



2019 Bylaws

New Jersey State Nurses Association
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Approved: Annual Meeting
Cranbury Inn, Cranbury, NJ
Date: October 10, 2019

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Amended Certificate of Incorporation of New Jersey State Nurses Association

This is to certify that the undersigned do hereby associate themselves into a corporation under and by virtue of the provision of Title 15, Corporations and Associations not for profit, Chapter 1, etc., of the Revised Statutes of the State of New Jersey, 1937, and the supplements thereto and amendments thereof.

1. The name of this corporation is The New Jersey State Nurses' Association.
2. The original certificate of incorporation was recorded in the Clerk's Office of Camden County on November 8, 1902 and filed in the Office of the Secretary of State on November 26, 1902.
3. The purposes for which this corporation is formed are the legislation and registration of nurses, the advancement of all interests which appertain to the betterment of the nursing profession; also a professional reciprocity between the nurses of New Jersey and the nurses of other states and countries.
4. The location of the principal office this corporation is at 17 Academy Street, in the City of Newark, NJ.
5. The number of Trustees (which may be also referred to as Directors) of this corporation is fourteen.
6. The names of the Trustees or Directors now elected and the expiration dates of their terms of office are:

<u>Name</u>	<u>Term of office expires</u>
Margaret Ashmun	April, 1939
Anna Ewing	April, 1939
Mildred A. Lindal	April, 1940
Mary E. Wescott	April, 1940
Minnie Freland	April, 1939
Mathilda H. May	April, 1940
Sr. M. Herman Joseph	April, 1941
Martha E. Fenimore	April, 1940
Marie A. Wooders	April, 1939
Florence L. Savage	April, 1941
Eva Caddy	April, 1940
Annie L. Moore	April, 1939
Magdalene E. Fisher	April, 1941
Olga B. Dittig	April, 1939

In witness whereof we have hereunto set our hands and seals this 7th day of April 1939.

Signed, Sealed and Delivered in the presence of:

- Margaret Ashmun (LS)*
- Anna Ewing (LS)*
- Mildred A. Lindal (LS)*
- Mary E. Wescott (LS)*
- Minnie Freland (LS)*
- Mathilda H. May (LS)*

Sr. M. Herman Joseph (LS)
Martha E. Fenimore (LS)
Marie A. Wooders (LS)
Florence L. Savage (LS)
Eva Caddy (LS)
Annie L. Moore (LS)
Olga B. Dittig (LS)
Magdalene E. Fisher (LS)

STATE OF NEW JERSEY, COUNTY OF ESSEX SS:

Be it remembered that on this 14th day of April Nineteen Hundred and Thirty-nine before me, a Master in Chancery of New Jersey, personally appeared Margaret Ashmun, of full age, and to me well know and who being duly sworn according to law, on her oath does say and prove that she saw Anna Ewing, Mary E. Wescott, Minnie Freland, Mathilda H. May, Sr. M. Herman Joseph, Martha E. Fenimore, Marie A. Wooders, Florence L. Savage, Eva Caddy, Allie L. Moore and Magdalene E. Fisher, eleven of the persons named in the within Amended Certificate, to her personally known, sign, seal and deliver the said Amended Certificate as their voluntary act and deed; and that she, the said Margaret Ashmun subscribed her name to the same at the same time as an attesting witness.

Sworn to and subscribed before me at Newark, NJ the day and year aforesaid.
(first name Welsh)
A Master in Chancery of NJ

STATE OF NEW JERSEY, COUNTY OF CAMDEN SS:

Be it remembered that on this Fourth day of April, A.D. One thousand nine hundred and thirty-nine, before me, George W. Tash, Notary Public, personally appeared Mildred Lindal who I am satisfied is one of the persons named in and who executed the foregoing certificate and I having first made know to her the contents thereof, she did acknowledge that she signed, sealed and delivered the same as her voluntary act and deed.
George W. Tash
Notary Public

STATE OF NEW JERSEY, COUNTY OF ESSEX SS:

Be it remembered that on this 15th day of April A.D. One thousand nine hundred and thirty-nine, before me a Master in Chancery of New Jersey personally appeared Olga B. Dittig who I am satisfied is one of the persons named in and who executed the foregoing certificate and I having first made known to her the contents thereof, she did acknowledge that she signed, sealed and delivered the same as her voluntary act and deed.
Marge B. Bailey?
A Master in Chancery of NJ

ENDORSED: "FILED AND RECORDED, Apr 26 1939 *Thomas A. Mathis, Secretary of State*"

ARTICLE I

Name

ARTICLE I NAME

The name of this incorporated Association shall be the New Jersey State Nurses Association, hereinafter referred to as NJSNA.

ARTICLE II

PURPOSE AND FUNCTIONS

Section 1. PURPOSE

- a. The purpose of the NJSNA shall be to:
 - 1. Work for the improvement of health standards and the availability of health care services for all people;
 - 2. Stimulate and promote the professional development of nurses;
 - 3. Foster high standards of nursing;
 - 4. Advance the professional and personal welfare of nursing and nurses.
- b. These purposes shall be enhanced by a deliberate inclusion of all registered nurses regardless of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion or sexual orientation.

Section 2. FUNCTIONS

The functions of NJSNA shall be to:

- a. Analyze, predict, and influence the delivery of health care;
- b. Advocate for the health care of the consumer;
- c. Establish, publicize, and evaluate standards of nursing practice and policy;
- d. Encourage and monitor adherence to the Code of Ethics for Nurses as established by the American Nurses Association (ANA);
- e. Encourage evidence informed nursing practice.
- f. Initiate, promote, and monitor legislation and educate nurses in regard to legislative action;
- g. Represent and speak for nurses;
- h. Promote the continuing professional development of nurses;
- i. Advance the professional and personal welfare of nursing and nurses.
- j. Provide for representation in ANA.
- k. Promote relationships with the New Jersey Nursing Students Incorporated.

ARTICLE III MEMBERSHIP

Section 1. COMPOSITION

NJSNA shall consist of members of Region where each member of a region shall hold concurrent membership. Membership shall be unrestricted by consideration of age, color, creed, disability, health status, lifestyle, nationality, race, religion, sexual orientation or gender.

Section 2. CATEGORY OF MEMBERSHIP

- a. Dual Premier
 1. ANA-New Jersey ANA Premier Membership. Registered Nurses who are members of NJSNA and ANA.
- b. Dual Standard
 1. ANA-New Jersey/ANA Standard Membership (value price member). Registered nurses who are members of NJSNA and ANA.
- c. Direct only members.—(Not available for new members) Registered nurses who work or live in NJ may be a member of New Jersey State Nurses Association at the state level only for such periods of time that direct only membership is sanctioned by a written agreement with the American Nurses Association. This membership does not entitle the registered nurse to belong to or receive benefits from the ANA at the national level.

Section 3. QUALIFICATIONS

- a. A member is one:
 1. Who has been granted a license to practice as a registered nurse in the State of New Jersey, or is licensed in another state, District of Columbia, or territories of the United States, or who has retired and/or no longer chooses to practice, but whose license was in good standing with his/her licensing board at the time the nurse made the decision not to maintain an active license; and, who does not have a license under suspension or revocation in any state. NJSNA may include in its membership the impaired nurse, in recovery, who has surrendered a license to practice, or
 2. Who is otherwise entitled by law to practice,
 3. Who held a license
 4. Whose application for membership has been accepted in accordance with NJSNA policy, and
 5. Whose dues are not delinquent, and
 6. Whose membership is not under revocation.

Section 4. RIGHTS OF MEMBERS

- a. Every Dual Premier and Standard member shall have the right to:
 1. Receive an ANA news periodical.
 2. Be a candidate for ANA and NJSNA elective and appointed positions.
 3. Due process at the ANA level.
 4. Participate in the election of representatives to the ANA Membership Assembly in accordance with the ANA Bylaws.
 5. Attend the meetings of the ANA Membership Assembly, the convention and other unrestricted ANA activities.
 6. Attend the Congress on the International Council of Nurses.
 7. Attend all NJSNA meetings.

8. Vote in NJSNA elections.
9. Have an ANA membership card.
- b. Every direct member shall have the right to:
 1. Receive the *New Jersey Nurse*
 2. Be a candidate for NJSNA elective and appointed positions except for the office of President, President-Elect, and ANA membership representative.
 3. Due process at the state level.
 4. Attend all NJSNA meetings.
 5. Vote in NJSNA elections positions except for the office of President and President-Elect.

Section 5. OBLIGATIONS OF MEMBERS

- a. Every Dual Premier and Standard member shall be obligated to:
 1. Uphold the bylaws of ANA and NJSNA.
 2. Abide by the ANA Code of Ethics for Nurses as adopted by the ANA Membership Assembly.
- b. Direct only members - every member shall be obligated to:
 1. Uphold the Bylaws of New Jersey State Nurses Association
 2. Abide by the ANA Code of Ethics for Nurses

Section 6. DISCIPLINARY ACTION

- a. Members shall be subject to censure or expulsion by this Association for violation of the ANA Code of Ethics for Nurses or for violation of the bylaws of ANA, this Association or its Regions.
- b. Disciplinary action by another ANA constituent member against one of its individual members shall be given full recognition and enforcement provided that such action was taken in accordance with the disciplining constituent member's bylaws and disciplinary procedures.
- c. Members have the right to due process and no such action shall be taken against a member except for non-payment of dues, until such member shall have been served with specific charges, given a reasonable time to prepare any defense, and afforded a full and fair hearing pursuant to common parliamentary and statutory laws.
- d. The Executive Committee of the New Jersey State Nurses Association Board of Directors (NJSNA BOD) will consult with the Congress on Policy & Practice for interpretation of the ANA Code of Ethics for Nurses.
- e. A member shall have the right of appeal from a decision of the Congress on Policy & Practice and must request within 30 days after receipt of written notification of said decision by the NJSNA BOD of this Association pursuant to common parliamentary and statutory law. Failure to make the aforesaid request within 30 days after receipt of written notification shall preclude a review or further action of this Association.
- f. A member expelled under the provisions of this section shall be eligible for reinstatement after one year upon application to the Congress on Policy & Practice and its subsequent approval thereof.
- g. Three members of the Executive Committee, one of which is the President, and two members of the NJSNA BOD will constitute the Disciplinary Committee. The President of the Executive Board will chair the Disciplinary Committee.

Section 7. DUES

- a. The annual dues for a NJSNA/ANA member shall be set forth in dues policy and shall include the present rate of dues paid by the NJSNA to the ANA. In the event that the rate of dues payable to the ANA by the

NJSNA is increased in the future, any such change shall be automatically added to the annual dues owed by a NJSNA/ANA member to the NJSNA.

- b. The membership shall establish the dues and any changes to dues at an annual meeting and the dues will be reviewed annually by the NJSNA BOD of the Association and may be adjusted to reflect inflation at a rate not to exceed ten (10 %) percent.
- c. Three point five percent (3.5%) of the New Jersey State Nurses Association annual dues are a voluntary contribution to the INPAC. A member may decline to donate to the INPAC and instead designate that the 3.5% go into the general fund of New Jersey State Nurses Association.
- d. The forfeit of all membership rights shall occur if dues are not paid as required by current policy.
- e. Members who have been active 50 years or more shall be Honorary Members. Membership for Honorary Members will be paid by this Association.
- f. The NJSNA shall continue to pay dues to the ANA pursuant to the ANA bylaws and ANA Membership Assembly policy until such time as 2/3 of the entire NJSNA dual membership votes to disaffiliate from the ANA. The vote may occur by mail or electronic ballot, with appropriate notice and procedures to protect the integrity and validity of the vote.

Section 8. CHANGE OF DUES CATEGORY

No monies shall be refunded or additional monies collected when a change in dues category is made within a membership year.

Section 9. TRANSFER

A member who has completed full payment of dues may transfer to another region within NJSNA or from another SNA to NJSNA without payment of additional dues for the remainder of the membership year. NJSNA is not required to refund dues already paid by a member who transfers to another ANA constituent nurses' association.

Section 10. DUES PAYMENT METHOD

- a. Other plans for payment of membership dues shall be permitted upon approval of the NJSNA BOD.
- b. Participants in other plans for installment payment of membership dues shall be considered members in good standing for the dues year upon payment of current installment.

Section 11. AFFILIATION

NJSNA is a constituent member of ANA and shall pay dues to ANA in accordance with policies adopted by the ANA Membership Assembly. The dual members of the NJSNA shall continue to have all rights of membership in the American Nurses Association as provided in the ANA bylaws until such time as 2/3 of the entire NJSNA dual membership votes to disaffiliate from the ANA. The vote may occur by mail or electronic ballot, with appropriate notice and procedures to protect the integrity and validity of the vote.

ARTICLE IV REGIONS

Section 1. DEFINITION

A Region is a geographic branch of this Association.

Section 2. BOUNDARIES

Boundaries of Regions shall be clearly defined and recorded by the NJSNA BOD of this Association. Boundaries may be changed by a two thirds vote of the membership by a secret ballot in conjunction with NJSNA elections.

Section 3. QUALIFICATIONS

A Region, which hereinafter is organized under NJSNA, shall have and maintain a constitution and bylaws upon approval by a majority vote of the NJSNA BOD.

Section 4. AREAS OF CONFORMITY

Each Region in order to become and remain a Region of NJSNA shall:

- a. Adopt and maintain bylaws that:
 1. Are congruent with the NJSNA bylaws.
 2. Provide that all members hold concurrent membership in NJSNA and a Region.
 3. Provide for out-of- state members.

Section 5. DUTIES

It shall be the duty of each Region to:

- a. Send to the Secretary of this Association the names and addresses of all officers and committee chairpersons of the Region immediately following their election or appointment.
- b. Adopt and maintain bylaws which shall be consistent with the NJSNA bylaws and keep this Association supplied with complete and current copies of same.
- c. Submit prior to adopting any proposed amendments to its bylaws said amendments to NJSNA Bylaws Committee for review.
- d. Report to NJSNA as may be required by the NJSNA BOD in order to comply with these bylaws.

Section 6. DISQUALIFICATION

- a. A Region which fails to comply with the requirements of these bylaws, or for other cause deemed sufficient, may be disqualified as a Region by a two-thirds vote of the NJSNA BOD, provided due notice has been given the Region at least three months before the vote is taken.
- b. Disqualification of a Region shall result in revocation of its charter and all rights and privileges pertaining thereto as such region of this Association.
- c. The Region shall have the opportunity for a hearing with the NJSNA Board within said three-month period.

Section 7. REINSTATEMENT

A Region, which has been disqualified, may be reinstated by a two-thirds vote of the NJSNA BOD.

ARTICLE V ORGANIZATIONAL UNITS

Section 1. DEFINITION

An organizational unit is a component of this association.

Section 2. QUALIFICATIONS

Each organizational unit, in order to become and remain a unit of NJSNA shall:

- a. Be recognized by the NJSNA BOD as an organized unit with a special interest,
- b. Adopt and maintain operational guidelines to include a mission and purposes that conform to NJSNA Bylaws and/or published policies of the NJSNA BOD and keep NJSNA supplied with complete and current copies of same.
- c. Provide that all RN members shall hold membership in NJSNA.
- d. Has a governing body composed of a majority of registered nurses and the rights and privileges of the organizational affiliates shall be determined by and limited to the participation in the NJSNA.

Section 3. RESPONSIBILITIES

It shall be the duty of each organizational unit to:

- a. Send to the Secretary of this Association the names and addresses of all officers immediately following their election or appointment,
- b. Submit an annual report to NJSNA listing goals, activities, outcomes, and membership.
- c. Any unit failing to sustain itself will present an action plan to the NJSNA BOD.

ARTICLE VI OFFICERS

Section 1. OFFICERS

The Officers of the Association shall be: President; President-Elect; Vice President; Secretary; and Treasurer. The Officers of the Association will be members of NJSNA/ANA.

Section 2. TERMS OF OFFICE

- a. The President shall serve a term of two years and may not serve consecutive terms except in the event a President-Elect fills a vacancy in the office of President.
- b. The President-Elect shall be elected for a term of two years in the even numbered years and automatically becomes President.
- c. The Vice President shall be elected for a term of two years in the odd numbered years and shall serve no more than two consecutive terms.
- d. The Secretary shall be elected for a term of two years in the odd numbered years and shall serve no more than two consecutive terms.
- e. The Treasurer shall be elected for a term of two years in even numbered years and shall serve no more than two consecutive terms.

Section 3. VACANCIES

- a. In the event of a vacancy occurring in the office of President, the President-Elect shall assume the office of President and a special election will be held within 60 days for President Elect.
- b. All other vacancies and officers' positions shall be filled by the NJSNA BOD.

Section 4. CONFLICT OF INTEREST

No Officer shall serve concurrently as an Officer or Director of any state nurses association if such participation results in conflict of interest with NJSNA as determined by the NJSNA BOD.

Section 5. DUTIES AND RESPONSIBILITIES

- a. The Officers of this Association shall perform the duties prescribed by these bylaws and such other duties as may be required by the Association or by its NJSNA BOD.
- b. All Officers upon expiration of their respective terms of office shall forthwith surrender all property in their possession pertaining to their office to state headquarters.
- c. The President shall:
 1. Serve as Chairperson of the NJSNA BOD and Executive Committee.
 2. Appoint standing and special committees with the approval of the NJSNA BOD.
 3. Serve as ex-officio member of all committees, except the Committee on Nominations.
 4. Serve with the Chief Executive Officer as representative of this Association at meetings of the ANA Leadership Council. In case of inability of either to attend, the President may appoint alternates.
 5. Serve as an elected representative to the ANA Membership Assembly.
 6. Preside at all meetings of the Association and conduct them by a formal order of business.
 7. Deliver an annual address.
 8. Notify all Officers, Directors and committees of their election or appointment
 9. Perform all other duties of the office.
- d. The **President-Elect** shall:
 1. Serve as an elected representative to the ANA Membership Assembly.
 2. Assume all duties of the President in the President's absence.

3. Assume such duties as assigned to them by the President or the NJSNA BOD of this Association.
- e. The **Vice President** shall:
1. Assume all duties of the President-Elect in the President-Elect's absence.
 2. Act as chairperson for any Task Force appointed by the President to advise the Board on new policies regarding membership and communication.
 3. Act as chairperson for the Membership Committee and the Awards Committee.
- f. The **Secretary** shall:
1. Keep the minutes of the Executive Committee and NJSNA BOD.
 2. Preserve all papers, letters and transactions of the Association.
 3. Submit a report to the NJSNA members at each annual convention.
 4. Submit to the ANA Committee on Bylaws for review for harmony and conformity any NJSNA proposed amendments at least 60 days, and preferably 90 days, before the date that NJSNA members must be notified of the intent to amend the current NJSNA Bylaws. Send to the ANA headquarters within one month after final adoption, complete and up-to-date copies of all amendments to the bylaws of NJSNA; and copies of each new addition to the Articles of Incorporation.
 5. Present to the NJSNA BOD all applications from Regions for recognition as part of NJSNA.
- g. The **Treasurer** shall:
1. Receive and have charge of all funds of the Association.
 2. Report to the NJSNA BOD the financial standing of the Association whenever requested to do so and make a full report to the Association at each annual meeting.
 3. The treasurer will meet with the NJSNA Staff responsible for financial management of NJSNA to review the financial statements and audits.
 4. Serve as Chair of the Joint Finance Committee.

ARTICLE VII

MEETINGS OF THE ASSOCIATION

Section 1. ANNUAL MEETING

- a. There shall be an annual meeting of the Association.
- b. Notices of the annual meeting shall be mailed or emailed to membership at least 30 days before the first day of the annual meeting.
- c. Quorum: Five members of the NJSNA BOD and two percent of the membership rolls, as of the 1st day of the month prior to the annual meeting; and representatives from at least 50 percent (50%) of the regions shall constitute a quorum.

Section 2. SPECIAL MEETING

- a. Special meetings of this Association may be called by the NJSNA BOD and shall be called by the President upon written request of the majority of the Regions. No business other than that specified in the call thereto, shall be considered at any special meeting.

Section 3. VOTING

- a. Each member who is present and in good standing defined as having dues payment current as of the 1st day of the month prior to the annual or special meeting shall be entitled to one vote.

ARTICLE VIII

BOARD OF DIRECTORS

Section 1. DEFINITIONS

The NJSNA BOD is composed of elected members and serves as the agent for the NJSNA membership.

Section 2. FUNCTIONS

The business and affairs of the Association shall be managed by or under the direction of the NJSNA BOD and the NJSNA BOD shall have the following specific duties and responsibilities:

- a. Develop, promulgate and implement a strategic plan for the Association.
- b. Establish policies governing the affairs of the Association and devise and promote measures for the Association's growth and development.
- c. Insure that the Association addresses ethical and human rights issues related to nursing practice, education, research and operation of the Association.
- d. Exercise the corporate responsibility and fiscal duties of the Association consistent with applicable provisions of the law.
- e. Appoint and/or define the authority and responsibilities of the Chief Executive Officer.
- f. Establish financial policies and procedures, adopt the budget, submit all books annually to a certified public accountant for audit and present an annual financial statement to the membership.
- g. Establish policies and procedures for the operation and maintenance of state headquarters.
- h. Assume responsibility in regard to Regions as specified in Article II.
- i. Appointment powers:
 1. Fill any vacancy on the Committee on Nominations, the NJSNA BOD, and any office except a vacancy occurring in the office of the President or President-Elect.
 2. Approve the appointment of standing committees and ad-hoc committees as the need for them arises.
 3. Appoint a consultant to the New Jersey Nursing Students, Incorporated.
 4. Make all other appointments not otherwise provided for in these bylaws.
 5. Submit to the Governor a list of qualified members recommended for appointment to the New Jersey Board of Nursing.

Section 3. COMPOSITION

The Board shall consist of the officers of the Association; the Chairperson of the Congress on Policy and Practice, the four Directors, and Regional Presidents.

- a. The five officers shall be: President, President-Elect, Vice President, Secretary, and Treasurer.
- b. The Chairperson of the Congress on Policy and Practice shall have voice and vote at all meetings. If a Chairperson is unable to attend a meeting, the Congress shall send the member of that Congress so elected by the Congress to assume chair duties in the absence of the Chairperson. The designee shall have voice and vote.
- c. The Presidents of the Regions of NJSNA shall have voice and vote at all meetings of the NJSNA. If a Region President is unable to attend a meeting, the region shall send an elected officer as outlined in the Region's Bylaws. The designee shall have voice and vote.

Section 4. ABSENCES

The absence of any member from the NJSNA BOD from two consecutive meetings shall be referred to the Executive Committee for review and action. Special hearings thereon will be held by the Executive Committee on request.

Section 5. TERMS OF OFFICE

- a. Each Director shall serve for a term of three years with one director being elected each year, or until a successor is elected.
- b. No Director shall serve more than two consecutive terms. A Director who has served more than half a term shall be considered to have served a term.
- c. No Officer or Director elected by the general membership shall serve more than eight (8) consecutive years on the NJSNA BOD. The office of President is not included in the eight-year period.

Section 6. CONFLICT OF INTEREST

- a. No Director shall serve concurrently as an Officer or Director of any other state nursing organization if such participation results in conflict of interest with NJSNA as determined by the NJSNA BOD.
- b. Any member of the NJSNA BOD or staff of NJSNA, who will derive any profit or gain, directly or indirectly, by reason of membership on the NJSNA BOD, or for services to the Association, shall declare such interest to the Association and will refrain from participating in any decision on such matters. The individual's abstention from vote and reason for it will be recorded.

Section 7. MEETINGS

- a. Regular meetings of the NJSNA BOD shall be held prior to the annual meeting and at such other times and places as shall from time to time be determined by action of the NJSNA BOD.
- b. Special meetings of the NJSNA BOD may be called by the President on at least three days' notice to each member of the Board either personally, by email or telephone, and shall be called by the President on like notice or upon written request of five or more members of the NJSNA BOD. Special meetings shall be held at the time and place as may be specified in the notice thereof.

Section 8. QUORUM

A quorum of the NJSNA BOD shall be majority of the elected or appointed Directors, Officers, Congress chair, and a minimum of 3 Region Presidents.

Section 9. EXECUTIVE COMMITTEE

There shall be an Executive Committee of the NJSNA BOD composed of the President, President-Elect, Vice President, Secretary and the Treasurer of the Association. This committee shall have all powers of the NJSNA BOD to transact business of an urgent nature between board meetings. All transactions of this committee shall be reported at the next regularly scheduled meeting of the NJSNA BOD. A majority of the membership of this committee shall constitute a quorum.

ARTICLE IX STANDING COMMITTEES

Section 1. DEFINITIONS

- a. Standing Committees shall be:
 1. Bylaws (Section 4)
 2. Continuing Education Approver Unit (Section 5)
 3. Convention Committee (Section 6)
 4. Joint Finance Committee (Section 7)
 5. Resolutions and Reference (Section 8)

Section 2. COMPOSITION

- a. Standing Committees shall be composed of a minimum of 5 members of the Association.
- b. Members of a standing committee, unless otherwise specified herein, shall be appointed annually, for a two-year term with eligibility for reappointment for one consecutive term.
- c. Approximately half of the members shall be appointed on even years while the other half of the committee membership shall be appointed on odd years.
- d. A majority of the membership of the committee shall constitute a quorum.
- e. The chair of each committee, will designate an individual at the beginning of the meeting to take the minutes and submit the minutes to the CEO within 21 days.

Section 3. VACANCIES

- a. The absence of a member from two consecutive meetings shall be referred by the committee chair, to the NJSNA BOD for review and action.
- b. All vacancies shall be filled through appointment by the President with the approval of the NJSNA BOD.

Section 4. BYLAWS COMMITTEE

- a. Consists of the Region President-Elect/Designee and at least one member from each Region.
- b. All members appointed to the Committee on Bylaws must be dual members of both NJSNA and ANA.
- c. Suggest and receive all proposed amendments to these bylaws.
- d. Reviews the Articles of Incorporation and/or bylaws of any nurses association wishing to become a Region.
- e. The committee shall report its findings to the NJSNA BOD of this Association whose decision as to the acceptability of the Association as a Region shall be final.
- f. Advises Regions concerning proposed amendments to their Articles of Incorporation and bylaws in order that these may be kept in conformity with these bylaws and those of ANA.
- g. The President of NJSNA will appoint a member of the NJSNA BOD to serve as liaison to the Bylaws committee.

Section 5. CONTINUING EDUCATION APPROVER UNIT

- a. The Continuing Education Approver Unit Committee:
 1. Consists of five members. The majority shall have a minimum of a Master's Degree in Nursing and have expertise in nursing practice, education, and/or research.
 2. Promote approved continuing education available to Registered Nurses in New Jersey.
 3. Implement ANA/American Nurses Credentialing Center (ANCC) standards for Continuing Nursing Education.
 4. Formulate policy regarding continuing education for the Approver Units.

Section 6. CONVENTION COMMITTEE

- a. The Convention Committee
 - 1. Consists of the CEO, current President, Events Manager, and five (5) additional members.
 - 2. Members are appointed by the President in consultation with the CEO.
 - 3. Members shall serve a 2-year term and may serve an additional 2-year term. Fifty percent (50%) of the committee rotates off each year.
 - 4. Plan, organize and orchestrate the Annual Convention and Business Meeting of the Association.
 - 5. Formulate strategies for exhibits, advertising and monitoring of convention committee.

Section 7. JOINT FINANCE COMMITTEE

- a. Consists of the Treasurer of this Association who shall serve as Chairperson and four other members consisting of:
 - 1. Current President.
 - 2. Current Chair of the Institute for Nursing.
 - 3. Two New Jersey State Nurses Association members appointed by the chair of the Finance Committee- at least one of who must be a member of the NJSNA BOD.
- b. Prepares an annual budget, advises as to expenditures and investments of funds and reports the same to the NJSNA BOD before the end of the fiscal year.

Section 8. RESOLUTIONS AND REFERENCE COMMITTEE

- a. Consists of one representative of each Region of the Association.
- b. Suggests, screens, and develops all proposed resolutions and references and submits same to the membership at the annual meeting.

ARTICLE X NOMINATIONS AND ELECTIONS

Section 1. COMMITTEE ON NOMINATIONS

The Committee on Nominations shall consist of seven persons elected as follows:

- a. Three members are to be elected for two years in the odd numbered years. The member receiving the highest number of votes shall be Chairperson-Elect for the first year and the Chairperson for the second year of the term.
- b. Four members are to be elected for two years in the even numbered years. The member receiving the highest number of votes shall be the Chairperson-Elect for the first year and the Chairperson for the second year of the term.
- c. All members of the Committee on Nominations must be dual members of both NJSNA and ANA.

Section 2. NOMINATIONS

- a. Any member of this Association may submit names of a candidate for office, if the person is a member in good standing as previously defined in these bylaws and is qualified and willing to serve, except only dual members of both NJSNA and ANA can nominate individuals as candidates for the NJSNA President and President-Elect or any other officer that might represent NJSNA at the ANA Membership Assembly and the candidates for the Committee on Nominations.
- b. The Committee on Nominations shall prepare a slate consisting of at least two nominees for each office to be filled.
- c. The Committee on Nominations shall request from the members of this Association the names of members qualified to serve as Representative or alternates to the ANA Member Assembly. The number of representatives elected shall be in accordance with the formula specified in the ANA Bylaws. The NJSNA President and President Elect shall be elected as a Representative to the ANA Membership Assembly. Each representative and alternate shall be elected for a two-year term or until a successor is elected. A representative shall not serve for more than two consecutive terms, exclusive of the President, and President-elect. Alternate delegates who serve more than one year shall be considered to have served a term.
- d. The Nominations Committee shall publish the slate in the *New Jersey Nurse* or on the web site before the election period.
- e. The biography of each nominee shall be included with the ballot.
- f. If the name of a member of the Committee on Nominations is submitted as a suggested candidate for the ballot of this Association with the permission of that member, said member shall resign from the committee.

Section 3. ELECTIONS

- a. Elections shall take place in a secret ballot. The preliminary ballot is to go out (be posted) not later than 14 days prior to the annual meeting. Nominations may be accepted during the annual meeting. The final ballot is published/posted within 7 days of the annual meeting, and voting will end 28 days after the ballot is published.
- b. Elections may take place on-line through an electronic confidential password required member's only site.
- c. Voting shall not be limited to nominees on the ballot. Voters may write in on the official ballot, the names of other eligible candidates.
- d. Votes shall be counted and results reported to the membership via *New Jersey Nurse*.
- e. A plurality vote shall constitute an election. In case of a tie, the choice shall be determined by lot.
- f. Terms of office shall be from January 1 – December 31.
- g. All ballots and other records shall be preserved for two years.

Section 4. ELECTION POLICIES AND PROCEDURES

- a. Nominations and election policies and procedures shall be determined by the NJSNA BOD and shall be consistent for all units of NJSNA. A member who is not on the ballot shall be appointed by the NJSNA BOD to oversee the election process. This person will report the results to the membership.

ARTICLE XI
NEW JERSEY STATE NURSES ASSOCIATION
INTERESTED NURSES POLITICAL ACTION COMMITTEE

Section 1. PURPOSE

The New Jersey State Nurses Association Interested Nurses Political Action Committee (INPAC) is the nonpartisan political action committee of NJSNA.

Section 2. ACCOUNTABILITY

- b. INPAC shall operate under its own bylaws, and shall be in conformity and compliance with the policies and legislative platforms of NJSNA, and shall be in compliance with the New Jersey Election Law Enforcement Commission.
- c. The board of trustees of INPAC shall report to and be accountable to the NJSNA BOD.

ARTICLE XII

CONGRESS ON POLICY AND PRACTICE

Section 1. PURPOSE

There shall be a Congress on Policy and Practice to promote and perform the comprehensive, integrated analysis of various issues affecting professional nursing practice. Findings and recommendations will be presented to the NJSNA BOD to assist in guiding the organization.

Section 2. FUNCTIONS

- a. Monitor trends in health care delivery and assess their impact on the nursing work force and existing resources.
- b. Evaluate proposed federal and state legislation and regulations that may have an impact on nursing policy, practice, education and research.
- c. Advise the NJSNA BOD on legislative and regulatory matters.
- d. Plan and promote educational programs that address health care policy, practice, regulation and legislation.
- e. Evaluate and recommend action on issues related to human rights.
- f. Promote ethical practice within the guidelines of the ANA Code of Ethics for Nurses.
- g. Advise the NJSNA BOD on the ethical and legal aspects of nursing policy, practice, education and research.
- h. Monitor scientific and educational developments with implications for nursing policy, practice, education and research; recommend appropriate action to the NJSNA BOD.
- i. Promote the universal acceptance and utilization of nursing standards for all policy, practice, education and research applications within the profession of nursing.
- j. Consult with the NJSNA BOD Executive Committee regarding disciplinary actions as defined in Article III Section 6.
- k. Assume other responsibilities as shall be assigned by the NJSNA BOD.

Section 3. ACCOUNTABILITY

The Congress on Policy and Practice shall report and be accountable to the NJSNA BOD s of this Association, and shall act in accordance with all policies and bylaws of the Association.

Section 4. COMPOSITION

- a. The Congress of Policy and Practice shall consist of fifteen (15) members:
 1. six (6) regional congress representatives,
 2. six (6) members-at-large, at least one of whom shall be a staff nurse, as elected by the membership of NJSNA, and
 3. three (3) additional members, recommended by the chair and appointed by the members of the Congress, who may be active members of various NJSNA forums, or who may have expertise in one or more of the following areas: Administration, Staff Nursing, Nursing Education, Nursing Research, or Advanced Practice.
- b. The six (6) members-at-large shall be elected to three-year terms, with two of these positions filled each year. The three (3) appointed members shall serve upon the recommendation of the Congress on Policy and Practice for three-year terms. No member may serve more than two consecutive terms. Any appointed position vacated before the end of the term shall be filled through an appointment by the members of the Congress. Any elected position vacated before the end of the term shall be filled according to existing NJSNA policy.

- c. The members of the Congress on Policy and Practice shall, at the regular organizational meeting, elect the Chairperson and Vice Chairperson of the Congress each for a two-year term; no chairperson or vice-chairperson shall serve more than two consecutive terms. The chairperson shall occupy a seat on the NJSNA BOD in accordance with existing NJSNA policy. In the event that the chairperson is unable to attend a NJSNA BOD meeting, the Vice-Chairperson shall attend and represent the Congress with full voice and vote. In addition, the Vice-Chairperson will attend all INPAC meetings and represent the Congress with full voice and vote.
- d. Congress on Policy and Practice (COPP) members must have meaningful participation in COPP and the absence of a member from two consecutive meetings shall be referred to the NJSNA BOD for review and action by the Congress chair.

ARTICLE XIII
OFFICIAL PUBLICATIONS

Section 1. THE NEW JERSEY NURSE

The *New Jersey Nurse* is the official publication of this association and shall be provided to each member either in print or on-line.

Section 2. ANA NEWS PERIODICAL

The *American Nurse* is the official news periodical of ANA unless replaced by another and shall be provided to each member of New Jersey State Nurses Association/ANA.

ARTICLE XIV
SOCIETY OF PSYCHIATRIC ADVANCED PRACTICE NURSES OF NJSNA

The Society of Psychiatric Advanced Practice Nurses of NJSNA is an independently organized body composed of individual New Jersey State Nurses Association members who are certified as Advanced Practice Nurses in New Jersey.

ARTICLE XV
FISCAL YEAR

The fiscal year of this Association shall run from June 1 to May 31.

ARTICLE XVI
PARLIAMENTARY AUTHORITY

The rules contained in the current edition *Robert's Rules of Order - Newly Revised*, shall govern meetings of this Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE XVII AMENDMENTS

Section 1. AMENDMENTS WITH NOTICE

All proposed amendments shall be referred to the Committee on Bylaws for study and recommendation. The Committee shall see that all proposed amendments with the Committee's recommendation shall be in the possession of the Secretary at least two months before the date of the annual meeting. They shall be appended to the call of the meeting via electronic communication 30 days before the annual meeting. A two-thirds (2/3) vote of the members present and voting in order to adopt an Amendment with Notice.

Section 2. AMENDMENTS WITHOUT NOTICE

These bylaws may be amended at any annual meeting by a majority of the total NJSNA Membership (in accordance with Robert's Rules).

ARTICLE XVIII
DISSOLUTION CLAUSE

In the event of a dissolution of the New Jersey State Nurses Association, the board of directors shall, after paying and making provisions for the payment of all liabilities, distribute all the assets of the corporation over to the American Nurses Foundation which has been recognized as a 501(c)(3) organization by the Internal Revenue Service.

Revised: 10/10/2019 (Article III, Sec. 2a, 2b, 2.b.1, 2c; Sec Sec. 4a, 4.b.2; Sec. 5a)