



## Chapter Bylaws

### ARTICLE I

The name of this professional organization is **1411 Chapter NorthWest Suburban Chicago**, Chapter of AORN, Inc, (Association of periOperative Registered Nurses), hereinafter referred to as “AORN Chapter 1411”

### Part One

**Articles II, III, and XIII are mandatory and must be included in the chapter bylaws exactly as written.**

### ARTICLE II PURPOSES

The purposes of this Association are:

- A. To unite registered nurses for the purpose of maintaining an Association dedicated to promoting the highest professional standards of perioperative nursing practice for the optimal care of the patient before, during, and after operative and other invasive procedures;
- B. To provide opportunities for continuous professional development, to include diversified educational activities;
- C. To generate, evaluate, and disseminate scientific evidence to improve professional perioperative practice;
- D. To provide leadership in professional perioperative practice to influence health care delivery locally, nationally, and globally;
- E. To cooperate lawfully with other professional associations, health care facilities, universities, industries, technical societies, research organizations, and governmental agencies in matters affecting the foregoing purposes of the Association;
- F. To otherwise lawfully adopt policies and conduct programs for the improvement of professional perioperative practice provided that the policies and programs are consistent with the requirements that the Association is not organized for profit and no part of its earnings inure to individuals.

### ARTICLE III MEMBERSHIP AND DUES

Section 1: Membership in the Association is contingent on compliance with requirements as specified in these bylaws.

Section 2: Membership is unrestricted by consideration of nationality, race, creed, lifestyle, color, sex, or age.

Section 3: Categories of membership in this Association are voting and non-voting.

- A. Voting: A registered nurse, or a previously registered nurse who is retired and whose license was in good standing at the time of non-renewal, who supports the mission of AORN.
  - 1. May vote for elected officials.
  - 2. May vote in the House of Delegates.
  - 3. May hold elective office.
  - 4. May serve on committees.
- B. Non-voting: An individual who is not defined as a voting member, who provides or provided direct or indirect perioperative services, and who supports the mission of AORN.
  - 1. May serve on committees.
  - 2. May not vote for elected officials or in the House of Delegates.
  - 3. May not hold elective office.



#### Section 4: Termination

The Board of Directors may terminate a membership for failure to meet membership requirements, provided the member was offered an opportunity to have an unprejudiced hearing if requested at which the member was permitted to defend against the termination.

If terminated, a member may be allowed to rejoin by the Board of Directors after demonstrating eligibility for membership.

#### Section 5: Dues

A. Membership dues in this Association are determined annually by the Board of Directors and any increase shall not exceed \$10.00 over the then existing dues amount. Any increase in excess of \$10.00 is subject to ratification by the House of Delegates.

B. Dues shall be paid according to established policy.

C. Delinquency: Any member whose dues are not received by the last working day of the member's renewal month is automatically terminated as a member, and all privileges of the Association are withdrawn.

### **ARTICLE XIII** **PARLIAMENTARY AUTHORITY**

*Robert's Rules of Order Newly Revised* is the parliamentary authority of this Association.

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## **Chapter Bylaws**

### **Part Two**

**These articles can be changed or deleted to meet your specific chapter needs.**

### **ARTICLE IV** **OFFICERS**

The officers of this chapter are President, President-Elect, Vice President, Secretary, and Treasurer.

- A. President:
  - a. Serves as the official representative of AORN Chapter 1411 and presides at all meetings of the Chapter and the Board of Directors.
  - b. Serves ex officio on all committees and task forces of the Board and the Association except the Nominating Committee.
  - c. Facilitates continuity in transition of the office of the President.
- B. President-Elect:
  - a. Observes, assists, and consults with the President in preparation for assuming the duties and responsibilities of that office.
  - b. Facilitates continuity in transition to the office of the president.
- C. Vice President:
  - a. Observes, assists, and consults with the president.
  - b. Performs the duties of the President in the absence or inability of the president to fulfill the role.
- D. Secretary:
  - a. Assures accurate records are maintained of the proceedings of all business meetings and affairs of the chapter.
  - b. Convenes chapter meetings in the absence of the President and the Vice President, and presides at the election of the chair pro term.
- E. Treasurer:
  - a. Monitors the fiscal affairs of the chapter and provides reports and interpretation to the membership and the Board of Directors.
  - b. Maintains tax exempt status through annual filing of the IRS 990 form and provide proof of filing to AORN Chapter Relations.



## **ARTICLE V**

### **BOARD OF DIRECTORS**

The Board of Directors consists of the officers and 4 elected members. It has power, authority, and responsibility to manage the affairs of the Chapter, except modifying action of the members.

#### **Section 1: Meetings**

- A. Meets at a time and place determined by mutual agreement of the Board of Directors. Optional conference calls or webinars may also constitute as a meeting.
- B. Special meetings of the Board of Directors may be called by the President or upon request of 3 members of the Board of Directors.
- C. 3 members of the Board, 2 of whom are officers, constitutes a quorum.
- D. Directors may participate in a meeting of the Board or a committee by any means of communication by which all persons participating in the meeting are able to hear one another. Such participation shall constitute physical or virtual presence in person at the meeting.

## **ARTICLE VI**

### **NOMINATING COMMITTEE**

#### **Section 1: Committee Composition**

- A. The nominating committee consists of at least 4 members. 2 members are elected in the even numbered years and 2 in the odd numbered years, each serving for a term of 2 years.
- B. The immediate Past President will automatically become a nonvoting member of the committee for a term of one (1) year following the term of office as President.
- C. Members of the committee **may not** be listed as candidates for election on a slate that they have prepared.

#### **Section 2: Responsibilities**

- A. Solicits and receives nominations for potential candidates for all elected positions.
- B. Prepares and presents a slate of candidates to serve for all elected positions.
- C. Selects a Chair from the continuing committee members.

## **ARTICLE VII**

### **ELIGIBILITY - ELECTIONS -TERMS VACANCIES - REMOVAL**

#### **Section 1: Eligibility**

- A. To be eligible for elective office as a member of the Board of Directors. or member of the nominating committee, a nominee must currently provide or have previously provided perioperative nursing care.
- B. To be eligible for elective office as a member of the board of directors or a member of the nominating committee, a nominee must have been a member of the Association and chapter continuously for 2 year(s) immediately prior to being nominated and may not be an employee of AORN Headquarters.
- C. To be eligible for the office of President-Elect and Vice President, a nominee must have served at least 1 year as a member of the Board of Directors.
- D. Members of the Nominating Committee **may not** be listed as candidates for election on a slate that they have prepared.

#### **Section 2: Elections**

- A. The officers, Board of Directors, and the Nominating Committee shall be elected by ballot of the voting members in good standing, with voting rights as defined in Article III, and plurality elects. In case of a tie, choice is by lot.
- B. A minimum of three chapter officers must be elected: president, vice president or president-elect, and secretary &/or treasurer. Additional elected or appointed officers are specified by the chapter in these bylaws.
- C. Any member holding an elective office may not be a candidate for another office unless the current term of the member expires at the impending annual election or a vacancy occurs.
- D. Nominations by petition for all elected positions may be made immediately after the Nominating Committee presents its slate of candidates, but no later than 45 days prior to the commencement of voting. The candidate's name will be placed on the ballot after eligibility has been verified.



### Section 3: Term of Office

- A. President-elect is elected each year, serves in that capacity for one (1) year, and then as president for a term of one (1) year.
  - a. The Vice-President (eliminated if president-elect system is selected), treasurer, and 3 members of the board of directors shall be elected in the odd numbered years for a term of 2 years and shall serve until their successors have assumed office.
- B. The vice president, secretary, and 2 members of the board of directors shall be elected in the even numbered years for a term of 2 years and shall serve until their successors have assumed office.
- C. The Treasurer shall be elected in the odd numbered years for a term of two (2) years and shall serve until a successor has assumed office.
- D. Three (3) members of the Board of Directors shall be elected in the even numbered years for a term of two (2) years and shall serve until their successors have assumed office.
- E. Four (4) members of the Board of Directors shall be elected in odd numbered years for a term of (2) years and shall serve until their successors have assumed office.
- F. No officer or member of the Board of Directors shall serve more than two (2) consecutive terms in the same office. The term of office begins at the adjournment of the meeting at which they have been installed.
- G. No officer or member of the board of directors shall serve more than 3 consecutive terms in the same office.

### Section 4: Vacancies

- A. President: The vice-president (eliminated if president-elect system is selected) immediately assumes office.
- B. President-Elect and Vice President: A vacancy in the office of president-elect or vice president is filled by a vote of the board of directors from a slate submitted by the nominating and leadership development committee. Eligibility requires the nominee to have served at least 1 year as a member of the board of directors.
- C. The board of directors fills all other vacancies.
- D. Any member serving more than one-half term (1/2) is deemed to have served one (1) term in an elected position.

### Section 5: Removal

Any elected official, regardless of the manner of election or appointment, may be removed by the board and/or membership upon a two-thirds (2/3) affirmative vote, whenever the best interests of the chapter would be served, thereby, provided the official (upon request) was offered an opportunity to have an unprejudiced hearing at which time the official was permitted to defend against the termination.

## **ARTICLE VIII** **MEETINGS**

### Section 1: Chapter Meetings

- A. Conduct a minimum of three educational meetings annually with contact hours (depending on state requirements). This includes, but is not limited to face-to-face meetings, webinars, and/or conference calls.
- B. The number of meetings per year, the months in which they are held, and the time and place is determined by mutual agreement of the board of directors and the membership.
- C. Notices of the monthly meetings will be sent to the membership through the chapter's webpage in ORNurseLink:  
<https://www.ornurselink.org/groups/home/141>
- D. 3 members of the Board, 2 of whom are officers, constitutes a business quorum.

### Section 2: Special Meetings

- A. Special meetings may be called by the president, by request of the majority of the board of directors, or by request of a quorum of the membership.
- B. The membership shall be notified at least 2-3 days before the called special meeting.
- C. The notice shall state the purpose, time, and place of the meeting. No business other than stated in the notification may be transacted.
- D. 3 members of the Board, 2 of whom are officers, constitutes a quorum.



## ARTICLE IX ORGANIZATIONAL UNITS

### Section 1: Committees and Task Forces

- A. In order to facilitate the Association's and chapter's mission and strategic plan, as well as the needs of the profession, the board of directors shall at least annually create such committees and ad hoc task forces as it deems fit. The president or president-elect may appoint the members of such committees and ad hoc task forces. Each committee or task force shall consist of a chair and at least 1-2 additional members. Each committee or task force shall have only such powers as are specifically delegated to it by the board of directors. A majority of the members of the committee or task force shall constitute a quorum.
- B. Standing committees of the chapter may include (but are not limited to) budget and finance, bylaws and policies, education, legislative, membership, newsletter, communications, web, OR Nurse Day, research, and scholarship.
- C. The purpose and duties of these committees should be listed in the chapter policy manual.

### Section 2: Special Committees

- A. Special committees may be appointed by the president or president-elect and cease to exist when the purpose for which they were created is completed.

## ARTICLE X AMENDMENTS

- A. Proposal: Amendments to these bylaws may be proposed by any member of the chapter.
- B. Submission: Changes to the bylaws must be submitted to the president or chair of the bylaws committee.
- C. Notice: The proposed amendments must be received in written format by all members at least thirty (30) days prior to the voting meeting.
- D. Adoption: The adoption of an amendment to the bylaws requires a two thirds (2/3) vote of the voting members present.

## ARTICLE XI DISSOLUTION

If the chapter should dissolve, all funds in the treasury will be given to the AORN Foundation.

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Approved/Revised Date

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Officer Name and Title

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Approved/Revised Date

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Officer Name and Title

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