



Appendix C: National Student Nurses' Association, Inc.[®] Bylaws

NATIONAL STUDENT NURSES' ASSOCIATION, INC. °

Organized 1953

Incorporated 1959

Amended April 2017

Preamble:

We, students of nursing preparing for initial licensure as registered nurses, as well as those nurses enrolled in baccalaureate completion programs, believe there is a common need to organize, to represent ourselves to the consumer and other health disciplines, and to assume our rightful place in the profession of nursing.

We believe every citizen has a right to the highest quality of health care.

We believe in the development of the whole person toward his/her professional role with its rights, responsibilities and ideals.

We believe every right bears inherent responsibility.

We believe responsibilities are participatory, not purely philosophical or ideological, and

We believe the quality and quantity of participation are not exclusive, but bear the responsibility of participation.

Rights/Responsibilities

Students have a right to and a responsibility for:

- having a creative sound education opportunity;
- having the highest quality practitioner-teacher;
- achieving input into curriculum planning;
- achieving self-directed learning;
- achieving equal participation in all areas of clinical practice;
- participating in interdisciplinary activities;
- due process;
- insuring peer review and self-evaluation;
- the privileges of internal governance;
- organizing and participating in an organization directed toward achieving professional goals;
- facilitating change in health care delivery through various channels;
- assembling and exploring fundamental and current professional issues and concerns;
- organizing in a flexible structure to encompass and represent the diversities within nursing and be representative of the fundamental and current professional issues and concerns;
- fostering a better correlation between nursing education and practice.

ARTICLE I.

The name of this organization shall be the National Student Nurses' Association, Inc.°, hereinafter referred to as NSNA.

ARTICLE II. PRINCIPAL OFFICE

Section 1. Principal Office:

The principal office of the association in the District of Columbia shall be located at 1015 15th St NW #1000, Washington, DC 20005, and the resident agent in charge shall be the Corporation Trust Company in the District of Columbia.

Section 2. Other Offices:

The association may have offices either within or without the District of Columbia and at such place or places as may be from time to time designated by the Board of Directors. Until further action by the Board of Directors, the principal office of the association in the State of New York shall be at 45 Main Street in Brooklyn, New York.

ARTICLE III. PURPOSE AND FUNCTIONS

Section 1. The purpose of the NSNA is:

- a) To assume responsibility for contributing to nursing education in order to provide for the highest quality health care.
- b) To provide programs representative of fundamental and current professional interests and concerns, and
- c) To aid in the development of the whole person, his/her professional role, and his/her responsibility for the health care of people in all walks of life.

Section 2. The function of the NSNA shall include the following:

- a) To have direct input into standards of nursing education and influence the educational process.
- b) To influence health care, nursing education and practice through legislative activities as appropriate.
- c) To promote and encourage participation in community affairs and activities towards improved health care and the resolution of related social issues;
- d) To represent nursing students to the consumer, to institutions and other organizations;
- e) To promote and encourage students' participation in interdisciplinary activities.
- f) To promote and encourage recruitment efforts, participation in student activities, and educational opportunities regardless of a person's race, color, creed, national origin, ethnicity, age, gender, marital status, lifestyle, disability or economic status.
- g) To promote and encourage collaborative relationships with the American Nurses Association, the National League for Nursing, the International Council of Nurses, as well as the other nursing and related health organizations.

ARTICLE IV. MEMBERS

Section 1. Constituent Associations:

Any school chapter or state association whose membership is composed of active or associate NSNA members and who has submitted the Official Application for NSNA Constituency Status (the Application) containing the areas of conformity, and upon meeting such other policies as the Board of Directors may determine, shall be recognized as a constituent.

- a) The Application must be submitted annually and can be submitted at the Annual Convention site during the delegate credentialing process for the Annual House of Delegates meeting. For those school and state associations unable to send representatives to the Annual House of Delegates meeting, the Application may be sent to the NSNA on a date postmarked no later than 10 working days after the close of the House of Delegates meeting of the same year.
- b) Recognized Constituents shall be composed of at least 10 members from a school, or the total school enrollment if less than 10. This requirement of 10 or more members must be met on a date eight weeks prior to the Annual House of Delegates Meeting. There shall be only one chapter in each school campus.

- c) A state association shall be composed of at least two school constituents in a state or only one school constituent if there is only one nursing school in the state. There shall be only one state association in any state. School chapters shall belong to their state association when one exists. The term "state" in these bylaws shall be understood to apply equally to any state in the United States of America, to the District of Columbia, or to any territory, possession, or dependency of the United States of America,
- d) For yearly recognition as an NSNA constituent, constituent associations shall be required to submit annually the Official Application for NSNA Constituency Status which shall include the following area of conformity for active and associate members: purpose & function, membership, dues and representation.
- e) A constituent association which fails to comply with the bylaws and policies of NSNA shall have its status as a constituent revoked by a 2/3 vote of the Board of Directors, provided that written notice of the proposed revocation has been given at least two months prior to the vote and the constituent association is given an opportunity to be heard.
- f) School chapters and state associations are entities separate and apart from NSNA in their administration of activities, with NSNA exercising no supervision or control over their immediate daily and regular activities. NSNA has no liability for any loss, damages, or injuries sustained by third parties as a result of the negligence or acts of school chapters or state associations, or the members thereof. In the event any legal proceeding is brought against NSNA as a result of such acts of omission or commission by a school chapter or state association, said school chapter or state association will indemnify and hold harmless the NSNA from any liability.

Section 2. Categories of Constituent Membership: Members of the constituent associations shall be:

1. Active members:

- a) Students enrolled in state approved programs leading to licensure as a registered nurse.
- b) Registered nurses enrolled in programs leading to a baccalaureate degree with a major in nursing.
- c) Active members shall have all of the privileges of membership.

2. Associate members:

- a) Prenursing students, including registered nurses, enrolled in college or university programs designed as preparation for entrance into a program leading to an associate degree, diploma or baccalaureate degree in nursing.
- b) Associate members shall have all of the privileges of membership except the right to hold office of president and vice president at state and national levels.

3. Individual Members:

Individual membership shall be open at the national level to any eligible student when membership in a constituent association is not available. Individual members shall have the privileges of membership as prescribed in Article IV, Section 2, items 1 and 2.

4. Active, associate and individual membership shall be renewable annually.

Section 3. Categories on Non-Constituent Membership:

a) Sustaining Members:

Sustaining membership shall be open at the national level to any individual or organization interested in furthering the development and growth of NSNA, upon approval of the Board of Directors. This membership category is not open to those eligible for active or associate membership. Sustaining members shall receive literature and other information from the national office.

b) Honorary Members:

Honorary membership may be conferred by 2/3 vote of the House of Delegates upon recommendation by the Board of Directors to persons who have rendered distinguished service or valuable assistance to NSNA. Honorary members shall have none of the obligations or privileges of membership.

Section 4.

a) Extended Membership:

Active, associate, and individual membership may be extended six months beyond graduation from a student's program in nursing, providing membership was renewed while the student was enrolled in a nursing program. Sustaining membership shall be renewable annually.

- b) Active, associate, and individual members who hold a state office may have their membership further extended to the first state election following the member's date of graduation.

Section 5. Dues:

1. a) The annual dues for active, associate, and individual members shall be \$30 per member, payable for the appropriate dues year. The dues year for members shall be a period of twelve consecutive months.
- b) The dues for active, associate, and individual members joining for two years shall be \$50 per member, payable for the appropriate dues years. The dues years for these members shall be a period of twenty-four consecutive months.
- c) The NSNA Board of Directors shall have the authority to change membership dues, providing such dues do not exceed the amounts set in these bylaws.
- d) National and state dues shall be payable directly to NSNA. NSNA shall remit to each state constituent the dues received in behalf of the constituent.
2. The annual dues for sustaining members shall be established by the Board of Directors, and shall be paid directly to the NSNA office.
3. Any member who fails to pay current dues shall forfeit all privileges of membership.

**ARTICLE V.
OFFICERS AND DIRECTORS**

Section 1. Officers of NSNA shall be president, vice president, and secretary-treasurer.

Section 2. There shall be six directors:

- a) One elected as editor of *Imprint*;
- b) One elected as director of Breakthrough to Nursing;
- c) Four, one elected from, and attending school in, each of the four election areas of the country (as defined by the Board of Directors).

Section 3. Eligibility:

- a) Members who shall be nursing students until at least one month prior to the NSNA annual meeting and have the privileges of active membership shall be eligible for the offices of president and vice president.
- b) Members who shall be nursing students throughout at least three quarters of a term of office shall be eligible for the office of secretary treasurer or to be a director.
- c) Members who have held office in a national, state, or school chapter, or served on an NSNA committee shall be eligible for the office of president and vice president.
- d) No member shall hold more than one elected national position at any time.
- e) Those members holding state office who are then elected to a national office must resign from one of these offices prior to the Board of Directors meeting at the MidYear conference, or a vacancy will be declared in the national position.



ARTICLE VI. NOMINATING AND ELECTIONS COMMITTEE

- f) No member shall serve more than two terms on the Board of Directors.
- g) Those members not holding state office who are elected to a national office may not be elected or appointed to a state position during their term of office on the NSNA Board of Directors.

Section 4. Term of Office:

The term of office shall be one year from the adjournment of the annual meeting at which officers and directors are elected to adjournment of the meeting at which their successors are elected.

Section 5. Duties of Officers and Directors:

The officers shall perform the duties prescribed by the parliamentary authority, and more specifically shall include:

1. The president shall:

- a) Serve as the principal officer of the association and preside at all meetings of the association, the Board of Directors and the executive committee.
- b) Shall be responsible for seeing that lines of direction given by the House of Delegates and the actions of the Board are carried into effect and for reporting to the membership and the Board of Directors on the conduct of the affairs of the association.
- c) Appoint committees and their chairpersons, subject to the approval of the Board of Directors, and make other appointments as necessary.
- d) Serve as ex-officio member of all committees except the Nominating and Elections Committee.
- e) Represent NSNA in matters relating to the association and perform all other duties pertaining to the office.
- f) Have such other powers and perform such other duties as may be assigned by the Board of Directors.

2. The vice president shall:

- a) Assume the duties of the president in the absence or disability of the president,
- b) Accede to the office of president in case of vacancy in the office.
- c) Perform other duties as assigned by the president.

3. The secretary-treasurer shall:

- a) Review the minutes of all business meetings of the association and the Board of Directors and insure accuracy prior to distribution to the Board of Directors for action.
- b) Act as custodian of organization funds and see that an annual financial report is prepared.
- c) Serve as chairperson of the Finance Committee when such a committee is established by the Board of Directors.
- d) Provide guidance to staff through the Finance Committee with regard to the investment of resources and acquisition of fixed assets.
- e) Perform other duties as assigned by the president.

4. Directors shall perform such duties as assigned by the president in accordance with the priorities and needs of the association.

Section 6. Vacancies:

- a) A vacancy on the Board of Directors, other than president, shall be filled, if deemed essential, by the Board of Directors. In any case a written explanation must be provided to all state presidents as soon as the Board of Directors has reached a decision.
- b) The candidates for a vacant office must meet all eligibility requirements.
- c) Providing a vacancy shall be filled, it shall require a 2/3 vote of the Board of Directors.
- d) Any resignation from a position on the Board of Directors shall be in writing and shall be effective immediately upon receipt of the same by the NSNA headquarters.
- e) In the event that a verbal resignation is tendered without written confirmation as stated in Section 6 d) above, then the Board of Directors shall consider the removal of the individual by declaring the office vacant by 3/4 vote.
- f) Verbal resignations shall be tendered to the President and another board member. In the case that the President is verbally resigning, the President shall tender the resignation to the Vice President and another board member.

Section 1. Eligibility:

- a) A Nominating and Elections Committee shall be composed of four members, each one a representative of one of the four election areas. They shall be elected at the annual meeting to serve for a term of one year. All members shall be nursing students for a least three quarters of their term of office. The chairperson shall be determined by the largest number of votes cast for chairperson on the ballot from among the elected committee members.
- b) A member elected to serve on the Nominating and Elections Committee shall not be eligible to be nominated as a candidate or apply for nomination as a candidate for any elected position during that term.
- c) A vacancy on the Nominating and Elections Committee shall be filled by the Board of Directors with a nominee recommended by the Nominating and Elections Committee. In the case of a member not performing his/her duties, the Board of Directors shall declare the position vacant and shall fill the vacancy with a nominee recommended by the nominations and elections committee.
- d) No member shall hold more than one elected national position at any time.
- e) Those members holding state office who are then elected to a national office must resign from one of these offices prior to the Board of Directors meeting at the MidYear conference, or a vacancy will be declared in the national position.
- f) Those members not holding state office who are elected to a national office may not be elected or appointed to a state position during their term of office on the NSNA Nominating and Elections Committee.

Section 2. Duties of the Nominating and Elections Committee:

- 1. Duties of the Nominating and Elections Committee prior to the annual meeting include the following:
 - a) The Nominating and Elections Committee shall receive official applications of proposed candidates submitted by NSNA members.
 - b) The Nominating and Elections Committee shall choose a slate of candidates for officers, directors, and members of the Nominating and Elections Committee. The consent of all proposed candidates shall be obtained in writing before placing their names on the ticket. Candidates shall obtain and submit the written support of their nursing program director or an explanation of why the support was withheld. Election area representation shall be maintained.
- 2. Duties of the Nominating and Elections Committee at the annual convention will include the following:
 - a) Oversee the functions of the Campaign Headquarters.
 - b) Present the Nominating and Elections Committee report and the official slate of candidates at the first business meeting of the annual convention.
 - c) Run the Candidates Presentation and Presidential Debate
 - d) Monitor and investigate complaints of campaign violations.
 - e) Present the new officers to the House of Delegates.
 - f) The Nominating and Elections Committee shall choose a ticket prior to the opening of the NSNA annual convention. Nominations may be made from the floor at the annual meeting of the association provided that the eligibility of the individual so nominated, as determined by these bylaws, has been established and written consent of such individuals secured and submitted prior to such meeting.

Section 3. Elections:

- a) The officers, six directors, and the members of the Nominating and Elections Committee shall be elected at each annual meeting by the House of Delegates.
- b) The election shall be by ballot. A plurality vote shall elect. A tie vote shall be decided first by a revote, and, if necessary, then by casting a lot.

ARTICLE VII. MEETINGS

Section 1. The annual meeting of the association shall be held at such time and place as shall be determined by the Board of Directors. The annual meeting shall be for the purpose of holding an election, receiving reports and conducting such other business as may properly come before the House of Delegates. Notice of the meeting shall be sent to the president of each constituent association and other members of the voting body.

Section 2. The House of Delegates shall be the governing and voting body of the association and shall be composed of delegates from the constituent associations and members of the NSNA Board of Directors. Members of the Nominating and Elections Committee shall be given special delegate status which allows them all the privileges of a voting delegate, except that they will not be allowed to vote for officers, directors and Nominating and Elections Committee. The business of the annual meeting shall be conducted by the House of Delegates.

Section 3. Delegate Representation:

a) School Constituents:

1. Each school chapter that is a recognized constituency, as determined by these bylaws, shall be entitled to one voting delegate and alternate, and in addition, shall be entitled to one voting delegate and alternate for every 50 members.
2. The school chapter delegate(s) shall be a member(s) in good standing in the chapter and shall be selected and/or elected by members of the school chapter according to chapter bylaws. The school chapter may designate an alternate delegate for each delegate by: selection and/or election by members of the school chapter according to chapter bylaws.

All alternates shall have the same privileges as an elected delegate when seated in the House.

- 3a) If a constituent school is unable to fill their delegation said school should provide written authorization to their State Board of Directors requesting them to appoint one member of the State Board to act as a state-appointed alternate delegate for their school chapter. School chapters shall approve of the appointment.
- b) The state Board of Directors shall verify that any state-appointed delegate is a member in good standing of the NSNA and the state association.
- c) A school chapter must have at least one selected and/or elected delegate present at the NSNA Convention in order to have a state-appointed delegate seated in the House of Delegates.
4. Each school constituent shall be entitled to delegates according to the number of members in good standing in NSNA. Delegates shall be computed on the basis of the number of members in each constituent as evidenced by the annual dues received by NSNA on a date eight weeks prior to the annual meeting.

b) State Constituents:

Each state constituent shall be entitled to one voting delegate and alternate. This delegate shall be the state president. If the state president cannot serve, a designated representative and alternate shall be elected at a state meeting or by the state Board of Directors.

Section 4. The privilege of making motions and voting shall be limited to the voting body. A voting member shall have but one vote in any election or on any question. This vote must be exercised in person by the delegate or alternate, and in their absence may not be assigned to, or exercised by, any other delegate or individual by means of a proxy or other written or oral assignments.

Section 5. All meetings of the association shall be open unless voted otherwise by the House of Delegates. Student members, other than voting delegates, may attend the annual meeting but shall not be seated with the delegate body and may speak once on each issue before the House.

Section 6. Quorum:

The quorum for the annual meeting shall consist of delegates from at least 51% of the total number of delegates credentialed at the annual meeting and which represent at least 2/3 of the states having delegates credentialed at the annual meeting, and at least four members of the Board of Directors, including the president or the vice president.

Section 7. Special Meetings:

- a) A special meeting may be called by the Board of Directors and shall be called by the president upon written request of 1/3 or more of the constituents associations. Notice of time, place, and purpose of the meeting shall be sent to all constituent associations not less than five days prior to the meeting.
- b) The voting body shall be the same, insofar as possible, as that in the annual meeting. Other members may attend and shall have only the privilege to speak once to each issue.
- c) The quorum shall be 1/3 of the state constituent associations from each election area and at least four members of the Board of Directors including the president or vice president.

Section 8. Council of State Presidents:

- a) There shall be meetings of state presidents of state student nurses' associations held twice yearly, once in conjunction with the annual convention of the association, as well as once in the fall. This collective shall be called the NSNA Council of State Presidents.
- b) **The purpose of the NSNA Council of State Presidents** shall be to discuss the priorities of the association, activities for the year, accomplishments, problems, and to share ideas. It shall also allow for the interchange and consultation between state presidents, the NSNA Board of Directors and staff.
- c) **Composition:**
 1. The members of the NSNA Council of State Presidents shall be the NSNA state students nurses' associations' presidents, or the designated alternates, and the members of the NSNA Board of Directors.
 2. The following shall be invited to participate in the NSNA Council of State Presidents: presidents-elect of the state student nurses' associations; members of NSNA committees; and national and state student nurses' association staff and consultant.
 3. Members of the NSNA, including state officers not specifically listed in 1 and 2 above, shall be admitted as observers to the NSNA Council of State Presidents.
- d) **Council of State Presidents Planning Committee:**
 1. The Council of State Presidents Planning Committee shall be composed of 4 state presidents.
 2. The chair of the Council of State Presidents Planning Committee shall be the chair of the Council of State Presidents meetings and shall serve as an ex-officio member of the Board of Directors without a vote.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the elected officers and the directors. The consultants and the executive director shall serve as ex-officio members without a vote.

Section 2. All the powers of the association are vested in and shall be exercised by the Board of Directors during the interim between meetings of the association, except that the Board shall not nullify nor modify any action taken by the House of Delegates in convention, and subject to the provisions of these bylaws.



Section 3. The Board of Directors shall not be responsible for any contract, claim or obligation of any kind incurred, or for any position taken by any officer or member or constituent unless the same was duly authorized in writing by the Board of Directors.

Section 4. Management by the Board of Directors shall include the following duties:

- a) Constitute the membership of the Foundation of the National Student Nurses' Association and hold meetings in that capacity at the time and place specified in the bylaws of the Foundation.
- b) Appoint an executive director who shall be administrative officer and general manager of the association responsible to the Board of Directors and who shall carry out such responsibilities in connection with the duties of the office as shall be specified by the Board of Directors, within approved budget limitations,
- c) Review and approve the terms of official relationships established with other organizations singly or in coalition.
- d) Approve any commitment in the form of action, statement of policy or position, or financial obligations involved in NSNA's® relationships with other organizations.
- e) Approve the budget and provide the annual audit of accounts at the close of the fiscal year, to be submitted to the House of Delegates.
- f) Have the power to fill vacancies for the unexpired term, unless otherwise specified in these bylaws.
- g) If a member of the Board of Directors fails to fulfill his or her responsibilities as defined in the Bylaws and in the policies of NSNA, the Board of Directors shall have the option of removing that Board member from the office. The action will require a 3/4 vote of the Board of Directors. An appeal to this decision must be submitted in writing to the NSNA office within two weeks. The appeals case will be considered by the Board of Directors via conference call or Board meeting within two weeks of receipt of appeal. The appealing officer shall be reinstated by a 3/4 vote of the Board of Directors.
- h) In case of an emergency, votes by referendum vote or by conference call may be taken by the Board of Directors, provided the content is conveyed in the same words to each member.

Section 5. Meetings:

- a) Regular meetings of the Board of Directors shall be held immediately before and after the annual convention and at such other times as deemed necessary by a majority of the Board. The president shall determine the date and place of meetings in consultation with executive director.
- b) The quorum shall be a majority of the voting members of the Board including the president or vice president, and one consultant.

Section 6. Executive Committee:

There shall be an Executive Committee of the Board of Directors composed of the president, vice president, and secretary/treasurer and a consultant. This committee shall have the power to transact business only of an emergency nature which cannot wait until the next scheduled meeting of the Board of Directors. All transactions of this committee shall be reported in full at the next regularly scheduled meeting of the Board of Directors. The Executive Committee may conduct such emergency business by telephone or mail.

ARTICLE IX - CONSULTANTS

Section 1. There shall be two consultants: one consultant shall be appointed by each of the Board of Directors of ANA and NLN in consultation with the NSNA Board of Directors. The consultants shall be appointed at their respective biennial conventions to serve for a two-year term, or until their respective successors are appointed.

Section 2. The consultants shall:

- a) Be responsible for providing for interchange of information between the Board of Directors of the ANA, NLN, and NSNA.
- b) Serve as resource persons consulting with the Board of Directors, members and staff.
- c) Attend NSNA meetings.

ARTICLE X. COMMITTEES

Section 1. Resolutions Committee

The Resolutions Committee shall be composed of a chairperson and committee members who shall be appointed by the NSNA President with Board approval. The committee will be appointed no less than four months prior to the Annual meeting.

Section 2. The Board of Directors, at its discretion, shall establish committees deemed necessary to carry on the work of the association and determine the functions, terms, and membership of the committees. A quorum for committee meetings shall be a majority of the members.

ARTICLE XI. OFFICIAL PUBLICATION

Imprint shall be the official publication of this association and shall be distributed to members as a benefit.

ARTICLE XII. PARLIAMENTARY AUTHORITY

All meetings of this association shall be conducted according to parliamentary law as set forth in *Robert's Rules of Order Newly Revised* where the rules apply and are not in conflict with these bylaws.

ARTICLE XIII. AMENDMENTS

Section 1. These bylaws may be amended at the annual meeting by a 2/3 vote of those delegates present and voting provided that notice of the proposed amendments has been sent to members at least four weeks prior to the meeting.

Section 2. Proposed amendments may be submitted only by the Board of Directors, an NSNA committee, or a constituent association. Proposed amendments shall be submitted in writing, carrying proponent's signature, to the Board of Directors for review at least 10 weeks prior to the annual meeting.

Section 3. These bylaws may be amended at the annual meeting by 99% vote of those present and voting, providing previous notice shall have been given at an earlier meeting of the same session, and provided that the proposed amendment shall have been presented to the presiding officer and parliamentarian before the meeting where previous notice is given.

Section 4. Amendments to the NSNA bylaws, adopted at the annual meeting which directly relate to the business of the constituent associations in the areas of conformity, shall automatically and immediately effect the necessary amendments to the bylaws of the constituent associations and shall promptly be incorporated into their bylaws.