

AMENDMENT #1

Rationale for amendment: The INA Board of Directors recommends categories of membership be updated to mirror the American Nurses Association (ANA) to promote changes that occur during 2019 ANA Membership Assembly Structure in membership and dues and for consistency of membership categories at the state affiliate level. The proposed changes reflect a simpler categorization of membership to promote membership of both INA and ANA.

Proposed deletions are indicated with a ~~strike through~~ and additions are indicated in **red font**.

CURRENT LANGUAGE	PROPOSED LANGUAGE
ARTICLE II - MEMBERSHIP AND DUES Section 3: Membership Privileges and Obligations A. Privileges. INA only members in good standing shall have membership privileges as follows: 1) opportunity to designate the organizational subunit in which membership will be held; 2) receive INA membership card and regular INA publications; 3) Serve in any INA elected or appointed positions in accordance with the INA Bylaws, the ANA Bylaws and applicable policies; 4) vote for INA officers, directors, Committee on Nominations, and Iowa Nurses Foundation Board of Directors members; 5) attend conventions and other unrestricted activities of INA and ANA; and 6) attend Congress of International Council of Nurses. B. Privileges. INA/ANA dual membership individuals in good standing shall have membership privileges as follows: 1) opportunity to designate the organizational subunit in which membership will be held; 2) receive INA/ANA membership card and regular INA/ANA publications; 3) serve as INA Representatives to the ANA Membership Assembly or alternate or in any INA or ANA elected or appointed positions in accordance with the INA Bylaws, the ANA Bylaws and applicable policies; 4) vote for representatives to ANA Membership Assembly or successor in accordance with the ANA Bylaws	ARTICLE II - MEMBERSHIP AND DUES Section 3: Membership <u>Categories</u>, Privileges and Obligations A. Privileges. INA only members in good standing shall have membership privileges as follows: 1) opportunity to designate the organizational subunit in which membership will be held; 2) receive INA membership card and regular INA publications; 3) Serve in any INA elected or appointed positions in accordance with the INA Bylaws, the ANA Bylaws and applicable policies; 4) vote for INA officers, directors, Committee on Nominations, and Iowa Nurses Foundation Board of Directors members; 5) attend conventions and other unrestricted activities of INA and ANA; and 6) attend Congress of International Council of Nurses. <u>A. Membership Categories</u> <u>1) INA/ANA Premier Membership</u> <u>i. An individual nurse who meets the qualifications under Article II: Membership and Dues Section 2: Qualifications</u> <u>2) INA/ANA Standard Membership</u> <u>i. An individual nurse who meets the qualifications under Article II: Membership and Dues Section 2: Qualifications</u> B. Privileges. INA/ANA dual membership individuals in good standing shall have membership privileges as follows:

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<p>5) vote for INA officers, directors, Committee on Nominations, and Iowa Nurses Foundation Board of Directors members;</p> <p>6) attend the ANA Membership Assembly or successor, conventions and other unrestricted activities of INA/ANA; and</p> <p>7) attend Congress of International Council of Nurses.</p> <p>C. Obligations. All INA members and INA/ANA dual members in good standing shall have membership responsibilities as follows:</p> <p>1) adherence to INA and ANA Bylaws, adherence to the Code of Ethics for Nurses (or successor document) as established by ANA, refrain from actions which are detrimental to the purpose, goals, and functions of INA.</p>	<p>1) opportunity to designate the organizational subunit in which membership will be held;</p> <p>2) receive INA/ANA membership card and regular INA/ANA publications;</p> <p>3) serve as INA Representatives to the ANA Membership Assembly or alternate or in any INA or ANA elected or appointed positions in accordance with the INA Bylaws, the ANA Bylaws and applicable policies;</p> <p>4) vote for representatives to ANA Membership Assembly or successor in accordance with the ANA Bylaws</p> <p>5) vote for INA officers, directors, Committee on Nominations, and Iowa Nurses Foundation Board of Directors members;</p> <p>6) attend the ANA Membership Assembly or successor, conventions and other unrestricted activities of INA/ANA; and</p> <p>7) attend Congress of International Council of Nurses.</p> <p>A. <u>B.</u> Privileges. INA only members in good standing shall have membership privileges as follows:</p> <p>1) opportunity to designate the organizational subunit in which membership will be held;</p> <p>2) receive INA membership card and regular INA publications;</p> <p>3) Serve in any INA elected or appointed positions in accordance with the INA Bylaws, the ANA Bylaws and applicable policies;</p> <p>4) vote for INA officers, directors, Committee on Nominations, and Iowa Nurses Foundation Board of Directors members;</p> <p>5) attend conventions and other unrestricted activities of INA and ANA; and</p> <p>6) attend Congress of International Council of Nurses.</p> <p>7) <u>serve as INA Representatives to the ANA Membership Assembly or alternate or in any INA or ANA elected or appointed positions in accordance with the INA Bylaws, the ANA Bylaws and applicable policies;</u></p> <p>8) <u>vote for representatives to ANA Membership Assembly or successor in accordance with the ANA Bylaws</u></p>

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	<p>9) <u>attend the ANA Membership Assembly or successor, conventions and other unrestricted activities of INA/ANA</u></p> <p>C. Obligations. All INA members and INA/ANA dual members in good standing shall have membership responsibilities as follows:</p> <p>1) adherence to INA and ANA Bylaws, adherence to the Code of Ethics for Nurses (or successor document) as established by ANA, refrain from actions which are detrimental to the purpose, goals, and functions of INA.</p>

AMENDMENT #2

In order to reflect the changes in membership classification set forth in AMENDMENT #1, each reference in these Bylaws to “INA Only member” or “INA/ANA member” shall be replaced with “member”.

AMENDMENT #3

Rationale for amendment: this amendment provides expectations for each region, aligns region elections with State elections, which will allow for a smoother transition for region liaison to transition to the INA board of directors.

Proposed deletions are indicated with a ~~strike through~~ and additions are indicated in **red font**

CURRENT LANGUAGE	PROPOSED LANGUAGE
ARTICLE III – ORGANIZATIONAL SUBUNITS OF IOWA NURSES ASSOCIATION	ARTICLE III – Regions ORGANIZATIONAL SUBUNITS OF IOWA NURSES ASSOCIATION
Section 1. Definition	Section 1. Definition
A. The INA shall have a structure that is conducive to facilitation of networking among its members. The regional structure is a type of organizational sub-units within INA. The regions are not separate and distinct legal entities from the INA, but are merely geographic groups of INA members who are free to adopt their own loose organizational protocols and policies, so long as not in conflict with that of INA. This may include election of officers and the use of committees, but does not include recognition as a separate legal entity, Articles of Incorporation or bylaws.	A. The INA shall have a structure that is conducive to the facilitation of networking among its members. The regional structure is a type of organizational sub-units within INA. The regions are not separate and distinct legal entities from the INA, but are merely geographic groups of INA members who are free to adopt their own loose organizational protocols and policies, so long as not in conflict with that of INA. This may include election of officers and the use of committees, but does not include recognition as a separate legal entity, Articles of Incorporation or bylaws.
Section 2 Boundaries	Section 2 Boundaries
A. Boundaries of the regional subunits of the INA shall be clearly defined and recorded by the Board of Directors of this Association. Boundaries may be changed by 2/3 vote of the Board of Directors provided such change has been approved by INA members within the regional subunits. INA members in their respective regional subunits shall host the annual meeting on a rotating schedule as determined by the INA Board of Directors.	A. Boundaries of the regional subunits of the INA shall be clearly defined and recorded by the Board of Directors of this Association. Boundaries may be changed by 2/3 vote of the Board of Directors provided such change has been approved by INA members within the regional subunits. INA members in their respective regional subunits shall host the annual meeting on a rotating schedule as determined by the INA Board of Directors.
Section 3. Disqualification	Section 3. Disqualification
A. An organizational subunit which fails to comply with the requirements of these bylaws, or for other cause deemed sufficient, may be disqualified as an organizational subunit of the Iowa Nurses Association by a 2/3 vote of the Board of Directors, provided due notice has been given the organizational subunit at least 90 days before the vote is taken.	A. An organizational subunit region which fails to comply with the requirements of these bylaws, or for other cause deemed sufficient, may be disqualified as an regional subunit of the Iowa Nurses Association by a 2/3 vote of the Board of Directors, provided due notice has been given the regional subunit at least 90 days before the vote is taken.
Section 4. Reinstatement	Section 4. Reinstatement
	A. An organizational sub-unit region which has been disqualified may be reinstated by a 2/3 vote of the Board of Directors.
	Section 5. Duties of Organizational Subunits
	A. Require the same qualifications for membership as those stated herein.
	B. Send to INA the names and addresses of all officers and committee members of the organizational subunit within

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<p>A. An organizational sub-unit which has been disqualified may be reinstated by a 2/3 vote of the Board of Directors.</p> <p>Section 5. Duties of Organizational Subunits</p> <p>A. Require the same qualifications for membership as those stated herein.</p> <p>B. Send to INA the names and addresses of all officers and committee members of the organizational subunit within 30 days following their election or appointment.</p> <p>C. Confer with the INA Committee on Bylaws of this Association before adopting any proposed policies or protocols to ensure compliance with INA bylaws.</p> <p>D. Send to the secretary of this Association a copy of all policies and protocols pertaining to the organizational subunit within 60 days of adoption.</p> <p>E. Submit to the INA Nominations Committee upon request the names and addresses of nominees for representatives to the ANA Membership Assembly or successor in conformity with these bylaws.</p> <p>F. Submit to the INA Nominations Committee upon request the names and addresses of nominees for consideration by the committee when preparing the ballot for INA.</p> <p>G. Report annually to this Association and as may be required by the Board of Directors.</p> <p>H. Elect the constituent association representative to the INA Board of Directors prior to the annual meeting to assume office at the end of the annual meeting.</p> <p>I. Establish work/local groups as necessary to meet the needs of the constituent association members.</p> <p>J. Host the annual meeting on a rotating schedule as determined by the INA Board of Directors</p>	<p>30 days following their election or appointment.</p> <p>C. Confer with the INA Committee on Bylaws of this Association before adopting any proposed policies or protocols to ensure compliance with INA bylaws.</p> <p>D. Send to the secretary of this Association a copy of all policies and protocols pertaining to the organizational subunit within 60 days of adoption.</p> <p>E. Submit to the INA Nominations Committee upon request the names and addresses of nominees for representatives to the ANA Membership Assembly or successor in conformity with these bylaws.</p> <p>F. Submit to the INA Nominations Committee upon request the names and addresses of nominees for consideration by the committee when preparing the ballot for INA. keep</p> <p>G. Report annually to this Association and as may be required by the Board of Directors. keep</p> <p>H. Elect the constituent association representative to the INA Board of Directors prior to the annual meeting to assume office at the end of the annual meeting. update w/ election changes</p> <p>I. Establish work/local groups as necessary to meet the needs of the constituent association members.</p> <p>J. Host the annual meeting on a rotating schedule as determined by the INA Board of Directors.</p> <p><u>Section 5. Duties of Regions</u></p> <p>A. Composition: The Region Board of Directors shall consist of five (5) elected officers: President, Vice President, Secretary, Treasurer and Board Liaison.</p> <p>B. Terms of Office: The President, Treasurer and Board Liaison shall be elected in the odd numbered years. The Vice President and Secretary shall be elected in the even numbered years. No one shall serve more than two consecutive, two year terms in the same office.</p> <p>C. Region elections will follow the state election process and occur during the same time. Region members will receive a ballot specific to their region to vote for their region leadership while at the same time voting for state elected leadership positions. Consent to Serve for Region elections will follow at the same time as state elections.</p> <p>D. Region members will receive a ballot specific to their region to vote for their region leadership while at the same time voting for state elected leadership positions.</p> <p>E. Submit to the INA Nominations Committee upon request the names and</p>

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	<p>addresses of nominees for representatives to the ANA Membership Assembly or successor in conformity with these bylaws.</p> <p>F. Submit to the INA Nominations Committee upon request the names and addresses of nominees for consideration by the committee when preparing the ballot for INA.</p> <p>G. The Region Liaison or Designee provide reports on the region activities to this Association as required by the Board of Directors.</p> <p>H. The Region President or Designee prepare an annual report for publication when required by the Board of Directors.</p> <p>I. Meet as a Region at least two times each year</p>

AMENDMENT #4

Rationale for amendment: This amendment defines expectations for the board of directors, terms of office. Adds the role of nomination committee chair to the immediate past president role.

Proposed deletions are indicated with a ~~strike through~~ and additions are indicated in **red font**.

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<p>ARTICLE VI – OFFICERS</p> <p>Section 1. Officers</p> <p>The officers of this Association shall be a President, a President-Elect, a Secretary, a Treasurer, and four Directors.</p> <p>Section 2. Election</p> <p>Officers shall be elected either prior to the annual meeting during an established voting period or at the annual meeting as provided in these bylaws.</p> <p>Section 3. Vacancies</p> <p>A. In the event of a vacancy occurring in the office of President, the President-Elect shall assume the office of President and shall serve out the unexpired term and the regular term that President Elect would have served in the absence of a vacancy in the office of President.</p> <p>B. A special election shall be held to fill a vacancy created in the President-Elect position.</p> <p>C. Vacancies in the offices of Secretary, Treasurer, and Director shall be filled by the Board of Directors.</p> <p>Section 4. Limitation of Term</p> <p>A. No officer shall serve more than two successive terms in the same office. Service for a portion of the term greater than half shall be considered a term. No officer of this Association may hold concurrent offices or concurrently serve as an officer and regional representative to the Board of Directors. Holding office as, or upon election to, or succession to the office of representative of a regional subunit of the INA, by any INA officer, without immediate resignation there from, shall constitute a vacancy in such INA office.</p>	<p>ARTICLE VI – OFFICERS Board of Directors</p> <p>Section 1. Officers Board of Directors</p> <p>The officers of this Association shall be a President, a President-Elect, a Secretary, a Treasurer, and four five Directors. The Iowa Nurses Foundation President and Region Liaisons will serve as ex officio officers on the Board of Directors. The Board of Directors have the authority to conduct the business and affairs of the Association and shall be exempt from personal liability for claims based on acts or omissions in the performance of their duties except for a breach of duty of loyalty to the Association, for acts or omissions not in good faith or which involve intentional misconduct or known violations of the law, or for a transaction from which the person derives an improper personal benefit, in accordance with the provisions of Iowa Code Section 504.832.</p> <p>Section 2. Election</p> <p>Officers shall be elected either prior to the annual meeting during an established voting period or at prior to the annual meeting as provided in these bylaws.</p> <p>Section 3. Vacancies</p> <p>A. In the event of a vacancy occurring in the office of President, the President-Elect shall assume the office of President and shall serve out the unexpired term and the regular term that President- Elect would have served in the absence of a vacancy in the office of President.</p> <p>B. A special election shall be held to fill a vacancy created in the President-Elect position</p> <p>C. Vacancies in the offices of Secretary, Treasurer, and Director shall be filled by the Board of Directors.</p> <p>Section 4. Limitation of Term Terms</p>

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<p>Section 5. Duties of Officers</p> <p>Officers shall perform the duties usually performed by such officers and also such duties as are specified in these bylaws and designed by the Board of Directors of this Association.</p> <p>A. President: The President shall be chairperson of the Board of Directors and the Executive Committee. The President shall:</p> <ol style="list-style-type: none"> 1. serve as an ex-officio member of all committees, except the Committee on Nominations; 2. preside, attend and participate in all Board meetings, annual meeting, and retreat; 3. deliver an address to the annual meeting; 4. be the voting representative to the Leadership Council or successor of the American Nurses Association. In the event the INA President is not able to attend or is not a member of the ANA and is an in-state only member, the President must designate an INA/ANA member to attend the Leadership Council or successor; 5. be elected as an Iowa representative to the American Nurses Association Membership Assembly or successor; 6. represent the Association at meetings where the interests of the Association shall be served and be empowered to vote on behalf of the Association as needed; 7. fill vacancies on standing committees except for the Committee on Nominations and appoint special representatives as necessary between meetings of the Board of Directors. Such actions will be reported at the next meeting of the Board of Directors; and 8. prepare the President-Elect to transition to leadership; and 9. succeed automatically to the position of the immediate Past President upon succession of the President-Elect to the office of President <p>B. President-Elect: The President-Elect shall:</p> <ol style="list-style-type: none"> 1) collaborate with the President to learn the role of the President, to become familiar with the programs of the Association and its governance, and to facilitate leadership transition; 	<p>A. Elections for officers shall occur prior to the annual meeting during an established voting period. The President-Elect shall be elected at in the odd numbered years. The Treasurer and Secretary shall be elected in the even numbered years. The term of office of these officers shall commence at the adjournment of the annual meeting at which they are elected and shall continue for two years or until a successor is elected. The President-Elect is elected into a four-year term serving the first two years as President-Elect and the consecutive two years as President and shall continue in this role until their successor is elected.</p> <p>B. There shall be four At Large Directors to the INA Board of Directors. Two Directors shall be elected in even years and two shall be elected in the odd numbered years. The term of office shall commence at the adjournment of the annual meeting at which these board members are elected and shall continue for two years or until a successor is elected or appointed.</p> <p>C. The Newly Licensed Director shall be elected in odd years</p> <p>D. The Board of Director Region Liaisons shall serve for 2 years or until a successor is named.</p> <p>E. The president of the Iowa Nurses Foundation shall serve for 2 years following their election or until a successor is named.</p> <p>F. No member of the Board shall be eligible to serve more than 8 consecutive years</p> <p>G. No officer shall serve more than two successive terms in the same office. Service for a portion of the term greater than half shall be considered a term. No officer of this Association may hold concurrent offices or concurrently serve as an officer and regional representative to the Board of Directors. Holding office as, or upon election to, or succession to the office of representative of a regional subunit of the INA, by any INA officer, without immediate resignation there from, shall constitute a vacancy in such INA office.</p> <p>Section 5. Duties of Officers</p> <p>Officers shall perform the duties usually performed by such officers and also such duties as are specified in these bylaws and designed by the Board of Directors of this Association.</p> <p>A. President: The President shall be chairperson of the Board of Directors and the Executive Committee. The immediate past</p>

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<ol style="list-style-type: none"> 2) attend and participate in all Board meetings, annual meeting and retreat; 3) be elected as an Iowa representative to the American Nurses Association Membership Assembly or successor; 4) chair the Bylaws Committee of the Iowa Nurses Association; 5) assist and support the President as needed and plan for the Presidential year; 6) in absence of the President assume the duties of the President; and 7) automatically become President at the end of the term as President-Elect. <p>C. Secretary: The Secretary shall be responsible for ensuring:</p> <ol style="list-style-type: none"> 1) maintenance of the minutes of all meetings of the Association, Executive Committee and the Board of Directors; 2) preservation of all papers, letters, and transactions of the Association pursuant to the INA Record Retention Policy; 3) notification of all officers and committee members of their election or appointment; 4) notification by mail to the secretary of the American Nurses Association the names and addresses of all officers of this Association immediately after their election; 5) notification of the time and place of all meetings to the appropriate membership body; 6) conduction of the general correspondence of the Association and the Board of Directors; 7) maintenance of an accurate record of the names and addresses of all members of INA; and 8) notification to the headquarters office of the ANA, within 30 days after final adoption, complete and up-to-date copies of all amendments to the bylaws and the Articles of Incorporation of the INA. <p>D. Treasure: The Treasurer shall:</p> <ol style="list-style-type: none"> 1) convene and chair the Committee on Finance. 	<p>President will chair the Nominations Committee The President shall:</p> <ol style="list-style-type: none"> 1) serve as an ex-officio member of all committees, except the Committee on Nominations; 2) preside, attend and participate in all Board meetings, annual meeting, and retreat ; 3) deliver an address to the annual meeting; 4) be the voting representative to the Leadership Council or successor of the American Nurses Association. In the event the INA President is not able to attend or is not a member of the ANA and is an in-state only member, the President must designate a an INA/ANA member to attend the Leadership Council or successor; 5) be elected as an Iowa representative to the American Nurses Association Membership Assembly or successor; 6) represent the Association at meetings where the interests of the Association shall be served and be empowered to vote on behalf of the Association as needed; 7) fill vacancies on standing committees except for the Committee on Nominations and appoint special representatives as necessary between meetings of the Board of Directors. Such actions will be reported at the next meeting of the Board of Directors; and 8) prepare the President-Elect to transition to leadership; and 9) succeed automatically to the position of the immediate Past President upon succession of the President-Elect to the office of President <p>B. President-Elect: The President-Elect shall:</p> <ol style="list-style-type: none"> 1) collaborate with the President to learn the role of the President, to become familiar with the programs of the Association and its governance, and to facilitate leadership transition; 2) attend and participate in all Board meetings, annual meeting and retreat; 3) be elected as an Iowa representative to the American Nurses Association Membership Assembly or successor; 4) chair the Bylaws Committee of the Iowa Nurses Association; 5) assist and support the President as needed and plan for the Presidential year; 6) in absence of the President assume the duties of the President; and 7) automatically become President at the end of the term as President-Elect.

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<p>2) along with the Executive Director assures receipt and documentation of all funds of the Association, monitoring of the deposit of such funds in a bank designated by the Board of Directors, monitoring for expenditures of such funds, and review of the accounts payable.</p> <p>3) along with the President and Executive Director shall have signed the bank resolution for electronic review of the Association accounts.</p> <p>4) give a report to the Board of Directors regarding the financial standing of the Association whenever requested to do so and a written report is given to the Association at each Annual Meeting.</p> <p>5) assure a periodic external review of accounting functions is completed.</p> <p>6) assure that business liability insurance coverage is included in the budget and remains in effect for the Association.</p> <p>E. Director-Public Policy. The Director-Public Policy shall:</p> <p>1) convene and chair the Committee on Public Policy</p> <p>2) develop and lead INA local advocacy activities</p> <p>3) work with National staff & INA Lobbyist to assist in structuring and developing statewide efforts to ensure a consistent message is sent to state policymakers.</p> <p>4) recruit INA members for the Committee on Public Policy and the advocacy network.</p> <p>5) assist in the assessment of the INA advocacy needs.</p> <p>6) identify issues to be considered by the Committee.</p> <p>7) establish a public policy agenda.</p> <p>8) develop relationships with public officials.</p> <p>9) represent INA in local and state advocacy coalitions and networks as appropriate.</p> <p>F. Director-Resolutions. The director-resolutions shall:</p> <p>1) convene and chair the Committee on Resolutions</p>	<p>C. Secretary: The Secretary shall be responsible for ensuring:</p> <p>1) maintenance of the minutes of all meetings of the Association, Executive Committee and the Board of Directors;</p> <p>2) preservation of all papers, letters, and transactions of the Association pursuant to the INA Record Retention Policy;</p> <p>3) notification of all officers and committee members of their election or appointment;</p> <p>4) notification by mail to the secretary of the American Nurses Association the names and addresses of all officers of this Association immediately after their election;</p> <p>5) notification of the time and place of all meetings to the appropriate membership body;</p> <p>6) conduction of the general correspondence of the Association and the Board of Directors;</p> <p>7) maintenance of an accurate record of the names and addresses of all members of INA; and</p> <p>8) notification to the headquarters office of the ANA, within 30 days after final adoption, complete and up-to-date copies of all amendments to the bylaws and the Articles of Incorporation of the INA.</p> <p>D. Treasurer: The Treasurer shall:</p> <p>1) convene and chair the Committee on Finance.</p> <p>2) along with the Executive Director assures receipt and documentation of all funds of the Association, monitoring of the deposit of such funds in a bank designated by the Board of Directors, monitoring for expenditures of such funds, and review of the accounts payable.</p> <p>3) along with the President and Executive Director shall have signed the bank resolution for electronic review of the Association accounts.</p> <p>4) give a report to the Board of Directors regarding the financial standing of the Association whenever requested to do so and a written report is given to the Association at each Annual Meeting.</p> <p>5) assure a periodic external review of accounting functions is completed.</p> <p>6) assure that business liability insurance coverage is included in</p>

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<p>2) receive, review, edit and report on proposals submitted for the consideration of the business meetings of the membership.</p> <p>3) conduct hearings on proposals at the business meetings of the membership.</p> <p>4) recommend action on proposals to be considered by the business meeting of the membership.</p> <p>5) develop procedures for presentation of proposals to business meeting of the membership.</p> <p>6) summarize and reports to the business meeting of the membership action taken on the previous year's proposals.</p> <p>7) review, update and recommend withdrawal or reaffirmation of proposals which were adopted five years previously.</p> <p>8) prepare annual summary of activities.</p> <p>G. Director-Staff Nurse At-large. The director-staff nurse shall:</p> <p>1) convene and co-chair the Membership/Public Relations Committee.</p> <p>2) provide leadership for volunteer recruitment, recognition and inspire and motivate volunteer participation in all INA activities.</p> <p>3) represent INA at official functions.</p> <p>4) participate in major INA functions and events</p> <p>H. Director- Recently Licensed New Member Nurse. Qualifies for the Board position if upon election has been licensed for less than six years. The director-recently licensed new member shall:</p> <p>1) convene and co-chair the Membership/Public Relations Committee;</p> <p>2) provide leadership for volunteer recruitment, recognition and inspire and motivate volunteer participation all INA activities;</p> <p>3) represent INA at official functions; and</p> <p>4) participate in major INA functions and events</p> <p>I. All officers shall, within 30 days following expiration of their terms of office, surrender all property in their possession pertaining to their respective offices to the newly elected officer.</p>	<p>the budget and remains in effect for the Association.</p> <p>E. Director Public Policy. The Director Public Policy shall:</p> <p>1) convene and chair the Committee on Public Policy</p> <p>2) develop and lead INA local advocacy activities.</p> <p>3) work with National staff & INA Lobbyist to assist in structuring and developing statewide efforts to ensure a consistent message is sent to state policymakers.</p> <p>4) recruit INA members for the Committee on Public Policy and the advocacy network.</p> <p>5) assist in the assessment of the INA advocacy needs.</p> <p>6) identify issues to be considered by the Committee.</p> <p>7) establish a public policy agenda.</p> <p>8) develop relationships with public officials.</p> <p>9) represent INA in local and state advocacy coalitions and networks as appropriate.</p> <p>F. Director Resolutions. The director resolutions shall:</p> <p>1) convene and chair the Committee on Resolutions</p> <p>2) receive, review, edit and report on proposals submitted for the consideration of the business meetings of the membership.</p> <p>3) conduct hearings on proposals at the business meetings of the membership.</p> <p>4) recommend action on proposals to be considered by the business meeting of the membership.</p> <p>5) develop procedures for presentation of proposals to business meeting of the membership.</p> <p>6) summarize and reports to the business meeting of the membership action taken on the previous year's proposals.</p> <p>7) review, update and recommend withdrawal or reaffirmation of proposals which were adopted five years previously.</p> <p>8) prepare annual summary of activities.</p> <p>G. Director Staff Nurse At Large. The director staff nurses shall:</p> <p>1) convene and co-chair the Membership/Public Relations Committee.</p>

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	<p> 2) provide leadership for volunteer recruitment, recognition and inspire and motivate volunteer participation in all INA activities. 3) represent INA at official functions. 4) participate in major INA functions and events. </p> <p> H. Director Recently Licensed New Member Nurse. Qualifies for the Board position if upon election has been licensed for less than six years. The director recently licensed new members shall: </p> <p> 1) convene and co chair the Membership/Public Relations Committee; 2) provide leadership for volunteer recruitment, recognition and inspire and motivate volunteer participation all INA activities; 3) represent INA at official functions; and 4) participate in major INA functions and events. </p> <p>E. Exercise the corporate responsibility and fiduciary duties of the Association consistent with applicable provisions of law;</p> <p>F. Provide for implementation of action and directives taken at annual or special meetings of the membership within prescribed statutory responsibilities;</p> <p>G. Provide for the adoption of financial policies, adoption of the budget for the Association;</p> <p>H. Establish major administrative policies governing the affairs of the Association;</p> <p>I. Assumes responsibility in regard to constituent affiliates and regions as specified in these bylaws;</p> <p>J. Appoint an Executive Director, define the duties and fix the compensation for the position. The Executive Director shall serve as a representative to the ANA Leadership Council or successor. In case of inability to attend, an alternate may be appointed;</p> <p>K. Appoint standing committees and make other appointments as necessary;</p> <p>L. Have power to fill vacancies on the Committee on Nominations; in the offices of Secretary, Treasurer and Director; and in the Iowa Nurses Foundation Board of Directors;</p> <p>M. establish committees and other work groups, delineate their function, and dissolve as appropriate;</p> <p>N. Decide upon the registration fees, date, and place of the annual meeting;</p>

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	<p>O. Record votes of the Board of Directors secured by referendum;</p> <p>P. Submit name(s) to the Governor for consideration in selecting appointees(s) to the Iowa Board of Nursing;</p> <p>Q. Recommend name(s) for consideration for appointment(s) to other groups as appropriate;</p> <p>R. All officers shall, within 30 days following expiration of their terms of office, surrender all property in their possession pertaining to their respective offices to the newly elected officer.</p> <p style="text-align: center;">ARTICLE VII – BOARD OF DIRECTORS</p> <p>Section 1. ——— Composition and Voting Privileges</p> <p>The officers of this Association, the At Large Directors, from the regions, and the president of the Iowa Nurses’ Foundation shall constitute the membership of the Board of Directors. Only duly elected members or members appointed to fill vacancies may vote. Notwithstanding the preceding provision, if the Board representative of a regional subunit of INA is unable to attend a meeting of the Board of Directors, an elected officer of the regional subunit may attend in the representative’s absences with a voice only. The immediate past President shall serve a one year term as an ex officio member of the Board of Directors.</p> <p>Section 2. ——— Terms of Office</p> <p>H. ——— Elections for officers and representatives shall occur at the annual meeting or prior to the annual meeting during an established voting period. The President and President-Elect shall be elected at the annual meeting held in the odd numbered years. The Treasurer and Secretary shall be elected at the annual meeting held in the even numbered years. The term of office of these officers shall commence at the adjournment of the annual meeting at which they are elected and shall continue for two years or until a successor is elected. The President-Elect is elected into a four year term serving the first two years as President-Elect and the consecutive two years as President and shall continue in this role until their successor is elected.</p> <p>I. ——— There shall be four At Large Directors to the INA Board of Directors. Two Directors shall be elected at the annual meeting held in even years and two shall be elected in the odd numbered years. The term of office shall commence at the adjournment of the annual meeting at which these board members are elected and shall continue for two years or until a successor is elected or appointed. Of the four Directors, at least one must</p>

CURRENT LANGUAGE	PROPOSED LANGUAGE
	<p>be a staff nurse and one must have an interest in public policy matters.</p> <p>J. The Board of Director Representatives regions shall serve for 2 years or until a successor is named.</p> <p>K. The president of the Iowa Nurses Foundation shall serve for 2 years following their election or until a successor is named.</p> <p>L. No member of the Board shall be eligible to serve more than 8 consecutive years</p> <p>Section 3. Authority</p> <p>The officers and members of the Board of Directors of the Association have the authority to conduct the business and affairs of the Association and shall be exempt from personal liability for claims based on acts or omissions in the performance of their duties except for a breach of duty of loyalty to the Association, for acts or omissions not in good faith or which involve intentional misconduct or known violations of the law, or for a transaction from which the person derives an improper personal benefit, in accordance with the provisions of Iowa Code Section 504.832.</p> <p>Section 4. Duties of the Board of Directors The Board of Directors shall:</p> <p>A. transact the business of the Association;</p> <p>B. exercise the corporate responsibility and fiduciary duties of the Association consistent with applicable provisions of law;</p> <p>C. provide for implementation of action and directives taken at annual or special meetings of the membership within prescribed statutory responsibilities;</p> <p>D. provide for the adoption of financial policies, adoption of the budget for the Association which incorporates program plans of structural units, surveillance of INA funds, and annual auditing of the books by a certified public accountant and reporting to the membership;</p> <p>E. establish major administrative policies governing the affairs of the Association;</p> <p>F. provide for the maintenance of state headquarters and for making the office the center of all activities of the Association including such work of the Board of Directors and committees as may be deemed expedient; provide for the proper care of materials and equipment;</p> <p>G. assumes responsibility in regard to constituent affiliates and organizational subunits as specified in these bylaws;</p> <p>H. appoint an Executive Director, define the duties and fix the compensation for the position. The Executive Director shall give bond</p>

CURRENT LANGUAGE	PROPOSED LANGUAGE
	<p>subject to the approval of the Board of Directors. It shall be paid by the Association and kept at headquarters office. The Executive Director shall serve as a representative to the ANA Leadership Council or successor. In case of inability to attend, an alternate may be appointed;</p> <p>I. ——— appoint standing committees and make other appointments as necessary;</p> <p>J. ——— have power to fill vacancies on the Committee on Nominations; in the offices of Secretary, Treasurer and Director; and in the Iowa Nurses Foundation Board of Directors;</p> <p>K. ——— establish committees and other work groups, delineate their function, and dissolve as appropriate;</p> <p>L. ——— decide upon the registration fees, date, and place of the annual meeting;</p> <p>M. ——— record votes of the Board of Directors secured by referendum;</p> <p>N. ——— submit name(s) to the Governor for consideration in selecting appointees(s) to the Iowa Board of Nursing;</p> <p>O. ——— recommend name(s) for consideration for appointment(s) to other groups as appropriate;</p> <p>P. ——— render decisions as to the recipient of awards; and</p> <p>Q. ——— appoint members to the Board of Directors of the political action committee as specified in its bylaws.</p>

AMENDMENT #5

Rationale for amendment: Changes the name of annual meeting to Membership Assembly to align with ANA verbiage. Establishes a definition for a quorum needed to conduct business of the organization. Removes the need for proxy votes at annual meetings.

Proposed deletions are indicated with a ~~strike through~~ and additions are indicated in **red font**.

CURRENT LANGUAGE	PROPOSED LANGUAGE
<p>ARTICLE V- MEETINGS</p> <p>Section 1. Iowa Nurses Association</p> <p>A. Meetings</p> <ol style="list-style-type: none"> 1) This Association shall hold an annual meeting at such time and place with such registration fee as shall be determined by the Board of Directors 2) The order of business of each annual meeting of this Association shall be in accordance with a program adopted at the beginning of the meeting. 3) Special meetings of this Association may be called by the Board of Directors and shall be called by the President upon written request of a majority of the organizational subunits or upon written request of 25 INA members 4) Notice of all meetings of this Association shall be sent to all members of the Association prior to the meeting in question. Notice for the annual meeting shall be delivered at least 60 days before the first day of the meeting. Notice for special meetings shall be delivered to the membership at least 30 days prior to the date of the meeting and shall include the agenda and the proposed rules for conducting business. <p>B. Representation</p> <ol style="list-style-type: none"> 1) The voting body at all meetings shall consist of the members attending (personally and by valid proxy) and in good standing. 11 2) The INA office shall be responsible for determining whether an individual member is in good standing at the time of registration for the meeting. No member shall be permitted to cast more than one vote in any election or on any matter coming before the annual or special meeting unless pursuant to a valid proxy. 3) Members of the Iowa Association of Nursing Students may attend meetings of the INA. 	<p>ARTICLE V-MEETINGS</p> <p>Section 1. _____ Iowa Nurses Association</p> <p>A. _____ Meetings</p> <ol style="list-style-type: none"> 1) This Association shall hold an annual meeting at such time and place with such registration fee as shall be determined by the Board of Directors. 2) The order of business of each annual meeting of this Association shall be in accordance with a program adopted at the beginning of the meeting. 3) Special meetings of this Association may be called by the Board of Directors and shall be called by the President upon written request of a majority of the organizational subunits or upon written request of 25 INA members. 4) Notice of all meetings of this Association shall be sent to all members of the Association prior to the meeting in question. Notice for the annual meeting shall be delivered at least 60 days before the first day of the meeting. Notice for special meetings shall be delivered to the membership at least 30 days prior to the date of the meeting and shall include the agenda and the proposed rules for conducting business. <p>B. _____ Representation</p> <ol style="list-style-type: none"> 1) The voting body at all meetings shall consist of the members attending (personally and by valid proxy) and in good standing. 2) The INA office shall be responsible for determining whether an individual member is in good standing at the time of registration for the meeting. No member shall be permitted to cast more than one vote in any election or on any matter coming before the annual or special meeting unless pursuant to a valid proxy. 3) Members of the Iowa Association of Nursing Students may attend meetings of the INA.

CURRENT LANGUAGE	PROPOSED LANGUAGE
<p>C. Quorum The President or President-Elect plus four other members of the Executive Committee and 5 percent of the total membership (inclusive of valid proxies) with representation from each regional subunit of the INA shall constitute a quorum.</p> <p>D. Functions The members, personally and by valid proxy, attending annual or special meetings shall:</p> <ol style="list-style-type: none"> 1))take positions, determine policy, and set directions on substantive issues of a broad nature necessitating the authority and backing of the official voting body of INA. 2) elect INA officers, directors, members of the Nominating Committee, members of the Iowa Nurses Foundation Board of Directors, and, if an INA/ANA dual member, elect representatives and alternates to the ANA Membership Assembly or successor. Notwithstanding the foregoing, INA may provide for the election of all foregoing positions prior to the annual meeting during an established voting period. 	<p>C. — Quorum</p> <p>The President or President-Elect plus four other members of the Executive Committee and 5 percent of the total membership (inclusive of valid proxies) with representation from each regional subunit of the INA shall constitute a quorum.</p> <p>D. — Functions</p> <p>The members, personally and by valid proxy, attending annual or special meetings shall:</p> <ol style="list-style-type: none"> 1) — take positions, determine policy, and set directions on substantive issues of a broad nature necessitating the authority and backing of the official voting body of INA. 2) — elect INA officers, directors, members of the Nominating Committee, members of the Iowa Nurses Foundation Board of Directors, and, if an INA/ANA dual member, elect representatives and alternates to the ANA Membership Assembly or successor. Notwithstanding the foregoing, INA may provide for the election of all foregoing positions prior to the annual meeting during an established voting period. 3) — maintain bylaws and the Articles of Incorporation. <p style="text-align: center;">ARTICLE V. INA MEMBERSHIP ASSEMBLY</p> <p><u>Section 1. Composition and Credentials</u></p> <ol style="list-style-type: none"> 1. The Membership Assembly shall be the governing and official voting body of Iowa Nurses Association and shall be composed of the Board and Iowa Nurses Association members who are duly accredited. 2. Eligibility – To be duly accredited and eligible to vote at the Membership Assembly, a member shall be required to have paid dues and hold membership in Iowa Nurses Association at least thirty (30) days prior to the Membership Assembly <p><u>Section 2. Voting</u></p> <p>Each member shall have one vote, which shall be cast by electronic methods.</p> <p><u>Section 3. Membership Assembly responsibilities/duties</u></p> <p>The Membership Assembly shall:</p>

CURRENT LANGUAGE	PROPOSED LANGUAGE
	<ol style="list-style-type: none"> 1. Establish and adopt rules of procedure for meetings of the Iowa Nurses Association Membership Assembly. 2. Take positions, set policy, and determine the direction for Iowa Nurses Association; and 3. Establish the dues and dues policy; and 4. Adopt and maintain bylaws which: <ol style="list-style-type: none"> a. Are congruent with ANA bylaws, b. Do not conflict with published policies and procedures of the ANA Membership Assembly or the Board of Directors. <p><u>Section 4. Quorum</u></p> <p>Five (5) members of the Governing Body, one of whom shall be the President or President-Elect, and representatives from at least three of the regions shall constitute a quorum for transaction of business at any regular or special meeting</p> <p><u>Section 5. Meetings</u></p> <ol style="list-style-type: none"> 1. The Membership Assembly shall meet annually. 2. Special meetings of the Membership Assembly may be called by the Board of Directors and, shall be called by the president upon written request of two members of the Board of Directors. 3. The time and place of meetings shall be determined by the Board of Directors. 4. Notice of the meeting of the Membership Assembly shall be published in an official publication of Iowa Nurses Association and/or sent by direct mail not less than 45 calendar days prior to the meeting. <p><u>Section 6. Committees of the Membership Assembly</u></p> <ol style="list-style-type: none"> 1. A committee of the Membership Assembly is an elected or appointed committee that reports to the Board of Directors for information and reports to and is accountable to the Membership Assembly. These committees are Nominations and Bylaws.

AMENDMENT #6

Rationale for amendment: Establishes new committees, method for selecting committee chairs that are not already defined elsewhere in the By-laws. Defines terms of offices for committee members.

Proposed deletions are indicated with a ~~strike through~~ and additions are indicated in **red** font

CURRENT LANGUAGE	PROPOSED LANGUAGE
ARTICLE VIII – STANDING COMMITTEES	ARTICLE VIII - STANDING COMMITTEES
Section 1. Definition	Section 1. Definition
There shall be standing committees of the Association and of the Board which shall assume such duties as are specified in these bylaws and such other duties as may be assigned.	There shall be standing committees of the Association and of the Board which shall assume such duties as are specified in these bylaws and such other duties as may be assigned.
A. A Committee of the Association is an elected or an appointed committee which reports to the Board for information and is accountable to the members and reports at the annual meeting. These committees are: Bylaws, Nominations, and Resolutions.	A. A Committee of the Association is an elected or an appointed committee which reports to the Board for information and is accountable to the members and reports at the annual meeting. These committees are: Bylaws, Nominations, and Resolutions.
B. A Committee of the Board is an appointed committee which reports directly to and is accountable to the Board and reports at the annual meeting. These committees include: Finance, Membership and Public Relations, and Public Policy.	B. A Committee of the Board is an appointed committee which reports directly to and is accountable to the Board and reports at the annual meeting. These committees include: Finance, Membership and Public Relations, and Public Policy.
C. Duties of all Standing Committees: Each committee shall:	C. Duties of all Standing Committees: Each committee shall:
1) deliver to headquarters office all records and other property belonging to the Association within 30 days from the expiration of the term;	1) deliver to headquarters office all records and other property belonging to the Association within 30 days from the expiration of the term;
2) present a written report for the annua meeting;	2) present a written report for the annual meeting;
3) prepare a budget request for submission to the Committee on Finance by August 1 for the upcoming fiscal year;	3) prepare a budget request for submission to the Committee on Finance by August 1 for the upcoming fiscal year;
4) maintain communication with the Board of Directors.	4) maintain communication with the Board of Directors;
Section 2. Composition and Quorum	Committees will coordinate related activities and effort throughout the Iowa Nurses Association and shall assume such duties as are specified in these Bylaws, and such other duties as may be assigned by the Board of Directors. Committees are accountable to the membership through the Assembly and the Board of Directors. Committee Chairs will be appointed by the Board of Directors.
A. A standing committee shall consist of no fewer than 5 members.	A. A standing committee shall consist of no fewer than 5 members.
B. Standing committee members, unless otherwise specified herein, shall be appointed by the Board to serve until their successors are appointed.	B. Standing committee members, unless otherwise specified herein, shall be appointed by the Board to serve until their successors are appointed.
C. Unexcused absences from two consecutive meetings shall constitute a resignation and the vacancy shall be filled by the Board.	C. Unexcused absences from two consecutive meetings shall constitute a resignation and the vacancy shall be filled by the Board.
	Section 2. Composition and Quorum
	A. A standing committee shall consist of no fewer than 5 members.

CURRENT LANGUAGE	PROPOSED LANGUAGE
<p>D. A majority of the committee members constitutes a quorum at any meeting of a committee.</p> <p>E. The chairperson of a committee shall call meetings of the committee. Telephonic or other real time communication mediums may be utilized by the committee as necessary and any action taken by such method shall be as valid as meeting inperson. 18.</p> <p>Section 3. Committee on Bylaws-Committee of the Association This Committee shall:</p> <p>A. review the bylaws and articles of incorporation of the organizations applying to be an organizational affiliate and report its findings to the Board whose decision shall be final;</p> <p>B. solicit and study suggestions for proposed amendments to the INA Articles of Incorporation and bylaws. The committee shall prepare amendments which shall be reported to the Board and which shall then be submitted by the Committee on Bylaws to the annual meeting for action;</p> <p>C. review standing rules or guidelines of all INA organizational subunits to ensure harmony with INA bylaws and</p> <p>D. serve to interpret the bylaws when questions of adherence to the bylaws arise as a result of development and execution of policies and procedures within the Association.</p> <p>Section 4 The Committee on Finance-Committee shall:</p> <p>A. The Committee on Finance will be chaired by the treasurer of this Association.</p> <p>B. Functions: This committee shall:</p> <ol style="list-style-type: none"> 1) prepare and recommend an annual budget to the Board of Directors foundation 2) advise and report to the Board of Directors on the receipt of revenues and expenditure of funds; and 3) develop, coordinate, and make recommendations to the Board of Directors regarding nondues income generating activities and the allocation of proceeds from such activities. 	<p>B. Standing committee members, unless otherwise specified herein, shall be appointed by the Board to serve until their successors are appointed.</p> <p>C. Unexcused absences from two consecutive meetings shall constitute a resignation and the vacancy shall be filled by the Board.</p> <p>D. A majority of the committee members constitutes a quorum at any meeting of a committee.</p> <p>E. The chairperson of a committee shall call meetings of the committee. Telephonic or other real time communication mediums may be utilized by the committee as necessary and any action taken by such method shall be as valid as meeting inperson.</p> <p>Section 3. Committee on Bylaws-Committee of the Association</p> <p>This Committee shall:</p> <p>A. review the bylaws and articles of incorporation of the organizations applying to be an organizational affiliate and report its findings to the Board whose decision shall be final;</p> <p>B. solicit and study suggestions for proposed amendments to the INA Articles of Incorporation and bylaws. The committee shall prepare amendments which shall be reported to the Board and which shall then be submitted by the Committee on Bylaws to the annual meeting for action;</p> <p>C. review standing rules or guidelines of all INA organizational subunits to ensure harmony with INA bylaws and</p> <p>D. serve to interpret the bylaws when questions of adherence to the bylaws arise as a result of development and execution of policies and procedures within the Association.</p> <p>Section 4. Committee on Finance-Committee of the Board</p> <p>A. The Committee on Finance will be chaired by the treasurer of this Association.</p> <p>B. Functions: This committee shall:</p> <ol style="list-style-type: none"> 1) prepare and recommend an annual budget to the Board of Directors for adoption; 2) advise and report to the Board of Directors on the receipt of revenues and expenditure of funds; and

CURRENT LANGUAGE	PROPOSED LANGUAGE
<p>Section 5. Committee on Membership and Public Relations-Committee of the Board This committee shall:</p> <ul style="list-style-type: none"> A. be convened and co-chaired by the Staff Nurse At-Large and Recently Licensed Nurses; B. study and evaluate matters relating to membership and public relations in the Association; C. develop, implement, and evaluate a plan for retaining and increasing membership; D. develop, implement and evaluate plans for public relations; E. assist in the dissemination of information in regard to membership promotion and public relations; and F. develop plans for assisting membership within the regional subunits in preparing a continuing program of membership promotion and public relations. <p>Section 6. Committee on Nominations-Committee of the Association</p> <ul style="list-style-type: none"> A. The person receiving the highest number of votes in the election concluded in the odd numbered years shall be the chair of the committee in the following odd numbered year, and the person receiving the highest number of votes in the election conducted in the even numbered years shall be the chair of the committee in the following even numbered year. If the highest vote recipient is unable to serve as chair in any year, the second highest vote recipient will serve as the chair instead. B. This committee shall consist of six persons serving a 2-year term, three of whom shall be elected annually. No member of the Board of Directors shall serve on the Committee on Nominations. Not more than two members of this committee are to be a member of any one regional subunit. <p>Section 7. Committee on Public Policy-Committee of the Board Composition</p> <ul style="list-style-type: none"> A. Shall be convened and chaired by the Director-Public Policy of the INA Board of Directors, who shall serve as a voting member, and shall provide liaison with the Board of Directors. B. Members should represent various areas of nursing practice and geographical areas of Iowa. This committee shall: <ul style="list-style-type: none"> a. .monitor, study, develop, and communicate recommendations for federal and state legislation and rulemaking with implications for nurses, the nursing profession, and health care advocacy; 	<p>3) develop, coordinate, and make recommendations to the Board of Directors regarding non-dues income generating activities and the allocation of proceeds from such activities.</p> <p>Section 5. Committee on Membership and Public Relations Committee of the Board This committee shall:</p> <ul style="list-style-type: none"> A. be convened and co-chaired by the Staff Nurse At-Large and Recently Licensed Nurses; B. study and evaluate matters relating to membership and public relations in the Association; C. develop, implement, and evaluate a plan for retaining and increasing membership; D. develop, implement and evaluate plans for public relations; E. assist in the dissemination of information in regard to membership promotion and public relations; and F. develop plans for assisting membership within the regional subunits in preparing a continuing program of membership promotion and public relations. <p>Section 6. Committee on Nominations Committee of the Association</p> <ul style="list-style-type: none"> A. The person receiving the highest number of votes in the election concluded in the odd numbered years shall be the Chair of the committee in the following odd numbered year, and the person receiving the highest number of votes in the election conducted in the even numbered years shall be the Chair of the committee in the following even numbered year. If the highest vote recipient is unable to serve as Chair in any year, the second highest vote recipient will serve as the Chair instead. B. This committee shall consist of six persons serving a 2-year term, three of whom shall be elected annually. No member of the Board of Directors shall serve on the Committee on Nominations. Not more than two members of this committee are to be a member of any one regional subunit.

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<p>b. develop a public policy program for approval by the Board of Directors, oversee the implementation of the program, and evaluate the outcomes;</p> <p>c. advise the Board of Directors on public policy issues; and</p> <p>d. identify educational needs of the membership related to public policy issues.</p> <p>Section 8. Committee on Resolutions-Committee of the Association This committee shall:</p> <p>A. receive, review, edit and report on resolutions submitted for consideration at annual or special meetings;</p> <p>B. conduct hearings on resolutions at special or annual meetings;</p> <p>C. recommend action on resolutions to be considered at special or annual meetings;</p> <p>D. develop procedures for presentation of resolutions at annual or special meetings;</p> <p>E. summarize and report to the membership action taken on the previous year's resolutions; and</p> <p>F. review, update, and recommend withdrawal or reaffirmation of resolutions which were adopted five years previously.</p>	<p>Section 7. _____ Committee on</p> <p>Public Policy Committee of the Board</p> <p>Composition</p> <p>A. _____ Shall be convened and chaired by the Director Public Policy of the INA Board of Directors, who shall serve as a voting member, and shall provide liaison with the Board of Directors.</p> <p>B. _____ Members should represent various areas of nursing practice and geographical areas of Iowa.</p> <p>This committee shall:</p> <p>A. _____ monitor, study, develop, and communicate recommendations for federal and state legislation and rulemaking with implications for nurses, the nursing profession, and health care advocacy;</p> <p>B. _____ develop a public policy program for approval by the Board of Directors, oversee the implementation of the program, and evaluate the outcomes;</p> <p>C. _____ advise the Board of Directors on public policy issues; and</p> <p>D. _____ identify educational needs of the membership related to public policy issues.</p> <p>Section 8. _____ Committee on</p> <p>Resolutions Committee of the Association</p> <p>This committee shall:</p> <p>A. _____ receive, review, edit and report on resolutions submitted for consideration at annual or special meetings;</p> <p>B. _____ conduct hearings on resolutions at special or annual meetings;</p> <p>C. _____ recommend action on resolutions to be considered at special or annual meetings;</p> <p>D. _____ develop procedures for presentation of resolutions at annual or special meetings;</p> <p>E. _____ summarize and report to the membership action taken on the previous year's resolutions; and</p> <p>F. _____ review, update, and recommend withdrawal or reaffirmation of resolutions which were adopted five years previously.</p>

CURRENT LANGUAGE	PROPOSED LANGUAGE
	<p data-bbox="989 232 1398 256"><u>Section 2. Standing Committees shall be:</u></p> <ol style="list-style-type: none"> <li data-bbox="1037 277 1205 302">1. Public Policy <li data-bbox="1037 306 1241 331">2. Nursing Practice <li data-bbox="1037 336 1152 360">3. Bylaws <li data-bbox="1037 365 1209 389">4. Nominations <li data-bbox="1037 394 1157 418">5. Finance <li data-bbox="1037 423 1178 448">6. Education <p data-bbox="989 496 1461 521"><u>Section 3. Composition of Standing Committees</u></p> <ol style="list-style-type: none"> <li data-bbox="1037 570 1829 711">1. The Public Policy Committee shall consist of nine (9) members appointed by the Board of Directors to serve two-year terms of office. Appointment to this committee shall be as follows: <ol style="list-style-type: none"> <li data-bbox="1115 656 1745 680">i. Five members shall be appointed in even numbered years. <li data-bbox="1115 685 1745 709">ii. Four members shall be appointed in odd numbered years. <li data-bbox="1037 743 1829 885">2. The Nursing Practice Committee shall consist of nine (9) members appointed by the Board of Directors to serve two-year terms of office. Appointment to this committee shall be as follows: <ol style="list-style-type: none"> <li data-bbox="1115 829 1745 854">i. Five members shall be appointed in even numbered years. <li data-bbox="1115 859 1745 883">ii. Four members shall be appointed in odd numbered years. <li data-bbox="1037 919 1829 1060">3. The Bylaws Committee shall consist of five (5) members appointed by the Board of Directors to serve two-year terms of office. Appointment to this committee shall be as follows: <ol style="list-style-type: none"> <li data-bbox="1115 1005 1766 1029">i. Three members shall be appointed in even numbered years. <li data-bbox="1115 1034 1738 1058">ii. Two members shall be appointed in odd numbered years. <li data-bbox="1037 1122 1829 1295">4. The Nominations Committee shall consist of five (5) elected members to serve two-year terms of office. <ol style="list-style-type: none"> <li data-bbox="1115 1182 1640 1206">i. Two members elected in even numbered years. <li data-bbox="1115 1211 1633 1235">ii. Two members elected in odd numbered years. <li data-bbox="1115 1240 1818 1295">iii. The immediate past president will preside over this committee as Chair. <li data-bbox="1037 1330 1829 1385">5. The Finance Committee shall consist of five (5) members, who are the region treasurers. The INA Treasurer will preside over this committee as Chair.

CURRENT LANGUAGE	PROPOSED LANGUAGE
	<p>6. The Education Committee shall consist of seven (7) members appointed by the Board of Directors to serve two-year terms of office.</p> <ul style="list-style-type: none"> i. Three members appointed in the odd numbered years. ii. Two members appointed in the even numbered years. iii. One member of the Iowa Nurses' Foundation iv. The President-Elect will preside over this committee as Chair. <p>7. All terms of committee membership shall begin upon election/appointment at the conclusion of the annual Membership Assembly</p> <p>8. Each member of a committee shall be limited to two consecutive terms except where there are no candidates, in which case a member may be appointed to serve more than two consecutive terms.</p> <p>9. The members of each committee shall elect a chairperson, (except for Education, Nominations, and Finance Committee), at the first meeting following the annual meeting of the Assembly.</p> <p><u>Section 4. Non-Standing Committees and Task Forces</u></p> <p>The Board of Directors may appoint from time to time non-standing committees and task forces to address business matters of Iowa Nurses Association. The composition, length of service, and function of such non-standing committees and task forces shall be determined by the Board of Directors. The non-standing committees and task forces are accountable to the membership through the Assembly and the Board of Directors. A majority of the members of any non-standing committee or task force present shall constitute a quorum. Meetings of a non-standing committee or task force may be held by means of conference telephone or similar communication equipment, provided that all persons participating in the meeting can hear and speak to each other. Participation in a meeting in this manner shall constitute presence at the meeting.</p> <p><u>Section 5. Functions</u></p> <p>1. The Public Policy Committee shall:</p> <ul style="list-style-type: none"> i. Develop or respond to legislation and initiatives related to Iowa Nurses Association's Legislative Agenda and priorities. ii. Develop and recommend legislative priorities and positions (either pro-active or reactive) to the Board of Directors.

CURRENT LANGUAGE	PROPOSED LANGUAGE
	<ul style="list-style-type: none"> iii. Educate and inform legislators regarding Iowa Nurses Association positions and proposed legislation. Identify potential legislative sponsors for introduction of desired legislation. iv. Inform the Board and keep the membership apprised of current legislation concerning nurses and health care. v. Assume other responsibilities for legislation as provided for in these bylaws and in policies and procedures as established by the Board of Directors. vi. Determine the education programming for Legislative Day. vii. Prepare a regular articles for the Iowa Nurses Association newsletter; <p>2. The Nursing Practice Committee shall:</p> <ul style="list-style-type: none"> i. Identify and address nursing practice issues in Iowa. Collaborate with related nursing organizations with specific clinical expertise in developing initiatives. ii. Bring focus to the health and safety of nurses in all practice settings. iii. Develop programs that broadly address the personal health and well-being of nurses. iv. Monitor regulatory issues affecting nursing practice. v. Address ethical issues in practice. vi. Assume other responsibilities for nursing practice as provided for in these bylaws and in policies and procedures as established by the Board of Directors. <p>3. The Bylaws Committee shall:</p> <ul style="list-style-type: none"> i. Review and interpret the bylaws of Iowa Nurses Association and recommend corrections or amendments as appropriate. ii. Draft the proposed text of all amendments to the Iowa Nurses Association bylaws, report its recommendations to the Board of Directors, and submit them to the Membership Assembly in accordance with the provisions of Article IX. <p>4. The Nominations Committee shall:</p> <ul style="list-style-type: none"> i. Request names of members as nominees for statewide elective offices. ii. Verify that candidates for representation to the ANA Membership are INA/ANA members.

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	<div data-bbox="1108 215 1818 532"> <ul style="list-style-type: none"> iii. Prepare a slate of at least two candidates for each elective office and publish such slate on the Iowa Nurses Association website at least 15 days prior to the election. This slate shall be representative, insofar as possible, of the various geographical areas of the state and the diversity within the membership. iv. Implement the policies and procedures for nominations and elections as established by the Board of Directors. v. Assume other responsibilities for nominations as provided for in these bylaws and in policies and procedures as established by the Board of Directors. vi. Oversee nominations for Iowa Nurses Association awards. </div> <div data-bbox="1037 594 1818 881"> <p>5. The Finance Committee shall:</p> <ul style="list-style-type: none"> i. Prepare the budget and summary of expenses and income for Iowa Nurses Association on a regular basis, and as requested by the Board of Directors. ii. Oversee the financial status of Iowa Nurses Association and advise the Board of Directors of any issues that may be brought to or come to the attention of the Finance Committee. iii. Assume other responsibilities for finances as provided for in these bylaws and in policies and procedures as established by the Board of Directors. </div> <div data-bbox="1037 943 1818 1292"> <p>6. The Education Committee shall:</p> <ul style="list-style-type: none"> i. Seek input from members on educational topics and speakers to plan educational offerings. ii. Plan the annual educational sessions at conference/Membership Assembly. iii. Develop an annual Membership Assembly and conference budget to be submitted to the Board of Directors for prior approval for the following year's Membership Assembly program and conference. iv. Assume other responsibilities for conference as provided for in these bylaws and in policies and procedures as established by the Board of Directors. </div> <div data-bbox="989 1338 1320 1364"> <p><u>Section 6. Meetings and Quorum</u></p> </div> <div data-bbox="1037 1382 1772 1435"> <ul style="list-style-type: none"> 1. A majority of the members of any committee present shall constitute a quorum. </div>

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	<p>2. Meetings of the Committees may be held by means of conference telephone or similar communication equipment, provided that all persons participating in the meeting can hear and speak to each other. Participation in a meeting in this manner shall constitute presence at the meeting.</p> <p><u>Section 7. Absences</u></p> <p>Unexcused absence of a committee member from three consecutive meetings during each twelve (12) month period following election or appointment shall constitute an automatic resignation as a committee member. After two consecutive unexcused absences from meetings, written notification shall be sent to the absent committee member, stating that an additional unexcused absence shall constitute an automatic resignation as a committee member. A resignation resulting from three consecutive unexcused absences may be appealed to respective committee. The process for appealing such resignation will be consistent with Article II, Section 6.</p>

Amendment 7

Rationale for amendment: Allows INA to hold elections at anytime of the year, yet still providing adequate notice to members of the slate and voting prior to the Annual Membership Assembly. Provides clarity on when positions are up for election.

*Proposed deletions are indicated with a ~~strike through~~ and additions are indicated in **red font**.*

CURRENT LANGUAGE	PROPOSED LANGUAGE
<p>ARTICLE IX –NOMINATIONS AND ELECTIONS</p> <p>Section 1. Nominations</p> <p class="list-item-l1">A. On or before February 1, the Committee on Nominations shall send to the members and the regional subunits the names of officers then serving, indicating those whose terms of office will expire at the next annual meeting and those eligible for re-election, with a request for the names of members for consideration for placement on the ballot.</p> <p class="list-item-l1">B. In the odd numbered years the Committee on Nominations shall also request a list of names of members qualified and willing to serve as representatives or as alternates to the ANA Membership Assembly or successor.</p> <p class="list-item-l1">C. In preparing the ballot, the committee shall give consideration to names submitted by the regional subunits and to other qualified members. Any INA member may nominate herself/himself for office. The Committee on Nominations shall prepare a ballot for each office to be filled. This ballot shall include representatives of various areas of nursing practice and various geographic areas of the state.</p> <p class="list-item-l1">D. The ballot shall be reported to the Board of Directors and shall be appended to the notice of time and place of the meeting.</p> <p class="list-item-l1">E. No name shall be presented to or by the Committee on Nominations or from the floor unless the nominee has consented to serve if elected.</p> <p class="list-item-l1">F. Submission of the name of a member of the Committee on Nominations as a suggested candidate, with the consent of that member, will constitute a resignation from the Committee.</p> <p>Section 2. Election of INA Officers, Members of the Nominating Committee, and Members of the Iowa Nurses Foundation Board of Directors</p>	<p>ARTICLE IX –NOMINATIONS AND ELECTIONS</p> <p>Section 1. Nominations</p> <p class="list-item-l1">A. On or before February 1, the Committee on Nominations shall send to the members and the regional subunits the names of officers then serving, indicating those whose terms of office will expire at the next annual meeting and those eligible for re-election, with a request for the names of members for consideration for placement on the ballot.</p> <p class="list-item-l1">B. In the odd numbered years the Committee on Nominations shall also request a list of names of members qualified and willing to serve as representatives or as alternates to the ANA Membership Assembly or successor.</p> <p class="list-item-l1">C. In preparing the ballot, the committee shall give consideration to names submitted by the regional subunits and to other qualified members. Any INA member may nominate herself/himself for office. The Committee on Nominations shall prepare a ballot for each office to be filled. This ballot shall include representatives of various areas of nursing practice and various geographic areas of the state.</p> <p class="list-item-l1">D. The ballot shall be reported to the Board of Directors and shall be appended to the notice of time and place of the meeting.</p> <p class="list-item-l1">E. No name shall be presented to or by the Committee on Nominations or from the floor unless the nominee has consented to serve if elected.</p> <p>Submission of the name of a member of the Committee on Nominations as a suggested candidate, with the consent of that member, will constitute a resignation from the committee.</p> <p>Section 2. Election of INA Officers, Members of the Nominating Committee, and Members of the Iowa Nurses Foundation Board of Directors</p> <p class="list-item-l1">A. Elections may be held in conjunction with the annual meeting or INA may provide for elections prior to the annual meeting during an established voting period.</p> <p class="list-item-l1">B. The Board shall determine dates and hours of voting.</p> <p class="list-item-l1">C. The President shall appoint the tellers.</p> <p class="list-item-l1">D. Any member personally or by valid proxy may cast one ballot per personal</p>

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<p>A. Elections may be held in conjunction with the annual meeting or INA may provide for elections prior to the annual meeting during an established voting period.</p> <p>B. The Board shall determine dates and hours of voting.</p> <p>C. The President shall appoint the tellers.</p> <p>D. Any member personally or by valid proxy may cast one ballot per personal membership and one ballot per valid proxy in an election for officers, members of the Nominating Committee, and the Iowa Nurses Foundation Board of Directors.</p> <p>E. Elections shall be by secret ballot.</p> <p>F. Voting shall not be limited to the names appearing on the ballot. Members may vote for other eligible members of the Association who have consented to serve if elected.</p> <p>G. A plurality vote shall constitute an election. In case of a tie, the choice shall be determined by lot.</p> <p>H. Term of office shall begin at the adjournment of the annual meeting.</p> <p>I. All ballots and other records of the election shall be preserved for one year after the election.</p>	<p>membership and one ballot per valid proxy in an election for officers, members of the Nominating Committee, and the Iowa Nurses Foundation Board of Directors.</p> <p>E. Elections shall be by secret ballot.</p> <p>F. Voting shall not be limited to the names appearing on the ballot. Members may vote for other eligible members of the Association who have consented to serve if elected.</p> <p>G. A plurality vote shall constitute an election. In case of a tie, the choice shall be determined by lot.</p> <p>H. Term of office shall begin at the adjournment of the annual meeting.</p> <p>I. All ballots and other records of the election shall be preserved for one year after the election.</p>
<p>Section 3. Election of INA Representatives to the ANA Membership Assembly</p> <p>A. In odd numbered years, dual members of the INA/ANA, shall elect ANA representatives (in addition to the President and President-Elect) and alternates by secret ballot for a two year term or until a successor is elected. The election may be held at the annual meeting or prior to the annual meeting during an established voting period.</p> <p>B. The Committee on Nominations shall present a slate of candidates for INA Representatives to the ANA Membership Assembly or successor. This ballot shall be appended to the call to the meeting and presented to the INA annual meeting for nominations from the floor. Separate elections are held for state office holders, INA Representatives and alternates to the ANA Membership Assembly or successor.</p> <p>C. Voting shall not be limited to the names appearing on the ballot. Members may vote for other eligible members of the Association who have</p>	<p>Section 3. Election of INA Representatives to the ANA Membership Assembly</p> <p>A. In odd numbered years, dual members of the INA/ANA, shall elect ANA representatives (in addition to the President and President-Elect) and alternates by secret ballot for a two year term or until a successor is elected. The election may be held at the annual meeting or prior to the annual meeting during an established voting period.</p> <p>B. The Committee on Nominations shall present a slate of candidates for INA Representatives to the ANA Membership Assembly or successor. This ballot shall be appended to the call to the meeting and presented to the INA annual meeting for nominations from the floor. Separate elections are held for state office holders, INA Representatives and alternates to the ANA Membership Assembly or successor.</p> <p>C. Voting shall not be limited to the names appearing on the ballot. Members may vote for other eligible members of the Association who have consented to serve if elected by write-in vote and meet the qualifications for the position.</p> <p>D. In order to elect the President and President-elect as a representative to ANA, it is necessary to vote for President/President-elect representative to ANA as a combined position, which requires that such nominees be dual INA/ANA members.</p> <p>E. A plurality vote shall constitute an election. In case of a tie, the choice shall be determined by lot.</p> <p>F. The nominees for INA Representatives to the ANA Membership Assembly or successor corresponding to the number of INA Representatives to the ANA Membership Assembly or successor to which this Association is entitled who receive the highest number of votes shall be declared</p>

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<p>consented to serve if elected by write-in vote and meet the qualifications for the position.</p> <p>D. In order to elect the President and President-elect as a representative to ANA, it is necessary to vote for President/President-elect representative to ANA as a combined position, which requires that such nominees be dual INA/ANA members.</p> <p>E. A plurality vote shall constitute an election. In case of a tie, the choice shall be determined by lot.</p> <p>F. The nominees for INA Representatives to the ANA Membership Assembly or successor corresponding to the number of INA Representatives to the ANA Membership Assembly or successor to which this Association is entitled who receive the highest number of votes shall be declared elected. The remaining nominees shall be declared alternates according to number of votes received.</p> <p>G. All ballots and other record of the election shall be preserved for one year after the election.</p> <p>H. When an elected representative is unable to attend the ANA Membership Assembly or successor, the alternates in rank order of the highest number of votes received shall serve. The alternate shall continue to serve as the representative in subsequent ANA Membership Assembly or successor. If the alternate is unable to serve in the subsequent Membership Assembly or successor; the next ranking alternate shall serve</p>	<p>elect. The remaining nominees shall be declared alternates according to number of votes received.</p> <p>G. All ballots and other record of the election shall be preserved for one year after the election.</p> <p>H. When an elected representative is unable to attend the ANA Membership Assembly or successor, the alternates in rank order of the highest number of votes received shall serve. The alternate shall continue to serve as the representative in subsequent ANA Membership Assembly or successor. If the alternate is unable to serve in the subsequent Membership Assembly or successor; the next ranking alternate shall serve</p> <p><u>Section 1. Nominations</u></p> <ol style="list-style-type: none"> Candidates for office shall meet established qualifications and shall consent to serve if elected. Members who meet the established qualifications for an elected office may notify the Nominations Committee, in writing per board policy, of their consent to serve. <p><u>Section 2. Elections</u></p> <ol style="list-style-type: none"> Elections shall be held annually and shall be by secret ballot according to Iowa Nurses Association policies and procedures. Members will vote by electronic ballot. Slate of candidates is to be made available to the membership fifteen (15) calendar days prior to the ballot being sent. Ballot to be sent out thirty (30) calendar days prior to the Iowa Nurses Association Membership Assembly. A plurality vote shall constitute an election. In case of a tie, the choice shall be by lot. Election results are presented at Iowa Nurses Association Membership Assembly by the nominating committee chair or designee. Terms of office shall begin at the close of the Iowa Nurses Association Membership Assembly. Officers and Directors shall be elected as follows by the members to serve for two years or until their successors are elected: <ol style="list-style-type: none"> President-Elect, in odd years Secretary, in even years Treasurer, in even years

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	<div><div>iv. Two Directors, in even years</div><div>v. Two Directors, in odd years</div><div>vi. Newly Licensed Director, in odd years</div><div>vii. ANA Membership Assembly Representative, in odd years</div><div>viii. Region Liaison-Ex officio, in even years</div></div> <div>INF Chair-Ex officio, in even year</div>