

Association for Nursing Professional Development
Bylaws

Article I
Name and Affiliation

The name of the organization shall be the Association for Nursing Professional Development.

The organization may also be known as ANPD.

Article II
Mission and Goals

Section 1 – Mission of ANPD: Advancing quality health care by defining and promoting nursing professional development practice.

Section 2 – The goal of ANPD is:

- ANPD will be acknowledged as the expert voice, advocate and leading resource for nursing professional development practice.

Article III
Membership

Section 1 – Classification: There shall be five categories of membership which are Regular, Retired, Associate, Charter, and Founding.

Section 1.1 – Regular Member: A Regular Member is a currently licensed registered nurse who is engaged in any aspect of nursing professional development. A Regular Member may vote, hold office, and serve on committees.

Section 1.2 – Retired Member: A Retired Member is a currently licensed registered nurse who is retired from active nursing professional development. Retired Members may vote and serve on committees, but may not serve on the Board of Directors.

Section 1.3 – Associate member: An individual who is not a registered nurse and who is engaged in or interested in nursing professional development, health care professional development or education. An Associate Member may not vote or hold office, yet may serve on committees.

Section 1.4 – Charter Member: Individuals designated as Charter Members are those who joined during 1990, the first year of the organization. Those members shall retain the designation of Charter Member for the duration of their membership.

Section 1.5 – Founding Member: Individuals designated as Founding Members are those who joined at the Founders' level during 1990, the first year of the organization. Those members shall retain the designation of Founding Member for the life of the organization.

Section 2 – Membership is not transferable to another person.

Section 3 – Membership dues shall be determined by the Board of Directors.

Article IV Elected Officers

Section 1 – The organization shall have a Board of Directors comprised of a President, President-Elect, Treasurer and five Directors.

The term for President-Elect shall be a one-year term; the term for President, Treasurer, and Directors shall be two years.

No member shall hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office.

When a member of the Board of Directors is unable to meet the requirements of the position, that person may resign in writing. Written resignation may be called for by two-thirds vote of the remaining members of the Board of Directors.

In the event of a vacancy in the office of the President, the duties of the office shall be assumed by the President-Elect or by an appointment by the Board of Directors. A vacancy in any other elected position shall be filled by an appointment by the Board of Directors to complete the term.

Section 2 – The Board of Directors shall determine the strategic direction of the organization and oversee its management.

Section 3 – The President, in collaboration with the Board of Directors, shall:

- Preside at all business and Board of Director's meetings of the organization
- Act as the direct liaison between the Board of Directors and management through the Executive Director of the organization
- Authorize decisions between meetings on behalf of the Board of Directors, when such decisions are a reasonable interpretation of Board of Director's policy
- Serve as an ex-officio member of all committees except the Nominating Committee

The President-Elect, in collaboration with the Board of Directors shall:

- Fulfill duties in the absence of the President
- Learn the duties of the President Ensure implementation of the strategic initiatives including responsibilities as determined by consensus of the Board of Directors.

The Treasurer, in collaboration with the Board of Directors, shall:

- Manage the finances of the organization
- Serve as chair of the Finance Committee

- Give a financial update/report at business meetings and Board of Directors meetings

The Directors shall:

- Ensure implementation of the strategic initiatives including responsibilities as determined by consensus of the Board of Directors.

Article V

Nominating Committee and Nominations for Office

Section 1 – The Board of Directors shall appoint a five-member Nominating Committee.

Three members of the Nominating Committee shall be appointed in odd years, and two members of the Nominating Committee shall be appointed in even years.

The term of office for the Nominating Committee shall be two years. A member shall serve no more than two consecutive terms on the Nominating Committee.

The Immediate Past President will serve as the chair in a non-voting member capacity to the Nominating Committee. If the Immediate Past President cannot serve, the Board of Directors will appoint a chair.

The Nominating Committee shall nominate eligible candidates for the Board of Directors.

Section 2 – All Regular Members (including founding or charter members) of ANPD shall be eligible to be nominated to the Board of Directors. Membership must be current at the time of nomination and throughout service on the Board of Directors.

Members of the Nominating Committee who wish to appear on the ballot shall resign from the Committee. A vacant Nominating Committee position will be filled for the remainder of the term by an appointment of the Board.

Article VI

Elections

Section 1 – Elections shall be by electronic ballot.

Section 2 – A plurality vote for any office shall constitute an election. In case of a tie, the Nominating Committee will put forward a recommendation for Board of Directors approval.

Section 3 – Candidates shall take office at the close of the annual convention. Terms of office shall be staggered. The Treasurer and two Directors shall be elected in even years. The President Elect and three Directors shall be elected in odd years.

Section 4 – Electronic ballots shall be deleted following the election. Other records pertaining to the election shall be preserved.

Article VII

Meetings

Section 1 – The regular membership meeting of the organization shall be held annually unless otherwise ordered by the Board of Directors.

Section 2 – Meetings of the Board of Directors shall be convened as the business and development of the organization indicate. Meetings of the Board of Directors shall be convened at least semi-annually.

Section 3 – Special meetings may be called by the President or the Board of Directors as needed. The purpose of the meeting shall be stated in the call to meeting. At least ten days notice shall be given for any special meeting.

Article VIII Task Forces and Committees

Section 1 – The Board of Directors shall establish task forces as necessary to accomplish the purposes of the organization.

Section 2 – Standing committees shall be established as necessary to carry on the work of the organization.

Article IX Affiliates

ANPD may have affiliates which shall be organized in accordance with the rules and regulations adopted by the Board of Directors.

Article X Governing Authority

The Board of Directors is the governing authority for the organization.

A quorum of the Board of Directors is majority of all members of the Board of Directors. Preferred decision-making of the Board of Directors will be consensus. Consensus is defined as general agreement or accord on a matter or an issue. In the event consensus cannot be reached, the current edition of Robert's Rules of Order shall guide the decision-making process, as long as Robert's Rules of Order do not conflict with the bylaws or special rules of the organization.

Article XI Amendment of Bylaws

Proposals for amendments to these bylaws may be initiated by action of the Board of Directors. Individual members may submit suggestions for bylaws changes to the Board of Directors for consideration.

The bylaws may be amended through electronic vote of the membership wherein a majority of those who vote constitutes adoption of the amendment.

Article XII Dissolution

Dissolution of the organization may only occur by a two-thirds majority vote of members attending a business meeting or responding to an electronic ballot, or when a formal petition for bankruptcy is filed.

Upon the dissolution of the organization and after the payment or provision for payment of all liabilities of the organization, the Board of Directors shall dispose of all assets of the organization to organizations that are qualified as tax-exempt organizations under Section 501 (c)(6) of the Internal Revenue Code.

Any assets not so disposed of shall be disbursed by a court from the jurisdiction in the county in which the principal office of the corporation is located.

Approved by ANPD Members – June, 2018