



Chapter Bylaws Guidelines

ARTICLE I

The name of this professional organization is AORN of Greater Houston chapter of AORN, Inc, (Association of periOperative Registered Nurses), hereinafter referred to as the “Association.”

Part One

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

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 National 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 National 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 membership with majority vote.
- 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.

Chapter Bylaws Guidelines

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, or secretary/treasurer, with responsibilities as outlined in the Chapter Policy Manual. Chapter officers must not allow their AORN National membership to lapse during their term of office.

- A. President:
 - a. Serves as the official National representative and contact of the chapter and presides at all meetings of the chapter and the board of directors.
 - b. Creates; determines duties; appoints, subject to board approval; and serves ex officio on all committees, special committees, and subcommittees of the board and the chapter, except the nominating committee.
 - c. Facilitates continuity in transition of the office of the president.
 - d. Assigns a chapter liaison to work with your state council.
 - e. Review monthly bank statements



- B. President-Elect:
 - a. Observes, assists, and consults with the president in preparation for assuming the duties and responsibilities of that office.
 - b. Facilitates and ensures timely yearly submission of Chapter Accountability Documents along with the designated officers based on the bylaws.
 - c. 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. Ensures 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 tem.
 - c. Provides AORN Chapter Relations with a copy of updated bylaws no less than every two years.
 - d. Provides one copy of business meeting minutes to AORN Chapter Relations per year.
 - e. Maintains an up-to-date Community of Practice (ORNurseLink or independent web site). This can also be done through a web master (if appointed).
- E. Treasurer:
 - a. Monitors the fiscal affairs of the chapter and provides reports to the membership and the board of directors.
 - b. Maintains tax exempt status through annual filling of the IRS 990 form and provide proof of filing to AORN Chapter Relations.
 - c. Provides a yearly financial report to AORN Chapter Relations to demonstrate appropriate use of funds.

ARTICLE V

BOARD OF DIRECTORS

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

Section 1: Meetings

- A. The board of directors shall meet 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. The presence of (5) members of the board, (3) of whom are officers, constitutes a quorum.
- D. The board of directors may participate in meetings by any means of communication where all persons participating in the meeting are able to hear one another. Such participation shall constitute presence in person at the meeting.

ARTICLE VI

NOMINATING COMMITTEE

Section 1: Committee Composition

- A. The Nominating Committee consists of at least (5) members. 2 members are elected in the even numbered years and (3) in the odd numbered years, each serving for a term of (2) years.



- B. The immediate past president will automatically become a non-voting 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. Verifies potential candidates for voting AORN membership status.
- C. Prepares and presents a slate of candidates to serve for all elected positions.
- D. Establishes effective processes for the development of members to serve in leadership roles at all levels of the chapter.
- E. Selects a chair from the 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 a member of the nominating committee, a nominee must have been a member of the Association and chapter continuously for (2) years immediately prior to being nominated and may not be an employee of AORN Headquarters.
- B. 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, 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/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 for all elected positions may be made no later than (30) days prior to the commencement of voting, provided that eligibility has been verified and written consent to serve, if elected, was obtained from the nominee and is submitted to the Nominating Committee.
- E. Elections shall be held once a year, no less than every two (2) years.
- F. Absentee ballots are cast according to chapter policy.

Section 3: Terms of Office

- A. The president-elect is elected every year, serves in that capacity for one (1) year, and then as president for a term of one (1) year (if applicable).
- B. 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.
- C. The vice president, Treasurer, and (1) 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.
- D. The term of office begins at the adjournment of the meeting at which they have been installed.
- E. No officer or member of the board of directors shall serve more than (2) consecutive terms in the same office. (Refer to Sec. 4)



Section 4: Vacancies

- A. President: The vice president 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 Committee.
- 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. There shall be at least nine (9) monthly meetings per year, September through June. This includes, but is not limited to face-to-face meetings, webinars, and/or conference calls.
- B. The date, time and place are determined by mutual agreement of the Board of Directors and the membership.
- C. 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.
- D. The annual meeting is designated as the June Meeting.

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 (5) 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. The quorum for a special meeting is the same as specified in Art. VII, Section 1.C.

ARTICLE VIII **BOARD OF DIRECTORS – MEETINGS**

Section 1: Board of Directors

- A. 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 2: Meetings

- A. The Board of Directors shall meet at a time and place determined by the mutual agreement of the Board.



- B. Special meetings of the Board of Directors may be called by the President or upon written request of three (3) members of the Board.
- C. The presence of five (5) members of the Board, three (3) of whom are officers, constitutes a quorum.

ARTICLE X

COMMITTEES AND TASK FORCES

Section 1: Committees and Task Forces

- A. In order to facilitate the Association's and chapter's vision, mission and strategic plan, as well as the needs of the profession, the incoming president with the approval of the board of directors shall at least annually review standing committees, and if needed create additional committees and ad hoc task forces as it deems fit. The president or president-elect may appoint the members of new committees and ad hoc task forces. Each committee or task force shall consist of a chair and at least (4) 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/policies & procedures, education, legislative, membership, newsletter/communications/web.
- C. The purpose and duties of these committees are to 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 XI

DELEGATES TO AORN CONGRESS

Section 1: Eligibility

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

Section 2: Representation

- A. The delegate count shall be the allocated annually to chapters by National AORN based upon the ratio 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 3: Selection

- A. The delegates to Congress shall be the Officers, Board of Directors, and Chairmen of the Chapter committees.
- B. The Board shall elect unfilled delegate or funded alternate delegate positions.
- C. 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 XII

FISCAL YEAR

The fiscal year of the Association is January 1st through December 31st.



ARTICLE XIII
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 XIII
PARLIAMENTARY AUTHORITY

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

ARTICLE XV
DISSOLUTION

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

Revised Date

Name of Person Submitting Bylaws to National

AORN, Inc.
(Association of periOperative Registered Nurses)
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