

**BYLAWS
OF
ALABAMA ORGANIZATION FOR NURSING LEADERSHIP**

ARTICLE I – NAME AND STATUS

- 1.1 This organization shall be known as the Alabama Organization for Nursing Leadership of the Alabama Hospital Association and shall be referred to hereafter as the Organization.
- 1.2 By agreement with the American Organization of Nurse Leaders (AONL) the Organization's acronym shall be AlaONL.
- 1.3 The Organization is a not-for-profit association with legal status to operate in the State of Alabama. No part of its income or earnings shall benefit any member, director, officer, or other individual.

ARTICLE II – MISSION

- 2.1 The Mission of AlaONL is to promote and support excellence in executive and managerial leadership in advancement of nursing practice, leadership development, health policy research and patient care.

ARTICLE III – POWERS

- 3.1 The Organization recommends to the Board of Trustees of the Alabama Hospital Association policies (AHA) within the area of its interest.
- 3.2 The Organization recommends programs and activities to be undertaken by the Association.
- 3.3 The Organization reviews and takes positions on issues related to its area of interest that are proposed by other bodies within the Association structure.
- 3.4 The Organization shall make recommendations and develop position statements to forward to the Board of Trustees of the AHA by a majority vote of the Board of Directors of the Organization, or by a two-thirds vote of the members present and voting at an authorized meeting.
- 3.5 Organization statements shall be issued throughout the regular channels of the Association.

ARTICLE IV – MEMBERSHIP

The organization membership shall be consistent with those for the AlaONL bylaws for full, associate (student)/retired and honorary members.

- 4.1 **Full Member.** AlaONL shall consist of **Registered Nurse (RN)** leaders or aspiring leaders. This includes those RN's who hold or aspire to hold an organizational role of administration/management who are accountable for strategic, operational and/or performance outcomes in sites where health care is delivered; faculty in graduate and undergraduate nursing programs, including deans and directors; Presidents of AlaONL Affiliated Chapters; consultants in nursing administration/management practice; persons working in professional associations, regulatory agencies and/or accrediting health care organizations; and editors of professional journals. Members must be eligible to practice nursing in the state of Alabama.
- 4.2 **Associate Member (Student Member).** Shall be enrolled in a degree program with a career path in nursing or health care administration. Students may not hold office or vote.
- 4.3 **Honorary Member.** AlaONL shall be conferred for life upon the recommendation and action by the AlaONL Board of Directors. Honorary Members may not hold office or vote at the state level.
- 4.4 **Retired Member.** AONL shall be members, who have maintained AlaONL membership for a period of five consecutive years, are retired and no longer employed or self-employed.

ARTICLE V – DUES AND REVENUE

- 5.1 The fiscal year of AlaONL shall be from January 1 to December 31 each year.
- 5.2 Dues shall be annual and payable at the time established by the Organization Board of Directors. The Board of Directors shall annually evaluate the dues structure and make recommendations as necessary to the membership, preferably, at the Annual Meeting but no later than 30 days after this meeting. Members shall receive written/electronic notice of any proposed dues changes. The Annual full membership in AlaONL (State Level only) is \$60 and associate/retired membership is \$25 a year from January – December.
- 5.3 New member dues received six months after the beginning of the established Fiscal Year shall be prorated at 50% of the established amount of annual dues. Members who have not paid dues for the current year will be deleted from the membership roster and shall not enjoy further membership privileges.
- 5.4 All dues paid to the Organization shall become the property of the Association. No portion of the dues paid by any member shall be refundable because his/her membership is terminated for any reason.
- 5.5 Any funds or property that may be donated to further the work or programs of the Organization shall become the property of the AlaONL and shall be used for the purpose designated by the donor. Unrestricted donated funds will be used and allocated by the Board of Directors.

ARTICLE VI – MEETINGS

- 6.1 Annual Membership Meeting – The Board of Directors shall establish the date, time and place of at least one annual membership meeting. Notice thereof shall be communicated to the membership at least thirty (30) days in advance of such meeting. Special meetings of the membership may be called by the Board of Directors with a fourteen (14) day advanced documented notice.
- 6.2 Board Of Directors Meetings - The Board of Directors shall meet a minimum of four (4) times per year. The time, date and place shall be determined by the President or President Elect.
- 6.3 Educational Meetings - The Organization will sponsor programs that align with nursing service administration and leadership development. The Organization will work with other organizations in sponsoring other health related programs.
- 6.4 Notice Of Meetings - The Secretary or Secretary Elect of the Organization shall notify the membership of the Annual Meeting (no less than 30 days) and special meetings (no less than 14 days) prior to the date of the meeting.
- 6.5 Order Of Meetings - The order of business for the Annual Meeting and special meetings shall be approved by the Board of Directors. Where an order is not so provided, and when it is not otherwise expressly provided for in these bylaws, meetings shall be governed by Robert's Rules of Order Revised.
- 6.6 Officiating of Meetings - The President of the Organization shall preside at all meetings. In the absence of the President, the President Elect shall assume the chair.
- Voting - Each voting member of the Organization who is present and in good standing shall be entitled to one vote. Non-voting members as defined by Article IV – Membership shall not be permitted to vote at general sessions of the Organization or vote for officers of the Organization. Proxy voting shall not be permitted. The Board of Directors may utilize electronic voting when deemed appropriate.
- 6.7 Quorum - Ten percent (10%) of the total number of voting members present at a meeting shall constitute a quorum for the transaction of business. A vote of the majority of voting members present shall constitute the act of the membership.

ARTICLE VII – BOARD OF DIRECTORS

- 7.1 Composition - The Board of Directors of the Organization shall consist of President, President Elect, Secretary, Secretary Elect, Treasurer, Treasurer Elect, Immediate Past President, three elected directors, and the Presidents of Regional Chapters. The President may appoint representative from other organizations as deemed necessary to conduct AlaONL. Three AlaONL Committee Chairpersons may be invited to attend Board meetings as deemed necessary by the President with Board approval.

- 7.2 Duties - The Board of Directors shall have the authority to determine membership eligibility; to make policy decisions for the Organization; to carry out the business of the Organization; to establish rules and procedures for the Board of Directors and the Organization; to approve or disapprove reports, resolutions, or actions of officers and committees, within the scope of the bylaws. The Board of Directors shall have authority to fill any vacancy among the officers or the elected directors by appointment of an eligible member of the Organization for the unexpired term.

The Board of Directors recommends to the AHA liaison relationships and committee memberships within the Association and with other organizations, agencies, and associates as they relate to the Organization's purpose. It recommends to the Association the development of materials or the revision of materials related to the Organization's purpose.

- 7.3 Quorum - A quorum of the Board of Directors shall consist of a majority of the members of the Board of Directors, one of whom shall be the President or the President Elect.

ARTICLE VIII – ELECTED POSITIONS

- 8.1 Elected positions in the Organization shall consist of Officers, Directors, and Nominating Committee Chair.
- 8.2 The Officers of the Organization shall be the President, President Elect, Secretary, Secretary Elect, Treasurer, Treasurer Elect and Immediate Past President.
- 8.3 There shall be three (3) Elected Directors (two shall be elected on the even year and one elected on the odd years). The Elected Directors shall represent the state at large and come from different regions in the state Elected Directors may serve three terms.
- 8.4 There shall be five (5) Appointed Directors (*Based on the attached ASNA District Map). The Appointed Directors shall be the respective Chapter/District Presidents or designee from each of the Alabama State Nursing Association districts and one at large.
- 8.5 The Nominating Committee Chair is the only elected committee chair.
- 8.6 All Board members shall be members in good standing of AONL, local chapter and are eligible to hold office in AlaONL.
- 8.7 Terms of office are as follows:
- a. President: 1 year
 - b. President Elect: 1 year
 - c. Secretary: 1 year
 - d. Treasurer: 1 years
 - e. Secretary Elect: 1 year
 - f. Treasurer Elect: 1 year
 - g. Immediate Past President: 2 years
 - h. Elected Directors: 2 years, may serve three terms
 - i. Nominating Committee Chairman: 2 years
 - j. Appointed Director – serve according to their organizations term limit

- 8.8 AlaONL Board may recommend to the President to remain in office for an additional year to achieve strategic vision or enhance continuity and would require 51% approval of current Board Members. If the President's position is extended for one additional year, the president-elect and Immediate Past President positions are automatically extended for one year with the consent of each officer.

ELECTIONS

- 9.1 Elections shall be conducted by mail or electronic means when deemed appropriate.
- 9.2 A ballot listing of the names of eligible candidates proposed by the Nominating Committee and approved by the Board of Directors, together with a resume of the background and experience of each candidate, shall be mailed or electronically transmitted to each member of the Organization not less than thirty (30) days prior to voting.
- 9.3 The ballots shall be returned to the Secretary or Secretary-Elect thirty (30) days. No ballot shall be valid if postmarked or electronically time stamped later than thirty (30) days before the Annual Meeting.
- 9.4 The votes shall be tabulated by the Secretary and Secretary-Elected and reported to the Board of Directors.
- 9.5 After validation by the nominating committee and the Board, the results of the election shall be communicated to the membership of the Organization.
- 9.6 Voting documents shall be maintained for 30 days post installation of new the officers; new officers' tenure begin January 1.

DUTIES

- 10.1 President. The President shall be the Chief Executive Officer of the Organization. The President shall preside at all meetings of the Organization and shall serve as Chair of the Board of Directors.
- 10.2 The President shall have co-signature authority on all bank accounts.
- 10.3 The president shall serve as the organization representative to the Alabama Hospital Association.
- 10.4 It shall be the President's duty to supervise the activities of the Organization; to present a report at the Annual Meeting, a copy of which shall be kept in the permanent files of the Organization; and to appoint the chair and members of standing and special committees as authorized by the Board of Directors
- 10.5 President may attend the AONL national meeting, supported with AlaONL financial assistance pending board approval.

- 10.6 President Elect. The President Elect shall, in the absence or incapacity of the President, perform all duties and assume all responsibilities of the President. The President Elect will also serve as the Chair of the Program Committee.
- 10.7 President Elect may attend the national affiliate's chapter leaders meeting supported with AlaONL financial assistance pending board approval.
- 10.8 Secretary. The Secretary shall keep minutes of the Board of Directors meetings and the Organization's business meetings. In addition, the Secretary shall be responsible for maintaining an active file of all committee reports and presenting the financial report at Board meetings and at the Annual Meeting. Thirty days (30) after the completion of the term of office, all records must be turned over to the incoming Secretary. The Secretary will serve as the official assistance to the President working as the corresponding liaison regarding internal and external communication.
- 10.9 Secretary Elect. Secretary Elect shall serve as a mentee of the Secretary. In year two, at the expiration of the Secretary term, the Secretary Elect shall transition into the Secretary role and a newly elected Secretary Elect will become the mentee. The Secretary Elect will record all minutes in the absence of the Secretary and assist with conference registration and other duties as needed.
- 10.10 Treasurer. The Treasurer shall as the chief financial officer of the organization. The treasurer will maintain all financial records, hold signature author with the president and the treasurer elect on all bank accounts. The treasurer will mentor Treasurer Elect. The Treasurer will provide a written and verbal financial report during all scheduled meetings. Thirty days (30) after the completion of the term of office, all records must be turned over to the incoming Treasurer.
- 10.11 Treasurer Elect. In year one of the Treasurer Elect shall work as a mentee to the Treasurer. In year two, at the expiration of the Treasurer term, the Treasurer Elect shall transition into the Treasurer role and a newly elected Treasurer Elect will become the mentee. The Treasurer Elect shall have co-signature authority on all bank accounts and full-fill the financial duties in the absence of the Treasurer. The Treasurer Elect shall serve as the onsite fund collector with the treasurer during all meetings and conferences.

ARTICLE IX – COMMITTEES

All actions taken and recommendations made by a committee, other than the Board of Directors, shall be advisory and shall have no effect as actions taken by the Organization unless they are formally approved and adopted by the Organization Board of Directors.

STANDING COMMITTEES

12.1 Nominating Committee. The Nominating Committee shall consist of three (3) members: the elected Chair and two others appointed by the President. The group shall be representative of the various regions of the state. The Nominating Committee shall prepare a slate of officers. Each nominee should be a national member of AONL, their current state chapter and provide a current resume. The Nominating Committee shall prepare a slate of officers to include:

1. President Elect
2. Secretary Elect
3. Treasurer Elect
4. Director(s)
5. Nominating Committee Chairman (every other year)

12.2 A Goal of at least two (2) nominations shall be made for each office that is open for election... In the event that there is only one (1) candidate for office, the membership shall vote for one (1). The slate of candidates should reflect the broad interest of the Organization as well as geographic distribution. Any member of the Organization may recommend a candidate for consideration by the Nominating Committee.

Program Committee. A Program Committee composed of five (5) members: the President Elect as Chairman and four (4) other members who shall be appointed by the President, subject to Board approval, after the Annual Meeting. It shall be the duty of this committee to plan and implement the program for any and all educational gatherings of the organization.

Membership Committee. A Membership Committee composed of three (3) members shall be appointed by the President, subject to Board approval, after the Annual Meeting. It shall be the duty of this committee to promote membership in the Organization, rule on eligibility for membership when requested to do so, and to issue such membership reports as requested by the President.

Bylaws Committee. A Bylaws Committee composed of three (3) members shall be appointed by the President, subject to Board approval, after the Annual Meeting. It shall be the duty of this committee to review current bylaws annually and draft revisions as the need of the Organization dictates or as directed by the Board of Directors.

Legislative Committee. A Legislative Committee composed of 2-5 members shall be appointed by the President, subject to Board approval, after the Annual Meeting. It shall be the duty of this committee to monitor legislative activity and develop recommendations to AlaONL for position statements.

Finance Committee. A finance Committee composed of three (3) members- the current Secretary Treasurer, Immediate Past President, and one at-large member- shall be appointed by the President, subject to Board approval, after the Annual Meeting. It shall be the duty of this committee to evaluate all aspects of resource management, budget development, and resource allocation, and make recommendations to the Board of Directors.

Grants and Scholarship Committee. A scholarship committee of three (3) members shall be appointed by the President, subject to Board approval, after the Annual Meeting. It shall be the duty of this committee to develop a Special Project/ Grant Award for up to one thousand dollars (\$1,000) to be given for a project(s) that meet the strategic initiatives of AONL and AlaONL. Eligible applicants include nurses and nursing students of undergraduate and graduate programs in Alabama. Funding will be contingent on submission of a proposal that would be reviewed by this committee. The committee would make recommendation to

the Board for approval of award when funding is available. Awards will be made at the AlaONL/Annual Leadership Conference or Annual Meeting by the President. In the event, the committee recommends two (2) proposals the Award would be split equally not to exceed the total amount of one thousand (\$1000) dollars. Additionally, any grant(s) awarded would require updates by the grantee with the requirement of a presentation of the findings at the next AlaONL/Annual Leadership Conference or Annual Meeting.

ARTICLE X – AFFILIATIONS

The Organization will maintain a close liaison with AONL, regional AONL meetings and the five (5) State districts.

ARTICLE XI – AMENDMENTS

The bylaws may be amended upon recommendation of the Board and by two-thirds vote of the members present at any meeting of the Organization.

Notice of proposed amendments will be made, when possible, to the membership thirty (30) days prior to the meeting.

These bylaws may be amended the Board of Directors and at any regular meeting of the Organization, without notice, by ninety-nine percent (99%) of the voting membership present during meeting.

ARTICLE XII - CONFLICT OF INTEREST

In the event that AlaONL Board or Officers desire to seek a public position that create a conflict of interest with AlaONL's mission, purpose, policies and/or place at risk AlaONL's tax exempt status, AlaONL Executive Committee will request that the person vacate their office.

If there is a conflict with the request and AlaONL a resolution cannot be reached, AlaONL will confer the matter to AHA for further investigation and resolution.

Revisions approved 03/23/2022
