The Philippine Nurses Association of New Jersey, Inc. Bylaws

Original By-laws
Revision # 1
Revision # 2
Revision # 3
Revision # 4
Revision # 5
Revision # 6
Revision # 7
Revision # 8
Revision # 9
Revision # 10
Revision # 11
Revision # 12
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Revision # 14
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April 2007
April 2011
November, 2017
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PHILIPPINE NURSES ASSOCIATION OF NEW JERSEY

ARTICLE I

NAME
The name of the Association shall be the Philippine Nurses Association of New Jersey, Inc. The official abbreviations shall be PNANJ.

ARTICLE II

PURPOSE AND OBJECTIVES
The purpose for which the Association is formed shall be to lead, promote and advocate for the educational professional and leadership advancement of Filipino nurses in the state of New Jersey.

1. Promote unity among Filipino-American nurses in the State of New Jersey.

2. Implement clinical practice, education, research, and leadership programs that are relevant to the professional growth of its members and healthcare needs of the community.

3. Provide and coordinate educational programs designed to assist members in the acquisition and expansion of knowledge, professional excellence, and nursing practice.

4. Promote advancement of professional nursing through scholarship and research awards.

5. Facilitate professional and cultural adjustments of Filipino-American Nurses in the US through collaboration with agencies and organizations both in the US and the Philippines.

6. Organize and actively participate in community health programs relating to prevention of diseases, and promotion and maintenance of health.

ARTICLE III

MEMBERSHIP AND DUES

Section 1. Membership

A. Membership in the Association is a privilege and is contingent on compliance with the requirements as specified in this Bylaws.
B. Membership Categories

1. Active Member: Any professional nurse of Philippine ethnic origin who has been granted a license to practice as a registered nurse in the United States. Such member is eligible to vote in elections, serve on committees, hold elected or appointed office and, upon due appointment by the Executive Board, to serve as a delegate to any annual or special meeting.

2. Associate Member: Any professional nurse of Philippine ethnic origin who has been granted license to practice as registered nurse in the Philippines or any country outside of the United States. Such member shall have all the privileges of members in the Association except to vote in elections, serve on committees or hold any elected or appointed office nor shall such member serve as delegate to the annual meeting or other special meeting.

3. International Associate Member: Any professional nurse of non-Philippine ethnic origin who has been granted a license to practice as registered nurse in the country of origin and/or any state in the United States. Such member shall have all the privileges of members in the Association except to vote in elections, serve on committees or hold any elected or appointed office nor shall such member serve as delegate to the annual meeting or other special meeting.

4. Honorary Member: A person to whom honorary membership is conferred by two-thirds (2/3) vote of the Executive Board for distinguished service rendered or valuable assistance to the nursing profession and compatible with the purpose and objectives of the Association. Such member may serve as resource person in matters of relevance to his or her field of expertise but shall have no right to vote nor shall such member be qualified to serve as a delegate to the annual or other special meeting.

5. Membership status and eligibility shall be determined from a verification of the information on the application form and shall be duly noted in the membership card and roster.

Section 2. Membership Dues

A. Annual membership dues in the Association shall be determined by the Executive Board and subject to ratification by a majority vote during the general membership meeting at the Annual Convention.

B. Honorary members shall not be assessed any membership dues.
Section 3. Delinquency and Reimbursement

A. Any member whose dues are not received on or before the end of the month of expiration of membership shall be removed from the membership roster and all privileges withdrawn.

B. Reinstatement to full membership is effected by filing a new membership application and payment of current dues.

Section 4. Ethical Standard/ Disqualification of member

A. Any member may be removed from the membership roster by reason of: (1) violation of the Association Rules of Conduct, and (2) any acts and/or omission detrimental to the purpose and objectives of the Association.

B. The Executive Board, by majority vote, may censure, suspend or expel a member for cause provided after a due process hearing.

C. Any member suspended or expelled may be reinstated by a majority vote of the Executive Board after submitting a new membership application and paying current dues.

ARTICLE IV

OFFICERS AND DUTIES

Section 1. Officers

A. The elected officers of the Association shall be: President, President - Elect, (3) Regional Vice – Presidents representing North, Central and South, Secretary, Treasurer, Public Relations Officer, and six (6) Board of Directors.

B. The appointed officers of the Association shall be Assistant Secretary, Assistant Treasurer and Executive Director.

Section 2. Duties of Officers:

A. President
1. Presides at all meetings of the Executive Board and General Assembly;

2. Appoints the Editor of the official newsletter, Assistant Secretary, Assistant Treasurer, Area Coordinator, Chairperson of Standing Committees and other committees with the approval of the Executive Board;

3. Shall act as an ex-officio member of all committees with the exception of the Nominating Committee;

4. Signs checks with the Treasurer;

5. Represents the Association at meetings and functions of other organizations or designates an alternate;

6. Terminates non-functioning committees with the approval of the Executive Board; and

7. Performs other duties pertinent to the office as assigned by the Executive Board.

B. President-elect

1. Performs duties as designated by the President or the Executive Board;

2. Assumes and performs the duties of the President in the absence or inability of the President to act or as delegated by the Executive Board;

3. Assumes the office of the President for the regular term after the term of the President;

4. Provides advice on parliamentary matters;

5. Serves as Chairperson of the Bylaws Committee; and

6. Reviews and makes recommendations to the Executive Board regarding organizational policies and procedures.

C. Creation of Regional Vice-Presidents

1. The three Regional Vice-Presidents are for North Jersey, Central Jersey and South Jersey.
   • Perform the duties of the President-elect in the absence or inability of the President-elect to act
• Perform other duties as delegated by the President or Executive Board
• Coordinate affairs in the region and be responsible for the proper conduct of such affairs in coordination with the president
• Assist in the planning of the subchapter’s regional conferences
• Collect and edit manuscripts from the subchapters for submission to PNANJ and PNAA newsletter and website
• Submit annual report of their region as specified in the PNANJ policies and procedures.

D. Secretary

1. Maintains a record of the proceeding of all business meetings;
2. Distributes approved minutes to the Executive Board;
3. Excerpts and submits pertinent data to respective committee chairperson;
4. Preserves reports and records including Bylaws and standing rules of the Association in the permanent file;
5. Keeps on file all other pertinent information regarding projects, programs and activities of the Association;
6. Keeps on file accurate membership roster as compiled and reported by the chairperson of the Membership Committee;
7. Preserves documents, mementos and other materials related to activities programs and projects of the Associations;
8. Ensures security and transfer of documents, mementos and other materials related to activities, programs, and projects of the association to the succeeding secretary.

E. Assistant Secretary

1. Issues notices regarding meeting and activities;
2. Conducts and maintains a file of the general correspondence of the Association;
3. Sends information to subchapters and members-at-large regarding projects, programs, and activities undertaken by the Association;
4. Assists the Secretary in functions as delegated by the President or the Executive Board and assumes the duties of the Secretary in his/her absence or inability/incapacity;

5. Assists the Secretary in keeping on file all other pertinent information regarding projects, programs and activities of the Association; and

6. Assists the Secretary in keeping on file accurate membership roster as compiled and reported by the chairperson of the Membership Committee.

F. Treasurer

1. Is responsible for the financial affairs of the Association;

2. Keeps record of all receipts and disbursements;

3. Carries appropriate banking transactions as designated by the Executive Board;

4. Issues checks of the Association countersigned by the President for purposes approved by the Executive Board;

5. Assists in the direction of fund raising activities;

6. Presents financial records for examination by a professional Auditor or CPA; and

7. Submits a quarterly written report of the financial standing of the Association and at the annual meeting.

G. Assistant-Treasurer

1. Processes membership applications and keeps accurate records of receipts and membership dues;

2. Sends out membership renewal forms to all annual members.

3. Keeps on file accurate membership roster;

4. Forwards monies received and corresponding reports to the Treasurer;

5. Acts as chairperson of the Membership Committee;

6. Submits a quarterly written update of membership; and
7. Assumes other functions as delegated by the Treasurer with the approval of the Executive Board and acts in the absence or inability/incapacity of the Treasurer.

H. Public Relations Officers

1. Disseminates information and submits press releases to the newsletter editor, website and other publications
2. Serves as a member of the editorial staff
3. Acts as a liaison or spokesperson to the media
4. Submits information and communicates with PNANJ Website Committee to ensure posting of information

I. Board of Directors

1. Members act as chairpersons of standing committees as assigned by the President and approved by the Executive Board.
2. Performs functions as required by the Executive Board.

J. Creation of Executive Director

The Executive Director will be appointed by the President and approved by the Executive Board. As designated by the Executive Board or President shall:

- Work with various standing committees and subchapter presidents to expedite information exchange
- Enhance the status of PNANJ with state, national and international nursing communities
- Implement other decisions of the EB and execute the job description as spelled out in the bylaws, policy and procedure.

ARTICLE V

EXECUTIVE BOARD

Section 1. Composition

The governing body of the Association shall be the Executive Board which consists of all elected and appointed officers, the immediate past President and the
Presidents of the subchapters or their designees. The Executive Board has the power and authority over the affairs of the Association, except that of modifying the action of the general Assembly.

Section 2. Duties of the Executive Board

A. Establishes administrative policies.

B. Directs the business and financial affairs of the organization.

C. Authorizes the representation and participation of the Association in activities other than those stipulated in the Bylaws.

D. Reviews and takes action on committees’ and officers’ recommendations.

E. Fills all vacancies of the Executive Board unless otherwise specified by the Bylaws.

F. Members serve as chairpersons of standing committees or assume duties as designated by the President.

G. Expel, suspend or censure members of the organization for due causes.

H. Reviews and authorizes official publications proposed by any members as a representation of the philosophy, prerogatives and image of the Association.

I. Performs such other duties and exercise authority as prescribed in the Bylaws.

ARTICLE VI

MEETINGS, QUORUM, SPECIAL MEETINGS

Section 1. Executive Board

A. Regular meetings shall be decided by the Executive Board at the first convened Executive Board meeting of the newly elected term annual meeting.

B. Special or emergency meetings may be called by the President and also upon request by six (6) members of the Executive Board. Special meetings may be achieved either by members in actual attendance or by the best available technology such as teleconferencing or conference calls or a combination of both.
C. A quorum shall consist of 15% of those members present during the annual meeting.

D. Notice of all meetings of the Executive Board shall be communicated, if in writing, not less than three (3) days of the scheduled meeting and if given orally by telephone, or e-mail, not less than one (1) day of the scheduled meeting.

E. Voting: a majority vote of fifty percent (50%) plus one (1) decides; a tie vote shall be decided by the vote of the presiding officer.

Section 2. General Membership Meetings

A. The annual general membership meeting is designated as the Spring Annual Convention which is held in the month of April. The exact time, date and place of the Spring Annual Convention are determined by the Executive Board of the PNANJ.

B. General Membership meeting shall be held semi annually unless otherwise designated by the Executive Board.

C. Special meetings may be called by the President, and also when requested in writing by twenty one (21) members for such purpose, and such date as may be designated. At least three (3) days notice of special meetings must be given to members.

D. A quorum shall consist of eleven (11) (15%) members of the organization.

E. The voting body shall consist of the Executive Board, all paid members and members at-large registered at the meeting. A majority of fifty percent (50%) plus one (1) decides; the presiding officer’s vote shall break a tie result should it occur.

ARTICLE VII

NOMINATIONS, ELECTIONS, ELIGIBILITY, TERMS AND VACANCIES

Section 1 Nominations

A. The Nominating Committee shall consist of five members who are representing various counties who are appointed by the Executive Board. The chairperson shall be the immediate past president.

B. The Nominating Committee prepares a list of nominees accompanied by a written consent to serve and submits these to the Executive Board for review and approval.
C. Obtain from each nominee a written consent to serve if elected before his/her name is placed on the ballot.

D. The Nominating Committee prepares and mails the official ballot to the eligible members at least thirty (30) days before the election.

Section 2. Eligibility to Serve in an Elected Capacity

A. To be eligible for any elected office, the nominee must be a paid member sixty (60) days prior to the elections.

B. To be eligible to serve for the offices of President, President-elect or Vice President, a nominee must have served one term as an officer or member of the Executive Board.

C. A nominee may be a candidate for only one office at any given time, and if holding an elected office, he/she may not be a candidate for another office unless the current term expires at the time of elections.

Section 3. Elections

A. All active members of the Association, except associate members, international associate members or honorary members, may vote.

B. To be eligible to vote, one must be a paid member for at least sixty (60) days prior to the election day.

C. One to one (1:1) member electronic elections shall be held biennially to coincide with the annual convention. Plurality elects, and in case of a tie, choice shall be made by a predetermined process whereby the Executive Board will break the tie.

D. Electronic voting should commence at least 45 days prior to the annual convention. The electronic voting will be open for at least 15 calendar days.

E. The Executive Board shall be notified of the result of the electronic voting within 72 hours from the time voting ends.

F. The general membership shall be notified of the result during the annual convention.

Section 4. Terms of Office

A. All elected officers and members of the Executive Board shall serve for a term of two years.
B. All officers except the President and President-elect can be re-elected to the same office for another term.

C. The absence of officers and members of the Executive Board for more than fifty (50%) percent of the regular meetings may be grounds for termination of office after the Executive Board determines that such absences are without justification.

D. The term of office shall begin at the close of the Spring Annual Convention.

E. The induction of officers shall follow the announcement of election results.

Section 5. Vacancies

A. Vacancies that occur in an elected office of the Association due to inability or ineligibility of the incumbent to perform duties of the office, or the incumbent’s removal from office, shall be filled in the following manner:

1. President: President-elect shall assume office, or the Vice President, if former is unable to do so.

2. President-elect: Vice-President shall assume office.

3. Vice-President: The candidate for Vice-President who obtained the second highest vote in the preceding election will be appointed to fill in the vacant position with the approval of the Executive Board. If there is no second candidate available, the President upon approval of the Executive Board will appoint an individual to fill in the position.

4. Secretary: Assistant Secretary shall assume office.

5. Treasurer: Assistant Treasurer shall assume office.

B. The Executive Board shall fill other vacancies.

C. Any member filling any vacancies shall serve for the remainder of the term.
ARTICLE VIII

COMMITTEES

Section 1. Committees – To Maintain Legacy of PNANJ

The standing committees of the Association shall be:

- Archive
- Budget and Finance
- By Laws
- Community Outreach
- Education
- Human Rights and Legislative
- Membership
- Nominations
- Research
- Ways and Means
- Website
- Ad Hoc

Section 2. Composition

A. A committee shall be composed of a chairperson and two or more members of the Association.

B. The chairperson shall either be a member of the Executive Board or an active member of the Association.

C. The chairperson and members of standing committees shall be appointed annually by the President except for the Membership and Nomination Committees.

Section 3. Responsibilities

A. Bylaws / Policies and Procedures Committee

1. Reviews bylaws and submits recommendations for amendments to the Executive Board.

2. Presents the proposed amendments to the membership after review by the Executive Board at least thirty (30) days prior to voting.
3. Develops organizational policies and procedures as necessary for approval by the Executive Board.

4. Reviews and revises organizational policies and procedures annually.

B. Membership Committee

1. Initiates and coordinates recruitment programs of the association.

2. Provides assistance in the formation of subchapters.

3. Maintains membership roster of the Association Subchapters.

C. Education

1. Designs and implements educational programs to meet identified needs of members including mentoring and informatics.

2. Coordinates the educational program for the annual convention.

3. Acts as resource in matters relevant to nursing education and practice.

4. Obtains and maintains CEU providership.

D. Ways and Means Committee

1. Secure funds by reasonable means to augment the treasury.

2. Prepares an annual budget for approval of the Executive Board prior to annual meeting.

E. Awards Committee

1. Publishes the qualifications and criteria for awards.

2. Reviews and evaluates the applications of the candidates.

3. Makes the selection of awardees and recommends it to the Executive Board.

F. Nominating Committee  (see Article VII Section 1)

G. Human Rights and Legislative Committee

1. Evaluates development of issues relating to human rights.
2. Recommends policies and position on human rights to the Executive Board at Annual meetings.

3. Disseminates information on human rights to members, other nurses, health professionals, and the public.

4. Communicates with all the sub-chapters when human rights are violated.

5. Addresses and responds to concerns related to equal opportunity in human rights.

6. Disseminates information regarding current issues and legislative proposals that directly or indirectly affect the members and the profession.

7. Collaborates with other organizations/agencies in addressing and supporting legislation that affect the nursing profession and healthcare.

H. Research Committee

1. Represents the association in various research programs, studies or grants.

2. Reviews proposals submitted to the association and presents recommendations to the Executive Board.

3. Plans and implements research programs for general membership.

4. Processes and selects candidates for research grants based on approved criteria.

I. Ad Hoc Committee

The President recommends to the Executive Board creation of Ad Hoc Committees to undertake special projects.

Section 4. Committee Reports

Each Committee chairperson shall submit to the President an annual written report of activities and accomplishments at least 30 days prior to the April Convention.
ARTICLE IX

ADVISORY BOARD

Section 1. Composition

The advisory board shall be comprised of past presidents of the association.

Section 2. Functions

A. Acts in advisory capacity and participates in deliberation and recommendation of the Executive Board.

B. Participates in activities to further the purpose of the association.

C. May serve as chairpersons, co-chairpersons or members of standing and ad hoc committee.

Section 3. Benefits

Members of the Advisory Board shall be entitled to a 50% discounted fee on all educational offerings of PNANJ and its subchapters.

ARTICLE X

SUBCHAPTERS

Section 1. Name

The name of the sub-chapter shall be decided by the organizing county, with the approval of the PNANJ Executive Board.

Section 2. Subchapter Membership

Subchapter membership should consist of at least 20 paid members

Section 3. Subchapter Logo

A. Each Subchapter shall adopt the official PNANJ Logo

B. The Board shall have the right to approve and/or disapprove the use of logo other than those specified for official Representation of PNANJ or its subchapter.
Section 4.  

Bylaws

The sub-chapter bylaws shall be adopted from the PNANJ upon the approval of the Executive Board.

Section 3.  

Dues

Members shall pay membership dues directly to the PNANJ Treasurer.

Section 4.  

Officers

1. Subchapter officers shall be inducted by the President of the PNANJ or his/her designee.
2. Subchapter officers shall follow the PNANJ chapter term of office which is provided in Art VII Sect. 4

Section 5.  

Dissolution

A. Subchapters may be dissolved by an Executive Board resolution in the absence of elected officers

   1. In the absence of elected officers
   2. Membership of less than 20 in 6 -12 consecutive months

B. Reinstatement of subchapter status requires proof of election of new set of officers and payment of membership dues in the Treasury

C. Liabilities will be resolved by the subchapters and remaining funds will be turned over to PNANJ Treasurer.

D. Existing members of subchapters will be sent a letter from the President of PNANJ, Inc. via certified mail informing them of the dissolution process. Option will be given to members to choose alternate subchapter or be classified as “member-at-large” by default.

ARTICLE XI

FISCAL YEAR

The fiscal year of the Association shall be from January 1st to December 31st.
ARTICLE XII

OFFICIAL PUBLICATIONS

Section 1. The official publication of the Association shall be the “In Touch.”

Section 2. “In Touch” shall be published at least two (2) times a year.

Section 3 “In Touch” should be published in the website

ARTICLE XIII

DISSOLUTION

Section 1. In the event of dissolution of the Association, the membership shall be notified and approval obtained by two-thirds (2/3) majority vote of all members present and constituting a quorum, thirty (30) days prior to dissolution.

Section 2. Liabilities shall be resolved and remaining funds donated to non-profit organizations.

ARTICLE XIV

AMENDMENTS

Section 1. Amendments to this Bylaws shall be ratified at the annual meeting of the Association by a two-thirds (2/3) majority vote of the members present and constituting a quorum, provided that the proposed amendments, after having been considered and recommended by the Executive Board, are presented by mail to current members thirty (30) days prior to the annual meeting in which such proposed amendments shall be voted upon.

Section 2. Amendments to this Bylaws shall be submitted to the Executive Board for consideration by petition from at least ten (10) members of the Association at least ninety (90) days prior to the annual meeting.

Section 3. Amendments to this Bylaws shall take effect upon ratification at the annual meeting.
ARTICLE XV

NONDISCRIMINATORY POLICY

Section 1. The Association shall not discriminate against any applicant or member on the basis of race, creed, age, sex, and sexual orientation, religion or handicapped. All such individuals shall be judged solely on the basis of competence and performance.

Section 2. The Executive Board of the Association shall monitor compliance with this Nondiscrimination Policy and shall insert the statement that the Association is an equal opportunity group or employer in all its advertisements and publications.

ARTICLE XVI

PARLIAMENTARY AUTHORITY

The most recent edition of Robert’s Rule of Order shall govern the procedure in meetings, special meetings and other aspects of the Association in cases not covered by this Bylaws.

ARTICLE XVII

CORPORATE ADDRESS/PLACE OF BUSINESS

Section 1. The corporate address of PNANJ Association will be at New Jersey State Nurses Association # 1479 Pennington Road, Trenton, New Jersey 08618-2661.

Section 2. The principal location of business will be the current President’s designated address or as established and designated by the Executive Board.

Revised: October, 2017
PNANJ BYLAWS 2017-2019

Signatories:

[Signature]

Rebecca D. Graboso, DNP, RN, CCRN, CNRN, APN-BC, CVRN
President, PNANJ 2016–2018

[Signature]

Rosemarie D. Rosales, DNP, MPA, RN, CCRN, CPHQ
Chairman, Bylaws Committee 2010-2012
President-Elect, PNANJ

Members: All Subchapter President-elects

Ratified:

By General Membership

Ratified: November, 2017