OREGON NURSES ASSOCIATION
DISTRICT 4
BYLAWS
Ratified 2008
Ratified October 4, 2015

Article 1: Title, Purpose, and Functions

Section 1. Title

The name of this Association shall be District 4, Oregon Nurses Association, (ONA) and American Nurses Association (ANA). This District shall be comprised of nurses who work or reside in Jackson/ Josephine county or such territory as the Board of Directors of ONA shall designate.

Section 2. Purpose

A. Work for the improvement of health standards and the availability of health care services for all people, and
B. Foster high standards for nursing, and
C. Stimulate and promote the professional development of nurses.

Section 3. Function of District 4 shall be to:

A. Increase visibility of the nursing profession by speaking on legislation, governmental programs, health policies, and health care,
B. Provide for representation of Jackson/ Josephine county nurses in the ONA House of Delegates,
C. Promote relationships among nurses and nursing students within the boundaries of the District,
D. Maintain communications with members of District 4,
E. Establish and promote standards of nursing practice, nursing education, and nursing services,
F. Ensure adherence to the ANA Code of Ethics for Nurses,
G. Encourage the professional development of nurses,
H. Represent nurses and serve as their District 4 spokespersons with allied professional, community, and governmental groups and with the public,
I. Support research in nursing and encourage the utilization of new knowledge as a basis for nursing,
J. Assume an active role as consumer advocate in health,
K. Promote and protect the economic and general welfare of nurses.

Section 4. Relationship to ONA
A. District 4 shall enter into written agreement with ONA for the collection, forwarding, or maintenance of district account and for the verification of the membership base.
B. District 4 shall participate in the ONA House of Delegates.

**Article II: Membership and Dues**

**Section 1.** District 4 shall be composed of

A. Members, each of whom shall hold concurrent membership of District 4, and ONA, ANA
B. Membership shall be unrestricted by consideration of age, color, creed, gender, handicap, lifestyle, nationality, race, or religion,
C. Members who work or reside in Jackson/Josephine county or such territories as the ONA Board of Directors shall designate.

**Section 2. Qualifications**

A. A member in good standing is one

1. Who has been granted a license to practice as a Registered Nurse (RN) in at least one state, territory, possession, or the District of Columbia of the United States and who does not have a license under suspension or revocation in any state, or
2. Who has completed a nursing education program that qualifies the applicant to take the state recognized examination of Registered Nurse licensure as a first time writer, and
3. Whose application for membership has been accepted in accordance with Association policy, and
4. Whose dues are not delinquent, and
5. Whose membership is not under revocation for violation of the ANA Code of Ethics for Nurses or the ONA Bylaws.

B. Renewal of membership shall be contingent upon having been granted RN licensure.

**Section 3. Membership Rights and Responsibilities**

A. Membership Rights

1. Members who have joined District 4 shall have membership rights as follows:
   a. receiving a membership card, and *The American Nurse*, *the Oregon Nurse*, and District 4 communication,
   b. participating in the elections of District 4 and ONA Officers, Board of Directors, Delegates and Cabinets,
   c. serving as District 4, ONA and ANA Delegates or in any District 4, ONA, or ANA elected or appointed positions if so qualified and selected,
d. attending annual meeting, conventions and other unrestricted activities of District 4, ONA, and ANA,
e. receiving regular District 4, ONA, and ANA communications,
f. having representation through District 4 to ONA and ANA.

B. Membership Responsibilities

1. District 4 members shall abide by the ANA Code of Ethics for Nurses, the ANA Bylaws, ONA Bylaws and the District 4 Bylaws.

Section 4. Disciplinary Action and Appeal Procedure

A. Cause for disciplinary action against a member shall be limited to:

1. violation of the ANA, and/or ONA and/or District 4 Bylaws,
2. violation of the ANA Code of Ethics for Nurses as established by ANA,
3. other actions which are detrimental to the purposes, goals, and functions of District 4, ONA, or ANA. Statutory supervisors as defined by the applicable law(s) are exempt from disciplinary action by ONA for crossing an ONA picket line, or other picket line to work during a strike or other concerted activity at his/her place of employment.

B. Disciplinary proceedings and appeal procedures shall be in accordance with the policies and procedures established by ONA which shall have final disciplinary authority over members.

C. Depending on the severity of the disciplinary violation, a member may be:

1. reprimanded
2. censored
3. fined
4. suspended from membership, or
5. permanently expelled from membership.

D. For reinstatement, a member may be required to pay all back dues plus a reinstatement fee equivalent of three months dues.

E. Any disciplinary action taken by any other District state nurses association against one of its members, or against a member of this organization, shall be given full recognition and enforcement provided that such action was taken in accordance with that Constituent Member Association (CMA) bylaws and disciplinary procedures.

Section 5 Dues

A. The District 4 portion of membership dues shall be established by the District 4 membership as provided for in the Bylaws. Any change in the way these are
established shall be effected through amendment as provided in Article X.

B. The annual dues for a member of District 4 for the membership year of 12 consecutive months shall be calculated to include:

1. the present rate of dues paid by the district to ONA, and to ANA and the UAN where applicable, as set by their bylaws.
2. the present rate of District 4 dues as established by membership until changed as provided in Article X.

C. Any changes in the rate of dues paid by District 4 to ONA, ANA, and UAN where applicable shall be automatically incorporated into the annual dues.

D. All member dues will be retained in an insured banking institute.

Section 6. Change of Dues Category

No moneys shall be refunded or additional moneys collected when a change of dues category is made within a membership year (12 consecutive months).

Article 111: Meetings

Section 1. District Meeting of Membership

The meetings of District 4 ONA membership shall be at least 3 times annually, at a time and place designated by the Officers/Board of Directors. A majority of the Board of Directors, including the president or the vice president, shall constitute a quorum at any meeting.

Section 2. Special Meetings

Special meetings may be called by the members of the Board of Directors upon written request of five District 4 members.

Section 3. Attendance

The meetings of District 4 are open to all members, nursing students and their invited guests.

Section 4. Notification

Notification of time, place, and program of the meetings shall be made available to dues paying members.

Section 5. Annual Meeting
The annual meeting of District 4 shall be held prior to the ONA convention at a time and place decided upon by the Board of Directors at which the annual report will be presented.

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

The Board shall consist of at least 3 officers, each of whom shall hold membership in District 4. The offices of secretary and treasurer may be combined.

Section 3. Responsibilities

The Board shall

A. exercise the corporate responsibility and fiduciary duties of District 4 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 for District 4 activities in the interim between general meetings,
D. provide for the adoption of financial policies, adoption of the budget for District 4 funds, the annual auditing of all books and reporting to the memberships,
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 4 liaison or representation at meetings of voluntary organizations, public or governmental agencies upon request or as deemed appropriate,
I. assume such duties as may be provided elsewhere in these Bylaws.

Section 4. Terms of Office

A. The president and secretary shall be elected in even years to serve for a two year term or until a successor is elected.
B. The vice president and treasurer shall be elected in odd years to serve for a two year term or until a successor is elected.

C. The offices of secretary and treasurer may be combined and serve a two year term or until a successor is elected.

D. Terms of office shall begin the first day of July.

Section 5. Vacancies

A. In the event of a vacancy occurring in the office of president, the vice president shall become president.
B. All other vacancies on the Board shall be filled by Board appointment.

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/Directors

A. Officers shall assume duties usually performed by such officers and as defined by these Bylaws of by the Board.
B. The president shall be the chairperson of the Board and an ex officio member of all committees except the Nominating Committee. The president or designee shall attend the convention, annual meetings and special meetings of ONA.
C. An officer 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. An officer shall keep minutes of all meetings, shall be accountable for record keeping and reporting of District 4 meetings, shall preserve all pertinent papers, letters and transactions.
E. An officer shall be accountable for the fiscal affairs of District 4, shall receive dues and funds, deposit such funds in a bank and pay bills approved by the Board, shall submit all books and accounts for audit as specified by the Board. Bank statements and copies of check register, minutes documenting approved expenditures shall be submitted to ONA on a semi annual basis.

Section 8. Succession of Officers/Directors

All Officers shall deliver to their successors in office all accounts, record books, papers, or other property belonging to the District within two weeks following their retirement from office.

Article V: Standing Committees (Optional)
Section 1. Definition

There may be standing committees which shall assume such duties as are specified in these Bylaws and such related duties as may be assigned. Standing committees shall be accountable to District 4 and submit reports to the Board of Directors.

The standing committees may include:
   a. Bylaws
   b. Nominating
   c. Newsletter
   d. Program

Section 2. Composition

   A. Standing committees shall consist of no fewer that two persons with members serving until their respective successors are selected. The two 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. 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 therein,
   B. Review the Articles of Incorporation, if any, and the Bylaws of ONA/ANA for compliance,
   C. Submit proposed amendments of District 4 for the purpose of keeping them in harmony with the Bylaws of ONA/ANA,
   D. Interpret these Bylaws.

Section 4. Nominating Committee

   A. The Nominating Committee shall request names of candidates for elective offices of District 4.
   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 nominations 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 6. Newsletter Committee shall:
A. Provide for the development and regular publication of ONA District 4 Newsletter.

Section 7. Program Committee shall:

A. Provide for program for the membership which promotes the purpose of District 4 as described in Article 1, Section 2.

Article VI: Nominations and Elections

Section 1. Nomination of Officers/Board of Directors

A. Names of candidates for elective office of District 4 will be requested from all dues paying members.
B. Nominees have consented to service 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 2. Nomination of Delegates to the ONA House of Delegates

A. Eligibility of members: All members of District 4 are eligible to nominate delegates and alternates to the ONA House of Delegates and to be nominated and elected as such delegate or alternate. “Members” means individuals holding a current membership in District 4. Nominees shall submit “consent to serve” in writing. Members of District 4 may self nominate.
B. Results of Election:
The number of delegates allowed District 4 by ONA Bylaws shall be elected by plurality vote. An equal number of candidates receiving the next highest number of votes shall be elected as alternates.
C. Term of Office:
The selection and term of delegates is to be in accordance with the ONA Bylaws Article IV. Section 3. Subsections C and D. Responsibilities of delegates include attending pre convention planning meeting, being present and seated during HOD sessions, be informed of contents of delegate packet, and taking an active role.
D. Responsibilities of delegates include:
Attending the pre-convention meeting, being present and seated during House of Delegates sessions, forums, be informed of contents of delegate packet, and attend at least two(2) District 4 meetings during the year subsequent to the convention.

Section 3. Elections
A. Elections shall be by mail ballot. The tellers shall verify eligibility of all voters.
B. All District 4 members shall be eligible to vote except where provided otherwise by these Bylaws.
C. The Board shall appoint tellers to conduct the election and provide safeguards for the conduct of the elections. Voting shall be by secret ballot. There shall be no proxy voting.
D. Ballots shall be mailed to all members in good standing at least 60 days prior to the convention date. Members joining after the 60 day limit may request a ballot in writing.
E. District 4 members in good standing may cast one ballot in each election held by the District.
F. A plurality vote shall constitute an election. In case of a tie, the decision shall be made by lot.
G. Election of District officers not conducted at same time as delegate elections may be by secret ballot following notice to all members in good standing of such time and place.
H. The term of District officers shall begin the first day of July.
I. District 4 will notify ONA in writing or electronic mail the list of newly elected officers, delegates/alternates and attach a copy of the delegate ballot for verification.
J. District 4 may request the ONA office to conduct elections of delegates and be responsible for that cost.

Article VII: Limitation of Liability of Officers/Directors

To the fullest extent permitted by the Oregon Nonprofit Corporation Act, no officer or Director of District 4 shall be liable to District 4 or its member for monetary damages for conduct as an officer or Director. Any amendment to or repeal of this provision or to the Act shall not adversely affect any right or protection of an officer or Director of District 4 for, or with respect to, any acts or omissions of such officer or Director occurring prior to such amendment or appeal. 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 VIII Indemnification of Officers/Directors

District 4 may indemnify, to the fullest extent permitted by law, any person who is made or threatened to be made party to, witness in, or otherwise involved in, any action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of District 4) by reason of the fact that the person is or was a director, trustee, officer, employee or agent of District 4 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 Bylaws, agreement, statute, policy of insurance or otherwise.

**Article IX: Amendments**

**Section 1.**
A. The Bylaws may be amended or revised at any meeting of District 4 by two-thirds vote of the membership present and voting, provided the proposed amendments have been appended to the call of the meeting. All Proposed amendments shall be in the possession of the officers of District 4 at least two months before the date of the meeting.

B. These Bylaws may be amended without previous notice at any regular meeting by 99% of the membership present and voting.

**Article X: Parliamentary Authority**

The rules contained in *Robert’s Rules of Order Newly Revised* shall govern meetings of District 4 in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.