

**Bylaws for The**

**INDIANA ASSOCIATION OF**

**OCCUPATIONAL HEALTH NURSES**

**A Chapter of The**

**American Association of Occupational Health Nurses, Inc.**

**(AAOHN)**

Revised November 2018

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# **INDIANA ASSOCIATION OF OCCUPATIONAL HEALTH NURSES' BYLAWS**

## **Article I. ASSOCIATION NAME**

Section I.01 The name of this chapter shall be Indiana Association of Occupational Health Nurses (IAOHN), a chapter of the American Association of Occupational Health Nurses, Inc. (AAOHN).

## **Article II. ASSOCIATION PURPOSE**

Section II.01 The purposes of IAOHN are to:

- (a) Constitute the state professional association of licensed nurses engaged in the practice of occupational and environmental health nursing;
- (b) Promote and/or provide lifelong learning opportunities in occupational and environmental health for members;
- (c) Maintain the integrity and character of the nursing profession;
- (d) Promote scope of practice and standards for occupational and environmental health nurses;
- (e) Provide a forum for networking and discussion of issues in the field of occupational and environmental health nursing;
- (f) Stimulate occupational and environmental health nurse participation in activities within AAOHN and its constituencies;
- (g) Do within the limits of the law all things necessary, proper, incidental, suitable, useful and conducive to complete accomplishment of the foregoing purposes.

## **Article III. MEMBERSHIP**

Section III.01 Classes of Membership

- (a) Active
  - (i) A licensed nurse currently employed in occupational and environmental health impacting the health and well-being of worker populations;
  - (ii) Active members shall have all rights and privileges of membership including voting, holding office and serving on committees.
  - (iii) An active member may apply for inactive status if the member has temporarily left the field of occupational and environmental health nursing due to hardship.
- (b) Inactive
  - (i) A licensed nurse who temporarily changed their engagement in occupational and environmental health (e.g. hardship or employment status change).
  - (ii) Inactive members will have voting rights but are not able to hold office.
  - (iii) Inactive status must be renewed annually and may be maintained for a maximum of three years.
- (c) Retired
  - (i) A previously active member; now retired but continues to be interested in occupational and environmental health and supports the purposes of AAOHN.
  - (ii) Retired members have voting status in AAOHN, may not hold an elected AAOHN office, but may serve as a committee or panel member.
  - (iii) Retired members may vote, hold State office, and serve on IAOHN committees.

(d) Affiliate

- (i) A licensed nurse not eligible for active status, but who is interested in the field of occupational and environmental health and the purposes of AAOHN.
- (ii) Other Individuals who are not eligible for active status, but who are engaged in the field of occupational and environmental health or are interested in the purposes of AAOHN.
- (iii) Affiliate members have no voting privileges and are not eligible to hold office.

(e) Student

- (i) A licensed nurse enrolled as a student in a program of study related to occupational and environmental health;
- (ii) A student in a nursing program with interest in occupational and environmental health;
- (iii) Student members have voting privileges but are not eligible to hold office unless they are also a licensed nurse engaged in the practice of occupational and environmental health nursing.

(f) Life

- (i) Life membership shall be conferred upon AAOHN past presidents at the completion of their terms of office.
- (ii) Life members shall not pay dues.
- (iii) Life members have all active member rights.

(g) Honorary

- (i) Honorary membership may be conferred upon an individual selected by the Board of Directors for outstanding service to AAOHN/IAOHN and/or the profession of occupational and environmental health nursing. A two-thirds vote of the board of Directors shall be required for confirmation of Honorary Memberships.
- (ii) Honorary members shall not pay dues and have no member benefits.

Section III.02 State and Local Chapters

- (a) Active, Inactive, Retired, Affiliate, Student and Life members who reside or work in the state must be members of IAOHN. If more than one local chapter exists in an area where the individual lives or works, the membership shall be in the chapter of the member's choice.

Section III.03 Application for Membership

- (a) Applications for membership shall be granted by AAOHN. A written application submitted to the National Office is required for all classes of membership, except honorary and life.
- (b) The state chapter shall have thirty (30) days to challenge a member.
- (c) Final approval of challenged applications for membership shall be within the sole and absolute discretion of the AAOHN Board of Directors.

Section III.04 Dues

- (a) Dues are revolving on a 12-month basis and collected by AAOHN.
- (b) Each member shall send National Dues and Chapter Dues to AAOHN National Office.
- (c) Chapter dues shall be sent by AAOHN to each chapter.
- (d) National dues are established by AAOHN. Changes in Indiana dues must be approved by a 2/3 vote of the Board of Directors.

Section III.05 Forfeiture of Membership

- (a) Membership shall be automatically terminated:
  - (i) For not meeting membership criteria
  - (ii) For non-payment of dues

Section III.06 Disciplinary Action

- (a) The Board of Directors may recommend to AAOHN to censure, suspend, expel, or otherwise discipline any member of IAORN for violation of the Code of Ethics, the purposes of the Association, these bylaws, or other causes deemed sufficient by the Board of Directors.
- (b) Disciplinary action is the responsibility of AAOHN.

Section III.07 Member Reinstatement

- (a) A former member who forfeited membership may be reinstated by applying as a new member, paying the current dues, and meeting the requirements then in force.

Section III.08 Access to Records

- (a) Consistent with legal requirements, a member may inspect the books and records of IAORN for any proper purpose upon reasonable notice to the President of IAORN.

**Article IV. CHAPTER FORMATION**

Section IV.01 IAORN is the state chapter of AAOHN representing all AAOHN members who reside and/or are engaged in the practice of occupational and environmental health nursing in Indiana. Indiana has no local or regional chapters.

Section IV.02 Chapter Bylaws

- (a) IAORN shall follow AAOHN guidelines in writing its bylaws which shall contain such mandatory provisions as determined by the Board of Directors of AAOHN and shall not conflict with the bylaws of AAOHN.
- (b) IAORN bylaws shall not establish any other membership classes.

Section IV.03 Chapter Responsibilities

- (a) Submit to AAOHN National Office reports as requested by AAOHN.
- (b) Notify AAOHN in writing of the election or change in officers within 30 days.

Section IV.04 Revocation of Designation

- (a) If IAORN fails to comply with the purposes of AAOHN, these bylaws, the membership requirements, or for other cases deemed sufficient by the AAOHN Board of Directors, the chapter's designation shall be revoked by two-thirds vote of the Board of Directors, provided due notice is given to such chapter at least three (3) months before the vote is to be taken, and IAORN has had an opportunity to be heard.
- (b) A chapter may dissolve by notifying AAOHN in writing of their intent, including a report of intent to disperse funds.

Section IV.05 Chapter Reinstatement

- (a) A chapter whose designation has been revoked or dissolved may apply for reinstatement and may be re-designated as a chapter by a two-thirds vote of the AAOHN Board of Directors.

**Article V. BOARD OF DIRECTORS**

Section V.01 Composition

- (a) The Board of Directors shall be comprised of the elected Officers and elected Directors.
  - (i) Officers include:
    - 1) President
    - 2) Vice-President

- 3) Treasurer
- 4) Recording Secretary
- 5) Corresponding Secretary
- (ii) Directors\* (4):
  - 1) One Director-at-Large
  - 2) One Director from Southern Indiana
  - 3) One Director from Northern Indiana
  - 4) One Director from Mid-Indiana
  - 5) \*Note: Per Section 6.05(e) of these bylaws, if there is no nominee for Director from a geographic region of the state, any eligible member may be nominated for Director.

#### Section V.02 Duties

- (a) The duties of the Board of Directors shall be to:
  - (i) Transact the general business and affairs of IAOhn
  - (ii) Ensure that the association is both effective and prudent in accomplishing goals
  - (iii) Establish chapter bylaws in accordance with AAOHN guidelines
  - (iv) Determine time and place for Board Meetings and the general membership annual meeting
  - (v) Set state membership dues

#### Section V.03 Meetings

- (a) Regular meetings of the Board of Directors shall be held four times per year
- (b) Notices of all regular meetings of the Board of Directors shall be electronically transmitted at least five (5) days prior to the date of the meeting.
- (c) Special Meetings of the Board of Directors:
  - (i) May be called by the President
  - (ii) May be called by the President upon written request by five (5) members of the Board of Directors
  - (iii) May be held with at least twenty-four (24) hours prior notice.
- (d) Meetings may be conducted using any means of communication by which any or all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting. A report of any action taken shall be verified and made a part of the minutes.
- (e) Quorum
  - (i) Two-thirds of the members of the Board of Directors (6 members), including the President or the Vice President, shall constitute a quorum at any meeting of the Board.

#### Section V.04 Officer and Director Qualifications

- (a) To be eligible for election, candidates must be:
  - (i) Active members
  - (ii) Retired members
  - (iii) Student members who are licensed nurses engaged in the practice of occupational and environmental health nursing.
- (b) In addition, candidates for President shall have served a minimum of one (1) term on the Board of Directors.

#### Section V.05 Officer and Director Duties

- (a) The duties shall be such as are implied by the respective titles except as otherwise stated in these bylaws and more specifically shall include the following:
  - (i) The President shall:

- 1) Be the chief governance officer and be accountable for the integrity of the Board's governance;
  - 2) Perform duties as assigned by the bylaws and governance policies accepted by the Board of Directors;
  - 3) Be the official representative of IAOhN.
- (ii) The Vice-President shall:
- 1) In the absence of the President, assume the duties of the President;
  - 2) Succeed to office of President in accordance with provisions in Section 5.07 of these by-laws in the event of vacancy of that office;
  - 3) Perform duties as assigned by the bylaws and governance policies or Board of Directors.
- (iii) The Treasurer shall:
- 1) Be the Chief Financial Officer and accountable for the integrity of the finances of the association including compliance with any state or federal tax or accounting laws applicable to the association;
  - 2) Deliver annual report to the board in the first board meeting of the following year;
  - 3) Receive written approval from IAOhN president for any payments made from any account over 1000 dollars;
  - 4) Review annually with the board the status of the CD or other investments, as well as when those investments are up for renewal, including the amount invested, terms of investment, and rate of return;
  - 5) Perform duties as assigned by the bylaws and governance policies or Board of Directors.
- (iv) The Recording Secretary shall:
- 1) Take minutes at the Annual Membership and Board Meetings and be responsible for the integrity of the documents of the association.
- (v) The Corresponding Secretary shall:
- 1) Conduct the general correspondence of the Board.
- (vi) The Directors shall:
- 1) Perform duties as assigned by the President or Board of Directors.

#### Section V.06 Terms of Office

- (a) The term of office for Officers and Directors shall be two (2) years or until a successor has been elected and assumes office.
- (b) Newly elected Officers and Directors will assume office on November 1.
- (c) No member of the Board of Directors, except Treasurer, shall serve more than two (2) consecutive terms in the same office.
- (d) Treasurer may serve up to four (4) consecutive terms in that office.
- (e) Any part of a term more than twelve (12) months shall be considered a term in deciding eligibility for election or re-election.
- (f) The absence of any member of the Board of Directors from more than two (2) consecutive meetings of the Board without sufficient reason, as determined by the majority of the entire Board, shall be considered a resignation from the elected office.
- (g) If an Officer or Director is ineligible for office, the Officer or Director shall submit a resignation to the Board of Directors.
- (h) Any Officer or Director may be removed from office for just cause by 2/3 vote of the Board of Directors.

#### Section V.07 Vacancy in Office

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

## **Article VI. NOMINATIONS AND ELECTIONS**

### **Section VI.01 Election Committee**

- (a) Composition
  - (i) The Election committee shall be composed of three (3) members elected by the members of IAOhn.
  - (ii) The Chairman shall be the member who receives the highest number of votes.

### **Section VI.02 Qualification**

- (a) A member shall have been a member of IAOhn for no less than one (1) year.

### **Section VI.03 Terms of Office**

- (a) Members shall serve two (2) years or until their successors are elected and shall not be eligible for immediate re-election.
- (b) Should a member of the Election Committee become a nominee for office, that person shall resign from the Election Committee.

### **Section VI.04 Vacancy in Office**

- (a) A vacancy on the Election Committee shall be filled by the candidate who received the next highest number of votes in the most recent election. If there is no candidate eligible, the vacancy shall be filled by ballot vote of the Board of Directors.

### **Section VI.05 Ballot**

- (a) Names of all qualified nominees shall be placed on the ballot.
- (b) In odd numbered calendar years, the nominees shall be:
  - (i) Vice President
  - (ii) Treasurer
  - (iii) Corresponding Secretary
  - (iv) Two (2) Directors (Director-at-Large, Northern IN)
  - (v) One (1) Member of the Election Committee
- (c) In even numbered calendar years the nominees shall be:
  - (i) President
  - (ii) Recording Secretary
  - (iii) Two (2) Directors (Mid-Indiana, Southern IN)
  - (iv) Two (2) Members of the Election Committee
- (d) No member shall be a candidate for more than one (1) position.
  - (i) If a member is nominated and qualifies for more than one (1) position, the member shall select a position.
- (e) If there is no nominee for Director from a geographic region of the state, any eligible member may be nominated for Director.

### **Section VI.06 Elections**

- (a) Elections shall be established by the Board of Directors.
- (b) Method for voting will be determined by the Board of Directors.

- (c) The ballot shall be prepared by the Election Committee and sent to eligible voting members at least 40 days prior to the Annual Meeting.
- (d) The ballots shall be counted prior to the Annual Meeting and a report of the election given at the Annual Meeting.
- (e) A plurality vote shall elect. In the event of a tie, a decision shall be determined by lot.
- (f) Ballots shall be retained for three (3) months.

**Article VII. MEETINGS OF MEMBERS**

**Section VII.01 Annual Meeting**

- (a) There shall be an Annual Business Meeting, which shall be held each year at such time and place as determined by the Board of Directors.
- (b) Cancellation of the Annual Business Meeting
  - (i) In the event of an emergency, the Board of Directors by two-thirds (2/3) vote may cancel the Annual Business Meeting.
  - (ii) All members shall be notified of the cancellation and the results of any election or bylaws amendments.

**Section VII.02 Special Meetings**

- (a) Special meetings may be called by the President and shall be called by the President upon written request of at least one-half (1/2) of members.

**Section VII.03 Notices**

- (a) Members shall be notified at least ten (10) days before the date of all meetings of the membership.

**Section VII.04 Quorum**

- (a) Ten (10) active members including two (2) officers, one of whom shall be the President or Vice President, shall constitute a quorum.

**Section VII.05 Official Record**

**Section VII.06 An official record of meetings will be made.**

**Article VIII. COMMITTEES**

**Section VIII.01** Committees and Committee Chairs shall be established and appointed by the President with approval by the Board of Directors.

**Section VIII.02** The President shall be an ex-officio member of all committees except the Elections Committee.

**Section VIII.03** A quorum for any committee shall be a majority of the Committee.

**Section VIII.04 Standing Committees**

- (a) Education
- (b) Governmental Affairs

**Article IX. OFFICIAL LOGO**

**Article X.** The official Indiana logo may be used or changed only upon approval of the Board of Directors.

**Article XI. PARLIMENTARY AUTHORITY**

Section XI.01 *Robert's Rules of Order Newly Revised* shall govern the proceedings of this chapter in all cases not provided for in these bylaws or in the standing rules or policies of IAOhN.

**Article XII. AMENDMENTS**

Section XII.01 These bylaws may be amended by voting members at any annual meeting or special meeting by a two-thirds (2/3) vote of members present, provided that

- a. the proposed amendments shall have been approved by a 2/3 vote of the Board of Directors and;
- b. The proposed amendments shall have been sent to each eligible member at least thirty (30) days in advance of the vote.

Section XII.02 No bylaws revisions shall be effective until approved by the Board of Directors of AAOHN.

Section XII.03 Any amendment to these bylaws made by AAOHN that directly relates to the business of the chapters shall automatically and immediately effect the necessary amendments to the bylaws of IAOhN.