HISTORICAL SKETCH

1904   Nurses in Oregon organized

1911   Oregon State Graduate Nurses’ Association incorporated

1916   District Number 1 of the Oregon State Graduate Nurses’ Association organized

1930   District Number 1 of the Oregon State Graduate Nurses’ Association incorporated

1949   Name changed to District Number One of the Oregon State Nurses’ Association

1973   Name changed to Oregon Nurses’ Association District One

1998   Name changed to District #1 - Oregon Nurses Association


ABBREVIATIONS

The following abbreviations are used in these Bylaws:

ANA - American Nurses Association
DNA - District Nurses Association
ONA - Oregon Nurses Association
CMA – Constituent Member Association (replaces SNA - State Nurses Association)
ARTICLES OF INCORPORATION

Article I

The name of this corporation shall be Oregon Nurses Association District One, and it duration shall be perpetual.

Article II

The enterprise, business, pursuit or occupation in which this corporation proposes to engage is, and its objet shall be:

To establish high standards of ethical and professional conduct among nurses; to promote their professional and education advancement in every proper way; and to establish and conduct a Nurses’ Professional Registry or Nurses’ Professional Registries as deemed advisable for the purpose of supplying efficient care for the sick, provided, however, that all the income from such registries should be used to service for nurse applicants and the general community in accordance with the minimum standards approved by the American Nurses’ Association. No part of the income of the registry shall inure to the financial benefit of this corporation or any member thereof or person, except in the form of reasonable compensation to employees of such registries.

To acquire by devise and bequest, purchase or otherwise, and to have and to hold, deal with, sell or otherwise dispose of any and all such property, real, personal or mixed, as shall be deemed advisable, convenient or necessary for the purpose of the corporation; to borrow money and secure the payment of the same by mortgage or pledge of any property, real, personal or mixed, belonging to the corporation; to give such evident of indebtedness as the corporation may decide upon; all without profit to any member of the corporation or person, except in the form of reasonable compensation to employees thereof.

To receive membership fees, dues, contributions, donations and endowments; to administer all such property and funds for the purposes of the organization; and, generally, to do any all and acts and things as may be desirable, convenient or necessary to carry into effect the purposes of the corporation, all without profit to any member of this corporation or person, except in the form of reasonable compensation to employees thereof.

Article III

This association has no property at the present time except cash in bank amounting to approximately twenty-five hundred dollars ($2,500). The sources of revenue or income shall be fees and dues from members and voluntary contributions, donations and gifts.

Article IV

The officers subscribing to these articles and their post office addresses are: Martha Sheridan Benedict, President, 938 E 28th N; Dorothy Bridgman, Secretary, 722 Marshall; Meletia A.
Saunders, Treasurer, 778 Glisan, all of the City of Portland, County of Multnomah, State of Oregon. Their successors in office shall be elected by ballot of the members of the association, at the annual meeting and shall hold office for two years thereafter, or until their successors are elected and qualifies.

Article V

The place where this association shall be located and the corporation have its principal office and place of business shall be at the City of Portland, County of Multnomah, State of Oregon.

Article VI

Upon completion of incorporation, the corporation shall adopt the existent officers constitution, bylaws, and regulations together with the present affiliations of the voluntary association herein-before names, and shall maintain the relations established and contemplated with the Oregon State Graduate Nurses’ Association and the American Nurses’ Association.
BYLAWS

Article I: Title, Purposes, and Functions

Section 1: Title. The name of this Association shall be Oregon Nurses Association District One, Inc., hereinafter referred to as District #1 - ONA.

Section 2: Purposes. The purposes for which District #1 - ONA is organized, which purposes shall be within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 as amended unrestricted by considerations of nationality, race, creed, lifestyle, color, sex, handicap, religion or age are:

A. Work for the advancement of health standards and availability of health care services for all people,
B. Foster high standards of nursing,
C. Promote the professional development of nurses and advance their economic and general welfare.

Section 3: Functions. The functions of District #1 - ONA shall include, within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 as amended, the following:

A. To promote high standards of nursing practice, education, and services as defined by ANA.
B. To represent nurses and serve as their District #1 - ONA spokesperson with allied professional, community, government groups and with the public.
C. To provide for representation in the ONA House of Delegates.
D. To ensure an archive for the collection and preservation of documents and other materials which have contributed and continue to contribute to the historical and cultural development of nursing.

Article II: Membership

Section 1: Membership. District #1 – ONA shall have one (1) class of membership. The membership of District #1 - ONA shall be members each of whom hold concurrent membership in ONA and who have selected District #1 – ONA for membership.

Section 2: Membership Rights and Responsibilities

A. Membership Rights:
   1) Participating in the election of District #1 - ONA officers, delegates to ONA/ONA officers, and in ONA elections as provided for in the ONA bylaws.
2) Serving in an elected or appointed position of District #1 - ONA, ONA, and ANA if so qualified and selected.
3) Attending conventions and other unrestricted activities of District #1 - ONA, ONA, and ANA.
4) Receiving regular District #1 - ONA, ONA, and ANA communications.

B. Membership Responsibilities:
1) Upholding the rules of organization and the Bylaws of District #1 - ONA.
2) Abiding by the Code of Nurses as established by ANA.

Article III: Dues

Section 1: Dues for District #1 - ONA shall be voted upon, by the membership, at the annual meeting.

Section 2: The annual dues for a member of District #1 - ONA shall be for the membership of twelve (12) consecutive months. ANA and ONA dues shall be paid in addition to and at the same time as the dues for District #1 - ONA are paid. Members who seek an adjusted dues rate must meet qualifications as stated in the ONA Bylaws as may be amended from time to time.

Section 3: Transfer of Membership:

A. A member who has completed full payment of dues in another DNA and CMA may transfer to another DNA by notifying the membership clerk of the ONA.

Section 4: Voting Rights. Members of District #1 – ONA who are in good standing and present at a meeting shall constitute the voting body of District #1 – ONA. The voting body shall take positions, determine policy and set direction on substantive issues of a broad nature necessitating the authority and backing of District #1 – ONA.

Article IV: Meetings

Section 1: Annual Meetings. District #1 - ONA shall hold an annual meeting. The Board of Directors shall determine the date, time, and place for the meeting. Notice of the meeting shall be communicated to all District #1 - ONA members at least 30 days prior to the meeting.

Section 2: Special District Meetings. Special District meetings may be called by the President of District #1 - ONA upon a majority vote of the Board of Directors or upon the written request of ten (10) members. Members shall be given at least ten (10) days’ notice of a special District meeting.
Section 3: Notice of Meetings. Written or printed notice stating the place, day and hour of a meeting of members and, in case of a special meeting of members, the purpose or purposes for which the meeting is called, shall be given to each member entitled to vote at such meeting within the time periods set forth in Article IV, Sections 1 and 2 of these Bylaws. However, if the notice is mailed by other than first-class or registered mail, notice shall be sent no fewer than thirty (30) days prior to the meeting, but in any event, not more than sixty (60) days prior to the meeting. This requirement of notice for either the annual meeting or a special meeting may be fulfilled by printing of notice in District #1 – ONA’s regular publication no less than thirty (30) days prior to the meeting. The notice of the annual meeting shall include the names of those persons nominated to serve on the Board of Directors, as provided for in Article V of these Bylaws, to be voted on by the members at the annual meeting. To the extent allowed by law, notice of either the annual meeting or a special meeting may be fulfilled by electronic mail or such other form of telecommunication whereby members either directly or indirectly receive notice of the meeting.

Section 4: Record Date. For purposes of determining members entitled to notice of, or to vote at, any meeting of members, or any adjournment thereof, or in order to make a determination of members for any other proper purposes, the record date shall be fixed as follows:

A. For purposes of determining the members entitled to notice of a members’ meeting, the record date shall be the day before the day on which first notice is mailed or otherwise transmitted to members, or if such notice is waived, the day proceeding the day on which the meeting is held;

B. For purposes or determining the member entitled to demand a special meeting, the record date shall be the date upon which such demand is made to District #1 – ONA’s Secretary/Treasurer;

C. For purposes of determining the member entitled to take action without a meeting, the record date shall be the date that the first member signs the consent;

D. For purposes of determining the members entitled to vote at a members’ meeting, the record of date shall be the date of the meeting;

E. For purposes of determining the members entitled to exercise any rights and respect to any other lawful action, the record date shall be the date on which the board adopts the resolution relating thereto, or the 60th day prior to the date of such other action, whichever is later.

Section 5: Members List. District #1 – ONA shall maintain the membership list provided by ONA. The membership list shall be available at the meeting.

Section 6: Action by Written Ballot. Any action which may be taken at any annual or special meeting of members may be taken without a meeting, if so determined by the
Board of Directors, if the District #1 – ONA delivers a written ballot to every member entitled to vote on the matter at the member’s last known address as shown on District #1 – ONA record.

A. The written ballot shall set forth each proposed action and provide an opportunity to vote for or against each proposed action.

B. Approval by written ballot pursuant to this section shall be valid only when the number of votes cast by ballot equals or exceeds any quorum required to be present at a meeting authorizing the action, and the number of approvals equals or exceeds the number of approvals that would be required to approve the matter at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot.

C. All solicitations for votes by written ballot shall:
   (i) indicate the number of responses needed to meet the quorum requirements;
   (ii) state the percentage of approvals necessary to approve each matter, other than the election of officers and directors;
   (iii) contain instructions for marking and returning of the ballot; and
   (iv) specify the reasonable time by which a ballot must be received by District #1 – ONA in order to be counted.

Section 7: Quorum. Seven (7) members, one of whom shall be the president or vice-president and one whom shall be another officer, shall constitute a quorum for a meeting of District #1 - ONA.

Article V: Board of Directors

Section 1: General Responsibilities. The business affairs of District #1 – ONA shall be managed by its Board of Directors.

A. Exercise the corporate and fiduciary responsibility of District #1 – ONA consistent with these Bylaws;

B. Establish policies governing district affairs;

C. Provide for the transaction of business of District #1 – ONA in the interim between meetings of the membership;

D. Report to the membership at meetings of the district;

E. Provide for the proper care of materials, equipment and funds for the payment of legitimate expenses.

F. Appoint standing and special committees as necessary, as provided for in these Bylaws;

G. Make appointments and fill vacancies as necessary, as provided for in these Bylaws; and

H. Ensure an archive for the collection and preservation of documents and other materials as required by law and which have contributed,
and continue to contribute, to the historical and cultural
development of nursing.

Section 2:  Composition and Number. The Board of Directors shall consist of the President, Vice President, Secretary/Treasurer and two Directors-at-Large.

Section 3:  Tenure. Members of the Board of Directors shall serve for two-year terms, which terms shall be staggered as set forth in Section 4 below. Members of the Board of Directors may be re-elected.

Section 4:  Election of Board of Directors. The Board of Directors shall be elected pursuant to the procedures set forth in Article VI of these Bylaws. The term of a director shall commence on July 1 of the year in which the director was elected at the annual meeting. The schedule for the election is as follows:

A. In years ending in an even number, commencing in 2002, the members shall elect the President and one (1) Director-at-Large.
B. In years ending with an odd number, commencing in 2003, the members shall elect the Vice President, Secretary/Treasurer, and one (1) Director-at-Large.

Section 5:  Qualification of the Board of Directors. Each member of the Board of Directors must be an individual who is also a member of District #1 – ONA as set forth in these Bylaws.

Section 6:  Meetings of the Board of Directors.

A.  Regular Meetings. A minimum of three (3) regular meetings shall be held annually at a time and place determined by the Board of Directors.

B.  Special Meetings. Special meetings of the Board of Directors may be called by the President or three (3) members of the Board of Directors, or upon the written request of ten (10) District #1 – ONA members. Notice of a special meeting shall be sent to the Board of Directors at least ten (10) days prior to the meeting.

C.  Notice. Notice of the time and place of any special meeting of the Board of Directors shall be delivered in the time period set forth in Paragraph B of this Section, by written notice delivered personally or sent by mail, telegram, facsimile or electronic communications to each board member. If mailed, such notice shall be deemed to be delivered five days after being deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram or facsimile, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company or as evidenced by the facsimile transmission sheet. Any Board member may waive notice of any meeting. The attendance of a Board member at any meeting shall constitute a waiver of notice for such meeting, except where a Board member attends a meeting for the express
purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specific in the notice or waiver of notice of such meeting, unless specifically required by law, by the articles or by these Bylaws.

D. **Quorum.** A majority of the Board of Directors, which shall include the President or Vice-President, shall constitute a quorum at any meeting of the Board of Directors. If a quorum is not present at any said meeting, a majority of the Board members present may adjourn the meeting from time to time without further notice other than announcement at the meeting, until a quorum is present.

E. **Manner of Acting.** The act of a majority of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number required by law, by the Articles of Incorporation, or by these bylaws.

F. **Reports to the Membership.** The Board of Directors shall report the results of actions taken by the Board of Directors to the membership in District #1 – ONA’s regular publication or at the annual meeting.

G. **Actions by Written Consent.** Any District #1 – ONA action required or permitted by the Articles of Incorporation and Bylaws of District #1 – ONA, or by the laws of the State of Oregon, to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing setting forth the actions so taken shall be signed by all of the Board of Directors entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote and may be described as such.

H. **Telecommunication Meetings.** Members of the Board of Directors may meet via telecommunications, and such participation in a meeting shall constitute presence in person at the meeting.

Section 7: **Vacancies in Office:**

A. In the event of a vacancy in the office of president, the vice president shall become president for the remainder of the term.

B. All other vacancies on the Board of Directors shall be filled by Board of Directors appointment.

Section 8: **Responsibilities of Officers:**

A. Officers shall assume duties usually performed by such officers and as defined by these Bylaws or by the Board of Directors.

B. The president shall be chairperson of the Board of Directors. In addition, the president shall
1. Be the official representative of District #1-ONA at all pertinent professional functions and to the community.
2. Appoint standing committees and serve as an ex-officio member of all committees except the Nominating Committee;
3. Preside at business meetings of the District, conducting them by a formal order of business;
4. Have the ultimate authority over all District records; and
5. Fill any vacancy by appointments.

C. The vice-president shall assume the duties of the president in the president’s absence. In the event of a vacancy occurring in the office of president, the vice-president shall become the president for the remainder of the term.

D. The secretary/treasurer shall chair the finance committee. In addition, the secretary/treasurer shall be accountable for:
   1. Record keeping and reporting of meetings of District #1 – ONA.
   2. The fiscal affairs of District #1 – ONA.
   3. Providing reports and interpretations of District #1 – ONA’s financial condition to the membership and the Board of Directors as may be required.

E. Directors at Large: The Board of Directors of this association shall consist of two directors at large. The directors shall be members in good standing. Duties: Directors at Large shall attend and take part in Board of Directors meetings called by the President or an authorized substitute. Directors at Large shall supervise committee activities and other association projects and programs as assigned to them by the President or Board of Directors. Directors at Large shall have voting rights on the Board of Directors.

Section 9: Removal from Office: Absence from three or more meetings of the Board of Directors by any officer or director may constitute cause for removal by a majority vote of the Board of Directors.

Article V1 Elections

Section 1 Elections of officers, directors, and members of the Nominating Committee shall be determined by a secret ballot of the membership.

A. A slate will be posted at least four (4) weeks prior to the date of the annual meeting;
B. The president shall appoint tellers, who shall supervise the counting of ballots;
C. A plurality of votes cast by those entitled to vote and present shall constitute an election. In case of a tie, the choice shall be determined by lot.
D. Ballots of an election shall be held at District #1 – ONA headquarters for six (6) months following the election at which time said ballots shall be destroyed.

E. Any challenges to the election, following the annual meeting, must be filed in writing within thirty (30) days and sending said challenges to the President of District #1 – ONA and the agent of District #1 – ONA.

Section 2  Elections of Delegates and Alternatives to ONA House of Delegates

A. Delegates shall be elected by ballot in accordance with ONA bylaws.
B. Delegates and alternates shall be elected for a one-year term
C. All members of District #1 ONA shall be eligible to vote.
D. At least sixty (60) days prior to the date of the ONA annual meeting, notice of nomination for delegates shall be published in the District #1 – ONA newsletter. Such notice shall include the number of delegates and alternates to be elected and the process for such nominations and elections.
E. Candidates who are not elected as delegates shall be elected as alternates in the order of votes cast. A delegate or alternate must receive a minimum of one vote.
F. A list of the names of the elected delegates and alternates will be sent to ONA at least 45 days before the opening of the ONA House of Delegates.

Article VII: Committees

Section 1: Standing Committees:
   A. Nominating
   B. Finance

Section 2: Ad Hoc Committees: Ad hoc committees may be appointed by the Board of Directors.

Section 3: Composition:

A. Standing committees shall consist of at least three members.
B. Standing committees shall report to the Board of Directors.
C. The chairperson of a committee may be appointed by the Board of Directors or elected by the committee (except for the Nominating Committee).

Section 4: Meetings

A. The committee chairperson shall determine the time for committee meetings according to procedures established by the Board of Directors.
B. A majority of the members of any committee shall constitute a quorum.
Section 5: Nominating Committee

A. The Nominating Committee shall consist of three members elected by secret ballot to serve for one year. Members shall be elected by a plurality vote. The person receiving the highest number of votes will be the chairperson. The person receiving the next highest number of votes shall serve as chairperson in the chairperson’s absence.

B. Duties
   1. Develop a slate of candidates for ONA Delegates prior to the delegate’s election.
   2. Develop a slate of candidates for officers and directors prior to the election of officers and directors.

Section 6: Finance Committee

A. The Finance Committee shall consist of three members including the Secretary/Treasurer as chairperson.

B. Prepare an annual budget;

C. Monitor the budget.

Article VIII: House of Delegates Representation

Section 1: Composition and Apportionment

A. All members of District #1 - ONA are eligible to nominate delegates and alternates to the ONA House of Delegates and to be nominated and elected.

B. The number of delegates to which District #1 - ONA shall be entitled at any annual meeting of ONA shall be determined according to ONA policy.

C. Alternates will replace delegates when delegates are unable to attend any session.

Section 2: Responsibilities of Delegates

A. Attend the meeting of District #1 - ONA Delegates prior to the ONA House of Delegates,

B. Attendance at sessions of the ONA House of Delegates; and

C. Attendance at caucuses of District # 1 – ONA delegates that may be scheduled during the ONA House of Delegates.

Article IX: Member Year and Fiscal Year

Section 1: The membership year for members of District #1 - ONA shall be a period of twelve consecutive months from the time of application for, or renewal of, membership status.

Section 2: The fiscal year of District #1 - ONA shall be July 1 - June 30.
Article X: Parliamentary Authority

The rules contained in the latest edition of “Roberts Rules of Order Newly Revised” shall govern meetings of District #1 - ONA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

Article XI: Limitation of Liability of Directors and Officers

To the fullest extent permitted by the Oregon Non-Profit Corporation Act, no director or officer of District #1 - ONA shall be liable to District #1 - ONA or its members for monetary damages for conduct as a director or officer. Any amendment to or repeal of this provision or the Act shall not adversely affect any right or protection of a director or officer of District #1 - ONA for, or with respect to, any acts or omissions of such director or officer occurring prior to such amendment or repeal. No change in the Act shall reduce or eliminate the rights and protection set forth in this section unless the change in the law specifically requires such reduction or elimination.

Article XII: Indemnification of Directors and Officers

District #1 - ONA may indemnify, to the fullest extent permitted by law, any person who is made or threatened to be made a party to, witness in, or otherwise involved in, any action, suit or processing, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of District #1 - ONA) by reason of the fact that the person is or was a director, trustee, officer, employee, or agent of District #1 - ONA or any of its subsidiaries, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of District #1 - ONA as a director, trustee, officer, employee or agent or as a fiduciary of any employee benefit plan of another corporation, partnership, joint venture, trust or other enterprise. Any indemnification provided pursuant to this Article shall not be exclusive of any rights to which the person indemnified may otherwise be entitled under any provision of these amended Articles of Incorporation, Bylaws, agreement, statues, policy of insurance or otherwise.

Article XIII: Amendments

Section 1: These Bylaws may be amended or revised at any annual or special meeting of District #1 - ONA by a two-thirds vote of the membership present and voting, provided the proposed amendments have been appended to the call of the meeting, and provided further that written notice of the substance of any proposed amendments first shall have been sent to the Board of Directors and each member at least 45 days in advance of the annual or special meeting. Members will have 30 days for response to the Board of Directors. All written responses from the members shall be submitted to the Board of Directors at least seven days prior to the amendment(s) being voted upon. Voting by absentee ballot or proxy shall not be allowed.
Section 2: These Bylaws may be amended without previous notice at an annual meeting of District #1 - ONA by a 99% vote of District #1 - ONA members present and voting.

From District #3 Bylaws

**Article IV: Board of Directors and Executive Committee**

**Section 1. Definition**

The Board of Directors, a corporate body composed of elected members serves as the agent for membership.

**Section 2. Composition of the Board of Directors**

The Board of Directors shall consist of at least eight (8) offices, each of whom shall hold membership in District #3.

A. Four (4) Officers or the “Executive Committee”: President, Vice President, Secretary, and Treasurer

B. Four (4) Directors: (Director #1, #2, #3, and #4)

**Section 3. Responsibilities**

The Board of Directors shall:

A. exercise the corporate responsibility and fiduciary duties of District #3 consistent with applicable provisions of law and with other sections of these Bylaws.

B. provide for implementation of action and directives of the membership within prescribed statutory responsibilities.

C. establish policies and provide for the transaction of business and coordination of District #3 activities in the interim between general meetings.

D. provide for the adoption of financial policies, adoption of the budget for District #3 funds, the annual auditing of all books and reporting to the membership.

E. define qualifications for appointive office unless otherwise specified in these Bylaws.

F. establish standing and special committees as necessary to implement its duties.

G. make appointments and fill vacancies as necessary as provided for in these Bylaws.

H. provide for District #3 liaison or representation at meetings of voluntary organizations, public or governmental agencies upon request or as deemed appropriate.

I. assume such other duties as may be provided elsewhere in these Bylaws.

**Section 4. Terms of Office**

A. The President, Secretary, and Director #2 & 4, shall be elected in even years to serve for a two year term or until a successor is elected.
B. The Vice President, Treasurer, and Directors #1 & 3 shall be elected in odd years to serve for a two year term or until a successor is elected.

Section 5. Vacancies

A. In the event of a vacancy occurring in the office of president, Vice President, shall become president.
B. All other vacancies of the Board shall be filled by Board appointment until the next election of that particular office

Section 6. Board Meetings

A. Board of Directors meetings shall be open to all dues paying members.
B. A majority of the Board, including the president shall constitute a quorum at any meeting.

Section 7. Responsibilities of Officers

A. Officers shall assume duties usually performed by such officers and as defined by these Bylaws or by the Board.
B. The president shall be chairperson of the Board and an ex officio member of all committees except the Nominating Committee. The president shall also attend the biennial convention, annual meetings and special meetings of ONA.
C. The Vice President shall assume the duties of the president’s absence. In the event of a vacancy in the office of president, shall serve as president until a successor is elected.
D. The Secretary shall keep minutes of all meetings, shall be accountable for record keeping and reporting of District #3 meetings, and shall preserve all pertinent papers, letters and transactions.
E. The District #3 Treasurer shall be accountable for the fiscal affairs of the District. Since it is the policy and responsibility of ONA State office to deposit and invest District #3 portion of the dues, as well as all other portions of dues, the duties of District #3 Treasurer are as follows:

1. to request appropriate distributions for the district business
2. to keep these records, and reports received from the State ONA Office
3. to present the Treasurer’s Reports to the board and members.

Section 8. Succession of Offices Directors

All directors and officers shall deliver to their successors in office all accounts, record books, papers, or other property belonging to this District within two weeks following their retirement from office.
Article V: Standing Committees

Section 1. Definition

There may be standing committees which shall assume such duties as are specified in these Bylaws and such other related duties as may be assigned. Standing committees shall be accountable to District #3 and submit reports to the Board of Directors.

The standing committee may include:
A. Bylaws
B. Nominating
C. Newsletter
D. Program

Section 2. Composition

A. Standing committees shall consist of no fewer than 3 persons with members serving until their respective successors are selected. The 3 members of the Nominating Committee shall be appointed by the Board of Directors.
B. A majority of the members of any committee shall constitute a quorum.

Section 3. The Committee on Bylaws shall:

A. suggest, receive, and prepare proposed amendments to the Articles of Incorporation, if any, and Bylaws of this Association, report to the Board of Directors, and submit to the membership proposed action thereon.
B. review the Articles of Incorporation, if any, and the Bylaws of ONA/ANA for compliance.
C. submit proposed amendments of District #3 for the purposes of keeping them in harmony with the Bylaws of ONA/ANA.
D. interpret these Bylaws.

Section 4. The Nominating Committee

A. The Nominating committee shall request names of candidates for elective offices of District #3.
B. Nominees selected by the Nominating Committee shall have consented to serve if elected and shall have met established qualifications.
C. Members shall be eligible to serve in only one elective office. When a Director accepts nomination for a different elective position, resignation from a current office will be automatically effective upon election at the close of the meeting at which the election is completed.

Section 5. The Newsletter Committee shall:

A. provide for the development and regular publication of ONA District #3 newsletter.
Section 6. The Program Committee shall:

A. provide for programs for the membership which promotes the purpose of District #3 as described in Article I, Section 2.