

1 **Bylaws of the Rhode Island Association of Nurse Anesthetists, INC.**
2 **Revised August 24, 2017**

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4 **ARTICLE I**
5 **NAME**

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7 This organization shall be known as the Rhode Island Association of Nurse Anesthetists, INC.,
8 (hereafter referred to as "the Association").
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10 **ARTICLE II**
11 **OBJECTS**

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13 It shall be the objects of the Association to promote the best interests of its members, cooperate with
14 the American Association of Nurse Anesthetists, facilitate cooperation between nurse anesthetists and
15 the medical profession, hospitals and other agencies interested in anesthesia, and in general to advance
16 the science and art of anesthesia.

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18 **ARTICLE III**
19 **MEMBERSHIP**

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21 **Section 1. Membership**

22 Membership in the Association and procedures with respect to admission to membership, maintenance
23 of membership, classes of membership, qualifications thereof, and the exercise of the privileges thereof
24 shall be such as are stipulated in the Bylaws of the American Association of Nurse Anesthetists.

25 **Section 2. Conduct of Members**

26 If the conduct of any member shall appear to be in willful violation of the Bylaws of the Association, or
27 prejudicial to the interests of the Association, the Board of Directors may, by vote of two-thirds (2/3) of
28 the entire Board, suspend or expel such member. Before action is taken, a written copy of the charges
29 must be presented to the Board of Directors of the American Association of Nurse Anesthetists for
30 consideration and counsel. If after consultation with the American Association of Nurse Anesthetists'
31 Board of Directors, the state Board of Directors still elects to prefer charges, a written copy of the charges
32 must be served upon the member and an opportunity given that member to be heard before the Board
33 of Directors. A recommendation for the suspension or expulsion of a member shall also be made to the
34 Board of Directors of the American Association of Nurse Anesthetists. A motion to reconsider the
35 suspension or expulsion of a member from this Association may be made at a regular meeting of the
36 Board of Directors.
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38 **ARTICLE IV**
39 **RECOGNITIONS'**

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41 **Section 1. Honors**

42 Honors may be given to members upon the recommendation of the Board of Directors and with a
43 majority vote of the members at the annual meeting by presentation of awards or other honors without
44 conferring honorary membership.

45 **Section 2. Honorary membership**

46 State honorary membership may be conferred on a member by the voting body upon recommendation
47 of the Board of Directors. Honorary status implies the member's dues are waived.

48 **Section 3. Benefactors**

49 Contributors of one hundred dollars (\$100.00) shall be known as donors. The names of such donors shall
50 be placed in the permanent records of the Association.

51
52 **Article V**
53 **GOVERNMENT**
54

55 **Section 1. Officers**

56 **A.** The government of the Association shall be vested in a Board of Directors consisting of five (5)
57 members: The President, the Immediate Past President, the Vice President, the Secretary, and
58 the Treasurer. In addition to the above officers, two student nurse anesthetists (one from each
59 Rhode Island based nurse anesthesia program) will constitute two non-voting members of the
60 Board.

61 **B. Terms of Office**

- 62 **1.** The regular term of office shall begin immediately following the annual meeting of the
63 Association.
- 64 **2.** The President and Vice President shall be elected at the annual meeting for a term of one (1)
65 year, and shall be eligible for re-election.
- 66 **3.** The Secretary and Treasure shall be elected at the annual meeting for a term of one (1)
67 year and shall be eligible for re-election but shall not serve for more than three (3)
68 consecutive terms.

69 **C. Eligibility of Office**

- 70 **1.** No member shall be eligible for the Office of President of President who has not served on
71 the Board of Directors of the Association for at least one (1) year.
- 72 **2.** No officer of member of the Board of Directors of the American Association of Nurse
73 Anesthetists may hold office in the Association. In the event that an officer of the Board of
74 Directors accepts an office in the American Association of Nurse Anesthetists, office in the
75 Rhode Island Association of Nurse Anesthetists automatically expires.

76 **D. Duties of Officers**

77 **1. The President shall:**

- 78 **a.** Preside at meetings of the Association and of the Board of Directors.
- 79 **b.** Appoint standing committees, except the nomination committee, and the special
80 committees subject to the approval of Board of Directors.
- 81 **c.** Be a member ex-officio of all committees, except the nominating committee.
- 82 **d.** Prepare and read at each annual meeting of the Rhode Island Association of Nurse
83 Anesthetists a report of the work of the year.
- 84
- 85 **e.** Approve bills before payment is made by the Treasurer.
- 86 **f.** When feasible, represent this Association at the AANA annual meeting.
- 87 **g.** Appoint tellers and registrars prior to voting.
- 88 **h.** Keep the Vice President informed of Association affairs.
- 89 **i.** Will remain on the Board of Directors for one term immediately following their
90 term as President.
- 91

- 92 **2. The Vice President shall:**
- 93 **a** Assume the duties of the President in the event of the President’s inability to serve.
- 94 **b** Be responsible for the preparation of an annual history of the Association.
- 95 **c** Be responsible for important records of this Association.
- 96 **3. The Secretary shall:**
- 97 **a** Keep the minutes for the meetings of this Association and of the Board of Directors.
- 98 **b** Notify officers of their election and members of their committee appointments.
- 99 **c** Notify members of meetings.
- 100 **d** Notify members of the Board of Directors of meetings of the Board.
- 101 **e** Send to the Executive Director of the American Association of Nurse Anesthetists names
102 and addresses of the officers after their election, names of committee members after
103 their appointment, and reports of meetings or other activities.
- 104 **f** Send copies of important correspondences and information regarding matters of
105 general business of this Association to the President.
- 106 **g** Keep an alphabetical list of members and their addresses.
- 107 **h** Provide a list of names and addresses as directed by the Board of Directors.
- 108 **i** Send copies of this Association’s By-laws to new members.
- 109
- 110 **4. The Treasurer shall:**
- 111 **a** Receive moneys of this Association, pay bills and disburse funds as directed by the
112 Board of Directors.
- 113 **b** Deposit funds as designated by the Board of Directors.
- 114 **c** Give a written report at the annual meeting and/or upon request to the Board of
115 Directors.
- 116 **d** Pay AANA’s share of dues for state honorary members.
- 117
- 118 **5. The Student Nurse Anesthetist Representative shall:**
- 119 **a** Attends all Board meetings.
- 120 **b** Reports to fellow students regarding the business of the Association.
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- 122 **E. Additional Duties**
- 123 In addition to the foregoing specific duties, the duties of the officers shall be such as their titles,
124 by general usage would indicate, and such as may be assigned to them by the Board of Directors.
- 125 **F. Association Property**
- 126 Each officer shall deliver any association property and records to a successor or to the
127 President within one (1) month after the annual meeting.

128 **SECTION 2. Board of Directors**

129 **A. Meetings**

- 130 1. The Board of Directors shall meet immediately preceding and immediately
131 following the annual meeting of the Association.
- 132 2. Meetings of the Board of Directors may be called by the President at such times as the
133 business of the Association may require, or, upon written request of a quorum of the
134 Board of Directors filed with an officer of the Association.
- 135 3. A majority of the members of the Board of Directors shall constitute a quorum at any
136 meeting of the Board of Directors.

137 **B. Duties: The Board of Directors shall:**

- 138 1. Control and manage funds and property of the Association.
- 139 2. Select a place for deposit of funds.
- 140 3. Provide for auditing of the books before the annual meeting or at such times as the Board
141 of Directors may deem advisable. Books must be audited before turning them over to a
142 successor.
- 143 4. Prescribe the amount of expenses that shall be allowed for speakers at annual and regular
144 meetings. Prescribe amounts to be allowed toward defraying expenses of representatives to
145 the annual meeting of The American Association of Nurse Anesthetists or to other meetings.
- 146 5. Conduct the general business of the Association.
- 147 6. Conduct business between meetings by mail or other means of communications.
- 148 7. Fill vacancies:
- 149 a. Of the Board of Directors, with the exception of the office of the President. The
150 member so elected shall serve until the next annual election. In the event of a
151 vacancy in the office of the President, the Vice President shall become President
152 and the Board of Directors shall select another Vice President.
- 153 b. In the event of vacancies occurring in committees, the President, subject to the
154 approval of the Board of Directors, shall appoint members to fill such vacancies.
- 155 c. In the event that a member of a committee fails to carry out the assignment, the
156 Board of Directors may select a replacement.
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158 **ARTICLE VI**
159 **COMMITTEES**

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161 **Section 1. Standing Committees**

- 162 **A. Bylaws**
- 163 **B. Public Relations/Government Relations**
- 164 **C. Continuing Education**
- 165 **D. Peer Assistance**
- 166 **E. Nominating**

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168

Section 2. How Appointed

169 A. The President, subject to approval of the Board of Directors shall appoint the standing
170 committees with the exception of the Nomination Committee, each committee to be
171 composed of at least one (1) member.

172 B. Special committees may also be appointed by the President, subject to approval of the
173 Board of Directors.

Section 3. Term of Office

175 Members appointed to standing committees shall serve for one (1) year or until their successors are
176 appointed.

Section 4. Duties

178 A. The chairperson of committees shall:

179 1. Be responsible to the Board of Directors.

180 2. Prepare an annual report and upon request a report to the Board of Directors.

181 3. Be responsible for carrying out the duties as assigned.

182 4. Turn over all records and correspondence to the President within thirty (30) days
183 after termination of appointment.

184 5. Convene quarterly meetings.

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186 B. The members of committees (if any) shall:

187 Cooperate with the chairperson in carrying out the duties assigned.

Section 5. Specific Duties

A. Bylaws

190 1. This committee shall receive proposed amendments and present them to the Board of
191 Directors and to the members for consideration.

B. Public Relations/Government Relations

193 1. This committee shall work with, and under the direction of, the Board of Directors and the
194 Government relations Committee of the American Association of Nurse Anesthetists, in
195 matters pertaining to pending legislation, regarding the administration of anesthetics,
196 nurse anesthesia practice and the reimbursement of nurse anesthetists.

197 2. This committee also is responsible for on-going public relations programs that promote
198 the profession of nurse anesthesia. Duties that are outlined by the Public Relations
199 Committee of the American Association of Nurse Anesthetists.

C. Continuing Education

201 1. This committee shall assist in the development of educational programs for this
202 Association and that of the American Association of Nurse Anesthetists.

203 2. This committee shall prepare, subject to the approval of the Board of Directors, a complete
204 program for the annual meeting, and arrange for programs and places of meeting for other
205 regular meetings during the year.

- 206 **D. Peer Assistance**
- 207 1. Duties as outlined by American Association of Nurse Anesthetists.
- 208 **E. Nomination**
- 209 1. The Nominating Committee shall be composed of one (1) or more active members
210 elected at the annual meeting, and if more than one (1), shall elect its chairperson from
211 among its own membership.
- 212 2. Not less than thirty (30) days prior to the annual meeting, it shall prepare and present to
213 the Board of Directors a ballot of nominations for the following offices: President, Vice
214 President, Secretary, and Treasurer.
- 215 3. This committee shall prepare ballots for use at the annual meeting. Section 6 Vacancies
- 216 A. In event of vacancies occurring in committees, the President, subject to the approval of the
217 Board of Directors, shall appoint members to fill such vacancies.
- 218 B. In the event that a member of a committee fails to carry out an assignment, the
219 Board of Directors may select a replacement.
- 220
- 221
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223 **ARTICLE VII**
224 **MEETINGS, QUORUMS, VOTING**

225 **Section 1. Meetings**

- 226 A. The annual meeting and election shall be held during the first two (2) weeks of
227 October
- 228 B. Special meetings may be held upon request of the Board of Directors or upon a written
229 request of a quorum of active members, filed with an officer of the Association.

230 **Section 2. Quorums**

- 231 A. Twelve (12) active members shall constitute a quorum at the annual meeting.
- 232 B. Ten (10) active members shall constitute a quorum at any special meeting. (move to
233 paragraph above to follow Section 2. A.

234 **Section 3. Voting**

- 235 A. Only active members shall participate in elections and other voting.
- 236 B. Nominations
- 237 1. Only active members shall be eligible for nomination.
- 238 2. Written consent of a candidate must be obtained before a name may be placed on a
239 ballot.
- 240 3. Additional nominations may be made from the floor at an annual meeting before
241 nominations are declared closed.
- 242 C. Method of Voting
- 243 1. A registrar and two (2) assistants shall be appointed by the President and shall certify
244 credentials before issuing ballots to voting members.

289 **ARTICLE X**
290 **PARLIAMENTARY AUTHORITY**

291 **Section 1. Robert's Rules**

292 Robert's Rules, current edition, shall be the authority for the Association unless otherwise specified in the
293 Bylaws.

294 **ARTICLE XI**
295 **AMENDMENTS**

296
297 **Section 1. Amendments to Bylaws**

298 These amendments may be modified at an annual meeting of the Association by a two-thirds (2/3)
299 majority of those present and voting, provided notice of the proposed amendment has been appended to
300 the call of the meeting and communicated to the membership at least thirty (30) days prior to the date
301 thereof.
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303 **STANDING RULE FOR ORDER OF BUSINESS**

- 304 1. Call to Order
305 2. Roll Call (establishment of a quorum)
306 3. Reading of Minutes
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308 4. Reports of Officers
309 5. Reports of Standing Committees
310 6. Reports of Special Committees
311 7. Unfinished Business
312 8. New Business
313 9. Announcements
314 10. Program (if any)
315 11. Adjournment