



~~2017~~ 2019 MODNA BYLAWS

BYLAWS COMMITTEE:

~~David Shields~~ Taryn Hill, Chair
~~Barbara Bradley~~ Rick Lucas
~~Jeanette Chambers~~ Holly Rowe
~~Debbie Freece~~ Paula Anderson

MODNA Bylaws Committee Revised:

~~January 10, 2017~~ February 5, 2019

Board Approved:

~~March 17, 2017~~ February 13, 2019

ONA Bylaws Committee Reviewed:

Commented [RL1]: NEW COVER PAGE

February 20, 2019

Membership Approved:

~~May 9, 2017~~

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Commented [RL2]: NEW TABLE OF CONTENTS

1 Filed October 23, 1950 –

No. 220411

Commented [RL3]: NO CHANGES TO ARTICLES OF INCORPORATION

STATE OF OHIO ARTICLES OF INCORPORATION
DISTRICT #12 OF THE OHIO STATE NURSES
ASSOCIATION

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, not for profit, under the provisions of Title XVII, Revised Code of Ohio, do hereby certify:

FIRST The name of said corporation shall be District #12 of the Ohio State Nurses' Association.

SECOND The place in this state where the principal office of the corporation is to be located is Columbus, Franklin County.

THIRD The purpose for which said corporation is formed are:

ARTICLE I: NAME The name of this organization shall be District No. 12 of the Ohio State Nurses Association and shall include the following territory: Franklin, Fairfield, Fayette, Madison, and Pickaway Counties.

ARTICLE II: OBJECT The object of this Association shall be to advance high standards of ethical and professional conduct among nurses; to promote their professional and educational advancement in every proper way; and to establish and conduct a Bureau of Nursing Service for Ohio registered nurses as deemed advisable for the purpose of supplying efficient care for the sick; provided, however, that all income from such Bureau shall be used in service of nurse applicants and the general community in accordance with the minimum standards approved by the Ohio State Nurses Association. No part or any other person, except in the form of reasonable compensation to employees of such Bureau and to support and defend the law relative to nurses.

ARTICLE III All members of this Association shall be Ohio-registered nurses, graduates of accredited schools of nursing connected with general hospitals giving a continuous course of instruction and experience in a hospital of not less than three years, or giving an equivalent preparation in one or more hospitals. This preparation must include practical experience in caring for men, women and children, together with theoretical and practical instruction in medical, surgical, obstetrical and children's nursing. The preparation for male nurses must include practical experience in caring for men, together with theoretical and practical instruction in medical, surgical and urological nursing.

FOURTH The following persons shall serve said corporation as trustees until the first annual meeting or other meeting called to elect trustees: Juanita R. Retterer, Ann Gallagher and Catherine M. Forrest.

IN WITNESS WHEREOF We have hereunto subscribed our names, this 23rd day of October Juanita R. Retterer; Ann Gallagher; and Catherine M. Forrest

AMENDMENTS TO THESE ARTICLES:

AMENDED Feb. 29, 1968 Changing name from District #12 of the Ohio State Nurses Association to Mid-Ohio District Nurses Association.

AMENDED Feb. 29, 1968 Changing territory from Franklin, Fairfield, Fayette, Madison and Pickaway Counties to Franklin, Fairfield, Fayette, Madison, Pickaway and Union Counties.

AMENDED Jan. 25, 1978 Changing object clause to read: "The object of this association shall be to advance high standards of ethical and professional conduct among nurses and to promote their professional and educational advancement in every proper way."

AMENDED Jan. 25, 1978 Changing description of membership to read: "Any person who is a registered nurse is eligible for membership in this Association."

AMENDED Jan. 23, 1980 Changing structure by eliminating "Sections" to conform with American Nurses Association and Ohio Nurses Association.

AMENDED Dec. 9, 1998 Changing the territory from Franklin, Fairfield, Fayette, Madison, Pickaway and Union counties to Franklin, Fairfield, Fayette, Madison, Pickaway, Union and Delaware counties.

2 Amended May 12, 2015 Changing the membership criteria and membership dues to align with recent changes in ONA membership dues.

Amended May 10, 2017 Changed board of directors composition to include one seat for a collecting bargaining member of district; added the Nursing Transitions Initiative as a new standing committee; removed all references to special interests groups.

** All amendments were duly filed with the Secretary of State*

MID-OHIO DISTRICT NURSES ASSOCIATION BYLAWS

ARTICLE I: NAME, PURPOSE AND FUNCTIONS

Section 1: Name

The name of this Association shall be the Mid-Ohio District Nurses Association (MODNA) and shall comprise such geographic territory to include the counties of: Delaware, Fairfield, Fayette, Franklin, Logan, Madison, Pickaway, and Union.

Section 2: Affiliations

MODNA is an affiliate member of the Ohio Nurses Association (ONA), and ONA is an affiliate member of the American Nurses Association (ANA).

Section 3: Purposes

The purposes ~~of the Association shall be as stated in the Articles of Incorporation and, further, to~~ are to (1) work for the improvement of health standards and the availability of health care services for all people; (2) foster high standards of nursing; (3) stimulate and promote the profession of nursing and (4) to promote the delivery of quality health care through professional nursing; professional development of nurses, and (4) advance the economic and general welfare of nurses. These purposes shall be unrestricted by considerations of nationality, race, religion, creed, lifestyle, color, gender, disability, sexual orientation, health status or age.

Commented [RL4]: Updated to reflect purpose of MODNA

Commented [SF5]: Underlined text henceforth throughout this document is the newly added text.

Section 4: Functions

The functions of MODNA shall include:

- a. ~~To Promote standards of nursing practice, nursing education, nursing services, and nursing research,~~ as defined by the American Nurses Association (ANA).
- b. Promote adherence to the ~~ANA's Code of Ethics for Nurses with Interpretive Statements.~~ Code of Ethics for Nurses established by ANA.
- c. ~~To advocate on behalf of nurses and healthcare consumers.~~ Promote positions and policies related to nursing practice, nursing education, nursing services, and nursing research as determined by the Ohio Nurses Association (ONA).
- d. ~~To influence legislation, governmental programs, and health policy.~~ (now item g.) Provide for representation in the ONA House of Delegates.
- e. ~~To promote the economic and general welfare/workplace advocacy of nurses.~~ (now item h.) Comply with all provisions of ONA Bylaws and relevant policies.
- f. ~~To represent members by serving as their spokesperson with the interprofessional, community, governmental groups, and with the public.~~ (now item j.) Promote and support organizational affiliate members of ONA.
- g. ~~To provide for representation in the Ohio Nurses Association (ONA) House of Delegates.~~ (now item d.) Initiate and influence legislation, governmental programs, and health policy.
- h. ~~To recruit nursing professionals into membership in this association.~~ (now item k.) Promote the economic and general welfare of nurses.
- i. ~~To support nursing students.~~ Provide for the continuing professional development of nurses.
- j. ~~To educate students and the public about the profession of nursing.~~ Represent nurses and serve as their local spokesperson with allied health, community and governmental groups, and the public.
- k. ~~To collaborate with related nursing, health and community organizations in activities which are relevant to nurses.~~ Promote the recruitment and retention of members.
- l. Recruit students for nursing.

ARTICLE II: DISTRICT

Commented [RL6]: NEW ARTICLE

ARTICLE II: MEMBERSHIP & DUES

Section 3: Renewal of Membership

~~Renewal of membership shall be contingent upon having been granted RN licensure and in accordance with Article II, Section 4.-(now Article III)~~

Section 1: Definition

MODNA is a designated geographic area approved by the ONA Board of Directors in accordance with policies ensuring that its bylaws are consistent with bylaws of ONA. MODNA includes Delaware, Fairfield, Fayette, Franklin, Logan, Madison, Pickaway, and Union counties.

Section 2: Rights of MODNA

The district has the right to:

- a. Have representation at the ONA House of Delegates.
- b. Submit proposals for consideration by ONA.
- c. Submit nominees for ONA elective and appointive positions.
- d. Exercise other rights as provided by common parliamentary or statutory law.

Section 3: Duties of MODNA shall:

- a. Report to the ONA Board of Directors biennially in accordance with ONA Board policy.
- b. Provide for representation in the ONA House of Delegates.
- c. Comply with all provisions of ONA bylaws.

Section 4: In addition to the requirements set forth above, MODNA shall:

- a. Require that all of its members meet the qualifications specified in Article III of these bylaws.
- b. Make provision for transfer of membership in accordance with Article III of the bylaws.
- c. Send to the Chief Executive Officer (CEO) of ONA, the names and addresses of members of its board of directors immediately after their election or appointment.
- d. Submit all amendments to its bylaws to the ONA Bylaws Committee in accordance with Board policy.
- e. Ensure that the most recent version of its bylaws is on file with ONA; and
- f. Meet all requirements necessary to maintain legal status as set forth in relevant state and federal laws and regulations.

ARTICLE III: MEMBERSHIP

Commented [RL7]: PREVIOUSLY ARTICLE II, dues language now in ARTICLE V

Section 1: Qualifications for Membership

- a. MODNA will consist of registered nurses who live, work (including volunteer work), or are enrolled in a nursing education program in the boundaries of this district as defined by ONA.
- b. Membership shall be unrestricted by considerations of nationality, race, religion, creed, lifestyle, color, gender, disability, sexual orientation, health status or age.

Section 2: Definition of Members

A member is one (a) who has been granted a license to practice as a registered nurse in at least one state, territory, or District of Columbia of the United States; (b) whose application for membership has been accepted in accordance with ONA policy; (c) whose dues and fees are not delinquent as described in ONA Bylaws; (d) whose membership is not under revocation for violation of ANA Code of Ethics for Nurses or bylaws of MODNA, or ONA; and (e) who lives, works (including volunteer work), or is enrolled in a nursing education program within the geographic definition of this district.

Section 3: Establishment of Membership

Official notification from ONA of the names of members in MODNA, together with payment of appropriate dues and pertinent service fees, shall establish them as members of MODNA provided the individual meets criteria above. Section 2.

Section 4: Obligations of Members

Every member will be obligated to:

- a. Fulfill the requirements of the office or committee post to which the member is elected or appointed.
- b. Pay dues and fees as required by MODNA, ONA

Section 5: Procedure for Transfer to or from Another State

- a. Any member who moves out of this state may apply to the Executive Director of MODNA or ONA for transfer of membership to another constituent association of ANA.
- b. A member of another ANA constituent association who has paid dues or the membership year and who moves into this district may transfer into MODNA through ONA without further payment of dues for the remainder of the membership year.

Section 6: Procedure for Transfer within Ohio

- a. Any member who changes residence to another constituent association in this state may request a transfer from the Executive Director of MODNA who shall notify ONA.
- b. A member of another constituent association of ONA who has paid dues for the membership year and who moves to this constituent association may transfer to MODNA without further payment of dues for the remainder of the membership year.

Section 7: Honorary Recognition

MODNA Honorary Recognition may be conferred upon any professional registered nurse, upon recommendation by the Board of Directors of MODNA, who has rendered distinguished service. The district dues will be waived and ONA and ANA dues paid by MODNA.

ARTICLE IV: DISCIPLINARY ACTION OF MEMBERS

Section 1: Disciplinary Action

Any member the District feels could be subject to Disciplinary Action, is to be referred to ONA.

Commented [RL8]: Previously Article III, districts do not have authority under ONA bylaws to discipline members. Bylaws changed to be in alignment

ARTICLE V: Dues

Section 1: Payment of Dues

The dues for MODNA and ONA will be paid in accordance with ONA policy. The forfeiture of all membership rights will occur if dues are not paid as required by current policy.

Commented [RL9]: NEW ARTICLE was previously incorporated in ARTICLE II. Dues simplified to 1 rate for all members. Currently \$4.16/month (\$50 annual)

Section 2: Definition of Membership Year

The membership year is equal to a period of twelve consecutive months.

Section 3: Dues for Membership Year

- a. Dues for MODNA shall be paid in addition to and at the same time as the dues for ONA, which includes per capita dues to the ANA. Membership rights shall be forfeited upon failure to pay as required by current policy.
- b. Dues for a member of MODNA shall be recommended by the Board of Directors after an analysis of the Association's financial status and approved by the membership. Dues will be for a membership year of 12 consecutive months.

Section 4: Change of Dues Category

A change in dues category becomes effective at the start of a membership year. No dues will be refunded, nor will additional dues be collected, when a change in dues category is made during the course of a membership year.

ARTICLE VI: BOARD OF DIRECTORS

Commented [RL10]: Previously ARTICLE VII

Section 1: Definition of Board of Directors

~~The Board of Directors shall consist of the following: The officers of MODNA an eight directors, one of which shall be a member of a collective bargaining unit. There shall be a Board of Directors of MODNA which consists of thirteen (13) members: the officers of the district and eight (8) directors. At least one (1) Director's seat shall be a member of a collective bargaining unit. If the seat cannot be filled by a collecting bargaining unit member, then the board seat may be filled by a non-collective bargaining member.~~

Commented [RL11]: Updated definition

Section 2: ~~Length of Service Duties (previously Article VIII: DUTIES OF THE BOARD OF DIRECTORS, Section 1)~~

~~No person shall be eligible to serve on the Board of Directors more than eight consecutive years.~~

The Board of Directors:

- a. ~~Attend Board meetings, district meetings, and meetings of the committees to which Board members serve as liaisons;~~ Exercises organizational and fiduciary duties of MODNA consistent with ONA and applicable provisions of law;
- b. ~~Assure compliance with district duties, as outlined in ONA bylaws~~ Establishes policies and procedures for the transaction of business in compliance with Duties of District Associations, as outlined in ONA Bylaws.
- c. ~~Transact the general business of MODNA in the interim between district meetings;~~ Assures that names and addresses of members of the MODNA Board of Directors and officers be sent to ONA immediately after their election or appointment.
- d. ~~Report the business transacted by the Board of Directors to MODNA at each scheduled meeting.~~ Provides for (1) the proper care of materials, equipment, and funds of the MODNA association; (2) the payment of legitimate expenses (formerly i); (3) the annual auditing of the books of account; and (4) the investment of funds of MODNA;
- e. ~~Plan and implement how MODNA will perform its functions as stated in these bylaws.~~ Establishes standing and special committees of the Board as deemed necessary for the performance of its duties defining the purpose and authority of such committees;
- f. ~~Provide a liaison function between the Board and each standing committee and/or task force. The Board liaison attends committee meetings, provides guidance, and reports back to the Board.~~ Determines the date and place of all meetings (formerly item p and Article VII, Section 3);
- g. ~~Direct and coordinate the activities of all committees, task forces, and special interest groups to insure their activities contribute to the attainment of the purposes of MODNA and are in accordance with the functions of MODNA~~ Ratifies votes of the Board of Directors secured by referendum;
- h. ~~Provide for the proper care of materials, equipment and funds of MODNA;~~ (now part of item d.) Has power to fill vacancies on the Nominating Committee and the Board of Directors, except those occurring in the office of president and (first) vice president;
- i. ~~Provide for payment of legitimate expenses and for the annual auditing of all books of account by a certified public accountant;~~ Establishes major administrative policies governing the affairs of MODNA; and
- j. ~~Appoint an Executive Director, define the duties and determine the compensation for such position.~~ Devises and institutes measures for growth and development of the district.
- k. ~~Allocate financial resources to approved programs and activities of MODNA.~~ Have the exclusive right to authorize the sue of the official insignia of the MODNA adopted in 1974 (formerly item q).
- l. ~~Appoint chairpersons for standing committees and task forces except Nominations and Finance and groups established by Board of Directors;~~ (see item e.)
- m. ~~Review a quarterly report of factual and projected income and expense items and submit any comments, suggestions and/or recommendations to the Finance Committee;~~
- n. ~~Fill vacancies in the Committee on Nominations and on the Board of Directors, except those occurring in the office of President, or the First Vice President.~~ (now item h.)

- o. ~~Provide for establishment and dissolution of task forces in accordance with these Bylaws (see item e.)~~
- p. ~~Decide the date, place and registration fee of the regular and/or special meetings; (see item f.)~~
Have the exclusive right to authorize the use of the official insignia of the MODNA adopted in 1974. (now item k.)

Section 3: Meetings of the Board of Directors Eligibility

~~The Board of Directors shall meet at times and dates as determined by the Board of Directors (now section 7b). To be eligible to serve on the Board of Directors, a member shall:~~

- a. ~~Any member may submit their name for nomination to an elected position; (formerly Article IX: Elections, Section 1)~~ Be a member in good standing for at least one (1) year, maintain good standing status;
- b. ~~No person shall run for more than one seat on the board of director officer position in any given election year; (formerly Article IX: Elections, Section 1)~~ Not serve concurrently as an officer or director of another organization if such participation might result in a conflict of interest with MODNA, ONA or ANA
- c. Support all programs of the district and ONA; and
- d. Meet the requirements set forth in these bylaws with respect to term or length of service limitations.

Commented [RL12]: New section: create requirement to be member in good standing 1 year to hold office

Section 4: Authority (formerly Article VII, Section 4)

The Board of Directors shall have the authority delegated to it by the ~~membership~~ the members at their annual meeting, including the duty and power of acting for the membership in the intervals between meetings of the House of Delegates, and other duties and powers defined in these bylaws.

Section 5: Special Meetings Accountability

~~Special meetings of the Board of Directors may be called by the president and shall be called by the president upon request of at least four members of the Board of Directors; and each member shall receive at least seven days notice. Note: now Section 7 c.~~

The Board of Directors shall report at least annually and be accountable to the membership.

Section 6: Absences from Meetings Term (formerly Article VII, Section 2: Length of Service – see Section 8: Attendance)

~~If any member of the Board of Directors is absent from three consecutive meetings, unless excused by the Board of Directors, the office shall automatically become vacant and such vacancy shall be filled as provided:~~

- a. A term of office is two (2) years.
- b. ~~No person~~ member of the Board of Directors shall be eligible to serve ~~on the Board of Directors~~ more than 8 consecutive years as a board member. Service for a portion of the term greater than half shall be considered a term.

Section 7: Meetings

- a. Meetings of the Board of Directors are open to members, except when the Board of Directors determines that open discussion would infringe on the rights of individuals or have an adverse effect on MODNA's goals, as appropriate under parliamentary authority or applicable law.
- b. The Board shall meet at the times and places it determines.
- c. Special meetings of the Board of Directors may be called by the president ~~and~~ or shall be called by the president upon request of at least four (4) members of the Board of Directors ~~or at least ten (10) MODNA Members; and each member shall receive at least seven days notice.~~
- d. Members of the Ohio Nursing Students Association may attend meetings of MODNA.
- e. The Annual meeting of MODNA shall be the last meeting of the fiscal year. (Note: Currently the Annual meeting of MODNA is the Wednesday of National Nurses Week)

Section 8: Attendance

Attendance at all regular meetings within a term of office shall be required of all Board members. The length of a regular meeting shall be from the call to order to adjournment. A Board member must be present at seventy-five percent (75%) of each regular meeting to constitute attendance. Absence from two (2) regular meetings of the

term may be cause for declaring a vacancy in the Board position. Such action shall be determined by a majority vote of the Board.

Section 9: Referendum

- a. A referendum may occur between regular meetings of the Board of Directors when the president refers questions to the board that require immediate action.
- b. The referendum may be conducted during an in-person meeting or by electronic means.
- c. The results shall be reported at the next regular meeting and shall carry the same weight as other votes by the Board of Directors.

Section 10: Committees of the Board of Directors

a. Executive Committee

There shall be an Executive Committee of the Board composed of the president, the two (2) vice presidents, the secretary and the treasurer of MODNA. This committee shall have all the powers of the Board to transact business of an emergency nature between Board meetings. All transactions of this committee shall be reported in full at the next regularly scheduled meeting of the Board. The committee shall serve as the personnel committee of the Board.

b. Bylaws Committee (previously Article X: Standing Committees, Section 3)

This committee shall:

- a. ~~Meet annually to suggest and/or receive all proposed amendments to the Bylaws of MODNA; Be~~ composed of the Secretary as chair, the President, and a combination of Board members, and non-Board members appointed by the president.
- b. Meet annually to suggest and/or receive all proposed amendments to the Bylaws of MODNA;
- c. Submit proposed amendments to the Board of Directors for approval two months prior to the Annual Meeting and subsequently to the voting body of MODNA for action, in accordance with the provisions for amendments in these Bylaws;
- d. Ensure that the Bylaws of MODNA are in conformity with ONA Bylaws.

c. Finance Committee (previously Article XI: Standing Committees, Section 5)

This committee shall:

- a. ~~The treasurer of MODNA shall serve as chairperson. The past treasurer will sit on the Finance Committee for a period of one year following term of office. Be~~ composed of the Treasurer of as chairperson, the President, and a combination of Board members, and non-Board members who have experience in financial management appointed by the president.
- b. Receive and review proposed budgetary requests submitted by standing committees;
- c. ~~Prepare the annual budget for MODNA~~ Provide advice to the Board during preparation of the district's budget;
- d. Review and revise the annual budget at the request of the Board of Directors;
- e. Review and report quarterly to the Board of Directors all short- and long-term financial obligations and all existing and projected assets of MODNA
- f. Submit recommendations and feasibility for expenditures and investment of funds to the Board of Directors;
- g. Submit recommendations to the Board of Directors for maintaining and/or improving the financial solvency of MODNA;

Commented [RL13]: NEW SECTION Moving committees of the board under the BOD section.
Establishing Executive committee
Updated bylaws and finance committee

ARTICLE VII: OFFICERS AND THEIR DUTIES

(previously Article IV: Officers and Their Duties)

Section 1: Definition of Officers

The Officers of MODNA shall be the President, First Vice-President, Second Vice-President, Secretary and Treasurer.

Section 2: Length of Service

- a. ~~Each officer shall be elected for a term of two years.~~ A term of office is defined as two (2) years.
- b. No officer shall serve more than two (2) consecutive terms in the same office nor more than eight (8) consecutive years on the Board of Directors. Service for a portion of a term greater than half (1/2) of the years designated for that position shall be considered a full term for the purposes of calculating the total number of years served.

Commented [r14]: District Model Bylaws language

Section 3: General Duties of Officers

~~Officers shall perform the duties as described by these bylaws.~~

- a. Officers shall perform the duties usually performed by such officers in addition as described to those prescribed by these bylaws or by the Board.
- b. Serve on the Executive Committee.

Commented [r15]: District Model Bylaws language

Section 4: Duties of President

- a. Serve as Chairperson of the Board of Directors and the Executive Committee;
- b. Preside over all meetings of MODNA;
- c. Serve as an ex-officio member of all committees, except ~~Nominations~~ the Nominating Committee;
- d. Provides for the recording of minutes, the completion of required reports and maintenance of official records;
- e. May delegate assignments to the officers and Board of Directors;
- f. Serve as delegate to ONA Convention and/or special meetings; and
- g. Serve as representative of MODNA ~~at meetings of~~ to the Leadership Forum of ONA.

Commented [r16]: District Model Bylaws language

Section 5: Duties of Vice-Presidents

- a. In the absence of the President, the Vice-Presidents in order of rank shall assume the duties of the President;
- b. In the event of a vacancy in the office of the President, the First Vice-President shall assume the duties of the President until the next annual meeting or until a successor is elected; and
- c. In the event of a vacancy occurring in the office of First Vice President, the Second Vice-President shall assume the duties of the First Vice President until the next annual meeting or until a successor is elected.
- d. Assumes the duties assigned to the office by the Board of Directors;

Section 6: Duties of Secretary

The secretary shall be responsible for ensuring that records are maintained of the meetings of MODNA, the Executive Committee, and the Board of Directors.

Section 7: Duties of Treasurer

The Treasurer shall:

- a. Report the financial standing of MODNA to the Board of Directors at scheduled meetings, to the MODNA membership and at each Annual Meeting.
- b. Assure payment of bills of the district as approved by the Board of Directors;
- c. Provide a fiscal report to the membership and to the Board of Directors;
- d. Keep financial records to allow an audit; and
- e. Balance and reconcile revenue and expenses.

ARTICLE VIII: DUTIES OF THE BOARD OF DIRECTORS DISTRICT COUNCILS (Formerly Article X: Standing Committees)

Section 1: Definition Functions

~~Each committee shall:~~

- a. ~~Submit meeting minutes to the Board of Directors of MODNA;~~

- ~~b.—Submit a proposed budget to the Committee on Finance;~~
- ~~c.—Review functions and submit written recommendations for proposed bylaws revisions to the Committee on Bylaws; and~~
- ~~d.—The committee chairperson shall submit a written annual report to the MODNA Board of Directors.~~
- e. A council is an advisory panel to the Board that carries out specific functions promoting MODNA's organizational mission.
- f. Councils include the:
 1. Continuing Education Council
 2. Legislative Council
 3. Scholarship and Awards Council
 4. Nursing Transitions Council

Section 2: Sub-committees

- ~~a.—If a standing committee has sub-committees, the chairperson of the standing committee and the chairpersons of the respective subcommittees may constitute a committee for action between meetings of the standing committee; and~~
- ~~b.—All transactions of this committee shall be reported in full at the next scheduled meeting of the standing committee.~~

Section 2: Term

- c. A term shall be two (2) years. No appointee eligible to serve more than three (3) consecutive terms on the same council. Service for a portion of a term greater than one half (1/2) of the years designated shall be considered a full term for purposes of calculating the number of terms served.
- d. If an open position has been advertised through written and electronic methods to the membership, and if there is no one qualified, interested or able to fill the position, a former member of the Council is eligible to be appointed again regardless of term limit.
- e. The Board shall make appointments to the councils at the first regular Board meeting of the odd number years.

Section 3: Bylaws-Committee Composition

A council shall be composed of no fewer than five (5) or more than ten (10) MODNA members who meet the qualifications for appointment to the particular council to which the appointment is being made. Two (2) members of the Board may also be appointed by the president as ex officio members of each council and shall have voting privileges. The Board shall designate which appointee shall serve as chair of a council.

Section 4: Functions (previously Article X: Standing Committees, Section 1: Functions)

Each ~~committee council~~ shall:

- a. Submit meeting minutes to the Board of Directors of MODNA;
- b. Submit a proposed budget to the Committee on Finance;
- c. Review functions and submit written recommendations for proposed bylaws revisions to the Committee on Bylaws; and
- d. The ~~committee~~ council chairperson shall submit a written bimonthly update and annual report to the MODNA Board of Directors.

Section 4 5: Continuing Education Committee Council

This ~~committee council~~ shall:

- a. Assess needs for continuing education programs for nurses in MODNA;
- b. Plan, implement and evaluate educational programs in collaboration with other committees and Board of Directors of MODNA;
- c. Prepare and submit applications to ONA for the approval to offer contact hours for continuing education offerings.

Section 5: Finance Committee (now Article VI: Board of Directors, Section 10c)

Section 6: Legislative Committee Council

This ~~committee~~ council shall:

- a. Foster relationships with legislators and regulators that allow for dialogue to occur relative to legislative and regulatory issues important to members and those we serve.
- b. Monitor proposed federal, state and local legislation for its implications for nurses, nursing and health care consumers;
- c. Advise the Board of Directors of MODNA on legislative and regulatory matters; and
- d. Educate the membership of MODNA on legislative and regulatory matters.

Section 7: Nominations Committee (now Article IX: Nominations & Elections)

This ~~committee~~ shall:

- ~~a. Prepare a slate for each office to be filled. This slate shall include members selected from the various areas of nursing represented by MODNA members and,~~
- ~~b. Present the slate to the Board of Directors of MODNA. No name shall be added to the ticket presented by the Committee on Nominations nor from the floor without the written consent of the nominee to serve, if elected.~~
- ~~c. Shall conduct the elections for MODNA in accordance with Article IX: Sections 4-9.~~

Section 8 7: Scholarship and Awards Committee Council

This ~~committee~~ council shall:

- a. Determine availability of scholarship awards based upon financial considerations recommended by the Columbus Foundation and approved by the Board of Directors.
- b. Review criteria and policies for awarding scholarships to MODNA members.
- c. Review scholarship applications based on established criteria and rate on point system basis.
- d. Recommend to the Board, for approval, the names of scholarship applicants who have met scholarship criteria.
- e. Review nominations for the Expert Nurse Award and select recipient based on established criteria and policies.

Section 9: Nursing Transitions Committee Council

This ~~committee~~ council shall:

- a. Provide support for nurses in professional role transitions with a primary focus on new nurses entering the profession.

ARTICLE IX: NOMINATIONS & ELECTIONS

Section 1: Eligibility Nominations

- a. ~~Any member may submit their name for nomination to an elected position;~~ Source of Nominations
 - 1) Nominations for MODNA officers, directors, and other elected positions shall be submitted by the Nominating Committee, after a call for nominations is sent to the membership.
- b. ~~No person shall run for more than one seat on the board of director officer position in any given election year.~~ Eligibility of Nominees
 - 1) Nominees shall meet all requirements for serving in the position to which the member is nominated.
 - 2) No nominee shall appear on the ballot without a signed statement of qualifications and consent to serve if elected.
 - 3) Nominations shall be accepted in the following formats: from the floor of the House of Delegates or

Membership Meeting, self-declared or write-in.

- 4) The nominee shall be supportive of the mission, vision, goals and programs of MODNA and ONA.
- 5) A member shall be eligible to serve in only one (1) elective office in MODNA at any one (1) time.

Section 2: ~~Committee on Nominations~~ Elections

- a. ~~Shall consist of five members. Three committee members shall be elected in even years and two shall be elected in odd years.~~
- b. ~~The candidate receiving the most votes in even-year elections shall serve as chairperson for a term of two years.~~
- c. ~~No name shall be placed on the ticket without a written statement of qualifications and consent of nominee to serve.~~
- d. ~~Shall conduct the elections for MODNA in accordance with Article IX: Sections 4-9- (now located in Section 4)~~

General Information: Elections will be held annually. Voting shall be done by secret ballot. The candidates with the highest number of votes win the election and, in case of a tie, the choice will be decided by lot. The term of office of all those elected shall commence September 1st.

a. Election Process-

- 1) The procedure for voting shall be determined by the Board of Directors of MODNA, and may include electronic or mailed ballots. Voting may be conducted by any method or manner legally permissible law and in accordance with ONA Bylaws regarding the election of officers.
- 2) A ballot shall be prepared consisting of names of candidates seeking election and a place for write-in voting.
- 3) Voting shall be conducted during the month of June and publicized in materials prepared by the district. **Note: Currently the voting period is between August 1 and 14.**
- 4) To ensure the integrity of the election, the president shall appoint tellers to monitor the credentialing and voting processes.
- 5) Prior to commencement of voting, a complete list of eligible voters shall be furnished to the chief teller

Commented [r17]: Plan to fill in? Not required per Model Bylaws.

b. Tellers-

- 1) Tellers are to count the votes and sign a statement attesting to the results of each election, or oversee electronic means of voting. The president appoints the tellers, designating a chief teller.
- 2) Tellers shall have no vested interest in the outcome of the elections.

Commented [r18]: Required per District model bylaws

c. Record Keeping-

- 1) All ballots and other records pertaining to the election will be preserved for one year after the election and then destroyed.

d. Election Results-

- 1) Candidates will be informed of the election results prior to the official announcement to membership.

e. Process for Challenging Elections-

An election may be challenged if a candidate reasonably believes that the election results are inaccurate or that there is a violation of the election process.

Section 3: ~~The Ticket~~ Election of Delegates

~~The ticket of nominees shall be presented to the Board of Directors prior to the election, and subsequently the~~

~~ticket shall be presented to the membership for further nominations.~~

- a. Delegates and alternates for ONA convention shall be elected at during the regular election of MODNA preceding the convention in conformity of ONA Bylaws.
- b. Each delegate and alternate shall be elected for a two-year term or until a successor is elected.
- c. The required number of delegates will be selected by rank ordering of those members receiving the highest number of votes.
- d. When necessary to replace delegates with alternates, the alternates will be selected by rank ordering of those members receiving the next highest number of votes.
- e. Any remaining delegate positions following the election shall be appointed by the MODNA Board of Directors

Section 4: Presentation of Slate

- ~~a. Slate as prepared by the Committee on Nominations and approved by the Board of Directors shall be presented to the membership at the Annual Meeting.~~
- ~~b. Nominations from the floor will be accepted at the Annual Meeting.~~
- ~~c. No person shall be nominated from the floor without a written statement of qualifications and consent to serve if elected.~~
- ~~d. Nominations shall be closed at the Annual Meeting.~~

Section 5: The Ticket

~~The ticket of nominees shall be presented to the Board of Directors prior to the election, and subsequently the ticket shall be presented to the membership for further nominations: (Note: This is a duplicate of Section 3 and was previously Article IX: Elections Section 3 and Section 5)~~

Section 6: Voting

- ~~a. All elections shall be by secret ballot. No name shall be placed on the official printed ballot without the written consent of the nominee.~~
- ~~b. All ballots will contain provision for write-in of candidates. If a write-in candidate receives majority of votes, confirmation of qualifications and consent to serve must be obtained.~~
- ~~c. The procedure for voting shall be determined by the Board of Directors of MODNA, and may include electronic or mailed ballots.~~

Section 4: Committee on Nominations (previously section 2)

- a. Shall consist of five members. Three committee members shall be elected in even years and two shall be elected in odd years.
- b. The candidate receiving the most votes in even-year elections shall serve as chairperson for a term of two years.
- c. No name shall be placed on the ticket without a written statement of qualifications and consent of nominee to serve.
- d. Shall conduct the elections for MODNA in accordance with Article IX.

ARTICLE X: Standing Committees MEETINGS & QUORUM

~~[(Note: See Articles VII: Board of Directors and VIII: District Councils for the Sections (Functions, Sub-committees, Bylaws, Continuing Education and Program Planning, Finance Committee, Legislation Committee, Nominations Committee, Scholarship/Awards Committee, Nursing Transitions Initiative Committee) previously in this Article)~~

Section 1: District Meetings

- a. There will be a minimum of one membership meeting per year.
- b. Notice of each meeting will be sent to each member at least one (1) month prior to the meeting.

Section 2: Quorum

- a. A quorum for transaction of business at any board or membership meeting will consist of four (4) members of the Board of Directors, and two (2) officers, one of which must be the President or 1st Vice President.
- b. Committees/Councils/Taskforce: The majority of members of a committee, council, or taskforce will constitute a quorum for that meeting.

ARTICLE XI: REPRESENTATION AT MEETINGS OF ONA

Section 1: Biennial Conventions and Special Meetings

MODNA is entitled to representation at all House of Delegates and special meetings of ONA as provided in the bylaws and policies of ONA.

ARTICLE XII: AMENDMENTS

- a. These bylaws may be amended in compliance with ONA bylaws, policies, and procedures, with approval of the BOD and at any regular or specially authorized meeting by two-thirds (2/3) vote of the members present and voting, provided the proposed amendments have been made known to all members no less than four (4) weeks prior to the meeting. "Made known" shall be defined as either being posted on ONA Connect, posted on MODNA.org, included in Professionally Speaking, or individually mailed to all members.
- b. These bylaws shall be effective upon approval by the membership.
- c. MODNA shall review and update, if necessary, these bylaws every two (2) years following the ONA House of Delegates Biannual Meeting.

Commented [RL19]: NEW ARTICLE

ARTICLE XIII: PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rule of Order Newly Revised will govern meetings of MODNA in all cases to which they are applicable and in which they are not inconsistent with MODNA Bylaws.

Commented [RL20]: NEW ARTICLE

ARTICLE XIV: DISSOLUTION

MODNA can be dissolved by a vote of two-thirds (2/3) of the membership.

Commented [RL21]: NEW ARTICLE

In the event of the dissolution of MODNA, any cash, pertinent documents, or real assets accumulated by MODNA will become the property of the designated group or agency as voted by the membership and approved by the ONA Board of Directors.

ARTICLE XV: OFFICIAL PUBLICATION

The official publication of MODNA is "Professionally Speaking".

Commented [RL22]: NEW ARTICLE

