

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

ARTICLE I – NAME

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

ARTICLE II – OBJECTIVES

The objectives of AONE shall be to advance the development of effective nursing leadership in Healthcare institutions by:

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

The AONE is organized exclusively for charitable, scientific and educational purposes as a not-for-profit association. It shall be conducted so that no part of its income or earnings will inure to the benefit of any member, director, officer or other individual. Upon dissolution, the assets shall be distributed to an Organization enjoying an exempt status under S 501 (C) (3) of the Internal Revenue Code or successor statutory authority.

ARTICLE III – MEMBERSHIP

Section 1.1 Full Members

AONE full members shall consist of those persons who meet the following requirements:

Persons who are registered nurses (RNS) currently in management positions in healthcare institutions/systems and are also: (1) the nurse executive(s) holding the highest level management position(s) in nursing in a healthcare institution/system; or (2) holding line management positions with 24-hour accountability and operational responsibility, including patient care management, human resources management, and fiscal and material resource management in nursing in a healthcare institution/system. (3) Hold a full time dean, associate, or director position in nursing schools within the state.

Section 1.2 Associates

Persons who meet the requirements set forth below shall be affiliated with the AONE, may attend AONE business and educational meetings, but will not be considered Individual Members, not permitted to vote in the meetings of, hold office in or vote for Directors or Officers of the AONE except as otherwise set forth by these Bylaws:

Associates, persons eligible shall be limited to RNs (1) who are Individual Members of the AONE who retire from active employment; or (2) who hold the highest level management position employed by a state board of nursing.

Section 1.3 Students

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

Section 2. Voting

Each member institution of AONE shall be entitled to one vote in the election of officers and members of the Board of Directors and for any other matters presented to the membership for vote. This voting right shall be reserved for the nursing service administrator/director or his/her designee.

Section 3. Termination

Membership may be terminated by the Board of Directors for failure to pay dues, for noncompliance with the pertinent provisions of the Bylaws and Association regulations, and for violation of these Bylaws and any rules and regulations promulgated pursuant thereto.

Any person who, because of a change of position, is no longer eligible for membership in AONE shall not be granted a renewal of membership.

ARTICLE IV – MEETINGS

Section 1. Annual Meetings

There shall be an annual meeting for the transaction of affairs of AONE. The time and place of the annual meeting shall be designated by the Board of Directors. The secretary of AONE shall send a notice of the annual meeting to members of AONE at least 30 days prior to the meeting.

Section 2. Meetings of the Board of Directors

The Board of Directors of AONE shall meet not less than once a year, upon receipt of formal notice from the secretary.

Section 3. Special Meetings

Additional meetings of AONE may be called at the discretion of the president or secretary of AONE, after approval of the Board of Directors.

Section 4. Quorum

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

Section 5. Rules of Procedure

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

ARTICLE V – OFFICERS AND DIRECTORS

Section 1. Eligibility

Each elected officer or director of AONE shall be a full member of the Arkansas Organization for Nurse Executives

Section 2. Officers

The officers of AONE shall be a president and a president-elect and elected by the voting membership of AONE

Section 3. Secretary-Treasurer

A secretary-treasurer shall be appointed by the president of AONE.

Section 4. Board of Directors

There shall be a Board of Directors consisting of the president, president-elect, immediate past-president, and four members at large

Section 5. Election of Officers and Directors

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

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

Section 6. Term of Officers and Directors

- A. Officers. The president shall serve for a term of two years and shall take office at the close of the annual meeting immediately following a term of one year as president-elect. The position of past-president will be for a one-year term.

- B. Directors. Directors shall serve for a term of two years and shall take office at the close of the annual meeting immediately following their election. No member shall serve more than two consecutive terms on the Board of Directors.
- C. Voting. Each elected member of the Board of Directors shall have the power to vote.
- D. Attendance. An elected officer/director who misses two consecutive meetings of the AONE Board of Directors during an Association year shall be replaced according to Article III, Section 8 of the Bylaws.

Section 7. Duties of Officers and Directors

- A. President. The president shall be the chief executive officer of AONE. The president shall preside at all meetings of AONE and shall serve as chairman of the Board of Directors. It shall be the president's duty to supervise the activities of AONE; to appoint the chairman and members of standing and special committees as authorized by the Board of Directors; to present a report at the annual meeting, a copy of which shall be kept in the permanent files of the Organization; and to perform such other duties as authorized by the Board of Directors.
- B. President-elect. The president-elect shall, in the absence of or incapacity of the president, perform all duties and assume all responsibilities of the president.
- C. Secretary-Treasurer. The secretary-treasurer shall serve as an ex-officio member of the Board of Directors providing guidance in implementation of approved policies and in relationships with the AONE and other allied associations. The secretary-treasurer shall prepare the minutes of all meetings of AONE, and shall perform such other duties as may be necessary to coordinate and advance AONE's objective.
- D. Board of Directors. The Board of Directors shall have authority to make policy decisions for AONE; to carry on the business of AONE; to establish rules and procedures for the Board of Directors and AONE; to approve or disapprove reports, resolutions, or actions of officers and committees; and to approve an annual budget.

Section 8. Vacancies

If the president is unable to fulfill the term of office of the president, the president-elect shall act as president until the next annual meeting at which time the president-elect will assume the presidency. If the president-elect is unable to fulfill the term of office of the president-elect, the Board of Directors shall appoint a president-elect from the Board to serve for the remaining portion of the unexpired term and to take office as president at the next annual meeting.

If a director is unable to fulfill tenure of office, the Board of Directors shall appoint a director from the membership to serve for the remaining portion of the unexpired term.

ARTICLE VI - COMMITTEES

Section 1. Committees and Nominations

- A. Composition. The Board of Directors shall annually at its first meeting appoint a committee on nominations consisting of five members, one of whom shall be designated as chairman of the committee. Each member appointed to the committee on nominations shall be notified in writing by the secretary within 14 days after appointment. Members of the committee shall not be barred from becoming nominees of office.
- B. Duties. The nominating committee shall prepare a proposed slate of officers for the annual meeting. The proposed slate will list two candidates for each position open. When preparing the slate, the nominating committee will solicit nominations from each of the seven districts.

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

Section 2. Standing Committee

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

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

There shall be four standing committees as follows:

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

Present official districts are:

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

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

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

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

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

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

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

Section 3. Special Committee

Special committees may be appointed by the president for special projects as authorized by the Board of Directors. The term of office for members shall be one year or until the next annual meeting. AT that time, the committee shall be automatically discharged unless otherwise specified by the Board of Directors. Special committees shall submit interim written reports of their activities to the president, if requested, and upon completion of the project, shall present a final written report with conclusions and recommendations.

ARTICLE VII – AFFILIATIONS

The Organization may enter into agreements of affiliation with the American Organizations of Nurse Executives under provisions determined and prescribed by the Board of Directors.

ARTICLE VIII – DUES

Section 1. Rate of Dues

Annual dues of the full and associate members of AONE shall be Fifteen (\$15) dollars more than the personal membership dues to the Arkansas Hospital Association. All funds paid to AONE shall become property of the Association.

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

Operating funds for AONE shall be allocated by AONE upon presentation of an annual budget.

ARTICLE IX – FISCAL YEAR

AONE's fiscal year will be from January 1 through December 31.

ARTICLE X – AMENDMENTS

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

Amendments may be proposed by the Board of Directors or by 25 AONE members in good standing. Proposed amendments shall be filed with the president at least 30 days prior to the meeting at which the amendment is to be considered.

Amendments to the bylaws must be approved by the Board of Directors of AONE

Revised October, 1987

Revised October, 1989

Revised August, 1993

Revised August, 1996

Revised March, 2001

Revised October, 2006

Revised May, 2008