presently employed full or part time in the practice, management, teaching or research of any phase of perianesthesia nursing. Active members are eligible to hold office, vote, and serve on a committee.

**Section 3.2.2 Affiliate-** Members shall be licensed health care professionals who have an interest in perianesthesia patient care. Affiliate members have the privilege of attending meetings, proposing motions, serving on committees, but cannot vote or hold office.

**Section 3.2.3 Retired-** Members shall be in good standing who, immediately prior to retirement or permanent disability, were active members and have been approved by the Board of Directors. Retired members have the right to vote and serve on a committee, may hold office at the board discretion.

**Section 3.2.4 Student-** Members are individuals pursuing education leading to the eligibility to sit for the registered nurse licensing examination. Student members have the right to attend meetings, but cannot propose motions or vote.

**Section 3.2.5 International-** Members shall be any duly licensed health care professional who have an interest in perianesthesia patient care and reside outside the US and Bermuda. International members may attend meetings, but cannot propose motions or vote.

**Section 3.3 Application for Membership-** Any person desiring membership shall submit a written or online signed membership application to ASPAN and NCAPAN.

**Section 3.4 Dues-** Each member shall pay annual dues. Membership dues should accompany the ASPAN and NCAPAN membership application.

**Section 3.5 Termination of Membership** A membership shall be terminated by nonpayment of dues, death of the member, or failure of the member to comply with the requirements of these bylaws. Termination action for noncompliance should not be taken until the member is advised of rationale for termination and given opportunity for due process.

### **Section 3.6 Meeting of Members**

**Section 3.6.1 Annual Meeting-** The annual meeting is designated as the NCAPAN State Conference. The time and place is recommended by the Board of Directors.

**Section 3.6.2 Board of Directors-** The Board of Directors shall meet at least five times during the fiscal year. The times and places will be recommended by the Board of Directors. The presence of 51 % of the elected and appointed Board members will constitute a quorum for all meeting.

## **ARTICLE IV OFFICERS**

**Section 4.1** The Officers of the Association will be the President, Vice President/President Elect, Secretary, Treasurer, Immediate Past President/Liaison, Member-at-Large, Director of Communications, Director of Public Relations, Director of Education, Director of Research, and Director of Governmental Affairs. Their qualifications, elections, duties, and terms of office will be designated in/by Policy and Procedures. Vacancies will be filled by appointment of the executive board for the remainder of the term of office. Delegates to the ASPAN Representative Assembly will be chosen annually according to Policy and Procedures. An officer of NCAPAN cannot simultaneously hold a position on ASPAN Board of Directors.

## **ARTICLE V BOARD OF DIRECTORS**

**Section 5.1** The Board of Directors shall be the governing body of NCAPAN. The Board consists of the elected officers, appointed officers, and the president of each authorized local district. The Executive Committee consists of the President, Vice President/President Elect, Secretary, Treasurer, and Immediate Past President. The executive committee shall convene on matters that are urgent and not routine. The Executive Committee will report its actions for ratification and approval to the Board of Directors at the next Board meeting. The duties and other functions of the Board of Directors will be designated in/by Policy and Procedures.

## **ARTICLE VI NEW DISTRICT FORMATION**

**Section 6.1** A local group of perianesthesia nurses may apply to NCAPAN to be accepted as a district. The procedure for applying for a district formation shall be designated in/by Policy and Procedure.

## **ARTICLE VII DISSOLUTION OF DISTRICT**

**Section 7.1** A district may be dissolved upon failure to carry out its mission or failure to conform to the requirements and principles of the association. All funds in the treasury will be given to the state association to be set aside should the district reestablish.

## **ARTICLE VIII COMMITTEES**

**Section 8.1** The association shall have the following standing committees whose duties and functions shall be designated in/by policy and procedure: Bylaws/Policy and Procedure, Education, and Finance. The President shall appoint ad hoc committees as necessary.

## **ARTICLE IX MANAGEMENT**

**Section 9.1 Name/Seal-** The Association shall have an official seal which is approved by the Board of Directors, but shall, in any event, contain the words "North Carolina Association of PeriAnesthesia Nurses." The NCAPAN name and seal may only be used by other organizations that apply for and receive approval of the Board of Directors.

**Section 9.2 Fiscal Year-** The fiscal year for the association will be January 1- December 31.

**Section 9.3 Contracts-** The Board of Directors may authorize any officer or offices, agent or agents, to enter into any contract or execute and deliver any such instrument in the name of and on behalf of the association, and such authority may be general or confined to specific instances.

**Section 9.4 Loans-** No loan shall be contracted on behalf of the association and no evidence of indebtedness shall be issued in its name unless authorized by resolution of the Board of Directors. Such authority may be general or confined to specific instances.

**Section 9.5 Tax Status-** The association is a corporation exempt from income taxes by the Internal Revenue Code. The books and accounts of the association may be audited by a certified public accountant at the discretion of the Board of Directors.

**Section 9.6 Parliamentary Authority-** The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the association may adopt.

**Section 9.7 Dissolution-** The association may be dissolved upon failure to carry out its mission or failure to conform to the requirements and principles of the association. All funds in the treasury will be given to an appropriate education endeavor determined by a majority vote of the Board of Directors.

**ARTICLE X**  
**ADMENDMENTS**

**Section 10.1** These bylaws may be amended or repealed and new bylaws may be adopted by the affirmative vote of the Board of Directors at any regular or special meeting. A majority of the members of the board of Directors then in office shall constitute a quorum for the validation of the vote.

Reviewed/Revised November 2002

Reviewed/Revised January 2007

Reviewed/Revised March 2010

Reviewed/Revised November 2013

Reviewed/Revised January 2015

Reviewed/Revised August 2015

Reviewed/Revised August 2017

Reviewed/Revised November 2019