

BY-LAWS

AORN of Greater Houston

Chapter #4407

BYLAWS

ARTICLE I

NAME

The name of this professional organization is AORN of Greater Houston Area, Texas, (Association of periOperative Registered Nurses).

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~~

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

Section 5: Dues

- A. Annual membership dues in this Association are determined by the Board of Directors and 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 IV **OFFICERS**

The officers of this Association are President, President-Elect, Vice President, Secretary, and Treasurer with responsibilities as outlined by Chapter policy.

Section A: President

Serves as the official representative of the Association and presides at all meetings of the Association and the Board of Directors.

Section B: President-Elect

Observes and assists the President in preparation for assuming the duties and responsibilities of that office.

Section C: Vice President

Performs the duties of the President in the absence or inability of the President to act.

Section D: Secretary

Maintains record of the proceedings of all business meetings of the Association and the Board of Directors.

Section E: Treasurer

Monitors the fiscal affairs of the Association and provides reports and interpretation to the membership and the Board of Directors.

ARTICLE V
NOMINATING COMMITTEE – NOMINATIONS
ELIGIBILITY – ELECTIONS
TERMS – VACANCIES – REMOVAL

Section A: Nominating Committee

1. The Nominating Committee consists of at least five (5) members. Three-fifths (3/5) of the members are elected by the membership: two (2) in the even numbered years and one (1) in the odd numbered years. Two-fifths (2/5) of the members are appointed by the Board of Directors using established criteria: one (1) in the odd numbered years and one (1) in the even numbered years. Criteria for selection of appointed members is defined in chapter policy.
2. Responsibilities of the Nominating Committee are outlined in Chapter policy.

Section B: Nominations

1. The Nominating Committee selects officers and board members based on qualified nominees submitted by the membership and presents to the membership for ratification.
2. The Nominating Committee prepares and selects a slate of candidates for the Nominating Committee position(s) to be elected by the membership.
3. The Nominating Committee prepares a slate of candidates for vacant delegate and funded alternate delegate positions.

Section C: Eligibility

To be eligible to serve as an officer, member of the Board of Directors or as a member of the Nominating Committee, a nominee must have had uninterrupted membership in the Association for two (2) years immediately prior to appointment or election.

Section D: Elections

1. The officers, board of directors, and the elected members of the nominating and leadership development committee shall be elected by ballot of the members in good standing, and plurality elects. In case of a tie, choice is by lot.
2. Any member holding an office may not be selected for another office unless the current term of the member expires at the impending annual selection of Officers, Board of Directors, and Nominating Committee members.
3. Absentee ballots are cast according to chapter policy.

Section E: Terms of Office

1. The President-Elect is selected every year, serves in that capacity for one (1) year and then automatically becomes President for a term of one (1) year.
2. The Secretary, and two (2) members of the Board of Directors shall be selected in the odd numbered years for a term of two (2) years and shall serve until their successors have assumed office.
3. The Vice President, Treasurer, and one (1) member of the Board of Directors shall be selected in the even numbered years for a term of two (2) years and shall serve until their successors have assumed office.
4. The term of office begins at the adjournment of the last meeting of the fiscal year.
5. No officer or member of the Board of Directors shall serve more than two (2) consecutive terms in the same office (Refer to Sec. F. 4).

Section F: Vacancies

1. President: The Vice President immediately assumes office.
2. President-Elect and Vice President: A vacancy in either of these two offices is filled by a vote of the Board of Directors from a slate submitted by the Nominating Committee.
3. The Board of Directors fills all other vacancies.
4. Any member filling a vacancy for an unexpired term of one (1) year or more is deemed to have served one (1) term.

Section G: Removal

Any selected official, regardless of the manner of election or appointment, may be removed by the membership upon two-thirds (2/3) affirmative vote of the members present and voting whenever in its judgment the best interests of the Association would be served providing the selected official upon request was offered an opportunity to have an unprejudiced hearing at which s/he would be permitted to defend against the termination.

ARTICLE VI MEETINGS – QUORUM

Section A: Association Meetings

1. There shall be at least nine (9) monthly meetings per year, September through June. The date, time and place are determined by mutual agreement of the Board of Directors and the membership.
2. Notices of the monthly meetings will be sent to the membership.
3. The presence of ten members of the membership including four (4) members of the Board of Directors, two (2) of whom are officers, constitutes a quorum for a business meeting.
4. The annual meeting is designated as the June meeting.

Section B: Special Meetings

1. A special meeting may be called by the President, or by request of a majority of the Board of Directors or by request of a quorum of the membership.
2. The membership shall be notified at least five (5) days prior to the called special meeting.
3. The communication shall state the purpose of the meeting, the time and place, and no other business other than stated in the call may be transacted.
4. The quorum for a special meeting is the same as specified in Art. IV, Section A.4.

ARTICLE VII BOARD OF DIRECTORS – MEETINGS

Section A: Board of Directors

The Board of Directors consists of the officers and three (3) elected members. It has the power, authority, and responsibility to manage the affairs of the Association, except modifying action of the members. The responsibilities of the Board of Directors are outlined in Chapter policy.

Section B: Meetings

1. The Board of Directors shall meet at a time and place determined by the mutual agreement of the Board.
2. Special meetings of the Board of Directors may be called by the President or upon written request of three (3) members of the Board.
3. The presence of five (5) members of the Board, three (3) of whom are officers, constitutes a quorum.

ARTICLE VIII

COMMITTEES

Section A: Standing Committees

1. The incoming President with the approval of the Board of Directors appoints the chairpersons of the standing committees of the Association annually.
2. The standing committees of the Chapter are divided into Operational committees and Core committees closely aligned with the stated Mission and Values of the Chapter. Operational committees are Budget & Finance, and Bylaws/Policy & Procedure. Core committees are Communications, Education, Legislative, and Membership.
3. The purpose and duties of these committees are outlined in Chapter policy.

Section B: Special Committees

Special committees may be appointed by the President and cease to exist when the purpose for which they were created is completed.

ARTICLE IX

DELEGATES TO AORN CONGRESS

Section A: Eligibility

Delegates and alternate delegates to the annual Congress must have current membership status.

Section B: Representation

The delegate count shall be the allocated annually to chapters based upon the ration of total active chapter membership to total Association membership as of June 30, with each chapter having a minimum of one (1) delegate and one (1) alternate delegate.

Section C: Selection

1. The delegates to Congress shall be the Officers, Board of Directors, and Chairmen of the Chapter committees.
2. The membership shall elect unfilled delegate or funded alternate delegate positions.
3. In cases where the number of delegates allotted by National AORN is less than the total number of members serving as Officers, Board of Directors, and Chairmen of Chapter committees, the priority of automatic delegates is determined by Chapter policy.

ARTICLE X
FISCAL YEAR

The fiscal year of the Association is July 1 through June 30.

ARTICLE XI
PARLIAMENTARY AUTHORITY

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

ARTICLE XII
AMENDMENTS

Section A: Amendments to these bylaws may be made at any regular meeting provided that the proposed amendments have been submitted to all members at least thirty (30) days prior to the vote.

Section B: Amendments to the bylaws require a two-thirds (2/3) vote of the members present and voting.

ARTICLE XIII
DISSOLUTION

If the Association should dissolve, all funds in the treasury will be given to an appropriate educational endeavor determined by the membership majority.

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