

09/09/11

BYLAWS
NURSE PRACTITIONERS OF IDAHO

Article I

Name, Purposes and Functions

Section 1. Name

The name of this association shall be the Nurse Practitioners of Idaho, hereby known as NPI.

Section 2. Purpose

The mission of the NPI shall be to:

- a. Be a statewide organization of Nurse Practitioners (NPs) licensed in the category of Nurse Practitioner.
- b. Promote the professional and educational advancement of NPs for the welfare of the profession and the public.
- c. Support professional, local and state activities, which promote the general health and welfare of the populace.
- d. Support and promote clinical expertise and professional role development of NPs in Idaho.
- e. Promote collegial relationships among NPs in Idaho.

Section 3. Functions

The function of the NPI shall be to:

- a. Promote, through appropriate means, NPs education, practice and services.
- b. Support the nursing code of ethics.
- c. Protect and promote the economic and general welfare of NPs.
- d. Support the continuing professional development of NPs.
- e. Represent NPs to the public and to professional and community groups.
- f. Support other professional nursing groups.
- g. Maintain communication with constituents and members through official publications and electronic media.
- h. Assume an active role as consumer advocates.
- i. Propose and influence legislation, governmental programs and state and national health policy.

Section 4. Official Publication

Meeting minutes and NPI bylaws shall be the main official publications of NPI. Other official documents will be produced as needed including the newsletter, NPI Member Bulletin. The frequency and dates of publication of the newsletter will be determined yearly based on need and budgetary line item.

Section 5. Fiscal Year

The fiscal year for the NPI will encompass the calendar year from January 1 through December 31.

Article II

Membership

Section 1. Composition

Members shall be those persons or organizations accepted as such in accordance with qualifications and other requirements described in NPI bylaws. Membership shall be unrestricted by consideration of age, color, creed, handicap, lifestyle, nationality, religion, gender, disability, health status or sexual orientation.

Section 2. Active Individual Member is one:

- a. Who is licensed in Idaho or other U.S. states to practice as an- nurse practitioner in the category of nurse practitioner and who does not have a license under suspension or revocation in any state.
- b. Who has completed an educational program qualifying the individual to apply for licensure as a NP in the category of nurse practitioner.
- c. Whose dues are current.
- d. Whose membership is not under revocation for violation of the recognized code of ethics for nursing

Section 3. Student Membership

- a. A student member is a NP student in good standing in an educational program leading to licensure as a nurse practitioner.
- b. Student members will pay dues yearly as established by NPI.
- c. Student members may volunteer to participate on committees but may not hold the position of chairman unless approved by the executive board.
- d. Student members may not be elected to the Executive Board of NPI.
- e. Student members will not hold voting privileges.

Section 4. Associate Non-voting Member is one:

- a. Who is not a NP, but may wish to be a member of NPI and who will support the bylaws and ethics of the NPI.

- b. Pays dues as established by the NPI.

Section 5. Organizational Associate Membership:

- a. Is an organization which is approved by the NPI Executive Board as having significantly similar goals and purposes.
- b. The organization will pay an organizational associate fee to the NPI, the sum to be set by the NPI.
- c. Each organizational associate shall maintain a purpose and function harmonious with the purpose and function of the NPI.
- d. No voting privilege is given organizational associates.

Section 6. Dues

- a. Dues shall be established by the NPI.
- b. Dues may be changed at the annual meeting of the NPI with a recommendation from the executive board.
- c. Dues may be paid via personal check or credit card and submitted to the Administrative Secretary. Dues may also be paid via the website paypal account. Declined credit card transactions or insufficient funds of returned checks will be recorded. The Administrative Secretary will notify submitting member of status and report to the treasurer and president. Appropriate collection practices will be instituted for declined credit card or personal check payments for the conference.
- d. No money shall be refunded or additional money collected when a change in membership status occurs during the year.

Section 7. Honorary Membership

- a. Honorary membership may be conferred on persons or groups who have rendered distinguished or valuable service to the NPI or the cause of health care.
- b. Honorary membership may be conferred via a majority vote at any general membership meeting of NPI.
- c. Membership dues will not be assessed for honorary members.

Section 8. Membership Rights

The voting members shall have the right to:

- a. Receive official NPI communications in a timely manner.
- b. Be a candidate for NPI offices or appointed positions in accordance with qualifications set forth herein.

- c. Participate in the elections of the NPI executive board members and appointed positions as needed.
- d. Access the NPI web site.
- e. Submit proposals for consideration by the NPI.

Section 9. Membership Obligations

The member shall have the obligation to:

- a. Uphold the bylaws of the NPI.
- b. Abide by the Code for Nurses as adopted by the American Nurses Association House of Delegates
- c. Pay dues as required by the NPI.
- d. Fulfill the requirements of an office or committee if elected or appointed.
Resignation in writing is required if unable to do so.

Section 10. Disqualification

A member may be disqualified for:

- a. Failure to comply with the bylaws.
- b. Non payment of dues.
- c. Loss of license as an APN in the category of nurse practitioner.
- d. Other cause deemed sufficient may be disqualified as a member by a 51% vote of the Executive Board. The member must be notified at least three months before the vote is taken and the association shall provide opportunity for hearing.

Section 11. Reinstatement

A member who has been disqualified may be reinstated by:

- a. Correction of the deficiency causing disqualification (such as dues payment) and
- b. By a 2/3 vote of the NPI general membership.

Section 12. Appeal Process

Appeal of disqualification action shall be reviewed by the Executive Board and a member chosen by the claimant. The decision of this group will be final.

Article III

Official Decision Making

Section 1. Voting

Official actions of the NPI shall be conducted by voting members and/or the executive board under the following conditions.

- a. During a regularly scheduled or called meeting of the NPI general membership either face to face or via teleconference or phone conference which is called to order and conducted in a standard manner.
- b. The executive board is authorized to spend up to \$5000.00 on any non-budgeted item without consent of the membership.
- c. A majority of the executive board shall be present for a quorum to exist. A quorum shall consist of 51% of the Executive Board.
- d. A vote by the executive board may be taken via e-mail (verifiable and can be tracked) when deemed necessary for the transaction of NPI business in a timely manner. Non-response to an email within a specified time frame will be considered a YEA vote of agreement.

Section 2. Quorum

A quorum for the transaction of business at a general meeting of the NPI is defined as 51% of members present and two representatives of the executive board, one of which shall be the president or the vice president.

Section 3. General Membership Meetings

- a. General membership meetings of the NPI shall be held annually and will be concurrent with the annual clinical education conference.
- b. Special meetings may be called by a majority of the NPI executive board or upon written request by the majority of members.
- c. The executive board (officers) shall determine time and place of meetings.
- d. Notice of a special meeting shall be given at least 10 days prior to the special meeting except in emergency cases.

Article IV

Executive Board of Directors

Section 1. Definition

The executive board is the corporate body composed of the designated officers.

Section 2. Composition

The executive board shall consist of NPI elected officers.

- a. There shall be five officers: President, President-Elect, Vice President, Secretary, Treasurer and 5 elected regional representatives.
- b. The immediate past president shall be an ex-officio member of the board. As an ex-officio board member, the immediate past president will vote only when needed to break a tie.
- c. Committee chairs shall be non-voting ex-officio members of the board.

Section 3. Authority

- a. The executive board shall have the authority delegated to it by the NPI in the Bylaws, including the duty and power of acting for the membership in the intervals between meetings of the NPI and other duties and powers as defined in these bylaws
- b. The executive board is granted the authority to hire and determine the salary of an Administrative Secretary who will be a non-voting participant at executive board meetings when appropriate.

Section 4. Accountability

The executive board shall report to and be accountable to the NPI general membership.

Section 5. Responsibilities

The executive board shall:

- a. Exercise responsibility and fiduciary duties of the NPI within applicable provisions of the law.
- b. Provide for implementation of NPI policies and positions approved by the membership.
- c. Establish policies and procedures for the transaction of business, coordination of association activities and operation and maintenance of NPI business.
- d. Establish financial policies and procedures, propose the budget, present minimum annual budget reports and participate in an annual review of the financial records.
- e. Establish policies and procedures for approving publications and other printed materials prior to their distribution.
- f. Establish policies and procedures for collection, analysis and dissemination of information.
- g. Establish policies and procedures for nominations and elections.
- h. Establish standing and special committees as necessary for the performance of NPI duties and define the purpose and authority of such committees.
- i. Propose to the membership, standing committees necessary to fulfill the goals and objectives of the organization, along with suggested participants. These committees, defined with purpose and authority shall be approved by the

- membership. Standing committee chairs may be designated as ex-officio of the executive board.
- j. Make appointments and fill vacancies as delegated in these bylaws.
 - k. Establish fees for conventions, specified activities and services.
 - l. Control the use of the NPI official insignia.
 - m. Provide for the NPI member liaison or representation at any meeting designated by the executive board or membership.
 - n. Assume other duties as may be provided elsewhere in these bylaws.

Section 6. Term of Office

Officers shall be elected for a one-year term and may run for additional terms with due election processes observed or as determined by the group. The President-Elect shall serve two consecutive one year terms, one year as President-Elect and one year as President.

Section 7. Qualifications

To be eligible to serve on the executive board, a person shall be a nurse practitioner who:

- a. Holds current paid membership.
- b. Is not concurrently serving as an officer or director of another organization if such participation might result in a conflict of interest with the NPI.

Section 8. Vacancies

In the event of vacancy:

- a. In the office of president, the vice-president shall become president for the remainder of the term.
- b. In the office of vice president, the president shall appoint to fill the term.
- c. In the office of another officer (a standing committee chair), the executive board shall fill the vacancy by appointment until the next annual meeting of the NPI.

Section 9. Duties of Officers

- a. The president of the NPI shall serve as the official representative of the group and as its spokesperson on matters of association policy and positions. The president is the chair of the executive board. The president may appoint a spokesperson.
- b. The president-elect shall assist the president in projects and duties at the discretion of the president, in preparation for holding the office of president the following term.

- c. The vice president shall assume duties of the president in the president's absence or at the discretion of the president. The vice president shall be responsible for the annual review of the bylaws and shall oversee continued adherence to them.
- d. The executive secretary and the administrative secretary shall be responsible for ensuring that records are maintained of the meetings of the NPI, official actions and mailings, policy statements and other official activities of the group. The executive secretary will be responsible for transcribing minutes of meetings. The administrative secretary shall be responsible for correspondence as directed by the president and for checking and sorting NPI mail. The executive secretary may also delegate tasks to the administrative secretary as appropriate.
- e. The treasurer shall be responsible for monitoring the fiscal affairs of the NPI and will submit to the executive board a regular report of NPI expenditures, income and budgetary changes. The treasurer will prepare the annual budget. The treasurer will sit on the finance committee and may serve as committee chair if so elected by committee members.
- f. Regional representatives shall serve on the executive board as voting members. Each region will have one elected official or may split the duties with a co-representative but will still retain only one vote per region. Regions are designated by the NPI and the representative must reside in the region for which elected. Each representative will work with the NPs in their local region to bring educational offerings to the region. Representatives may rely on support from the executive board and the administrative secretary for coordinating efforts on such educational offerings. Region representatives will also work to unite regional members and promote the benefits of NPI membership while working to encourage non-members to join. The regional representative will act as a liaison for regional events, media, the executive board and professional and student members alike.
- g. The past president shall assist the president in projects and duties at the discretion of the president. The past president shall assume the responsibilities of monthly review of all financial transactions in the event that the financial committee is unable to complete this responsibility.
- h. Any two executive board members may sign on the checking account for NPI related business. One signature may be that of the treasurer.
- i. The administrative secretary is not considered a member of the executive board or the NPI membership and therefore does not have voting privileges. The administrative secretary will be responsible for distributing minutes of meetings provided by the executive secretary. Responsibilities also include maintaining a current roster of NPI members and their status regarding dues payment, participation in website design, content and utilization, management of mailings to and from NPI and will serve as a consistent contact source for NPI. Additional duties may be assigned at the discretion of the president and/or the executive board.

Section 10. Executive Board Meetings

- a. Regular and called meetings of the executive board shall occur at the discretion of the president or by majority vote of the executive board.
- b. Business requiring action of the executive board may be conducted via any form of communication. Such action shall be subject to ratification at the next regular meeting of the NPI.

Nominations and Elections

Section 1. Nominations

- a. NPI members shall be eligible to serve in only one elected office at any one time.
- b. The slate of proposed offices and candidates will be announced before elections.
- c. All nominees must be current in their membership dues at the time of nomination acceptance or within a timely manner prior to open election.
- d. Nominations for elected NPI positions may be for voting NPI members only (professional members).
- e. Nominations must be submitted to the executive board by May 15th.
- f. Once nominations have been made, the administrative secretary will confirm with the nominees their acceptance or decline and ability to fulfill the responsibilities of the position for which the individual has been nominated.
- g. Nominees will be requested to post a brief bio and picture, if available, on the NPI website.
- h. The administrative secretary will prepare ballots for voting at the annual fall conference.
- i. Individuals not voting at the conference may vote online, via email to the administrative secretary or by postal mail. Ballots will remain confidential. Votes will be tallied by the administrative secretary then the executive board will be notified of the elected Nurse Practitioners. General membership will be notified of election results after the executive board has notified the elected officials.

Section 2. Elections

- a. Elections shall be by secret ballot during the annual general membership meeting or via online voting through the NPI website, electronic mail (email) directly to the administrative secretary or by mailed ballot as determined by the group.
- b. All elections shall be conducted in a timely fashion as determined by the NPI policies and procedures.
- c. All NPI professional members are eligible to vote once for each executive board member and the representative for their individual region. Associate and honorary NPI members are non-voting members. An individual may not vote for regional representatives outside their region. Student members ARE NOT eligible to vote.

- d. Write in candidates are acceptable if willing to serve and are voting members.

Section 3. Challenge of Election

Any challenge to the election shall be filed in writing with the secretary of the NPI not more than 30 days after the adjournment of the elections meeting (annual meeting).

Article VI

Standing Committees

Section 1. Definition

Standing committees shall be composed of voting members and student members unless an ad hoc, nonvoting member is added as a consultant to the group. There shall be standing committees on finance, legislation, nominations and membership, conference planning and publicity. The president may appoint ad hoc committees as needed. Each committee shall elect a chairperson. The elected chairperson shall be responsible for reporting to the executive board.

Section 3. Attendance

The absence of a standing committee member without good cause from two meetings of a committee shall constitute a vacancy, which shall be filled as provided by Article V, Section 8.

Section 4. Quorum

A quorum of any committee shall consist of three members or a simple majority present.

Section 5. Term of Office

Members of standing committees shall serve one year and may serve additional years. Each committee shall have a minimum of 3 members.

Section 6. Functions

- a. The Finance Committee shall:
 - 1. Prepare an annual budget for the executive board and membership.
 - 2. Monitor the income and expenditures of the NPI monthly and report its findings to the executive board and membership.
 - 3. Review transactions as needed to maintain non-profit status, accountability and legality.

- b. The Legislative Committee shall:
 - 1. Recommend a legislative platform to the executive board and membership.
 - 2. Examine trends and developments in legislative and governmental areas as they relate to health care and advance practice nurse policy.
 - 3. Establish positions on legislative bills using the professional standards of other nursing and health care policy groups.
 - 4. Propose and work within an approved yearly budget for that committee.
 - 5. Advise the membership of pertinent legislative issues and actions.

- c. The Membership Committee shall:
 - 1. Request qualified nominations from all geographic areas of the state as well as other sources.
 - 2. Prepare a slate of qualified candidates for each office to be filled.
 - 3. Attempt to assure geographic group representation.
 - 4. Implement policies and procedures for nominations and elections as established by the bylaws.
 - 5. Develop membership goals for the NPI.
 - 6. Develop guidelines for recruitment and retention of members.
 - 7. Coordinate with geographic areas for recruitment and retention efforts.
 - 8. Propose and work within the approved budget for that committee.
 - 9. Update/improve NPI directory.

- d. The Scholarship Committee shall:
 - 1. Develop, review and update scholarship applications and forms.
 - 2. Make monetary and recipient recommendations to the executive board.
 - 3. Determine and pursue marketing of scholarship availability to eligible student members of NPI in a recognized nurse practitioner education program. Non NPI student members may apply for the scholarship and join NPI at the same time subject to payment of dues.
 - 4. Accept and review scholarship applications.
 - 5. Determine recipient(s) of scholarship and present award at the annual NPI fall conference or as determined by the executive board.

- e. The Conference Committee shall:
 - 1. Organize the annual NPI sponsored conference.
 - 2. Develop the curriculum for the annual conference.
 - 3. Ensure approval of CE credits for the conference.
 - 4. Provide for adequate publicity for the conference.

5. Implement evaluation procedures for the conference.
6. Propose and work within an approved budget for that committee.

f. The Marketing/Media Committee shall:

1. Promote the public image of advance practice nurses.
2. Propose and work within an approved budget for that committee.
3. Update/improve NPI website
4. Work with Regional representatives for NP Awareness week, including contact with the governor if needed.

Article VII

Amendment of Bylaws

Section 1. Ad Hoc Bylaws Committee

The Ad Hoc Bylaws Committee shall:

- a. Review pertinent bylaws and recommend corrections or amendments as appropriate.
- b. Draft the proposed text of all such amendments.
- c. Submit proposed amendments to the executive board for discussion and approval.
- d. The vice president will submit proposed revisions of the bylaws to the executive board.
- e. Once reviewed and approved by the executive board, the bylaws revisions will be presented to the general membership for approval or further discussion and revision.