

TABLE OF CONTENTS

Articles of Incorporation for the Maryland Nurses Association	1
Article I Name, Mission, Purposes and Functions	5
Section 1. Name	5
Section 2. Mission	5
Section 3. Purposes	5
Section 4. Functions	5
Article II Relationships, Memberships, Constituents and Affiliations	6
Section 1. Relationship to American Nurses Association	6
Section 2. MNA Members	6
Section 3. Constituent Association	8
Section 4. Organizational Affiliates	9
Article III Membership Meeting	10
Section 1. Definition	10
Section 2. Meetings	10
Section 3. Voting Body	10
Section 4. Quorum	10
Article IV Board of Directors	10
Section 1. Authority	10
Section 2. Composition	10
Section 3. Responsibilities	11
Section 4. Duties of Officers and Directors	11
Section 5. Conflict of Interest	12
Section 6. Terms of Office	12
Section 7. Vacancies	12
Section 8. Executive Committee	13
Section 9. Meetings and Quorums	13
Article V Committees	13
Section 1. Definition	13
Section 2. Composition	13
Section 3. Committee on Bylaws and Policies	14
Section 4. Continuing Education Provider Unit	14
Section 5. Committee on Finance	14
Section 6. Legislative Committee	14
Section 7. Committee on Nominations	15
Section 8. Committee of Tellers	15
Section 9. Center of Ethics and Human Rights	15
Section 10. Continuing Education Approver Committee	15

51
52 **MARYLAND NURSES ASSOCIATION**
53 **NOVEMBER 2018 BYLAWS**
54 **ARTICLE I**
55

56 **NAME, MISSION, PURPOSES, AND FUNCTIONS**
57

58 ***Section 1. Name***

59 The name of this Association shall be the Maryland Nurses Association, Inc., hereinafter referred to as MNA.
60

61 ***Section 2. Mission***

62 The Maryland Nurses Association, the voice for nursing, advocates for policies supporting the highest quality of
63 healthcare, safe environments, and excellence in nursing.
64

65 ***Section 3. Purposes***

66 The purposes of the MNA shall be:

- 67 a. To foster and maintain high standards of nursing and patient care; promote the professional and
68 educational advancement of nurses; and promote the general welfare of nurses.
69 b. Unrestricted by consideration of age, color, creed, disability, health status, gender, lifestyle, nationality,
70 race, religion, or sexual orientation.
71

72 ***Section 4. Functions***

73 The functions of MNA shall be to:

- 74 a. Promote through appropriate means the standards of nursing practice, nursing education and nursing
75 profession as established by the American Nurses Association (ANA) and MNA.
76 b. Adherence to the Code of Ethics for Nurses established by ANA.
77 c. Initiate and influence legislation, regulations, government programs and health policy.
78 d. Promote and provide for the continuing professional development of nurses.
79 e. Represent nurses and serve as their spokesperson with professional and community groups and the
80 general public.
81 f. Provide for representation in the ANA Membership Assembly (MA).
82 g. Promote and support relationships with the Maryland Association of Nursing Students (MANS).
83 h. Provide opportunities for nurse specialty organizations and their members to collectively pursue
84 common goals via MNA.
85 i. Stimulate, promote and recognize nursing research as it contributes to the advancement of the
86 profession.
87 j. Provide services to members.
88 k. Maintain communication with constituent members through official publications.
89 l. Act as a consumer advocate to protect and promote the advancement of human rights related to health
90 care and nursing.
91 m. Ensure the collection and preservation of documents and other materials which have contributed and
92 continue to contribute to the historical and cultural development of nurses.
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ARTICLE II

RELATIONSHIPS, MEMBERSHIPS, CONSTITUENTS, AND AFFILIATIONS

Section 1. Relationship to American Nurses Association (ANA)

- a. ANA Membership
 - 1) MNA meets the ANA qualification criteria, and MNA is a Constituent State Nurses Association (C/SNA) of the ANA.
 - 2) MNA shall be bound by the obligation to pay dues to the ANA pursuant to ANA Bylaws and Membership Assembly policies until such time as two-thirds (2/3) of the of the entire joint MNA & ANA Membership votes to disaffiliate from ANA.
- b. ANA Representation
 - 1) Representatives to the ANA Membership Assembly
 - a) MNA is entitled to at least two (2) representatives to any meeting of the ANA Membership Assembly, the governing and official voting body of ANA. Additional representatives will be allocated by ANA annually based on the ANA apportionment policy
 - b) MNA's representatives and alternates shall be duly elected by secret ballot by only joint MNA & ANA members who shall serve for two-year terms or until their successors are elected.
 - c) MNA's representatives to the Membership Assembly must be joint members of ANA and MNA in good standing.
 - d) MNA's Chief Staff Officer (CSO)/Executive Director shall have a courtesy seat with voice but no vote.
 - 2) Voting at the ANA Membership Assembly
MNA is entitled to the number of votes assigned based on ANA's apportionment policy.
 - 3) Representatives to the ANA Leadership Council
 - a) MNA is entitled to two representatives who shall be the MNA president and chief staff officer or their designees.
 - b) MNA shall be allowed one vote to be cast by the president or the president's designee

Section 2. MNA Members (Joint MNA & ANA Members and MNA Only Members)

- a. Composition
 - 1) The MNA shall be composed of all registered nurses who meet the qualifications stated in these Bylaws.
 - 2) Membership shall be unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion or sexual orientation.
- b. Qualifications

A person is qualified for membership in MNA if that person:

 - 1) Has been granted a license to practice as a registered nurse in at least one state, territory, or the District of Columbia and does not have a license under suspension or revocation in any state or territory, or is otherwise entitled by law to practice.
 - 2) Has membership that is not under suspension or revocation for violation of the ANA Code of Ethics for Nurses or the MNA Bylaws.
 - 3) Must work or reside in Maryland and desires to join at the State Only level of MNA membership as long as State Only membership is sanctioned by a written agreement between MNA and ANA.
 - 4) Has retired and/or no longer chooses to practice, but whose license was in good standing with her/his licensing board at the time the nurse made the decision not to maintain an active license.

144 5) Is a nurse in recovery who has surrendered his/her license to practice.
 145 c. Attaining Membership
 146 A person qualified for membership in MNA may join by:
 147 1) Completing and filing membership application forms, and
 148 2) Submitting appropriate dues payment as provided in these Bylaws and MNA policy.
 149 d. Transfer
 150 1) A member in good standing who moves out of this state may apply for transfer of membership to
 151 another Constituent/State Nurses Association (C/SNA), hereinafter referred to as C/SNA.
 152 2) An individual member of another C/SNA who has paid full membership dues may transfer to
 153 MNA without further payment or refund of dues for the remainder of the membership year.
 154 3) MNA is not required to refund to the member or the receiving C/SNA dues already paid.
 155 4) MNA may participate in any special membership categories as defined by the ANA.
 156 e. Rights of Joint MNA & ANA Membership
 157 Each joint MNA & ANA member shall be entitled to:
 158 1) A membership card.
 159 2) Receive the official publications of the MNA and ANA.
 160 3) Attend meetings of MNA and ANA, to include the ANA Membership Assembly,
 161 and to participate and vote in other unrestricted activities of MNA and ANA.
 162 4) Submit proposals for consideration by MNA and ANA.
 163 5) Submit names of nominees for both elective and appointive positions in MNA and
 164 ANA in accordance with the provisions of these Bylaws.
 165 6) Participate/vote in MNA elections including the election of MNA representatives and alternates
 166 to the ANA Membership Assembly in accordance with ANA Bylaws.
 167 7) Be a candidate for MNA and ANA elective and appointive positions.
 168 8) Participate/vote in all state elections of MNA and the elections of the District Nurses
 169 Association (DNA) to which they belong.
 170 9) Shall continue to have all rights of membership in ANA as provided by the ANA Bylaws until
 171 such time as two-thirds (2/3) of the entire joint MNA & ANA membership vote to disaffiliate
 172 from the ANA. The vote may occur by mail or electronic ballot with appropriate notice and
 173 procedures to protect the integrity and validity of the vote.
 174 10) A right to due process and a fair hearing before any disciplinary action is taken by MNA and the
 175 right to appeal as provided for in the MNA Bylaws and policies.
 176 11) Other rights as provided under parliamentary authority and statutory law.
 177 12) Attend the Quadrennial Congress of the International Council of Nurses (ICN) and other
 178 unrestricted meetings of the ICN.
 179 f. Rights of MNA Only Members
 180 Each MNA Only member shall be entitled to:
 181 1) A membership card.
 182 2) Receive the official publications of the MNA.
 183 3) Attend meetings of MNA and to participate and vote in other unrestricted activities of MNA.
 184 4) Submit proposals for consideration by MNA.
 185 5) Submit names of nominees for elective positions in the DNA to which they belong, except for
 186 the DNA Committee on Nominations (CON) in accordance with the provisions of these Bylaws.
 187 6) Submit names of nominees for appointive positions in MNA, except for the MNA Committee on
 188 Bylaws and Policies (COB&P) and the MNA Committee of Tellers (COT) in accordance with
 189 the provisions of these Bylaws.
 190 7) Be a candidate for MNA appointive positions except for the MNA COB&P, the MNA COT, and
 191 the DNA position which represents the DNA as a Director on the MNA BOD.
 192 8) Participate/vote in all state elections of MNA except the election of the MNA representatives and
 193 alternates to the ANA Membership Assembly.

- 9) A right to due process and a fair hearing before any disciplinary action is taken by MNA and the right to appeal per these Bylaws.
- 10) Other rights as provided under parliamentary authority and statutory law.
- 11) MNA Only members are not eligible for ANA benefits of national membership such as representation at the ANA Membership Assembly, ANA publications, and ANA elected and appointed positions.
- 12) MNA Only members are not eligible to be a candidate for MNA elected positions.

2018 PROVISIO: MNA Only membership is no longer offered as a category of MNA Membership with the adoption of the October 2016 MNA Bylaws by the MNA Membership. Effective immediately as of October 13, 2016, the only category of membership offered is the joint MNA & ANA membership. Current MNA Only members will retain the rights addressed in these MNA Bylaws for that membership category until such time as they cease to be MNA Only members, transition to a joint MNA & ANA member, or ANA no longer allows the category of C/SNA Only membership. The MNA Bylaws language that addresses the rights of MNA Only members will be retained until such time as there are no longer any MNA Only members or ANA no longer allows this category of membership.

g. Obligations of Membership

Members shall be obligated to:

- 1) Abide by the Bylaws of MNA; abide by ANA Bylaws if a joint MNA and ANA member.
- 2) Abide by the ANA Code of Ethics for Nurses.
- 3) The timely payment of dues as prescribed in these Bylaws and MNA policy.
- 4) Fulfillment of an office or committee position if elected or appointed.

h. Disciplinary Action

- 1) MNA members shall be subject to reprimand, censure, suspension or expulsion by the MNA for violation of:
 - a) The ANA Code of Ethics for Nurses.
 - b) MNA Bylaws.
 - c) Constituent Association Bylaws (District Nurses Association).
- 2) Disciplinary action shall be conducted in accordance with MNA policies and procedures and pursuant to common parliamentary and statutory law to include the right to due process.
- 3) Complaints concerning alleged violations of the purpose and rules as stated in these Bylaws shall be heard by a panel of at least three members appointed by the MNA BOD to hear the charge. The procedure for handling alleged violations shall be as outlined in the "Procedures of the Maryland Nurses Association for the Handling of Alleged Member Violations of the Bylaws, Purpose and Rules of the Maryland Nurses Association." The COB&P and/or the Parliamentarian may be consulted in regards to interpretation of the Bylaws.
- 4) No such action shall be taken against a member until the member shall have been served with specific written charges, given a reasonable time to prepare defense, and a full and fair hearing.
- 5) The procedure for handling alleged violations of the ANA Code of Ethics for Nurses and MNA Bylaws shall include provision for right of appeal and reinstatement.
- 6) Any disciplinary action taken by another C/SNA against one of its members shall be given full recognition and enforcement, provided such action was taken in accordance with the C/SNAs Bylaws and disciplinary procedure.

Section 3. Constituent Association - (District Nurses Association)

a. Name

Constituent Associations of MNA shall be termed District Nurses Association hereinafter referred to as DNA.

- b. Constituent Membership
A DNA which hereafter is organized may become a constituent of MNA upon approval of its Bylaws and other such criteria as determined by the MNA BOD.
- c. DNA Boundaries
Boundaries of constituent associations shall be defined and recorded by the MNA BOD. Boundaries of DNA's may be changed by the MNA BOD provided such change has been approved by the DNA concerned.
- d. DNA Responsibilities
Each DNA shall:
- 1) Adopt and maintain Bylaws which:
 - a) Conform to the purposes as specified in MNA Bylaws, Article I.
 - b) Conform to membership provisions as in these Bylaws.
 - c) Elect one joint MNA & ANA member to the MNA Committee on Nominations by secret ballot.
 - d) Elect or appoint one joint MNA & ANA member to represent the DNA on the MNA BOD as a Director.
 - e) Allow for mail ballots.
 - 2) Adopt and maintain such Bylaws that do not conflict with the Bylaws of MNA or with the published policies and procedures of the MNA BOD.
 - 3) Provide reports to MNA annually for the MNA Convention Booklet, for each MNA BOD meeting, and as required.
- e. Standing
A DNA shall be in good standing upon compliance with DNA responsibilities (Section 3.d of this Article).
- f. Constituent Association Disqualification
- 1) A DNA that fails to comply with requirements stated in these Bylaws or for other cause deemed sufficient may be disqualified as a constituent association of MNA upon a two-thirds vote of the MNA BOD, provided due notice has been given.
 - a) The DNA and its members must be notified at least three months before the vote is taken.
 - b) The DNA shall have the opportunity for a hearing with the MNA BOD after said three-month period.
 - 2) A DNA that has been disqualified may be reinstated by a two-third (2/3) vote of the MNA BOD.

Section 4. Organizational Affiliates (OAs)

- a. Definition
An OA of MNA is an organization:
- 1) Whose governing body and membership are composed of a majority of registered nurses.
 - 2) That meets other criteria for Affiliate status as may be established by the MNA BOD.
 - 3) That has entered into an OA Agreement with MNA and has paid its membership dues.
 - 4) That maintains a mission, purpose, and functions which are consistent/harmonious with the mission, purpose, and functions of MNA; and
 - 5) That has been granted OA status by the MNA BOD.
- b. Rights and Responsibilities
OAs shall:
- 1) Supply MNA with a copy of their current Bylaws and list of officers.
 - 2) Be eligible to co-sponsor MNA events.
 - 3) Be afforded the opportunity to introduce items on the MNA BOD agenda through presentations made by the Affiliate President or designee to the MNA President.
 - 4) Be eligible to enter into contractual agreements with MNA for the provision of service, based upon a negotiated fee structure and contingent upon the availability of MNA staff and other

resources to deliver such services. All such agreements shall be signed by the OA President and the CSO or President of MNA.

c. **Limitations on Rights for Members of OAs:**

Individual members of OAs who are not members of MNA Only or joint MNA & ANA members shall not be eligible for MNA and/or ANA benefits.

ARTICLE III

MEMBERSHIP MEETING

Section 1. Definition

The Membership Meeting is the governing and voting body of the Maryland Nurses Association.

Section 2. Meetings

- a. An annual membership meeting shall be held at such time and place as determined by the Board of Directors. The call to the meeting shall be sent to each member at least thirty (30) days prior to the opening day of the annual membership meeting.
- b. Special meetings shall be called by the President upon the written request of a majority of the District Nurses Association (DNA). The call to a special meeting shall be sent to each member at least thirty (30) days prior for an in-person meeting and fifteen (15) days prior to an electronic meeting.

Section 3. Voting Body

The voting body at meetings of MNA shall consist of persons in attendance who have been members for at least thirty (30) days prior to the meeting.

Section 4. Quorum

- a. A majority of the Officers of the MNA BOD, one of whom shall be the President or Vice-President, and members from a majority of the active DNAs shall constitute a quorum at any membership or special meeting of this Association.
- b. A record of the number of MNA members in attendance and what percentage of the membership that number reflects will be documented in the minutes of MNA membership meetings(s).

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Authority

- a. The MNA BOD, a corporate body composed of elected members, serves as the agent for the membership.
- b. Members of the MNA BOD are elected by the MNA members and are accountable and report to the membership.

Section 2. Composition

The MNA BOD shall consist of elected officers and directors each of whom shall be a joint MNA & ANA member.

- a. Officers
There shall be up to six (6) officers: president, president-elect or immediate past president, vice-president, secretary, treasurer, and treasurer-elect.
- b. Directors
There shall be one director elected or appointed from and by each active DNA in accordance with the

DNA Bylaws. The director must be a joint MNA & ANA member.

Section 3. Responsibilities

- a. Exercise the corporate responsibility and fiduciary duties of the Association consistent with applicable provision of law.
- b. Provide for implementation of action and directives of the membership within prescribed statutory responsibilities.
- c. Establish policies and provide for the transaction of business and coordination of Association activities in the interim between annual membership meetings.
- d. Provide for the adoption of financial policies, analysis of the MNA financial policies at least biennially, for the adoption of the budget for the Association annually, and for an annual financial examination of MNA books and financial affairs. Audits shall be performed at whatever interval federal law, state law, or bank covenants may require. In the absence of such requirements, the MNA BOD shall determine which financial procedures to use annually to obtain an independent assessment of the financial well-being of the Association, based on the fiscal results of the Association or any changes in MNA staffing and/or volunteer arrangements as they relate to the fiscal management of the MNA. A statement of the current and complete financial status of the MNA will be provided to the membership annually.
- e. Provide for the operation and maintenance of the state headquarters.
- f. Hire, define duties, fix compensation, and give performance evaluations at least annually for the Chief Staff Officer. Approve personnel policies and compensation for a headquarters staff to be administered by the Chief Staff Officer.
- g. Establish such fees as may be required for specified activities in excess of those provided for in these Bylaws.
- h. Establish committees as necessary to implement its functions.
- i. Make appointments and fill vacancies as necessary and as provided for in these Bylaws.
- j. Provide nominees for membership on governmental agencies as provided in federal and state laws.
- k. Grant exception to the provisions of these Bylaws for membership projects designated to test new or different structural arrangements as deemed appropriate by ANA BOD.
- l. Formulate the legislative platform and goals for this Association.
- m. Assume such duties as may be prescribed elsewhere in these Bylaws and by the membership.
- n. Approve all contractual agreements, employment and otherwise, engaged in the name of the Association.
- o. Approve all grants submitted in the name of the Association or grants with inclusions that impact the Association.

Section 4. Duties of Officers and Directors

Officers shall perform duties as specified in these Bylaws, designated by the Board of Directors, and as prescribed in the parliamentary authority.

- a. The president shall:
 - 1) Serve as chairperson of the MNA BOD and the Executive Committee.
 - 2) Be the principle representative of the association and serve as its spokesperson on policy and position established by the MNA BOD.
 - 3) Preside at all meetings of the Association.
 - 4) Serve as ex-officio member of all committees except the Committee on Nominations.
 - 5) Delegate appropriate duties to the Chief Staff Officer.
 - 6) Annually appoint committee chairpersons with the approval of the MNA BOD.
 - 7) Represent MNA at the ANA Leadership Council.
- b. The president-elect and/or immediate past president shall serve as a member of the Legislative Committee.
- c. The vice-president shall:

- 1) Assume all duties of the president in the absence of the president.
- 2) Serve as liaison of the MNA BOD to designated committees.
- d. The secretary shall:
 - 1) Record the proceedings of all MNA BOD, Executive Committee, annual membership, and special meetings to include the number of MNA members present at membership meetings and what percentage of the membership that number currently reflects.
 - 2) Provide each member of the MNA BOD and Executive Committee with a copy of the minutes.
- e. The treasurer shall:
 - 1) Be accountable for the fiscal affairs of the Association.
 - 2) Provide reports and interpretation of the Association's fiscal condition as required.
 - 3) Serve as chairperson of the Committee on Finance.
- f. The treasurer-elect shall:
 - 1) Be responsible for all the duties and responsibilities of the Treasurer in the event of the treasurer's absence or incapacity.
 - 2) Serve and perform other duties as directed by the Treasurer.
- g. Each Director shall:
 - 1) In conjunction with their DNA President provide written DNA Reports for the MNA BOD meetings.
 - 2) Provide feedback to the DNA BOD and members from MNA BOD and other meetings.

Section 5. Conflict of Interest

No MNA officer or director shall vote, act, or participate in any fashion in any decision or other MNA business if the officer or director has an actual or potential conflict of interest by virtue of the officer's or director's employment or other professional or financial interest which would impair that officer's or director's ability to meet the fiduciary obligations to the MNA membership or DNA membership. In each instance of actual or potential conflict of interest, the MNA officer or director shall immediately notify the President or highest elected officer, not having a conflict or potential conflict of same, and thereafter totally remove him/herself from all further participation and contact with the particular subject matter causing the actual or potential conflict of interest.

Section 6. Terms of Office

- a. The president-elect shall serve for a term of one year; followed by a term of two years as president. He/she shall not be eligible for re-election until one full year after serving as president.
- b. The immediate past president shall serve for one year following his/her term as president.
- c. The treasurer-elect shall serve for a term of one year, followed by a term of two years as treasurer.
- d. All other officers shall serve for a term of two years, or until their successor is elected and shall not be eligible to serve more than two consecutive terms in the same office. An officer who has served more than half a term shall be considered to have served a full term.
- e. The president-elect and secretary shall be elected in even-numbered years. The vice-president and treasurer-elect shall be elected in odd-numbered years.
- f. Directors shall be elected or appointed biennially to serve for two years or until their successors are elected or appointed.
- g. No director shall be eligible to serve more than two consecutive terms.
- h. No member may serve more than eight (8) consecutive years on the MNA BOD with the exception of a President serving the ninth year as that of the Immediate Past President.
- i. Newly elected officers shall assume their duties at the next MNA BOD meeting following the close of the annual membership meeting at which their election is announced.

Section 7. Vacancies

- a. In the event of a vacancy occurring in the office of president or president-elect, the vice-president shall succeed to the vacant office for the remainder of the term.
- b. All other vacancies shall be filled by MNA BOD appointment in accordance with the MNA BOD policy.
- c. Absence from three (3) consecutive meetings shall constitute a vacancy on the MNA BOD.
- d. MNA BOD members will be notified in writing by the MNA President of their removal from the MNA BOD due to consecutive vacancies.

Section 8. Executive Committee

- a. The officers of the MNA, president, vice-president, secretary, treasurer and/or treasurer elect, immediate past president or president-elect, shall constitute the Executive Committee.
- b. The MNA BOD may authorize the Executive Committee to perform such duties as the MNA BOD deems expedient between meetings of the MNA BOD.
- c. The Executive Committee shall meet at the call of the President or upon the written request of three of its members. It shall make a complete report at each meeting of the MNA BOD.
- d. The Executive Committee shall prepare an annual job performance evaluation for the CSO/Executive Director with input from the MNA BOD and other key MNA members, like Committee Chairs.

Section 9. Meetings and Quorum

- a. Quarterly meetings at a minimum shall be held at such times and places as determined by BOD.
- b. Special meetings may be called by the president with twenty-four (24) hours notice to each member by mail or other media, or shall be called by the president in like manner upon written request of five or more members of the BOD. Special meetings shall be held at such time and place as specified in the call of the meeting.
- c. Business that requires immediate action by the Board may be conducted by telecommunication.
- d. Members of the MNA BOD or Committees may participate in meetings through the means of a conference call according to MNA Policy.
- e. A majority of the MNA BOD, one of whom shall be the president or a vice-president, shall constitute a quorum at any meeting of the MNA BOD.
- f. In the absence of a quorum, emergency action may be taken and is subject to ratification at the next scheduled meeting of the MNA BOD.

ARTICLE V

COMMITTEES

Section 1. Definition

- a. The standing committees of MNA shall be the Committee on Bylaws and Policies, the Center for Ethics and Human Rights, the Continuing Education Approver Committee, the Continuing Education Provider Unit, the Finance Committee, the Legislative Committee, the Committee on Nominations, the Convention Committee, the Committee on Environmental Health, and the Committee on Tellers.
- b. Standing committees assume the duties specified in these Bylaws and report their findings and recommendations to the BOD.
- c. The MNA Board of Directors has the authority to eliminate any standing committee except the Committee on Bylaws and Policies, the Committee on Finance, the Legislative Committee, the Committee on Nominations, the Committee on Tellers, the Continuing Education Approver Committee, and the Continuing Education Provider Unit.

Section 2. Composition

- a. A committee shall consist of no fewer than three members and a majority of any committee shall constitute a quorum.
- b. Committee chairpersons, except for the Committee on Nominations, shall be appointed by the President with MNA BOD approval annually no later than forty-five (45) days after the close of the annual membership meeting.
- c. Committees shall consist of those members willing to serve.
- d. Absence from three consecutive meetings of a committee shall constitute a vacancy. Committee members will be notified in writing of their removal from office. The vacancy will be filled as provided for in these Bylaws.
- e. Committee members shall serve a term of at least two years.

Section 3. The Committee on Bylaws and Policies (COB&P)

The Committee on Bylaws and Policies shall:

- a. Review the Bylaws of all DNAs, which apply for recognition as constituent associations of MNA and report the findings to the MNA BOD whose decision shall be final, as well as anytime a DNA amends their Bylaws
- b. Solicit and study suggestions for proposed amendments to the MNA and ANA Bylaws. The committee shall prepare amendments which shall then be submitted to the membership after being reviewed by ANA's Committee on Bylaws to ensure MNA Bylaws and proposed amendments are harmonious with ANA Bylaws prior to being voted on by the MNA membership. Make non-substantive edits to the MNA Bylaws when authorized to do so by the MNA BOD. MNA Bylaws shall be amended within two years of any year that the ANA Membership Assembly amends the ANA Bylaws.
- c. Serve to interpret the Bylaws when adherence to the Bylaws is questioned as a result of development and implementation of policies or procedure.
- d. Review existing MNA policies at least every three years.
- e. Develop and revise policies as directed by the MNA BOD.
- f. Review and submit to the ANA COB the MNA Bylaws every three years in accordance with the ANA COB Triennial C/SNA Review Schedule.
- g. Review the Bylaws of the MNA OA at the time of becoming an MNA OA and anytime their Bylaws change to assure compatibility with the purposes, mission, and functions of MNA.
- h. Review proposed amendments to the ANA Bylaws and submit comments to the MNA BOD for consideration prior to submitting MNA comments to ANA.
- i. Abide by the MNA COB&P Standing Rules.

Section 4. Continuing Education Provider Unit (CEPU)

Appointments to this committee will be named as stipulated by American Nurses Credentialing Center (ANCC) Committee on Accreditation (COA) requirements. The CEPU shall:

- a. Establish a communication mechanism that facilitates collaboration with the MNA Practice and Education Committee to assess, plan, implement, and evaluate continuing education programs.
- b. Collaborate with DNA Nurse Planners to support continuing educational programs that are compliant with the criteria established by ANCC COA.
- c. Abide by the MNA CEPU Standing Rules.

Section 5. The Committee on Finance (COF)

The COF shall:

- a. Oversee the finances of the Association.
- b. Review and approve the annual budget as prepared by the CSO/Executive Director and recommend the budget for approval by the MNA BOD.
- c. Evaluate fiscal impact of the proposed programs and projects.
- d. Recommend and monitor financial policies.

- e. Include the MNA Treasurer, as Chair, the treasurers of each DNA, the Treasurer-elect of MNA, and two members-at-large who will serve an alternating term of two years.
- f. Abide by the MNA COF Standing Rules.

Section 6. Legislative Committee

The Legislative Committee shall:

- a. Recommend health care legislation for the state of Maryland.
- b. Monitor health care legislation in the state.
- c. Prepare and submit legislative platform for MNA BOD approval. Serve as advocates for the MNA legislative platform.
- d. Prepare and submit an evaluation of MNA lobbyist to the MNA BOD.
- e. Abide by the MNA Legislative Committee Standing Rules.

Section 7. Committee on Nominations (CON)

The CON shall:

- a. Seek qualified candidates for MNA offices and the MNA representatives to the ANA Membership Assembly.
- b. Submit two separate ballots to the MNA BOD. One ballot for the MNA Officers and a separate ballot for the MNA Representatives to the ANA Membership Assembly.
- c. Implement policies and procedures for nominations and elections as established by the MNA BOD or as provided for in these Bylaws.
- d. Abide by the Standing Rules for the CON.

Section 8. Committee of Tellers (COT)

The COT shall:

- a. Receive the ballots returned from the MNA voting membership.
- b. Establish validity of the ballots based on eligibility to vote and postmark on the envelopes.
- c. Count the ballots and determine who has been elected to MNA offices and the MNA Representatives to the ANA Membership Assembly.
- d. Establish the alternate ranking for the MNA Representatives to the ANA Membership Assembly.
- e. Abide by the MNA COT Standing Rules.

Section 9. The Center for Ethics and Human Rights

The Center for Ethics and Human Rights shall:

- a. Foster high standards of nursing practice.
- b. Work for the improvement of health for all people.
- c. Serve as a resource for all registered nurses in ethical decision-making in advocating for health care.
- d. Abide by the Center for Ethics and Human Rights Standing Rules.

Section 10. Continuing Education Approver Committee (CEAC)

The Continuing Education Approver committee shall:

- a. Review continuing education provider applications to ensure that applicants meet Credentialing Center ANCC COA requirements.
- b. Appointments of this committee will be named as stipulated by ANCC COA requirements.
- c. Abide by the MNA CEAC Standing Rules.

Section 11. Convention Committee

The Convention Committee shall:

- a. Identify the theme for the annual MNA Convention and submit the theme to the MNA BOD for

approval.

- b. Evaluate and make recommendations to the MNA BOD for the convention site and registration fees.
- c. Plan the educational and membership events of the annual convention.
- d. Evaluate each convention within ninety (90) days and submit an evaluation report to the MNA BOD.
- e. Abide by the MNA Convention Committee Standing Rules.

Section 12. Committee on Environmental Health

The Committee on Environmental Health shall:

- a. Serve as a resource to the Legislative Committee on matters related to environmental health.
- b. Review matters of interest on state and national levels regarding the environment as it relates to health.
- c. Advocate for health initiatives related to the environment that have been approved by the MNA BOD.
- d. Abide by the MNA Committee on Environmental Health Standing Rules.

Section 13. Special Committees

- a. Special Committees shall be appointed by the MNA BOD as the membership or the MNA BOD deems necessary.
- b. Abide by the MNA Special Committees Standing Rules.

ARTICLE VI

NOMINATIONS, ELECTIONS, AND REMOVAL OF ELECTED OFFICIALS

Section 1. Committee on Nominations (CON)

- a. A CON shall be elected for a term of two (2) years. The members from odd numbered districts shall be elected in odd numbered years and the members from the even numbered districts to be elected in the even numbered years.
- b. Each DNA will elect its own member to the CON. Only joint MNA & ANA members are eligible to be elected to the MNA CON. The chairperson of the CON shall be elected by the Committee at the first meeting of the CON after the conclusion of the annual membership meeting.
- c. The CON shall request names of candidates for elective officers of MNA from each active DNA. Candidates for MNA Officers and Directors must be joint MNA & ANA members.
- d. The CON shall request names of candidates from each DNA for the MNA Member-At-Large Representative to the ANA Membership Assembly in the odd numbered years. Candidates for the MNA Member-At-Large Representative must be Joint MNA & ANA Members.
- e. The CON shall ask each of the MNA Officers if they wish to be a candidate for the MNA Officer Representative to the ANA Membership Assembly in the even numbered years.
- f. Members shall be eligible to serve as only one elected officer in MNA at any one time.
- g. Officers of MNA shall not concurrently serve as an officer of a DNA.
- h. The CON shall submit ballots to the MNA BOD at least ninety (90) days prior to the annual membership meeting.
- i. MNA and DNA officers may concurrently serve as MNA representatives and alternates to the Membership Assembly if duly elected to that position in accordance with MNA Bylaws and policies.
- j. Abide by the MNA CON Standing Rules.

Section 2. Elections

- a. The vote for elections shall be by mailed and/or electronic ballot; at the discretion of the state, the election may be secret.
- b. The ballot for elections of the MNA Officers will be sent to joint MNA & ANA members and MNA Only members.

- c. The ballot for elections of MNAs representatives and alternates to the Membership Assembly will be sent only to joint MNA & ANA members, and the vote must be secret, whether mailed or electronic, until such time as the requirement for secret elections is amended in the ANA Bylaws.
- d. A DNA may submit ballots to be sent with the MNA ballot. The DNA ballot shall be submitted at least ninety (90) days prior to the annual membership meeting of the MNA.
- e. MNA shall send the MNA ballot to all members at least sixty (60) days prior to the annual membership meeting of MNA.
- f. The ballot shall provide provision for write-in votes for each office or position for the MNA BOD and for the MNA Representatives to the ANA Membership Assembly.
- g. When the ballot is mailed, a two envelope system shall be utilized for return of mailed ballots when secrecy of the vote is desired for MNA only members voting only for MNA Officers.
- h. When the ballot is mailed, a three envelope system shall be utilized for return of mailed ballots to insure legality and secrecy of the vote for joint MNA & ANA members voting for both the MNA Officers and the MNA Representatives and Alternates to the ANA Membership Assembly.
- i. Ballots shall be valid only if postmarked and/or received at least thirty (30) days prior to the annual membership meeting and have the member's name in the upper left-hand corner of the larger, white, pre-addressed envelope being mailed back to the MNA state office.
- j. All mailed ballots shall be returned to the MNA state office and delivered unopened to the Chairperson of the COT.
- k. The COT and its Chairperson shall be appointed by the President; they must be joint MNA & ANA members.
- l. The COT shall be solely responsible for counting the votes and deciding questions, which may arise regarding the election.
- m. A plurality vote shall constitute an election. In case of a tie the choice shall be determined by lot at the annual membership meeting.
- n. The results of the election shall be reported at the annual membership meeting.
- o. All nominees shall receive a letter informing them of the election results prior to the annual membership meeting.
- p. Abide by the MNA CON and COT Standing Rules.

Section 3. Removal from Office

Absence from three consecutive regularly scheduled meetings shall constitute a resignation. The member will be notified in writing of their removal from office. The vacancy shall be filled as provided for in these Bylaws.

ARTICLE VII

DUES

Section 1. Amount of Dues

- a. The membership shall establish the MNA dues for both joint MNA & ANA members and MNA Only members.
- b. In the event that the rate of dues payable to ANA is changed, any such change shall be automatically included in the dues owed by a joint MNA & ANA member.
- c. MNA shall remit a portion of the MNA state only dues to ANA which shall be equal to the amount ANA remits to MNA for ANA direct members in accordance with the ANA dues policy established by the ANA Membership Assembly and per written agreement between MNA and ANA.

Section 2. Notification of Change

Members will be notified at least thirty (30) days prior to a general or special in person meeting or fifteen (15) days prior to an electronic special meeting of MNA.

694 ***Section 3. Vote***

695 Dues shall be established by a majority vote of the membership present and voting at a general or special
696 meeting.

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698 ***Section 4. Payment***

- 699 a. Dues for MNA shall be for a membership of twelve (12) consecutive months and shall be paid in
700 accordance with MNA and ANA policies.
701 b. No monies shall be refunded or additional monies collected when a change of dues category is made
702 within a membership year.
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705 **ARTICLE VIII**

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707 **STATE OFFICE AND CHIEF STAFF OFFICER**

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709 ***Section 1. State Office***

710 MNA shall maintain either a state headquarters office that shall constitute a permanent repository for MNA
711 records or a virtual state headquarters organization with a storage facility to serve as a permanent repository for
712 MNA records. The state office, whether actual or virtual, shall carry out the procedures and policies of the
713 MNA.
714

715 ***Section 2. Chief Staff Officer (CSO)***

- 716 a. The MNA BOD shall delegate to the CSO the authority to manage the association according to policies
717 established by the membership and the MNA BOD.
718 b. The CSO shall be accountable to the MNA BOD.
719 c. The CSO will employ, direct, define duties, evaluate at least annually, promote, and terminate staff of
720 the Association. The MNA BOD will be kept informed by the CSO of the employment, performance,
721 and termination of staff.
722 d. The CSO may represent the Association and serve as the spokesperson on matters of established policy
723 and positions.
724 e. The CSO shall provide a general orientation for all elected and appointed officials in accordance with
725 MNA policies.
726 f. The CSO shall have a courtesy seat with voice but no vote at the ANA Membership Assembly.
727 g. The CSO shall be one (1) of the two (2) representatives from MNA to the ANA Leadership Council.
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729 **ARTICLE IX**

730 **MNA NEWS PERIODICAL**

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733 The Maryland Nurse News and Journal shall be the official publication of this Association and shall be
734 provided to each member by the Maryland Nurses Association in print or electronic format.
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737 **ARTICLE X**

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739 **AMENDMENTS**

740 ***Section 1. Amendments with Notice***

- 741 a. The Bylaws may be amended at any business meeting by a two-thirds vote of the membership present,
742 eligible to vote, and voting. The membership of this Association shall be notified of intent to amend
743 Bylaws and provided with proposed amendments at least sixty (60) days prior to the membership or

special meeting at which the amendments are to be proposed.

- b. The Bylaws may be amended at any time by a two-thirds (2/3) majority vote of the membership voting by mail ballot. The MNA BOD has the discretion to provide for mail balloting under rules and procedures it shall adopt.

Section 2. Amendments without Notice

The Bylaws may be amended without previous notice at any annual membership meeting by ninety-nine percent (99%) of the membership present, eligible to vote, and voting.

ARTICLE XI

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of “Robert’s Rules of Order Newly Revised” shall govern meetings of this Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

Previously amended on or revised on:

November 4, 1994

October 27, 1995

October 25, 1996

October 17, 1997

November 21, 1998

October 12, 1999

October 21, 2004

October 19, 2007

October 7, 2010

October 10, 2013 (Revision)

October 13, 2016

Adopted by the MNA Membership on November 01, 2018

2018 Proviso: MNA Only membership is no longer offered as a category of MNA Membership with the adoption of the October 2016 MNA Bylaws by the MNA membership. Effective immediately as of October 13, 2016, the only category of membership offered is the joint MNA & ANA membership. Current MNA Only members will retain the rights addressed in these MNA Bylaws for that membership category until such time as they cease to be a MNA Only member, transition to a joint MNA & ANA member, or ANA no longer allows the category of C/SNA Only membership. The MNA Bylaws language that addresses the rights of MNA Only members will be retained until such time as there are no longer any MNA Only members or ANA no longer allows this category of membership.