

# SAMPLE MODEL CHAPTER BYLAWS

## FOR REVIEWER USE

### ARTICLE I – NAME

The name of this corporation shall be the \_\_\_\_\_,

\_\_\_\_\_, \_\_\_\_\_ chapter hereinafter known as a  
(City/County) (State)

Chapter of the National Black Nurses Association, Inc. (NBNA).

### ARTICLE II – OBJECTIVES

The objectives of \_\_\_\_\_ CHAPTER (hereinafter known as the chapter) shall be to:

1. Define and determine nursing care for Black consumers for optimum quality of care by acting as their advocates.
2. Act as change agent in restructuring existing institutions and/or helping to establish institutions to suit our needs.
3. Serve as the local nursing body to influence legislation and policies that affect Black people and work cooperatively and collaboratively with other health workers and organizations to this end.
4. Conduct, analyze and publish research to increase the body of knowledge about health needs of Blacks; and
5. Compile and maintain a national directory of Black nurses to assist with the dissemination of information regarding Black nurses and nursing on national and local levels by the use of all media.
6. Set standards and guidelines for quality education of Black nurses on all levels by providing consultation to nursing faculties and monitoring for proper utilization and placement of Black nurses.
7. Recruit, counsel and assist Black persons interested in nursing to ensure a constant progression of Blacks into the field.
8. Be the vehicle for unification of Black nurses of various age groups, educational levels, and geographic locations to ensure continuity and flow of our common heritage.
9. Collaborate with other Black groups to compile archives relevant to historical, current and future activities of Black nurses.
10. Provide the impetus and means for Black nurses to write and publish on an individual or collaborative basis.

## ARTICLE III – MEMBERS

### Section 1. Qualification

The membership shall consist of those nurses and student nurses who express commitment to the philosophy of the chapter and **NBNA**.

### Section 2. Classification

- A. There shall be three classes of membership:
- (1) Licensed members are registered nurses and licensed practical and/or licensed vocational nurses.
  - (2) Student members are those who have matriculated into a nursing program and are not yet licensed.
  - (3) National lifetime members are those persons who are direct members or individuals who are affiliated with a chapter and who have paid a one-time lifetime membership fee. Lifetime members of a chapter must pay annual chapter dues.
  - (4) Associate Members of **NBNA** shall be individuals that are not licensed Registered Nurses (RN), licensed Practical/Vocational Nurses, or a nursing student. Associate members support the mission and vision of **NBNA** and are actively engaged in the work of local chapters and/or the National organization (**NBNA**).
  - (5) Honorary Members are not Registered Nurses, licensed Practical/Vocational Nurses or nursing students. This honorary status is conferred upon outstanding and exceptional individuals that meets the qualification.
- B. Persons who meet the qualifications become active members of the chapter after the membership application has been reviewed and approved by the chapter Membership Committee and membership dues have been submitted to **NBNA** headquarters.
- 1) Chapter members are individuals who are affiliated with a chapter.

### Section 3. Good Standing

A member in good standing is one whose current dues are paid, (national and if applicable local dues), and who complies with the provisions of the National Bylaws. Members in good standing have full voting rights and privileges.

#### **Section 4. Inactive, Reinstatement**

- A. Privileges of membership shall expire on December 31<sup>st</sup> and the member shall become inactive on March 31<sup>st</sup>.
- B. Members whose dues are not current after March 31<sup>st</sup> are not eligible to vote in the current election year.
- C. A member who becomes inactive for nonpayment of dues may be reinstated to active status if, their application is accompanied by the current year's dues plus a late fee as determined by the local Board of Directors, if applicable.
- D. Inactive members shall lose voting rights and all other privileges of membership.

#### **Section 5. Disciplinary Action**

Any member whose conduct has been proven injurious to **NBNA** or its purposes shall be subject to disciplinary action, including censure, suspension or expulsion. Procedures to be followed are specified in the parliamentary authority. The chapter and/or NBNA will initiate action.

### **ARTICLE IV – DUES, FEES, FINANCES AND FISCAL YEAR**

#### **Section 1. Dues**

- A. Annual dues, for licensed and student members, shall be determined by vote of the membership after recommendation of the Finance Committee. Upon proof of retirement dues for retired nurses shall be reduced by fifty (50) percent.
- B. Dues are payable January 1<sup>st</sup> of each year and are delinquent after March 31<sup>st</sup> of each year. Members whose dues are not current by March 31<sup>st</sup> are not eligible to vote in the current election year.

#### **Section 2. Fees**

- A. The chapter shall be assessed an annual fee that is determined by the Board of Directors of the **NBNA**.
- B. The chapter shall be assessed an initial charter fee, the amount to be determined by the Board of Directors of the **NBNA**. **For use by new chapters only.**
- C. The reinstatement fee for an inactive member shall be an amount to be determined by the Board of Directors of the \_\_\_\_\_ Chapter.

### **Section 3. Finances**

- A. A proposed budget shall be submitted by the Finance Committee of the chapter and submitted to the Executive Board for consideration and then presented to the chapter membership.
- B. The financial records of the chapter shall be audited by an accountant at the end of each fiscal year. The report of the audit shall be presented to the membership body for adoption and a copy of the report forwarded to the **NBNA National Office**, annually.
- C. Internal Revenue, 501(c)3 status requirements will be met annually by chapter by submission of reports to the NBNA National Office.

### **Section 4. Fiscal Year**

The fiscal year shall be January 1st. through December 31st.

## **ARTICLE V – CHAPTER RESPONSIBILITY**

### **Section 1. Chapter Bylaws**

- A. The chapter shall have bylaws to govern the conduct of its business that are consistent with **NBNA** bylaws.
- B. The chapter bylaws shall be submitted to the **NBNA** Bylaws Committee for review every five (5) years from the date of chartering and whenever any major revisions or amendments have been adopted.

### **Section 2. Chapter Elections**

- A. The chapter will elect officers annually (once a year) or biennially (every two years).
- B. Candidates for chapter offices shall be members in good standing with the chapter and **NBNA**.
- C. The chapter shall elect a president, a vice-president, a secretary, a treasurer, and such other officers as may be deemed necessary.
- D. Officers shall be installed and assume office at the next business meeting for the chapter.
- E. The chapter shall report to **NBNA** headquarters, within one (1) month after the election; the name, address, and position of each officer elected.

**Section 3. Chapter Responsibility to NBNA**

- A. Keep and send to the **NBNA** Headquarters an up-to-date membership roster of members.
- B. Give evidence of local programs consistent with the goals and purpose of **NBNA** through an annual report to Headquarters.
- C. The chapter shall meet all requirements as specified in **NBNA** bylaws and the standing rules of the organization to remain in good standing.

**Section 4. Chapter Voting Rights**

- A. The chapter shall have voting rights for the election of National officers as specified in **ARTICLE VII, Section 2.C**.
- B. The chapter shall elect delegates to cast per capita votes at the national business meetings.

**Section 5. NBNA Logo**

- A. The chapter may use the logo of **NBNA** upon authorization by the **NBNA Board of Directors** for a specific identified purpose.

**ARTICLE VI – OFFICERS**

**Section 1. Officers**

- A. The elected officers of the chapter shall be a President, Vice-President, a Secretary, Treasurer, and \_\_\_\_\_

- (Optional)*
- B. The Parliamentarian and a Historian shall be appointed by the President and called upon to perform duties as prescribed.

**Section 2. Qualifications**

- A. A candidate for elective office shall be a member in good standing at least one (1) year prior to the election.
- B. To be eligible for office a member must be present at the meeting where the election is to take place or give written notification of sufficient cause for absence to the chapter.

### **Section 3. Term of Office**

- A. Officer(s), elected by the membership shall serve for a term of two years, unless otherwise specified, or until a successor has been named.
- B. No elected officer shall serve more than two (2) consecutive terms in the same office.

### **Section 4. Vacancies**

- A. When a vacancy occurs in the office of the President, the First Vice- President shall become President.
- B. When vacancies occur in other offices, the President with the approval of the chapter Board of Directors shall fill them.
- C. Any officer who is unable to carry out the duties of the office or to fulfill the purpose of the chapter will be requested to resign, otherwise will be removed from the office by an unanimous vote of the Executive Board of the chapter. The person in question will not be allowed to vote.

### **Section 5. Duties of Officers**

- A. The President shall:
  - (1) Be the chief executive officer and the official representative of the chapter.
  - (2) Give administrative guidance and direction to the structure and programming of the chapter.
  - (3) Serve as chairman of the Executive Board and preside over all official meetings of the chapter.
  - (4) Recommend to the Executive Board the removal of any elected or appointed official as specified in **ARTICLE VI, Section 4.C**.
  - (5) Perform duties as set down in the By-laws and other duties that pertain to the office.
- B. The Vice-President shall:
  - (1) Preside at meetings in the absence of the President or at the request of the President.
  - (2) Succeed to the office of President for the unexpired term, in the event of a vacancy in that office.

- (Optional) C. The Second Vice-President shall:
- (1) Preside at meetings in the absence of the President and First Vice-President, or at the request of the President.
  - (2) Perform all duties pertaining to the office.
- D. The Secretary shall:
- (1) Record the proceedings of all meetings of the chapter and Executive Board.
  - (2) The secretary shall: prepare for distribution of the minutes within sixty (60) days of any meeting.
  - (3) Perform all duties incident to the office and as deemed necessary by the Executive Board.
- E. The Treasurer shall:
- (1) Receive and deposit all funds of the chapter in its name.
  - (2) Make disbursements and keep written accounts of all transactions in accordance with the financial policies established by the Board of Directors.
  - (3) Make a financial report at Executive Board meetings.
  - (4) Submit an annual report to the membership.
  - (5) Send dues notices to delinquent members who fail to pay dues and/or fees by the deadline date.
  - (6) Serve as a member of the Finance Committee.
  - (7) Perform other duties pertaining to the office and as requested by the Board of Directors.

**IF YOU HAVE OTHER OFFICERS INCLUDE THEIR TITLE AND LIST OF DUTIES.**

## **ARTICLE VII – NOMINATION AND ELECTION**

### **Section 1. Nomination**

- A. The Nominating Committee shall consist of five (5) members elected by Ballot. Term of Office shall be one (1) year. Committee members may serve no more than two (2) consecutive terms.

- B. The committee shall prepare a slate of at least one (1) candidate for each of the officers and elected committee persons as follows:
- C. The slate of officers shall be:
  - (1) Publicized to the membership with candidate qualifications.
  - (2) Read at the meeting, where additional nominations may be made from the floor. No name shall be placed in nomination without the consent of the nominee.

**Section 2. Election**

- A. Election of officers shall be by ballot and a majority vote shall elect.
- B. All members in good standing, attending the meeting may vote.
- C. Tellers shall be appointed by the President from the official membership list.

**ARTICLE VIII – MEETINGS**

**Section 1. Business Meeting**

- A. Business of the chapter shall be conducted monthly.
- B. The specific meeting time and meeting place(s) shall be determined by the members of the chapter annually.
- C. ROBERTS RULES OF ORDER, newly revised Current Edition shall be used as a guide for all meetings.
- D. The quorum needed to conduct business shall be \_\_\_\_\_.  
(please select a number that is at least between 20-30%)

**ARTICLE IX – BOARD OF DIRECTORS**

**Section 1. Board of Directors**

**Composition**

- A. The members shall be the President, the Vice-President/s, the Secretary, the Treasurer, all other elected officer, immediate past president, and committee chairpersons.



**Section 2. Duties**

A. **Meetings** - Regular Board of Directors meetings shall be determined by the Board of Directors and they shall meet at least quarterly.

**Section 3. Quorum:**

The quorum for the Board of Directors shall be a majority of its members.

**Section 4. Vote by Mail or Electronic means:**

A vote by mail or electronic means is authorized when necessary. A report of the action taken by mail or electronic means shall be ratified and made a part of the minutes at the next meeting of the board.

**ARTICLE X – EXECUTIVE BOARD (*OPTIONAL*)**

**Section 1. Composition:**

The Executive Board shall consist of all elected officers.

**Section 2. Duties:**

- A. Be responsible for the transaction of necessary business between meetings of the board of directors and shall make a complete report of its actions to the board of directors and chapter.
- B. Approve committee chairperson appointments made by the President.
- C. Make recommendations of policy to the President and the chapter.
- D. Perform other duties as prescribed in the Bylaws or as assigned by the President.

**Section 3. Meetings** - The Executive Board shall meet at least quarterly. The President may call special meetings.

**Section 4. Quorum** - The quorum of the executive board shall be a majority of its members.

**Section 5. Vote by mail or electronic means:**

A vote by mail or electronic means is authorized when necessary. A report of the action taken by mail or electronic means shall be ratified and made a part of the minutes at the next meeting of the board.

## ARTICLE XI – COMMITTEES

### Section 1. Composition

- A. There shall be the following standing committees: Nominating, Finance, Membership, Bylaws, Program, Health Policy, Scholarship & Awards, and Publicity & Public Relations.
- B. All committee members shall be individuals in good standing, appointed by the newly elected President, unless otherwise provided in these bylaws. The President shall be an ex-officio member of all committees, except the Nominating Committee.
- C. Committees shall assume such duties as are specified in these Bylaws and other such duties as may be assigned by the Board of Directors or by the appropriate group to which they are directly responsible.

### Section 2. Duties of Standing Committee

- A. Nominating Committee - The members, elected as specified in **ARTICLE VII, Section 1.A.** The person receiving the highest number of votes shall be the chairman. The committee shall:
  - (1) Notify the membership committee of all elective positions to be filled.
  - (2) Screen candidates and prepare a slate of officers and elected committee persons as specified in **ARTICLE VII, Section 1.B. and 1.C.**
- B. Finance Committee - The Committee shall consist of members including the Treasurer. The President shall act as a consultant. The committee shall:
  - (1) Consider and recommend means for securing adequate income.
  - (2) Recommend an annual budget to the Executive Board.
  - (3) Advise the Executive Board and the chapter concerning investments and other financial business.
  - (4) Have all financial records examined at the end of the fiscal year by an accountant.
- C. Membership Committee - The Committee shall:
  - (1) Receive, review, and approve all applications for new members.
  - (2) Devise ways and means for increasing the membership of the chapter.

- D. Bylaws Committee - The Committee shall consist of at least five (5) members and shall:
- (1) Periodically review the Bylaws and notify the members of the proposed amendments at least thirty (30) days before the meeting.
  - (2) Prepare the amendments for presentation to the membership.
  - (3) Review chapter by-laws every five (5) years and make recommendations for changes as necessary.
- E. Program Committee - The committee shall:
- (1) Make recommendations to the Executive Board for activities affecting Black local nurses and health care of the Black community.
  - (2) Work closely with members/groups and educational institutions to increase and retain the number of Blacks and other minorities completing nursing programs.
  - (3) Assist Black and other minority students in the development of strategies to achieve successful completion of nursing programs.
- F. Health Policy Committee - The Committee shall:
- (1) Initiate, and support desirable health and nursing legislation in the interest of the Black community.
  - (2) Work collaboratively with health care providers and/or organizations in disseminating information regarding national and/or regional legislative issues.
- G. Scholarship & Awards Committee - The committee shall:
- (1) Establish and disseminate criteria for submitting candidates recommended for **NBNA** and the chapter scholarship award and recognition.
  - (2) Screen and prepare all necessary information regarding recommended candidates for **NBNA** and chapter approval.
  - (3) Announce selected scholarship and award recipients at the annual meeting.
- H. Publicity and Public Relations Committee - The Committee shall:
- (1) Secure publicity for the chapter and all committee activities through all mass communications systems.
  - (2) Be responsible for a Speakers Bureau.

### **Section 3. Special Committees**

Special Committees - as deemed necessary shall be appointed by the President. After submitting the final report to the group that authorized it, the committee will be dissolved.

### **Section 4. Quorum**

The quorum for all committee meetings shall be a quorum of its members.

## **ARTICLE XII – CHAPTER HEADQUARTERS**

### **Section 1. Headquarters**

- A. All papers and official documents of the chapter shall be preserved by the current President, Secretary and Treasurer.

## **ARTICLE XIII – PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of ROBERTS RULE OF ORDER NEWLY REVISED shall govern the proceedings of the chapter in all cases not provided for in these Bylaws or in the standing rules.

## **ARTICLE XIV – AMENDMENTS**

These Bylaws may be amended at any regular business meeting by a two-thirds ( 2/3) vote of the members assembled at the meeting provided the notice of proposed amendments have been submitted by the Bylaws Committee, and are published to the members at least thirty (30) before the convening of the meeting.

## **ARTICLE XV – DISSOLUTION CLAUSE**

This chapter may be dissolved by a two-thirds vote of the membership, such vote to be cast at a special meeting called for that purpose. All funds remaining on deposit shall be returned to the national office to be used for the Benefit of the NBNA membership at the discretion of the NBNA Board of Directors.

**Adopted (date)**

***(need signatures from the following)***

**President**

**Secretary**

**Bylaws Chair**