

ArONE

BYLAWS

OF THE

Arkansas Organization of Nurse Executives

**BYLAWS, RULES AND REGULATIONS OF THE
ARKANSAS ORGANIZATION OF NURSE EXECUTIVES
OF THE ARKANSAS HOSPITAL ASSOCIATION**

Article I - Name

The name of the organization shall be the Arkansas Organization for Nurse Executives of the Arkansas Hospital Association; hereinafter referred to as “ArONE” and the “Association” respectively.

Article II – Objectives

The objectives of ArONE shall be to advance the development of effective leadership in healthcare institutions by:

1. Providing a medium for the interchange of ideas and dissemination of information and materials relative to nursing leadership.
2. Providing a platform for nursing leadership within the healthcare field from which to speak.
3. Promoting educational programs and activities to strengthen nursing leadership.
4. Promote nursing leadership in Healthcare organizations and in schools of nursing through informal mentorship programs.

The ArONE is organized exclusively for charitable, scientific and educational purposes 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. Upon dissolution, the assets shall be distributed to an organization enjoying an exempt status under S 501© (3) of the Internal revenue code or successor statutory authority.

Article III - Membership

Section 1.1 Full Members

Full members of ArONE shall consist of those persons who meet the following requirements: persons who are Registered Nurses (RN). This includes nurses in all healthcare environments who hold, aspire to hold, or function in a leadership role. Common responsibilities can include management, strategic, operational and/or performance outcomes in sites where healthcare is delivered. Members of ArONE are hospital and health system leaders, deans, associates, directors and faculty in graduate and undergraduate nursing programs: consultants in nursing administration and management practice: those who work in professional associations, regulatory agencies, accrediting health care organizations, and editors of professional journals.

Section 1.2 Affiliate Members

Affiliate Members of ArONE shall consist of those persons who are not Registered Nurses but support the objectives of ArONE. The affiliate members objectives, purposes, goals, and initiatives must be consistent with and support the objectives, purposes, goals and initiatives of ArONE. Affiliates may attend ArONE business and educational meetings, but will not be permitted to vote in the meetings, hold office in or vote for Directors or Officers of ArONE except as otherwise set forth in these Bylaws. Approval will be required for Affiliate Membership.

Steps for Affiliate Membership Approval (form questions attached)

1. Complete and sign the Affiliate Membership Questionnaire and Agreement
2. ArONE Membership Committee will review and you will be notified if your membership has been approved or not.

If approved as a member of ArONE you are required to follow and comply with the Bylaws, rules and regulations of ArONE.

Section 1.3 Students

Student Members of the ArONE shall be full time U.S. Nursing Students in Associate Degree, Diploma, Baccalaureate, generic Masters and generic Doctoral programs preparing students for Registered Nurse licensure. They may attend ArONE business and educational meetings but will not be considered Full Members, not permitted to vote in the meetings of, hold office in, or vote for directors or Officers of ArONE.

Section 1.4 Retired Members

Members who have maintained full membership status for a period of five (5) consecutive year, are retired from a healthcare facility and are not self –employed. A Retired Member shall be entitled to all rights and privileges of a Full Member with the exception of holding office.

Section 1.5 Honorary Members

Honorary Members of ArONE shall consist of those persons who are conferred for life upon the recommendation and action by the ArONE Board of Directors. Once conferred, honorary members may attend ArONE business and educational meetings but will not be considered Full Members, not permitted to vote in the meetings of, hold office in, or vote for the directors or Officers of ArONE except as otherwise set forth in these Bylaws.

Section 1.6 Eligibility Status Change

Members who, because of change in position or unemployment, or who do not continue to meet the criteria for Full or Associate membership may extend membership eligibility in their current membership category for two years.

Section 1.7 Definitions

For the purpose of these Bylaws, the term "health care institution" is defined as a facility that provides primary care, occupational health care, school health programs, acute care, sub acute care, ambulatory/outpatient care, skilled care, extended care, long-term care, chronic care, rehabilitation, home care, and/or hospice care. For the purpose of these Bylaws, the term "health care system" includes the multi-institutional system, healthcare networks, the single hospital multi-corporation, and systems of other health care institutions as defined in this section.

Article IV – Meetings

Section 1. Annual Meeting of the Membership.

The annual ArONE meeting will be held for the transaction of ArONE business. The time and place to be designated by the Board of Directors. The secretary of ArONE shall send a notice of the annual meeting at least thirty (30) days in advance of such meeting.

Section 2. Board of Directors

The Board of Directors shall meet not less than once a year, upon receipt of notice from the secretary. Directors may participate in and act at any meeting of the Board or committee through the use of a conference telephone or other communications equipment, which enables all persons participating in the meeting to communicate with one another.

Section 3. Regular Meetings

The Board of Directors shall hold regular meetings at such places and times announced by the Board of Directors

Section 4. Special Meetings

The ArONE President, the ArONE Board of Directors or ArONE secretary may call special meetings of the membership with fourteen (14) days prior written notice after approval by the Board of Directors.

Section 5. Quorum

- A. Twenty percent (20) of the voting members shall constitute a quorum for membership meetings.
- B. Five members of the Board of Directors shall constitute a quorum for Board meetings.

Section 6. Rules and Procedure

The order of business for annual and special meetings shall be as provided by the Board of Directors. Where order is not so provided and when it is not expressly provided for in these by-laws, Robert's Rules of Order shall govern meetings.

Article V - Officers and Directors

Section 1. Designation

The ArONE shall consist of a President, a president-elect or immediate Past President, a secretary, treasurer and four Board of Directors.

Section 2. Eligibility

Each elected officer or Director of ArONE shall be a full member of the Arkansas Organization for Nurse Executives. This includes nurses in all healthcare environments who hold or function in a leadership role.

Section 3. Officers

The Officers of ArONE shall be a President, and a President-elect by the voting membership of ArONE.

Section 4. Secretary- Treasurer

The President shall appoint a Secretary-Treasurer.

Section 5. Board of Directors

There shall be aboard of Directors consisting of the President, President-elect or immediate Past President and four members at large.

Section 6. Election of Officers and Directors

The elected officers of the Association shall be the President, President-elect or Past President. There shall be four Directors.

The election shall be conducted at the annual meeting. Although a nominating committee will have presented a slate of officers, nominations from the floor are welcome during the business meeting. When there is a nomination from the floor for an ArONE position, the election for this position will be conducted by a secret ballot. Where a secret ballot is necessary, the ArONE secretary will tabulate the vote and election results will be immediately announced.

Section 7. Terms of Office

- A. **Officers** – The President shall serve for a term of two years and shall take office at the close of the annual meeting following a term of one year as president–elect. The position of Past-President will be for a one-year term.
- B. **Directors** – Directors shall serve for a term of two years and shall take office at the close of the annual meeting immediately following their election. No member shall serve more than two consecutive terms on the Board of Directors.
- C. **Voting** – Each elected member of the Board of Directors shall have the power to vote.

Section 8. Duties of Officers and Directors

- A. **President**- The President shall be the chief executive officer of ArONE. The President shall preside at all meetings of the ArONE and serve as Chairman of the Board of Directors. It shall be the President’s duty to:
 - 1. Supervise the activities of ArONE
 - 2. Appoint the chairman and members of standing and special committees as authorized by the Board of Directors
 - 3. Present a report at the annual meeting, a copy of which shall be kept in permanent files of the Organization
 - 4. Should the funding exist, ArONE will fund the President or designee to attend the National AONE conference to include registration, hotel and airfare.
 - 5. Perform such other duties as authorized by the Board of Directors
- B. **President-Elect** – The President-elect shall, in the absence of or incapacity of the President, perform all duties and assume responsibilities of the President
- C. **Past President** – The Past President shall perform such duties as may be assigned to them by the ArONE Board of Directors
- D. **Secretary-Treasurer** – The secretary-treasurer shall serve as an ex-officio member of the Board of Directors providing guidance in implementation of approved policies and in relationships with the ArONE and other allied associations. Be responsible for review and oversight of significant ArONE activities related to financial planning and budgeting.
- E. **Board of Directors** – The Board of Directors shall have authority to:
 - 1. Make policy decisions for ArONE
 - 2. To carry on the business of ArONE
 - 3. To establish rules and procedures for the Board of Directors and ArONE
 - 4. To approve or disapprove reports, resolutions, or actions of officers and committees
 - 5. Approve an annual budget
 - 6. Perform such other duties as may be necessary to coordinate and advance ArONE’s objectives

Section 9. Vacancies

A vacancy may occur in any office because of resignation, removal, disqualification, death or otherwise. If the office of the President shall become vacant, the President-elect shall act as the President until the next annual meeting at which time the President-elect will assume the office of President. If the office of the Past-President shall become vacant, the position shall remain vacant for the remainder of the term. If the office of President-elect shall become vacant, the Board of Directors shall appoint a President-elect from the Board to serve for the remaining portion of the un-expired term and to take office as President at the next annual meeting.

If a Director position becomes vacant, a full member shall fill the position from the membership, appointed by the ArONE Board of Directors to serve the remaining portion of the un-expired term.

Article VI - Committees

Section 1. Committees and Nomination

7. **Composition:** The Board of Directors shall annually at its first meeting appoint a committee on nominations consisting of five members, one whom shall be designated as chairman of the committee. The secretary shall notify each member appointed to the committee on nominations in writing within fourteen (14) days after appointment. Members of the committee shall not be barred from becoming nominees of the office.
8. **Duties:** The nominating committee shall prepare a proposed slate of officers for the annual meeting. The proposed slate will list two (2) candidates for each position open. When preparing the slate, the nominating committee will make every effort to solicit nominations from each of the seven (7) districts.

The nominating committee should submit to ArONE's secretary at least thirty (30) days prior to the annual meeting, a resume background of each person whose name appears on the proposed slate of officers. The slate and resumes of all candidates will be available at the registration desk at the annual meeting and presented to all members present. Members are to vote by secret ballot and turn ballots in to committee by noon. Votes will be counted by the nominating committee and results presented at the close of the annual meeting.

Section 2. Standing Committee

The Board of Directors shall annually at its first meeting designate the standing committees except as otherwise provided by these bylaws and shall define the functions of such committees.

The President shall annually appoint the chairman and members of standing committees, except the committee on nominations. All standing committees shall submit annual reports and such interim reports as may be requested by the president.

There shall be four (4) standing committee as follows:

- A. Committee on Programs- The duties of this committee shall be to develop programs for all meetings and shall submit programs to the Board of Directors for approval.
- B. Committee on Long Range Planning – The duties of this committee shall be to develop long range goals which as in keeping with the objectives of the organization as set forth in Article II – Objectives, to mentor new members and to promote nursing leadership. The membership shall be composed of all past presidents. The chairman of this committee shall be the immediate past-president.
- C. Committee on Membership - The committee on membership shall be composed of a representative from each of the seven (7) ArONE regions. Business may be conducted by mail or telephone. The duties shall be to promote and monitor membership status, provide association information as requested and offer a personalized networking system to its members.

Present official districts by county are:

Metropolitan Hospital District: Pulaski, Conway, Faulkner, Perry, Saline and Lonoke

Arkansas Valley District: Crawford, Franklin, Johnson, Pope, Sebastian, Yell, Polk, Logan

Northwest Hospital District: Benton, Carroll, Boone, Newton, Madison, Washington

North Central Hospital District: Baxter Fulton, IZard, Marion, Sharp, Searcy, Van Buren, Cleburne, White, Woodruff, Jackson, Independence

Northeast Hospital District: Clay, Green, Craighead, Randolph, Mississippi, Prairie, Monroe, Lee, Phillips, Poinsett, Cross, Crittendon, St. Francis, Lawrence

Southeast Hospital District: Grant, Jefferson, Arkansas, Cleveland, Lincoln, Desha, Bradley, Drew, Chicot, Ashley

Southwest Hospital District: Montgomery, Gerald, Hot Springs, Clark, Pike, Howard, Sevier, Little River, Hempstead, Nevada, Ouachita, Dallas, Calhoun, Union, Columbia, Miller, Lafayette

Section 3. Special Committee

Special Committees may be appointed by the president for special projects as authorized by the Board of Directors. The term of officers for members shall one year

or until the next annual meeting. At that time, the committee shall be automatically discharged unless otherwise specified by the Board of Directors. Special committees shall submit interim written reports of their activities to the President, if requested, and upon completion of the project, shall present a final written report with conclusions and recommendations.

Article VII – Affiliations

Section 1. Rate of Dues

Annual dues of the full and associate members of ArONE shall be twenty-five (25) dollars more than the personal membership dues to the Arkansas Hospital Association. All funds paid to ArONE shall be property of the Association.

Annual dues of the student members of ArONE shall be the cost of personal membership to the Arkansas Hospital Association (AHA) and will not be included in the ArONE dues paid to the AHA.

ArONE shall allocate operating funds for ArONE upon presentation of an annual budget.

Article IX – Fiscal Year

The fiscal year for ArONE will be from January 1 through December 31.

Article X – Amendments

These bylaws may be altered, amended, or repealed by a two-thirds vote of the voting members present at a regular meeting or at a special meeting called for this purpose. Note of proposed changes shall be sent to all members at least two weeks in advance of the meeting.

Amendments may be proposed by the Board of Directors or by twenty-five (25) ArONE members in good standing. Proposed amendments shall be filed with the President at least thirty (30) days prior to the meeting at which the amendment is to be considered.

The Board of Directors of ARone must approve amendments to the bylaws.

Revised October, 1987

Revised October, 1989

Revised August, 1993

Revised August, 1996

Revised March, 2001

Revised October, 2006

Revised May 2008

Revised August, 2011

Revised October, 2011

