



THE PHILIPPINE NURSES
ASSOCIATION OF AMERICA
Cincinnati-Northern Kentucky
Chapter
(PNA Cin-NKy)

BYLAWS 2014

TABLE OF CONTENTS

ARTICLE I:	NAME
ARTICLE II:	AFFILIATIONS
ARTICLE III:	MISSION STATEMENT AND GOALS
ARTICLE IV:	MEMBERSHIP AND DUES
ARTICLE V:	OFFICERS AND DUTIES
ARTICLE VI:	EXECUTIVE BOARD
ARTICLE VII:	MEETINGS-QUORUM
ARTICLE VIII:	NOMINATION & ELECTIONS/TERMS & VACANCIES
ARTICLE IX:	COMMITTEES
ARTICLE X:	ADVISORY COUNCIL
ARTICLE XI:	FISCAL YEAR
ARTICLE XII:	OFFICIAL PUBLICATIONS
ARTICLE XIII:	AMENDMENTS
ARTICLE XIV:	DISSOLUTION
ARTICLE XV:	NONDISCRIMINATION POLICY
ARTICLE XVI:	PARLIAMENTARY AUTHORITY
ARTICLE XVII:	PLACE OF BUSINESS
ARTICLE XVIII:	SUBCHAPTER FORMATION
ARTICLE XIX:	HELPING HAND FUND

PNA Cin-NKy Bylaws

ARTICLE I NAME

The name of this organization shall be the Philippine Nurses Association of America Cincinnati-Northern Kentucky Chapter, hereinafter referred to as the Association. The official abbreviation shall be PNA Cin-NKy.

ARTICLE II AFFILIATIONS

The Association is a member of the Philippine Nurses Association of America (PNA). The Association may work with other nursing organizations to foster the mission statement of the Association.

ARTICLE III MISSION STATEMENT AND GOALS

As the official professional non-profit organization of Filipino-American Nurses in Cincinnati, Ohio and Northern Kentucky, PNA Cin-NKy will uphold the positive image and welfare of its constituent members; promote professional excellence and contribute to significant outcomes to healthcare and society.

GOALS:

The Association, in collaboration with PNA, Inc. shall, but not limited to:

- A. Unify Filipino-American nurses in Cincinnati, Ohio and Northern Kentucky.
- B. Develop, implement and evaluate educational programs in nursing leadership, practice, education and research relevant to professional growth of its members and healthcare needs of the community.
- C. Facilitate professional and cultural adjustment of Filipino-American nurses in Cincinnati, Ohio and Northern Kentucky through collaboration with agencies and organizations in the USA and the Philippines.
- D. Participate actively in professional and cultural activities with professional organizations and agencies in the community and globally.
- E. Review and act on legislation and public policies which directly and indirectly affect Filipino-American nurses and nursing as a whole.

ARTICLE IV MEMBERSHIP AND DUES

Section 1: Membership in the Association is a privilege and is contingent upon compliance with the requirements specified in these Bylaws.

Section 2: Categories of membership in this Association are: active member, associate member, student associate member, honorary member and member at large.

- A. Active Member:** Any professional registered, practical, or vocational nurse of *Philippine ethnic descent* who has been granted a license to practice in Cincinnati, Ohio and Northern Kentucky and who has paid the required membership dues.
- B. Associate Member:** Any professional registered, practical, or vocational nurse of *Non-Philippine ethnic origin* who has been granted a license in their country of origin and/or Cincinnati, Ohio and Northern Kentucky and who has paid the required membership dues.
- C. Student Associate Member:** Any senior nursing student who will be graduating during the year of membership and who has paid the required membership dues.
- D. Honorary Member:** A person to whom honorary membership is conferred by virtue of a majority vote of the Executive Board for distinguished service rendered or valuable assistance to the nursing profession and towards achieving the objectives of this association.
- E. Member At Large:** Any professional registered, practical or vocational nurse of Philippine ethnic origin who has been granted a license to practice in any state or country outside of Cincinnati, Ohio and Northern Kentucky and who is current with membership dues.

Section 3: Representation and Privileges

- A. Active members are eligible to hold elective office, serve on elected or appointed committees, and exercise delegate power.
- B. Associate and student associate members shall have all the rights and privileges of active members except that of holding elected office.
- C. Honorary members have a voice and may serve as a resource in matters relevant to their expertise but have no vote or delegate power.
- D. Membership status and eligibility shall be determined from information on the application form and shall be duly noted on the membership roster.
- E. Members shall be eligible for scholarship, awards, and recognition and other benefits as determined by the Executive Board.

Section 4: Ethical Standards/Disqualification of Members

- A. By a majority vote, the Executive Board may expel a member for cause provided there was a due process.
- B. Any member may be removed from the membership roster for
 - a. Violation of the Association's Bylaws and Rule of Conduct.
 - b. Acts, errors, and omissions detrimental to the goals of the Association.
- C. Any member suspended or expelled may be reinstated by a majority vote of the Executive Board after such member has submitted an application and paid current dues and assessments.

Section 5: Dues and funds

- A. Annual membership dues to the Association shall be determined by the Executive Board and subject to approval and voted upon by the majority of the members.
- B. Membership dues: The Association shall submit a list of their members with addresses and telephone numbers including the appropriate fees to the PNA, Inc for the membership year January 1st to December 31st.

- C. A completed membership application form with appropriate fee shall be forwarded to the Treasurer of the Association and shall run from January 1st to December 31st.
- D. Renewal fees are due by December 1st of the year. New members who paid after September 1st shall be considered paid for the next year.
- E. Delinquency and Reinstatement:
 - 1. Any member whose dues are not received on or before expiration of membership shall be removed from the membership roster and all privileges from the Association shall be withdrawn.
 - 2. Reinstatement of membership to PNA Cin-NKy is effective immediately upon payment of membership fee for the current membership year.
- F. In support of its objectives, the Association may collect fees from its members, solicit and accept donations and may hold fundraising activities not contrary to law or public policy.
- G. As a non-profit organization, any funds or properties earned shall belong to PNA Cin-NKy and shall be used solely for the fulfillment of the mission and goals of the Association.

ARTICLE V OFFICERS AND DUTIES

Section 1: The elected officers of this Association shall be the: President, President-Elect, Secretary, Treasurer, Auditor, and Six (6) Board Members.

Section 2: The appointed officers of this Association shall be the: Assistant Secretary and Assistant Treasurer.

Section 3: The duties and powers of the officers shall be such as implied by the inherent nature of their respective titles and all such duties as specified in these Bylaws.

A. President:

- 1. Is responsible to the Executive Board and has the approval of the Board for the activities of the Association.
- 2. Presides at all business meetings of the Executive Board and General Assembly except in unforeseen circumstances.
- 3. Represents the Association at meetings and functions of other organizations or designates an alternate.
- 4. Appoints the Assistant Secretary, Assistant Treasurer, all committee chairpersons, and committee members with the approval of the Executive Board.
- 5. Acts as an ex-officio member of all committees except the Committee on Nominations and Elections.
- 6. Terminates non-functioning committees with the approval of the Executive Board.
- 7. Performs other duties pertinent to the office.

B. President-elect:

- 1. Performs the duties of the President in the absence or inability of the President to act.
- 2. Performs other such duties as may be delegated by the President or Executive Board.

C. Secretary:

- 1. Records the proceedings of all business meetings.
- 2. Distributes approved minutes to the Executive Board.
- 3. Excerpts and submits pertinent data to respective committee chairpersons.

4. Preserves reports and records including Bylaws and standing rules of the Association in the permanent file.
5. Keeps on file all other pertinent information regarding projects, programs, and activities of the Association.
6. Keeps on file accurate membership roster as compiled and reported by the chairperson of the Membership Committee.
7. Notifies all members of the Executive Board of any updates in the directory as often as they occur through regular mail or e-mail or both.

D. Assistant Secretary:

1. Issues notice regarding meetings and activities.
2. Conducts and maintains a file of the general correspondence of the Association.
3. Assists the Secretary in functions as delegated by the President or the Executive Board and assumes the duties of the Secretary in his/her absence or incapacity.
4. Assists the Secretary in keeping on file all other pertinent information regarding projects, programs, and activities of the Association.
5. Assists the Secretary in keeping on file accurate membership roster as compiled and reported by the chairperson of the Membership Committee.
6. Sends out information to PNA, Inc. and members-at-large regarding projects, programs, and activities undertaken by the Association.

E. Treasurer:

1. Responsible for the financial affairs of the Association.
2. Keeps a record of all receipts and disbursement.
3. Carries appropriate banking transactions as designated by the Executive Board.
4. Issues checks of the Association for purpose approved by the Executive Board. May issue a check if amount is less than \$100.00 but if greater than \$100.00 then it needs to be approved by the Executive Board. If the Treasurer is not available to issue a check, then the Assistant Treasurer may issue the check.
5. Assists in the direction of fundraising activities.
6. Presents financial records for examination by the Auditor.
7. Acts as chairperson of the Budget and Finance Committees.
8. Submits a written report of the financial standing of the Association at the annual membership meetings.

F. Assistant Treasurer:

1. Processes membership application and keeps accurate records of receipts and membership dues.
2. Sends out membership renewal forms to Members At Large and to local chapters.
3. Keeps on file accurate membership roster
4. Forwards monies received and corresponding reports to the Treasurer.
5. Acts as Chairperson of the Membership Committee.
6. Assumes other functions as delegated by the Treasurer with the approval of the Executive Board and acts in the absence or incapacity of the Treasurer.

G. Auditor:

1. Responsible for the annual audit of all financial records of the Association.
2. In collaboration with the Treasurer, prepares the income tax form and files it with the U.S. Internal Revenue Service.

H. Board Member:

1. Acts as chairperson of a standing committee as appointed or designated.
2. Performs functions as designated by the Executive Board.

ARTICLE VI EXECUTIVE BOARD

Section 1: Executive Board: The governing body of this Association shall be the Executive Board which consists of all elected and appointed officers and the Advisory Council. The Executive Board has the power and authority over the affairs of the Association except that of modifying the action of the General Assembly.

Section 2: Duties of the Executive Board

1. Directs the business and financial affairs of the Association.
2. Establishes the Association's administrative policies.
3. Fosters growth and development of the Association.
4. Authorizes the formulation and awarding of contracts.
5. Reviews recommendation of the President and determines actions to be taken.
6. Reviews committee reports and determines action to be taken on recommendation.
7. Suspends or expels members of the Association for due cause.
8. Fills all vacancies of the Executive Board unless otherwise specified by the Bylaws.
9. Authorizes the representation and participation of the Association in activities other than the non-profit activities and functions of the Association.
10. Reviews and authorizes publications proposed by any member as they may affect representation of the philosophy, prerogatives, and image of the Association.
11. Performs such other duties and exercises authority as described in these Bylaws.

ARTICLE VII MEETING-QUORUM

Section 1: Meetings

A. Executive Board:

1. Shall meet quarterly.
2. Special meetings of the Executive Board may be called by the President or upon request by three (3) members of the Executive Board. This can be conducted through the best available technology such as video conferencing and teleconferencing calls.
3. Notice of all meetings of the Executive Board shall be sent to each member by e-mail or phone call at least ten (10) days prior to the meeting.
4. Fifty percent (50%) of the Executive Board present will constitute a quorum.
5. Voting: a majority of 50% (minus presiding officer) plus 1 decides. For a tie vote, the presiding officer breaks the tie.

B. General Assembly:

1. Consists of all paid members.
2. Shall meet annually.
3. The time, place, and composition of other meetings and the General Assembly meeting shall be determined by the Executive Board.

4. Voting body of General Assembly is as follows:
 - a. Executive Board
 - b. All paid members including Members At Large
 - c. Each qualified voter is entitled to 1 vote
5. The presence of 20% of the members registered at the convention/conference constitutes a quorum in the General Assembly.

ARTICLE VIII NOMINATIONS AND ELECTIONS/ TERMS & VACANCIES

Section 1: Nominations and Elections Committee

- A. Shall be an Ad Hoc committee as appointed by the Executive Board.
- B. Duties and responsibilities of the Nomination and Election Committee:
 1. Initiates and coordinates the solicitation, reviews and presents candidates for office.
 2. Prepares a list of nominees and submits this to the Executive Board for information and review ninety (90) days prior to election.
 3. Prepares and issues the official ballot directly to designated voting members.
 4. Receives all returned ballots.
 5. This committee will consist of 3-5 members who shall officiate at the proceedings and tally the ballots.
 6. Announces election results.
 7. Destroys ballots upon approval or motion by the Executive Board.

Section 2: Eligibility to Serve in an Elected Capacity

- A. To be eligible to serve for an elected office, you must be an active member.
- B. To be eligible to serve the office of President-Elect, a nominee must have previously served one (1) term in the Executive Board and/or be a current chairperson of a standing committee immediately preceding nomination.
- C. To be eligible for any other elected office, the nominee must have demonstrated active participation in activities of the Association.
- D. A nominee may be a candidate for only one office at any given time and if currently holding an elected office, may not be a candidate for another office unless the current term expires at the time of the election.
- E. Any past president of this Association may run for any office in the Executive Board after two (2) years following the end of his/her term of office.

Section 3: Elections

- A. Elections shall be held every two (2) years counted at a place designated by the Nominations and Elections Ad Hoc Committee.
- B. Eligibility to vote shall be validated against the current list of active members submitted by the Membership Committee to the Nomination and Elections Committee at least sixty (60) days prior to Election Day.
- C. Members At Large who have paid their dues at least one hundred twenty (120) days prior to Election Day are eligible to vote.

- D. A list of candidates shall be provided by Membership Committee to the Nomination and Elections Committee at least sixty (60) days prior to Election Day.
- E. The winning candidate will be determined by the highest number of votes. In case of a tie, “draw lots” method will be used to break the tie.

Section 4: Terms of Office

All elected officers and members of the Executive Board shall serve a term of two (2) years. All, except for the President and President-Elect, can be re-elected to the same office for another term.

Section 5: Vacancies

Vacancy that occurs in an elected office will be elected by the Executive Board.

Section 6: Removal from office

- A. The absence of officers and members of the Executive Board in fifty percent (50%) of the regular meetings shall be ground for termination from office after the Executive Board validates justification for absence.
- B. Officers and members of the Executive Board may be subject to termination from office by a two thirds (2/3) vote of the Executive Board for violating the By Laws of the Association, misconduct or neglect of duty in office, absence in 50% of the regular meetings and/or any behavior injurious to the Association. NO action shall be taken against any officer or member of the Executive Board until he/she has been advised of specific charges, given reasonable time to prepare response, afforded a fair hearing process before the Executive Board. It is also incumbent upon the Executive Board to validate justification of reason or charges for removal from office.

Section 7: Compensation

The elected officers shall not receive, nor shall they be entitled to compensation or salary for serving on the Executive Board.

**ARTICLE IX
COMMITTEES**

Section 1: The standing committees of this Association shall be:

- Legislative (Bylaws, Human Rights)
- Education/Research/Practice
- Membership
- Public Relations (Cultural Affairs, Newsletter, Website)
- Budget/Finance (Ways/Means, Awards/Scholarship)

Section 2: The President, with the approval of the Executive Board, shall appoint the chairs and members of the standing committees. The committee shall consist of a Chairperson who is either a member of the Executive Board or an Active Member, and at least two (2) other members.

Section 3: Removal of Committee Chairpersons

A committee chairperson shall be relieved of committee responsibilities in the non-performance of duties.

Section 4: Committee responsibilities shall be as follows:

A. Legislative (Bylaws Committee, Human Rights)

1. Evaluates and disseminates information regarding current issues and legislative proposals that directly or indirectly affect the members and the profession as a whole.
2. Collaborates with other organizations/agencies in addressing and supporting legislation that affects the nursing profession and health care.
3. Submits proposed amendments to the bylaws with the committee's recommendation for action.
4. May initiate amendments to the Bylaws for review by the Executive Board.
5. Presents the proposed amendments to the membership after review by the Executive Board at least thirty (30) days prior to voting.
6. Evaluates issues relating to human rights.
7. Recommends policies and positions on human rights to the Executive Board at the annual meetings.
8. Disseminates information on human rights to members, other nurses, healthcare professionals, and the public.
9. Communicates with all the members when human rights are violated.
10. Addresses and responds to concerns related to equal opportunity in human rights.

B. Education (Research, Practice)

1. Plans, implements, and evaluates educational programs to meet membership needs.
2. Acts as a resource for members and other nursing organizations in developing and implementing educational programs.
3. Continuously assesses, identifies, and implements educational programs and needs of the Association.
4. Prescribes educational content in programs developed for regional, national, and international conferences or activities.
5. Collaborates with PNAA and its chapter's Education Committee in planning, and implementing education programs for regional, national, and international conferences.
6. Prepares and publishes official brochures for educational programs.
7. Keep members of the Association up to date with community, national, & international healthcare trends.
8. Conducts research as needed.
9. Applies for appropriate grants to provide funding for any research project.
10. Acts as a resource to any PNA Cin-NKy member who is interested in research.
11. Reviews all requests and applications for research.
12. Maintains the progress of any on-going PNA Cin-NKy research projects.
13. Monitors the progress of any on-going PNA Cin-NKy research projects.
14. Evaluates the relevance and impact of PNA Cin-NKy sponsored as well as of any PNAA, Inc sponsored research projects.
15. Reviews, evaluates, and analyzes the issues affecting PNA Cin-NKy.

16. Formulates for and recommends to the Executive Board, a position statement reflective of the Association.

C. Membership Committee:

1. Maintains and evaluates membership roster of the Association.
2. Initiates programs to recruit and retain members. Members of this committee will keep in contact with new members to assure they are welcomed and that they will be inducted as new members at the next Induction Ball.

D. Public Relations (Cultural Affairs, Newsletter, Website)

1. Explores and evaluates means of promoting the interests of this Association.
2. Submits press releases to the news media as approved by the Executive Board.
3. Disseminates information to chapters and Members At Large regarding programs and activities undertaken by the Association.
4. Publishes the newsletter of the Association.
5. Coordinates with state chapters, Members At Large, and other organizations regarding any cultural programs to uphold the Filipino culture/heritage.
6. Updates and evaluates content of the PNA Cin-NKy website.
7. Solicits postings to the website.

E. Budget/Finance Committee (Ways/Means, Awards/Scholarship)

1. Prepares and evaluates an annual budget for approval by the Executive Board prior to the annual meeting.
2. Secures and evaluates funds through reasonable means to augment the treasury.
3. Publishes the qualifications and criteria for awards.
4. Reviews and analyzes the applications of the candidates.
5. Makes the selection of awardees and recommends it to the Executive Board.
6. Evaluates the efficacy and efficiency of awards procedures and results.

F. Nominations and Elections Committee:

Refer to Article VII, Section 1-3.

Section 4: Committee Report

Each Committee Chairperson shall submit a written report on committee activities and accomplishments at the Executive Board meetings.

**ARTICLE X
ADVISORY COUNCIL**

Section 1: The Advisory Council shall be consist of Past Presidents after completion of term.

Section 2: Functions of the Advisory Council

- A. Acts in an advisory capacity and participates in voting. There will be one (1) vote for every three (3) persons that are in attendance at a meeting during deliberations and recommendations of the Executive Board.
- B. Participation in activities to further the purpose and functions of this Association.

**ARTICLE XI
FISCAL YEAR**

Section 1: The fiscal year of this Association coincides with the fiscal year which is January 1st to December 31st.

**ARTICLE XII
OFFICIAL PUBLICATIONS**

Section 1: The official publication of the Association shall be the, "The Filipino Nurse Connections"

Section 2: The Filipino Nurse Connections shall be published at least once a year.

**ARTICLE XIII
AMENDMENTS**

Section 1: Amendments to these Bylaws shall be ratified at the General Assembly of the Association by a two-thirds (2/3) majority vote of the members present and voting provided that the proposed amendments, after having been considered and recommended by the Executive Board, are presented by mail to current members thirty (30) days prior to the General Assembly at which time such proposed amendments shall be voted upon.

Section 2: Amendments to these Bylaws shall be submitted to the Executive Board for consideration by petition from at least ten (10) members of the Association at least ninety (90) days prior to the General Assembly.

Section 3: Amendments to these Bylaws shall take effect upon ratification by the General Assembly.

**ARTICLE XIV
DISSOLUTION**

In the event of dissolution of this Association, the membership shall be notified, and approval obtained by two-thirds (2/3) majority vote of members of the Executive Board, thirty (30) days prior to dissolution. Liabilities will be resolved in the executive board meeting and funds (fixed assets) donated to non-profit organizations.

**ARTICLE XV
NONDISCRIMINATORY POLICY**

Section 1: The Association shall not discriminate against any applicant or members on the basis of race, creed, age, sex, sexual orientation, religion or handicap. All such shall be judged solely on the basis of competence and performance.

Section 2: The Executive Board of the Association shall monitor compliance with this nondiscrimination policy and shall include the statement that the Association is an equal opportunity group in all its advertisements and publications.

**ARTICLE XVI
PARLIAMENTARY AUTHORITY**

Robert's Rule of Order, Newly revised, shall govern this Association in all cases not covered by these Bylaws.

**ARTICLE XVII
PLACE OF BUSINESS**

The principal location and mailing address of the Association shall be the current President's designated address or as established.

**ARTICLE XVIII
SUBCHAPTER FORMATION FROM PNA Cin-NKy**

Section 1: A subchapter is formed when there is a minimum of twenty (20) members as opposed to becoming a national chapter which consists of thirty (30) members.

Section 2: The phrase "founding chapter" will be used to indicate this chapter as the first chapter in Ohio for PNAA and who will be affiliated with their subchapters.

Section 3: Subchapter formation shall be feasible if the area/city is fifty (50) miles away from the "founding chapter" and from another subchapter.

Section 4: Subchapters are to remain subchapters for two (2) years before being eligible to apply to become a chapter of PNAA.

Section 5: The "founding chapter" will meet with all subchapters twice yearly for a meeting and possibly a social event around the months of May and October.

Section 6: Subchapters will contribute to the PNAO Newsletter ("Perspectives") and the PNAO Website.

Section 7: Subchapters are requested to give \$5.00 from each member for annual fees to the "founding chapter" plus the required membership fee due to PNAA. Payment will go to PNAO for both subchapter fee and PNAA fee so that PNAO may submit the total amount due from Ohio to PNAA.

Section 8: Subchapters can set their own membership fees taking into consideration fees for PNAO and PNAA.

Section 9: Subchapters are responsible for ensuring their viability such as increasing membership through fundraisers, etc.

ARTICLE XIX
THE HELPING HAND FUND

This fund was created during the term of President Leah Hand whose fundraising efforts resulted in the initial amount of \$1,000 that was put toward this fund.

The Helping Hand fund provides a ready funding source for monetary gift in the event of hospitalization or death of an active member or active member's immediate family in addition to individual voluntary contributions. For the purposes of this fund, immediate family is defined as member's spouse, parents and children.

Section 1: One hundred dollars (\$100) is given to an active member for death within the immediate family.

Section 2: Fifty dollars (\$50) is given to an active member for hospitalization of more than three (3) days within the immediate family.

Section 3: Five dollars (\$5) from annual membership dues goes to the Helping Hand fund. In addition, the Association will conduct a yearly fundraising event to benefit this fund.

These Bylaws were adopted from PNAA, Inc.
with minor revisions made to suit the chapter's specific needs.

Submitted for consideration and recommendation to the Executive Board:

February 15, 2014

Bylaws Committee:

Leah Hand, MSN, RN (Chairman)

Rowena David, BSN, RN (Co-Chairman)

Suzy Hussey, APRN, MSN, CRT, CS, RN (Member)

Camlaria Obias-Felismino, MSN, BC-MS, RN (Member)

Melanie Quilla-Deza, MSN, RN (Member)

Christine Ramos-Dimaculangan, MSN, RN (Member)

Abbigail Villarroya, MSN, RN (Member)