

ALASKA EMERGENCY NURSES ASSOCIATION

ALASKA STATE COUNCIL BYLAWS

Article I

The name of this organization shall be the Alaska State Council of the EMERGENCY NURSES ASSOCIATION (ENA), a not for profit corporation incorporated in the State of Alaska.

Article II

This state council is affiliated with the Emergency Nurses Association (ENA) at the State Level, chartered by the National Association (ENA), to implement its philosophy, objectives, and leadership of the State Level, as well as to coordinate the professional activities of special interest groups within the State in liaison with the National Level (ENA) General Assembly and the National Board of Directors of ENA. The Alaska State Council shall act in accord with the Bylaws & Procedures established by the National Association (ENA).

Article III

Objectives:

1. To promote the specialty of Emergency Nursing in Alaska.
2. To work collaboratively with other health related organizations toward the improvement of emergency care.
3. To serve as a resource for emergency nursing education and research.
4. To disseminate Standards of excellence for emergency nursing practice.
5. To disseminate education and research resources toward the defined Standards.
6. To provide a networking structure to address professional emergency nursing issues.
7. To identify and address emergency nursing issues.
8. To affirm the philosophy of the American Nurses Association Ethical Principles.

Article IV

Officers:

1. The officers of the Alaska State Council shall be a President, President - Elect, Immediate Past President, Secretary, & Treasurer.
2. Qualifications: Officers shall have
 - A. Current National Association membership
 - B. Current professional nurse licensure
3. Responsibilities: In addition to those responsibilities delineated below, officers of the Alaska State Council shall exercise all the privileges and responsibilities as an officer of the Alaska State Council as specified in the Bylaws & Procedures of the National Association.

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- A. President:
 - 1.) Service as Chief Executive Officer of the Alaska State Council.
 - 2.) Coordinate all Council administrative activities.
 - 3.) Appoint committee Chairpersons and committee members as circumstances warrant.
- B. President-elect:
 - 1.) To perform any duties assigned by the President for the Alaska State Council.
 - 2.) Actively participate within the Alaska State Council Board of Directors.
 - 3.) To succeed to the office of the President at the expiration of the President's term. In the event the position of President becomes vacant; the president-elect shall serve for the unexpired term and the term for which she/he was elected.
- C. Immediate Past President:
 - 1.) Actively participate within the Alaska State Council Board of Directors.
 - 2.) Work as a facilitator and advisor to the President.
 - 3.) To perform any duties assigned by the President for the Alaska State Council.
- D. Secretary:
 - 1.) To perform those duties outlined in parliamentary procedure and common law.
 - 2.) Produces Alaska State Council Board of Directors meeting minutes.
 - 3.) To perform any duties designated by the President for the Alaska State Council.
 - 4.) Editor_of the Alaska State Council newsletter.
- E. Treasurer:
 - 1.) To maintain Alaska State Council financial records in accord with generally accepted accounting procedures.
 - 2.) Works with the President & president-elect to develop operating budget for each year.
 - 3.) Present budget proposal annually to the Alaska State Council Board of Directors.
 - 4.) To maintain Alaska State Council banking accounts and disbursements thereof.
 - 5.) Applies for and maintains a state council EIN and files this number with the National office.
 - 6.) Completes and files the annual form 990 or 99-T directly with the IRS, if applicable, and files a copy of it with the National Office.
 - 7.) Submits a state council annual Financial Report for Alaska Board of Directors & general membership to review, as well as financial reports for scheduled Board of Director Meetings. The annual state council financial report is to be filed with the National Office on or before June 1st each year.
 - 8.) Maintains state council records and provides for a mechanism to transfer records upon the installation of new state council Treasurer.

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- 9.) To perform those duties outlined in parliamentary procedure and common law.
 - 10.) To perform any duties designated by the President for the Alaska State Council.
- E. Term of Office:
1. The Alaska State Council President, Secretary & Treasurer shall serve for a term of two years or until their successors is elected. The term of office shall begin January 1 each year.
 2. The Alaska State Council president-elect shall serve for a one-year term or until his/her successor is elected. The term of office shall begin January 1.
 3. No individual will serve consecutive terms as Treasurer
 4. The immediate past president shall serve a one-year term and be a member of the Alaska Board of Directors.
- F. Election: State Council Officers are elected by ballot. Requests for nominations are sent to all Alaska State Council members. From these nominations a ballot is generated and mailed to the entire membership. Officers are selected by majority vote of all ballots received. Ballots will be totaled by the Secretary & announced in the December newsletter to the membership. Ballots will be open for review upon request.

Article V

Meetings:

1. The Alaska Board of Directors shall meet three to four times each year. Meeting may be via teleconference if appropriate. The entire membership is invited to attend meetings when possible.
2. The Alaska State Council shall attempt to conduct at least one educational meeting per year.
3. Special meetings may be called upon the written request of a majority of the Board of Directors. Members of the Alaska State Council present at a meeting of the entire State council shall constitute a quorum.

Article VI

Delegates to the General Assembly:

1. The Bylaws & Procedures of the National Association (ENA) shall determine the number of and qualifications for delegates to the National Association's Annual General Assembly.
2. The Alaska State Council shall use the lottery mechanism for delegate selection.
3. Responsibilities of the Delegates will be outlined within the Alaska State Council Operating Guidelines

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Article VII

Alaska State Council Board of Directors

1. The Officers, & four elected State Council Representatives shall constitute the Board of Directors.
2. The Board of Directors shall be responsible for the management of the affairs of the Alaska State Council between its business meetings and shall perform other such duties as specified by Bylaws.
3. The President shall call meetings of the Board of Directors.
4. The presence of the President and two other voting members shall constitute a quorum for any meeting of the Board of Directors.
5. The ENCARE Director, Pediatric & Trauma Chairpersons shall have an advisory only position on the board of directors.

Article VIII

Committees

1. As far as possible the Alaska State Council shall have the following standing committees: Education, Government Affairs, Nursing Practice, Membership & National Association General Assembly Delegation.
2. The Board of Directors may appoint special committees & task forces as circumstances warrant.
3. The Alaska State Council President shall serve as an ex-officio member of each committee.
4. All committees shall assume duties and have such powers as assigned by the Alaska State Council Board of Directors.
5. All committees shall report to the Board of Directors and work to enhance the mission of the Alaska State Council.
6. The Alaska State Council Board of Directors shall determine the size of each committee.
7. The President shall appoint chairpersons and members to all committees.

Article IX

Special Interest Groups (SIG)

1. The Alaska State Council is a two-tier state as designated by the National Association, which does not have the ability to have Chapters within the state.
2. Any SIG will maintain their own treasury and have their own group liaison that will be responsible for the communication from their SIG to the Alaska State Council Board of Directors.
3. SIG will submit a letter of intent to the Alaska State Council Board of Directors for approval at the conception of their group.

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4. SIG will follow the Alaska State Council Operating Guidelines specifically for Special Interest Groups.

Article X

Indemnification

The Association shall indemnify all Officers, Directors and employees for expenses incurred with the defense or settlement of any claim against such person by reason of service as an Officer, Director or employee, unless a judgement or other adjudication shall establish that such claim arose or resulted from any adjudication shall establish that a claim arose or resulted from any dishonest, fraudulent, criminal, malicious, or knowingly wrongful act, error or omission of such a person.

Article XI

Parliamentary Authority

These bylaws, the current edition of Roberts Rules of Order, Standing Rules and special Rules of order adopted by the Alaska State Council shall govern all meetings of the Alaska State Council provided they are not in conflict with the bylaws and procedures of the National Association.

Article XII

Dissolution

In the event of dissolution of the Alaska State Council, the net assets of the corporation shall revert to the National Association after all liabilities and obligations shall be paid, satisfied, and discharged, or adequate provision shall be made thereof.

Article XIII

Amendments:

1. The National Associations' Committee on Bylaws may amend these bylaws only upon approval. Before any amendments become effective, they must subsequently be approved by a two-thirds vote of the Alaska State Council Members.
2. Any amendment to the National Association Bylaws and Procedures having direct application to these Bylaws shall take precedence over any Alaska State council bylaw provision and/or procedure and amendment thereto shall automatically take effect.