

**BYLAWS  
OF  
ALABAMA ORGANIZATION OF NURSE EXECUTIVES (AlaONE)**  
(Revised November 15, 2009)

**ARTICLE I – NAME**

This organization shall be known as the Alabama Organization of Nurse Executives of the Alabama Hospital Association or Alabama Organization of Nurse Executives of the Alabama Hospital and shall be referred to hereafter as the Organization. By agreement with the American Organization of Nurse Executives (AONE) the Organization’s acronym shall be AlaONE.

**ARTICLE II – MISSION**

The Mission of AlaONE is to provide direction and leadership for the advancement of nursing practice and patient care in health care systems, to support and promote excellence in nurse executive and nurse management practice, and to shape policy affecting health care delivery from the perspective of the nurse executive and the nurse manager.

The Organization is organized as a not-for-profit association. It shall be conducted so that no part of its income or earnings will inure to the benefit of any member, director, officer, or other individual.

**ARTICLE III – POWERS**

The Organization recommends to the Board of Trustees of the Alabama Hospital Association policies within the area of its interest. It also recommends programs and activities to be undertaken by the Association. It reviews and takes positions on issues related to its area of interest that are proposed by other bodies within the Association structure.

Recommendations and position statements are forwarded to the Board of Trustees of the Alabama Hospital Association by 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. Organization statements shall be issued throughout the regular channels of the Association.

**ARTICLE IV – MEMBERSHIP**

The organization membership requirements and categories shall be consistent with those set for the American Organization of Nurse Executives bylaws for full and associate membership. Full Members of AlaONE 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; executive directors of AlaONE 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. (see current AONE bylaws).

**ARTICLE V – DUES AND OTHER MONIES**

**SECTION I. DUES**

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 at the Annual Meeting. Members shall receive written notice of any proposed dues changes sixty (60) days prior to the Annual Meeting. The Annual membership in AlaONE (State Level only) is \$35 a year from January – December for full membership.

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.

All dues paid to the Organization shall become the property of the Association, which shall allocate operating funds to the Organization upon presentation and approval of an annual budget incorporated into the total Association budget. No portion of the dues paid by any member shall be refundable because his/her membership is terminated for any reason.

#### SECTION 2. OTHER MONIES

Any funds or property that may be donated to further the work or programs of the Organization shall become the property of the Organization, but shall be used for the purpose designated by the donor.

### **ARTICLE VI – MEETINGS**

#### SECTION 1. ANNUAL MEETING

The membership shall meet once a year at a date, time and place established by the Organization Board of Directors (Annual Meeting). Notice thereof shall be given at least thirty (30) days in advance of such meeting. Special meetings of the membership may be called on fourteen (14) days prior written notice by the Organization President or the Organization Board of Directors.

#### SECTION 2. SPECIAL MEETINGS

Special meetings may be called by the Board of Directors of the Organization. Such special meetings shall be limited to consideration of subjects listed in the official call, unless it is otherwise ordered by the unanimous consent of the members present and voting.

#### SECTION 3. EDUCATIONAL MEETINGS

The Organization will sponsor programs relative to nursing service administrators. The Organization will work with other organizations in sponsoring other health related programs.

#### SECTION 4. NOTICE OF MEETINGS

The Secretary Treasurer of the Organization shall notify the membership by mail and/or email of the Annual Meeting and special meetings no less than thirty (30) days prior to the date of the meeting.

#### SECTION 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.

The President of the Organization shall preside at all meetings. In the absence of the President, the President Elect shall assume the chair.

**SECTION 6. 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.

**SECTION 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**

**SECTION 1. COMPOSITION**

The Board of Directors of the Organization shall consist of President, President Elect, Secretary Treasurer, Immediate Past President, all Elected Directors, and all Appointed Directors. Committee Chairpersons may be invited to attend as deemed necessary by the President with Board approval.

**SECTION 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 Alabama Hospital Association 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.

**SECTION 3. MEETINGS**

The Board of Directors of the Organization shall meet not less than once a year, upon receipt of formal notice by the Secretary Treasurer. Additional meetings may be called by the President with approval of the Board of Directors.

**SECTION 4. 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**

**SECTION 1. COMPOSITION and ELIGIBILITY**

Elected positions in the Organization shall consist of Officers, Directors, and Nominating Committee Chairman. The Officers of the Organization shall be the President, President Elect, Secretary Treasurer, and Immediate Past President. There shall be three (3) Elected Directors and seven (7) Appointed Directors. (\*Refer to Attached Council Map) The Elected Directors shall represent the state at large and come from different regions in the state. The Appointed Directors shall be chosen one from each of the five Alabama Regional Councils and one at large. The Nominating Committee Chairman is the only elected committee chairman.

All Board members shall be members in good standing of and eligible to hold office in AlaONE.

## SECTION 2. TERM

Terms of office are as follows:

President: 1 year

President Elect: 1 year

Secretary Treasurer: 2 years

Immediate Past President: 1 year

Elected Directors: 2 years

Elected Directors' terms shall be staggered such that all Directors do not rotate off in the same year. Directors shall serve no more than two connective terms.

Nominating Committee Chairman: 2 years

Appointed Directors: Shall serve the term of their Local Chapter. This is usually a year but limited to two consecutive years.

## SECTION 3. ELECTION

Elections shall be conducted by mail or may utilize electronic means when deemed appropriate. 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 to each member of the Organization not less than sixty (60) days prior to the Annual Meeting. The ballots shall be returned to the Secretary Treasurer no less than thirty (30) days before the Annual Meeting. No ballot shall be valid if postmarked later than thirty (30) days before the Annual Meeting. The votes shall be tabulated by the Secretary Treasurer and reported to the Board of Directors. The results of the election shall be communicated to the membership of the Organization at the Annual Meeting.

## SECTION 4. DUTIES

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 Chairman of the Board of Directors. The President shall serve as a member of the Conference of Affiliated Societies of the Alabama Hospital Association. 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 chairman and members of standing and special committees as authorized by the Board of Directors.

President Elect. The President Elect shall, in absence or incapacity or the President, perform all duties and assume all responsibilities of the President. The President Elect will also serve as the Chairman of the Program Committee.

Secretary -Treasurer. The Secretary -Treasurer shall keep minutes of the Board of Directors meetings and the Organization's business meetings. In addition, the Secretary Treasurer shall be responsible for maintaining an active file of all committee reports and for presenting the financial report at the Annual Meeting. Thirty (30) days after the completion of the term of office, all records must be turned over to the newly elected Secretary Treasurer.

## SECTION 5. VACANCIES

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.

## **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 of the Organization unless they are formally approved and adopted by the Organization Board of Directors.

### **SECTION 1. STANDING COMMITTEES**

Nominating Committee. The Nominating Committee shall consist of three (3) members: the elected Chairman 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 to include:

- President Elect
- Secretary Treasurer (every other year)
- Director(s)
- Nominating Committee Chairman (every other year)

At least two (2) nominations shall be made for each office to be filled. 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 seven (7) members shall be appointed by the President, subject to Board approval, after the Annual Meeting. Appointees will be chosen with consideration to each of the seven Alabama Hospital Association Regional Councils. It shall be the duty of this committee to monitor legislative activity and develop recommendations to AlaONE 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.

### 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 one thousand dollars (\$1,000) cap to be given for a project(s) that meet the strategic initiatives of AONE and AlaONE. Funding would 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 available. 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 (grants) awarded would require updates by the grantee with the requirement of a presentation of the findings (when project complete) at an AlaONE Annual Leadership Conference or Annual Meeting.

#### **ARTICLE X – AFFILIATIONS**

The Organization will maintain a close liaison with AONE and the Alabama Regional Councils.

#### **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 at any regular meeting of the Organization, without notice, by ninety-nine percent (99%) of the voting membership present.

#### **ARTICLE XII - CONFLICT RESOLUTION**

In the event the AlaONE Board Officers or members desire to take a public position with potential for conflict with AlaONE’s mission, purpose or policies, the AlaONE Board or Executive Committee will meet with the AlaONE Board or Executive Committee to resolve the differences. If resolution cannot be reached, in announcing its position, AlaONE will indicate that it is in conflict with AHA on the matter and does not speak for or act on behalf of AHA.

#### **ARTICLE XIII – MISCELLANEOUS**

##### **SECTION 1. FISCAL YEAR**

The fiscal year of AlaONE shall end on the last day of December of each year.

##### **SECTION 2. VOTING, NOTIFICATION AND COMMUNICATIONS**

Bylaws contain language for voting, notifications, and communications, the Board of Directors may utilize electronic means when deemed appropriate.

ADDENDUM

