



MODEL DISTRICT BY-LAWS

for

District Associations of the Tennessee Nurses Association

Preface

Bylaws provide the framework for the organization of an association. They should be limited in procedural detail, allowing for flexibility in adapting to organizational demands and processes. Articles and their sections should be clearly and concisely stated, recognizing that bylaws are binding on the association and, therefore, should be enforceable. The individual TNA districts are responsible for updating and maintaining bylaws that do not conflict with the bylaws of ANA and TNA.

These Model Bylaws for TNA District Associations were prepared to supply district associations with guidelines when revising their bylaws. The model bylaws are intended to be sample district association bylaws. The portions of the bylaws which must be present in each district association bylaws for conformity to TNA or ANA bylaws appear in **BOLD type**. Whenever blanks appear in this model, the district association should insert its name and/or initials. Information in *italics* is meant to provide direction only and may be deleted in the final version of the bylaws. The district's name in full should appear the first time, followed by initials or common name. While the district may change the order or content, where appropriate, the bylaws of each TNA district shall include the following articles. Any additional articles are to be placed at the end of the required articles.

- **Article I—Name, Purpose & Functions**
- **Article II—Membership**
- **Article III—Dues**
- **Article IV—Meetings & Quorum**
- **Article V—Nominations & Elections**
- **Article VI—Board of Directors**
- **Article VII— Councils and/or Task Forces**
- **Article VIII—Amendments**
- **Article IX—Parliamentary Authority**
- Article X—Additional Article if District Wishes to Add
- Article XI—Additional Article if District Wishes to Add
- Article XII—Additional Article if District Wishes to Add
- Article XIII—Additional Article if District Wishes to Add

TENNESSEE NURSES ASSOCIATION BYLAWS

District 6_____

Revised February 2017

Article I—Name, Purpose, and Function

Section 1. Name

The name of the association shall be District 6, Tennessee Nurses Association (TNA), hereafter referred to as District 6, TNA.

Chester, Crockett, Decatur, Gibson, Hardeman, Hardin, Haywood, Henderson, Madison, and McNairy

_____ Counties comprise District
_____, TNA.

Section 2. Purposes

- a. The purpose of District 6_____, TNA shall be to:
 1. work for the improvement of health standards and the availability of health care services for all people, and
 2. foster high standards of care for nursing, and
 3. advocate for workplace standards that foster safe patient care and support the profession, and
 4. stimulate and promote the professional development of nurses and advance their general welfare.
- b. These purposes shall be unrestricted by considerations of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion, sexual orientation, or as defined by the American Nurses Association (ANA) bylaws.

Section 3. Functions

- a. The functions of District _____ 6, TNA shall be to
 1. Promote standards of nursing practice, nursing education, and nursing services.
 2. Promote knowledge of and adherence to the code for nurses established by the American Nurses Association (ANA).
 3. Represent and speak for the nursing profession with the professional community, governmental groups, and the public.
 4. Promote the general welfare of nurses.
 5. Provide the professional development of nurses via programs.
 6. Promote relationships with the local student nurses association.
 7. Support the functions of TNA as stated in the by-laws.
 8. Assume an active role as consumer advocate.
 9. Support systematic study, evaluation, and research in nursing.
 10. Maintain communication with the membership through publications

Article II—Membership

Section 1. Composition

District _____ 6, TNA shall consist of members who meet the qualifications and responsibilities as specified by these by-laws.

Section 2. Qualifications

- a. A member is one:
 1. Who has been granted a license to practice as a registered nurse in at least one state, territory, possession, or the District of Columbia of the United States and who does not have a license under suspension or revocation in any state or,
 2. Who has completed a nursing education program that qualifies the applicant to take the state-recognized examination for registered nurse licensure as a first-time writer, and
 3. Whose application for membership has been accepted in accordance with District 6 _____ TNA policy, and,
 4. Whose dues are paid, and whose membership is not under revocation for violation of the Code for Nurses for the Association By-Laws.
- b. Membership shall be unrestricted by nationality, race, creed, lifestyle, color, sex, age, religion, or handicap.
- c. Renewal of membership shall be contingent upon having been granted RN licensure and payment of dues.

Section 3. Membership Rights and Obligations

- a. Each member shall be entitled to:
 1. Receive a membership card, the Tennessee Nurse, the American Nurse and communication regarding District 6 via social media and/or e-mails.
 2. Be a candidate for elective and appointive positions in District 6 _____, TNA and ANA in accordance with District _____ 6, TNA and ANA bylaws,
 3. Participate in District 6 _____, TNA and ANA nominations and election in accordance with the bylaws and with association policies.
 4. Attend meetings of District 6 _____ and meetings of TNA and ANA, the convention, and other unrestricted TNA and ANA.
 5. Hold membership in ANA councils in accordance with the provisions in the ANA bylaws,
 6. Attend the Congress of the International Council of Nurses.

7. A fair hearing before any disciplinary action is taken, and
8. Other rights as provided under common parliamentary and statutory law
 - a. Disciplinary action shall be conducted in accordance with association policies and procedures.
 - b. Member may appeal according to the association policies and procedures.

Article III—Dues

Section 1. Amount and Payment of Dues

- a. TNA membership assembly shall establish the amount dues for TNA members, which includes the present rate of dues paid by TNA to ANA and to the district association of TNA.
- b. Payment of dues shall be in accordance with TNA policies.

Section 2. Notification of Change and Vote

- a. Members shall be notified in writing of any proposal to change the amount of dues at least sixty (60) days prior to the meeting of the TNA membership assembly at which the proposal is to be voted upon.

Article IV—Meetings and Quorum

Section 1. Regular Meetings

Regular District 6 meetings shall be held at the time and place decided upon by the Board of Directors.

Section 2. Special Meetings

Special meetings of the association may be called by the President upon a majority vote of the Board of Directors or upon written request of one-tenth (1/10) of the membership.

Section 3. Quorum

A majority of the membership of the Board of directors, including the president or vice president shall constitute a quorum at any meeting of the Board of Directors.

Article V—Nominations and Elections

Section 1. Nominations

- a. Candidates for District 6 office shall meet establish qualifications and shall consent to serve.

- b. Members shall be considered eligible for only one elected office at any one time in District 6.
- c. A member who meets established qualifications may be nominated from the floor provided consent to serve has been obtained.

Section 2. Elections

- a. Election shall be held by secret ballot and shall comply with adopted policies and procedures.
- b. A plurality vote of those voting shall constitute an election. In case of a tie, the choice shall be decided by lot.
- c. The voting body at any meeting of the District 6 shall be the members who are in attendance.
- d. The term of office shall begin at the adjournment of the Annual State Convention.

Section 3. Challenges

Any challenges to an election must be filed with the District 6 Secretary within thirty (30) days after the adjournment of the annual meeting.

- a. Election shall be held by secret ballot and shall comply with adopted policies and procedures.

Section 4. Removal of Elected Officials

Any elected official may be removed by vote of the members whenever such action is deemed to be in the best interest of the association, or for other just cause.

- a. An election for removal of an elected official shall be held when called for by a two-thirds (2/3) vote of the Board of Directors.
- b. Removal of an elected official requires (2/3) vote of membership voting.

Article VI—Board of Directors

Section 1. Definition

The Board of Directors is the body composed of officers and directors elected by the membership.

Section 2. Composition

- a. The Board of Directors shall consist of a **minimum** of District 6 elected officers and directors.
 - 1. There shall be six (6) officers; president, president-elect, vice-president, past president, secretary, and treasurer.

2. There shall be six (6) directors.

b. To be eligible to serve on the Board of Directors, a person shall:.

1. Hold current membership in District 6, TNA and

2. Not currently serve as an officer or director of another organization if such participation might result in a conflict of interest with District 6, TNA.

Section 3. Authority

The Board of Directors shall have the authority delegated to it by the membership, including the duty and power of acting for the membership in the intervals between meetings, and other duties and power as defined by these by-laws.

Section 4. Accountability

The Board of Directors shall report and be accountable to the membership.

Section 5. Responsibilities

The Board of Directors is the body composed of officers and directors elected by the membership.

a. The Board of Directors shall:

1. Exercise the corporate responsibility and judiciary duties of the association consistent with applicable provision of law,

2. Provide for implantation of association policies, positions, and programs approved by membership,

3. Establish financial policies and procedures, adopt the budget, and submit all books annually to a certified public accountant for audit, present and an annual financial statement to the membership,

4. Refer to the membership for approval any liability in excess of five hundred (500) dollars, which is not included in the budget,

5. Refer to the membership for approval in response to TNA state level requests in excess of fifteen hundred dollars (1,500),

6. Establish standing and special committees of the Board as deemed necessary for the performance of its duties and define the purpose and authority of such committees,

7. Make appointment and fill vacancies as delegated to the Board by these by-laws,

8. Provide for members to nominate candidates for TNA offices, Board of Directors, committees and ANA delegates in accordance with these by-laws,
9. Submit by-laws and proposed amendments to TNA,
10. Provide such information to TNA as required by adopted policies and procedures,
10. Assume other duties and may be provide for elsewhere in the these by-laws and by the membership, and
11. Comply with requirement of TNA by-laws.

Section 6. Term of Office

- a. Officers (except for the president –elect) and directors shall be elected for a two year term. The president-elect serves one year. The president-elect, vice president, secretary and three (3) directors shall be elected in even-numbered years. The treasurer and three (3) directors shall be elected in odd numbered years.
- b. No officer or director shall serve more than two consecutive terms in the same office and not more than eight (8) consecutive years on the Board of Directors. An officer or director who has served twelve (12) months or more shall be considered to have served a full term.
- c. The term of office shall begin at the adjournment of the Annual State Convention.

Section 7. Vacancies

- a. In the event of a vacancy:
 1. In the office of president, the vice president shall become president for the remainder of the term.
 2. In the vacancy of another officer or of a director, the Board of Directors shall appoint another to serve for the duration of the unexpired term.

Section 8. Duties

- a. The president shall:
 1. Serve as the official representative of the association and/or its spokesperson on matters of association policy and positions,
 2. Serve as chair of meetings, the Board of Directors, the Executive Committee of the Board, and as an ex-officio member of all standing committee except the Nominating Committee,
 3. Appoint committees of the Board as designated by the Board and fulfill other duties as may be required,
- b. The president-elect shall:

1. Succeed into the presidency at the end of the term of office,
2. Work with the president to learn the working of the Board and keep informed of the District business.

c. The vice-president shall:

1. Assume the duties of the president in the president's absence or at the discretion of the President
2. Serve as chair for the Program Committee,
3. Assume other duties as assigned by the Board of Directors.

d. The secretary shall:

1. Keep minutes of all of the Board of Directors, Executive Committee, and any other district associations,
2. Inform membership about association activities and programs,
3. Keep the community informed of the nursing profession and associations concern for the health needs of its citizens,
4. Fulfill other duties specified in the adopted policies, procedures of the association and as may be assigned by the Board of Directors.

e. The treasurer shall:

1. Monitor the fiscal affairs of the association, provided for expenditure of funds, and report to the Board of Directors and the membership,
2. Serve as chair of the Finance Committee.

Section 9. Executive Committee

a. There shall be an executive committee of the Board of Directors composed of the officers, which shall:

1. Have all the powers of Directors to transact business between board meetings in accordance with rules established by the Board. Such transaction shall be reported and ratified at the next regular meeting of the Board of Directors.

Section 10. Meetings

- a. Meetings of the Board of Directors shall be held regularly at a time and place determined by the Board of Directors. Special meetings may be called by the president or upon written request of three (3) members of the Board of Directors.
- b. Business requiring action by the Board of Directors may be conducted by phone or other media. Such action shall be subject to ratification at the next regular meeting of the Board of Directors.
- c. Absence from three (3) consecutive meetings of the Board of Directors shall be determined by a majority of the Board.

Section 11. Quorum

A majority of the membership of the Board of directors, including the president or vice president shall constitute a quorum at any meeting of the Board of Directors.

Section 12. Committees

a. The Bylaws Committee shall:

1. Interpret these by-laws,
2. Receive and prepare proposed amendments to these by-laws, report them to the Board of Directors, and submit them to the membership and TNA

b. The Finance Committee shall:

1. Prepare the annual budget,
2. Monitor expenditures of all funds,
3. Do an annual audit of the budget,
4. Submit finances and report to the Board of Directors.

c. The Nominating Committee shall:

1. Request the names of candidates for elective offices,
2. Prepare a slate of nominees and publish such slate at least thirty (30) days prior to the date of election,
3. Implement the policies and procedures for nominating and elections as established by the Board for Directors,
4. Assume other responsibilities for nominations as provided by these by-laws.

b. The Program Committee shall:

1. Plan and execute programs for the district meetings,
2. Provide a schedule of meeting topics and speakers.

Article VII—Councils

Section 1. Definition

A council is an organization unit through which members affiliate within a specific class or functional area.

Section 2. Responsibilities

Councils shall:

- a. Provide a forum for collaboration and interaction for professional growth,
Plan a program for continuing education
- b. Promote adherence to standards of nursing practice, and
- c. Provide a forum discussion of issues and concerns.

Section 3. Dissolution

Councils shall be dissolved automatically following a two (2) year period of inactivity.

Article VIII—Amendments

Section 1. Amendments with Notice

These by-laws may be amended at any annual or regular meeting by a two-third (2/3) vote of the members present and voting, provided the proposed amendments have been sent to all members at least (2) weeks prior to meeting.

Section 2. Amendment without Notice

These by-laws may be amended at any annual or regular meeting by 99% vote of all members present and voting.

Article IX—Parliamentary Authority

The rules contained in Roberts Rules of Order Newly Revised shall govern meetings of association in all cases to which they are applied and in which they are not inconsistent with these by-laws.