

VIRGINIA NURSING STUDENTS' ASSOCIATION

BYLAWS

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To be adopted February 2012

I. Name

The name of this organization shall be the VIRGINIA NURSING STUDENTS' ASSOCIATION (hereinafter referred to as VNSA or the Association). VNSA is a constituent of the NATIONAL STUDENT NURSES' ASSOCIATION, INC (hereinafter referred to as NSNA or the National Association). The organization is tax-exempt status under Section 501(c)(6) of the Internal Revenue Code.

The principal address and location is: VNSA
c/o JMU School of Nursing
MSC 4305
Harrisonburg, VA 22807

II. Purposes, Functions, and Limitations

The purposes of the VNSA are:

- a. To contribute to nursing education in order to provide for the highest quality health care;
- b. To provide programs representative of fundamental and current professional interests and concerns; and
- c. To aid in the development of each student, his or her professional role, and his or her responsibility for the health care of people in all walks of life.

h. The functions of the VNSA shall include the following:

- a. To have direct input into standards of nursing education and to influence the educational process.
- b. To educate members about the importance of student involvement in legislative matters regarding health care, nursing education, and practice.
- c. To promote participation in community affairs and activities towards improved health care and the resolution of related social issues.
- d. To represent nursing students to the consumer, to institutions, and to other organizations;

- e. To encourage student participation in interdisciplinary activities.
 - f. To endorse recruitment efforts, participation in student activities, and educational opportunities regardless of a person's race, color, creed, sex, age, lifestyle, national origin or economic status.
 - g. To promote and encourage collaborative relationships with the VIRGINIA NURSES ASSOCIATION and the VIRGINIA LEAGUE FOR NURSING (hereinafter referred to as the VNA and the VLN, respectively), as well as other nursing and related health organizations.
- i. Limitations

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(6) of the Internal Revenue Code.

VNSA shall maintain Virginia State Incorporation Status.

III. Membership

g. Constituent Associations:

- a. Any school chapter whose membership is composed of active or associate VNSA members, whose bylaws conform to the requirements of the VNSA and NSNA, and upon meeting the policies as the VNSA Board of Directors may determine, shall be recognized as a constituent association.
- b. A school chapter shall be composed of at least ten members from a nursing school in Virginia or the total school enrollment if is less than ten. There shall be only one chapter from each school campus.
- c. Each constituent association shall be designated by its school name followed by NSA or SNA (e.g., General Hospital SNA).
- d. In absence of a school association, or until a school association can be formed, as determined by the VNSA Board of Directors, a potential member of the VNSA may join an approved constituent association at an adjacent school in Virginia and have all the rights and privileges of active membership.
- e. For yearly recognition as a VNSA constituent, local associations shall be required to submit annually the Official Applications for NSNA Constituency Status, which are available on www.nsna.org and www.vnsa.us websites. The constituent association is subsequently required to submit their bylaws when a chapter is formed and when chapter bylaws have been changed or amended to the VNSA Board of Directors by one week prior to the annual convention, unless otherwise notified by the VNSA Board of Directors. The constituent's bylaws must conform to the NSNA requirements for active and associate members: purpose & function, membership, dues, and representation.
- f. A constituent association which fails to comply with the bylaws and polices of the VNSA shall have its status as a constituent revoked by a two thirds' vote of the Board of Directors, provided that written notice of the proposed revocation has

been given at least two months prior to the vote and that the constituent association is given an opportunity to be heard by the Board of Directors.

- g. A constituent association whose status has been revoked shall be reinstated by complying with Article III.
- h. Representation of constituent associations at meetings of the VNSA Board of Directors:
 - 1. Each constituent association shall be entitled to have one representative attend regular meetings of the Board of Directors.
 - 2. The representative from each constituent association shall be the president of the association or a designee of the president.
 - 3. This representative shall be entitled to debate, but shall not be entitled to make motions or vote at the meetings.
 - 4. Meetings of the VNSA Board of Directors may be closed to any constituent association representative if determined by the Board of Directors (Article VI, Section 6.05b).
- i. Individual schools of the currently established constituent associations of the VNSA shall be considered temporary constituent associations of VNSA until the constituent association's bylaws have been submitted for approval. Schools reorganizing and new organizations shall be considered temporary constituent associations until bylaws have been submitted for approval. The 2nd Vice-President will review, make suggestions for amendments upon constituent's request after receiving constituent's bylaws. Allowing each school chapter to vote and adopt amendments based on the views of its own school chapter.

h. Categories of Constituent Membership:

Members of the constituent associations shall be:

- a. Active Members:
 - 1. Students enrolled in a Commonwealth of Virginia state approved nursing programs.
 - 2. Registered Nurses enrolled in programs leading to a baccalaureate degree with a major in nursing.
 - 3. Active members **must have paid current NSNA dues** to have the privileges of membership in the VNSA.
- b. Associate Members:
 - 1. Pre-nursing students, including Registered Nurses, enrolled in college or university programs designed as preparation for entrance into a program leading to an associate degree, diploma, or baccalaureate degree in nursing.
 - 2. Associate members shall have all the privileges of membership except the right to hold office as president or vice president at the state and national level.
- c. Individual Members:
 - 1. Individual membership shall be open at the state level to any eligible student when membership in a constituent association is not available. Individual members shall have the privileges of membership as prescribed in Article III, Section 2, items A and B.

- d. Active, associate and individual memberships shall be renewable annually or every two (2) years. These memberships may be extended six (6) months beyond graduation from a student's program in nursing, providing membership was renewed while the student was enrolled in a nursing program.
- i. Categories of Non-Constituent Membership:
 - a. Sustaining Members:

Sustaining membership shall be open at the state level to any individual or organization interested in furthering the development and growth of VNSA, upon approval of the Board of Directors. This membership category is not open to those eligible for active or associate membership. Sustaining members shall receive literature and other information from the VNSA Board of Directors. Sustaining membership shall be renewable annually or every two years.
 - b. Honorary Members:

Honorary members may be conferred by a two thirds vote of the House of Delegates upon recommendation by the Board of Directors to persons who have rendered distinguished service or valuable assistance to VNSA. Honorary members shall have none of the obligations or privileges of membership.
- j. Liability Clause:
 - a. The NSNA and school constituents of VNSA are entities separate and apart from the VNSA in the administration of their activities, with the VNSA exercising no supervision or control whatsoever over their immediate daily and regular activities. The VNSA has no liability for any loss, damages, or injuries sustained by third parties as a result of any negligence, acts, or omissions on the part of the NSNA, the school constituents of VNSA, and/or the members thereof. In the event any legal proceeding is brought against the VNSA as a result of any such acts or omissions of the NSNA or any school constituents of the VNSA, the NSNA or the school constituents will indemnify and hold harmless the VNSA from any liability.
 - b. The VNSA will retain insurance to indemnify its VNSA board members.
 - c. VNSA board will maintain Virginia State Incorporation Status.
- k. Dues:
 - a. Payment of the NSNA dues is prerequisite for membership. VNSA receives a portion of the NSNA dues.
 - b. The annual VNSA dues for active, associate and individual members shall be paid per member according to the dues schedule set by NSNA and payable to NSNA.

- c. Any member who fails to pay current VNSA and NSNA dues shall forfeit all privileges of membership.

IV. House of Delegates

g. Power of the House of Delegates

The House of Delegates shall be the governing and voting body of the VNSA and shall be composed of Delegates from the constituent associations and members of the Board of Directors. The business of the annual meeting shall be conducted by the House of Delegates.

h. Delegate Representation

- a. Each constituent association shall be entitled two Delegates according to the number of members in good standing. Delegates shall be computed on the basis of the number of members in each constituent association as evidenced by the annual dues received on a date, six weeks before the annual meeting.
- b. Each constituent association shall have at least one voting delegate and alternate.
- c. Each constituent association shall be entitled to one voting delegate and alternate for the first one to ten members in good standing and one additional voting delegate and alternate for every ten members in good standing thereafter.

<i>School Membership:</i>	<i>Delegate Count:</i>
1 – 10	1 delegate + corresponding # of Alternates
11 – 20	2 Delegates
21 – 30	3 Delegates
30-40	4 Delegates
40-50	5 Delegates
50-60	6 Delegates
60-70	7 Delegates
70- 80	8 Delegates
80-90	9 Delegates
90-100	10 Delegates

- d. The delegate(s) and alternate(s) shall be determined by the constituent association.

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A school chapter whose membership is composed solely of associate members and whose specific potential membership cannot be determined shall have the appropriate delegate(s) and alternate representative(s) appointed by the VNSA Board of Directors.

V. Meetings and Representation

g. Annual Meeting

- a. The annual meeting of the VNSA shall be held during the first quarter of each year at such time and place as shall be determined by the Board of Directors.
- b. The annual meeting shall be for the purpose of holding an election, receiving reports and conducting such other business as may properly come before the House of Delegates.
- c. An official notice of annual meeting shall be sent to each President of each constituent association at least four weeks prior to the annual meeting.
- d. Quorum:
The quorum for the annual meeting shall consist of at least one Delegate from at least two constituent associations present and eligible to vote, and in addition at least four member of the Board of Directors, including the President and the First Vice President.
- e. The privileges of making motions and voting shall be limited to the voting body. A voting member shall have but one vote in any election on any question.
- f. Student members, other than voting Delegates, may attend the annual meeting, but shall not be seated with the delegate body. These non-voting members may speak once on each issue before the House, only after each voting delegate is recognized by the chair.

h. Special Meetings

- a. A special meeting may be called by the Board of Directors and shall be called by the President or upon written request of one third or more of the constituent associations. Notice of time, place and purpose of the meeting shall be sent to all constituent associations not less than five (5) days prior to the meeting.
- b. The voting body shall be the same, insofar as possible, as that in the annual meeting. Other members may attend and shall have only the privilege to speak once to each issue.
- c. The quorum shall be one third of the constituent associations and at least four (4) members of the Board of Directors, including the President and the First Vice President.

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All meetings of the VNSA shall be open unless voted otherwise by the House of Delegates.

j. NSNA Annual Meeting

- a. Representation of delegates from Virginia and VNSA to the annual meeting of the NSNA shall be in accordance with the NSNA bylaws.
- b. The VNSA shall have delegate representation at NSNA annual meeting.

- c. The VNSA shall be entitled to one voting delegate and alternate. This delegate shall be the state president. If the VNSA President cannot serve, a designated representative and alternate shall be elected at the VNSA meeting or by the VNSA Board of Directors, as outlined in the NSNA Bylaws, Article VII, Section 3., item b.

VI. VNSA Board of Directors

g. Power of the Board of Directors

All corporate powers shall be exercised by, or under the authority of, and the business of the Association shall be managed under the direction of, the Board of Directors.

h. Composition of the Board of Directors.

- a. The Board of Directors shall consist of the elected President, First Vice President, Second Vice President, Secretary, Treasurer, *Torch of Union* Editor, Director-At-Large), the Breakthrough to Nursing Director, Policy and Initiatives Director, the Public Relations Director, the VNSA Elected Consultant (Article VIII), and the Nominating and Elections Committee Chairperson (Article IX, Section 9.01a.). Each of these Directors shall be entitled to one vote.
- b. The committee chairpersons (except for the Nominating and Elections Committee Chairperson) the advisory council, and VNA and VLN Consultants shall attend all meetings and serve without a vote.

i. Election and Terms of Directors

- a. Elections for the officers that comprise the VNSA Board shall be held during the yearly state convention in the House of Delegates Meeting, pursuant to Article V, Section 5.01, Section 5.01 a.
- b. Newly elected officers (who also assume a seat on the Board of Directors, under Article VI, Section 6.02) shall serve for the first three (3) regular meetings of the Board of Directors as officers-elect, and they shall assume office no later than May 1, or the fourth Board of Directors meeting following their election, whichever comes first.

j. The Board of Directors shall:

- a. Transact all business and manage affairs during the interim between meetings of the VNSA, except that the Board of Directors shall not nullify nor modify any action taken by the House of Delegates at the convention. The Board of Directors shall report such transactions at the next meeting of the VNSA.
- b. Plan ways and means for the growth and development of the VNSA.
- c. Have the power to fill any vacancy on the VNSA Board of Directors occurring in any office on the Board of Directors, except that of the President (Article VI, Section 6.09Section 6.09c.).
- d. Approve the budget, authorize all monetary disbursements and provide for the annual review of accounts at the close of the fiscal year.

- e. Assure the continuation of a scholarship program. Such a scholarship program shall consist of not less than three individual scholarships and not less than \$100.00 in amount each. The Board of Directors shall determine the ways and means of the scholarship selection process and the eligibility requirements on an annual basis.
- f. Notify all schools of nursing regarding pertinent business on the state-level within fifteen days after the monthly meeting.
- g. Perform all duties as may be specified in these Bylaws.

k. Meetings of the Board of Directors

- a. The Board of Directors shall meet immediately prior to and after the annual convention and as often as deemed necessary by the President or majority of the Board of Directors.
 - 1. The first meeting is to be held immediately following the convention for the purpose of acquainting the officers-elect with officers.
 - 2. The Board of Directors shall meet at least monthly, during the term of office. Meetings during the summer months are left up to the discretion of the President.
 - 3. Meeting and voting can take place in person, via conference call, or through VNSA email at the discretion of the President.
- b. No Board of Directors meeting shall be closed to VNSA members except for the discussion of matter relating to a member of the Board of Directors and finance when deemed necessary by the Board of Directors.

l. Executive Committee of the Board of Directors

- a. There shall be an Executive Committee of the Board of Directors comprised of the President, First Vice President, Second Vice President, and the Treasurer. The Secretary shall be an ex-officio member of this committee.
- b. The committee shall have all the powers of the Board of Directors to transact business of an emergency nature between the Board of Directors meetings.
- c. All transactions of the Executive Committee shall be reported in full by the Secretary at the next meeting of the Board of Directors.

m. Quorum of Directors

A quorum at meetings of the Board of Directors shall consist of a majority of the voting members of the Board of Directors.

n. Dismissal or Removal of Directors

- a. The Board shall have the power by a two thirds' vote to declare an office vacant upon refusal or neglect of any member of the Board of Directors to perform the duties of that office.
- b. The negligent officer will receive written notification to appear at the next Board of Directors meeting and be asked to show why he or she should not be removed from the Board of Directors. If not responded to within two weeks, the post will be declared vacant.

- c. If an office is declared vacant due to negligence, any funds provided to the negligent officer for the purpose of performing the duties of said office shall be returned to the association no later than four weeks after the office is vacated.
- o. Vacancies
- a. Vacancies will be filled from nominations received from the Nominating and Elections Committee or the Board of Directors (Article IX, Section 9.01a.). Notification of vacancies and request for candidates shall be received by the President of each constituency at least one (1) week prior to the next monthly Board of Directors meeting.
 - b. If the vacancy occurs within three (3) months of the ensuing annual meeting, the vacancy will be filled by the Board of Directors upon two-thirds' vote of the Board of Directors.
 - c. In the event of a vacancy in the office of President, the Vice Presidents will accede to their respective offices as stated in Article VIII, Section 8.05, Section 8.05b.1 and Section 8.05c.5. The vacancy will then occur in the office of the Second Vice President, which will be filled according to Article VI, Section 6.04c.
- VII. Committees

The Board of Directors, at its discretion, shall establish standing and/or special committees deemed necessary to carry on the work of the VNSA and determine the functions, terms and membership of these committees. A quorum will be defined, as a majority of the committee members of VNSA. These committees shall be, but are not limited to, Finance, Breakthrough-to-Nursing/Membership, Convention Planning, and Nomination and Elections Committees.

- g. The Finance Committee shall:
- a. Be headed by the Treasurer;
 - b. Consist of two or three members of the Board of Directors as appointed by the Treasurer;
 - c. Assist the Treasurer in creating a budget;
 - d. Work with the Treasurer in developing future ideas for fundraising, as well seeing these ideas to completion; and
 - e. Perform all other tasks as assigned by the Treasurer.
- h. The Breakthrough-to-Nursing Committee shall:
- a. Be headed by the Breakthrough-to-Nursing Director.
 - b. Assist the Breakthrough-to-Nursing Director in creating a Breakthrough-to-Nursing Project.
 - c. Assist the Breakthrough-to-Nursing Director to promote the image of nursing, create plans of new recruiting techniques, and assist in increasing membership to the VNSA.
 - d. Consist of two or three members of the Board of Directors as appointed by the President.
 - e. Perform all other tasks as assigned by the Breakthrough-to-Nursing Director.

- i. The Convention Planning Committee shall:
 - a. Be headed by the First Vice President.
 - b. Assist the First Vice President in creating themes and ideas, as well as finding speakers and exhibitors for the annual convention.
 - c. Assist the First Vice President in creating a budget for the convention.
 - d. Consist of two or three members of the Board of Directors as appointed by the President.
 - e. Perform all other tasks as assigned by the First Vice President.

VIII. Officers

g. Officers Generally

- a. The voting and elected officers of VNSA shall be a President, First Vice President, Second Vice President, Secretary, Treasurer, *Torch of Union* Editor, Breakthrough to Nursing Director, Policy Initiatives Director, Public Relations Director, Director-at-Large, VNSA Elected Consultant, and Nominating and Elections Committee Chairperson.
- b. Officers of the VNSA will not be compensated

h. Election of Officers

- a. Elections for the officer positions shall be held during the yearly VNSA convention in the House of Delegates Meeting.
- b. All elections shall be held by secret ballot.
- c. Elected Delegates or alternates from constituent nursing schools are eligible to vote for the officers, who will also comprise the VNSA Board (Article VI,, Section 6.02a.).
- d. Election shall be made by a majority vote of the present quorum. A quorum for such an election shall consist of at least one Delegate from at least two constituent associations present and eligible to vote at the annual VNSA meeting, as outlined in Article V, Section 5.01(d).
- e. Nominations for the candidates of office may be in writing to the nominations chairperson (Article IX, Section 9.01) or nominations are accepted from the floor of the House of Delegates during the yearly state convention.
- f. Applicants must be in good academic standing at their school, as demonstrated by the applicant presenting a signed letter from an instructor or faculty member from their school.

i. Eligibility

- a. Any member of the VNSA who has been nominated by self or by another member of the VNSA shall be eligible to be a candidate for office.
- b. Candidates for office shall be chosen from among those members who shall be nursing students throughout at least three-quarters of the term of office.
- c. No member shall hold more than one elected officer position at anytime.

- d. All potential candidates must be in good academic standing in the discretion of Board of Directors and Faculty advisor and verified by signature on application by nursing faculty, Dean, director or advisor.
- e. No member may serve more than three consecutive years on the Board of Directors, as a voting member.
- f. Those members holding state office whose state term extends for more than seven months from the day of election to a national position, must resign from one of these offices at least three weeks prior to the second Board of Directors meeting, or a vacancy will be declared in the state position.

j. Terms of Office and Removal.

- a. Officers shall be elected at the annual meeting of the VNSA. Newly elected officers shall serve for the first three regular meetings of the Board of Directors as officer select, and shall assume office no later than May 1, or the fourth Board of Directors meeting following their election, whichever comes first.
- b. The Board shall have the power by a two thirds' vote to declare an office vacant upon refusal or neglect of any officer to perform the duties of that office.
- c. The negligent officer will receive written notification to appear at the next Board of Directors meeting and be asked to show why he or she should not be removed from office. If not responded to within two weeks, the post will be declared vacant.
- d. If an office is declared vacant due to negligence, any funds provided to that officer for the purpose of performing the duties of said office shall be returned to the association no later than four weeks after the office is vacated.

k. Duties of Officers

VNSA meetings shall be run according to *Roberts Rules of Order*, and the duties shall of each officer shall include:

- a. The President shall:
 1. Serve as the principle officer of the VNSA and preside at all meetings of the VNSA, the Board of Directors, and the executive committee.
 2. Appoint committees and their chairperson, subject to the approval of the Board of Directors, and make other appointments as necessary (e.g., tellers at the annual election).
 3. Be bonded and co-sign checks with the Treasurer for monetary disbursements.
 4. Serve as chairman of the Coordinating Council on an alternating basis (Article XI, Section 11.02).
 5. Represent the VNSA in matters relating to the Association and perform all other duties pertaining to the office.
 6. Communicate with members of the Board of Directors on a routine basis.
 7. Ensure that the Official Application for NSNA Constituency Status is submitted annually.

8. Have such other powers and perform such other duties as may be assigned by the Board of Directors.
 9. Maintain yearly incorporation through the State Corporation Commission of Virginia liability and event insurances.
 10. Maintain and update VNSA's Policies and Procedures as needed.
- b. The First Vice President shall:
1. Assume, in rank, the duties of the President in the absence or the disability of the President.
 2. Accede to the office of the President in the event of a vacancy in the office.
 3. Be responsible for planning of the annual fall program, annual spring business meeting, and convention.
 4. Help to arrange meetings.
 5. Perform all other duties as assigned by the President.
 6. Serve as chairperson of the Convention Planning Committee, when such a committee is established by the Board of Directors.
- c. The Second Vice President shall:
1. Be responsible for reviewing and recommending changes to the Bylaws.
 2. Notify constituents that they are required to submit annually the official application for NSNA Constituency Status, and that the deadline by which they are required to submit their bylaws is the beginning of the House of Delegates meeting at the VNSA yearly convention (Article III, Section 3.01e).
 3. Review individual constituent associations' bylaws and determine their conformity with the four areas of conformity listed in Article III, Section 3.01e. If any discrepancies are noted, the Second Vice President is responsible for notifying the constituent of the necessary revisions.
 4. Maintain files, which include the names and addresses, of all constituent associations and their officers.
 5. Maintain the current NSNA membership list.
 6. Serve as a resource person regarding parliamentary procedures.
 7. Accede to the office of the First Vice President in the event of vacancy in the office.
 8. Perform all other duties as assigned by the President.
- d. The Secretary shall:
1. Keep files and record minutes of all association transactions.
 2. Keep a register of roll call of all official Delegates.
 3. Conduct general correspondence of the VNSA requested by the President or the Board of Directors.
 4. Forward **fifteen** copies of the minutes from each VNSA Board of Directors meeting including those from the State Convention and the House of Delegates Meeting to the NSNA headquarters.

5. Notify the NSNA of the newly elected board with addresses, phone numbers and email addresses of the new board members.
 6. Forward completed bylaws, including revisions to bylaws to NSNA.
 7. Provide minutes from the previous Board of Directors meetings to the members of the Board of Directors two weeks prior to the next Board of Directors meeting.
 8. Perform all other duties as assigned by the President.
- e. The Treasurer shall:
1. Act as custodian of association funds.
 2. Be bonded and co-sign checks with the President for monetary disbursements.
 3. Keep accurate, current financial files, make regular reports to the VNSA and let any member of the VNSA see these upon request.
 4. At the end of the fiscal year, obtain a certified public accountant, approved by the Board of Directors, to conduct a review of the records for the preceding fiscal year. In addition, the Treasurer shall compile a report to be presented at the annual convention.
 5. Handle dues and other money transactions for the membership according to the procedure designated by the NSNA.
 6. Distribute reimbursements to Board members after receiving documentation of use with statements and receipts. Reimbursements will not be issued without receipts.
 7. Be responsible for monitoring use of VNSA credit cards. All uses of credit cards need to be approved by the Board of Directors.
 8. Be responsible for seeing that appropriate tax forms are filed, both state and federal.
 9. Supply a copy of the fiscal budget to each member of the VNSA Board of Directors.
 10. Have at all times knowledge of the status of the VNSA books and the Treasurer shall be accountable to the Association for this information.
 11. Prepare an estimated fiscal budget for presentation and the subsequent approval by the Board of Directors.
 12. Perform all other duties as assigned by the President.
 13. Serve as chairperson of the Finance Committee, when such a committee is established by the Board of Directors.
- f. The *Torch of Union* Editor shall:
1. Be responsible for publishing of the *Torch of Union*, the official publication of the VNSA.
 2. Be responsible for the distribution of the *Torch of Union*, including the forwarding of fifteen copies to the NSNA headquarters.
 3. Publicize the VNSA to arouse interest throughout the state among students, nurses and lay people.
 4. Write editorials for the *Torch of Union* publication.
 5. Encourage members to contribute articles to the Newsletter.

6. Publish four (4) publications per year with each deadline date approved by the Board of Directors.
 7. Offer ideas and/or suggestions for new columns, article topics, etc.
 8. Perform all other duties as assigned by the President.
- g. The Policy and Initiatives Director shall:
1. Keep the Board of Directors informed of current legislation pertinent to the health care field through attending monthly meetings of the VNA Legislative Committee and/or corresponding with the chairperson of that committee.
 2. Be responsible for informing constituent associations of matters pertaining to resolutions.
 3. Plan educational activities related to health policy.
 4. Evaluate effectiveness of health policy educational activities.
 5. Review all resolutions submitted to the Board of Directors, and facilitate the approval of resolutions on the state level during the annual House of Delegates.
 6. Plan poster presentations at the Annual Convention by sending out a Call for Abstracts prior to Convention and facilitating the selection of poster award winners.
 7. Perform all other duties as assigned by the President.
- h. The Breakthrough to Nursing Director shall:
1. Coordinate activities on general recruitment and retention affairs as set forth by NSNA.
 2. Advise and consult all constituent associations in the above stated activities.
 3. Serve as state chairperson on current or ongoing NSNA related projects.
 4. Focus on the recruitment of new nursing students, the maintenance of the current nursing student population and the diversification of the future nursing field through BTN related projects and initiatives.
 5. Facilitate BTN initiatives from the national level to the local level.
 6. Advise local chapters on Breakthrough to Nursing related projects.
 7. Perform all other duties as assigned by the President.
 8. Serve as chairperson of the Breakthrough-to-Nursing/Membership committee, when such a committee is established by the Board of Directors.
- i. The Director-At-Large shall:
1. Assist the Treasurer in maintaining financial files.
 2. Assist the *Torch of Union* Editor in the publishing of the *Torch of Union*, the official publication of VNSA.
 3. Be responsible for finding exhibitors for the fall and spring conventions.
 4. Assist in the overall recruitment of new members to VNSA (eg. school visits, torch, speeches, etc.)

5. Assist Second Vice President in bylaw changes and updates as well as maintaining a current NSNA member list.
 6. Maintain files, which include the names and addresses, of all constituent associations and their officers.
 7. Perform all other duties as assigned by the President.
- j. The Nominating and Elections Committee Chairperson shall:
1. Oversee the proper functioning of all VNSA Board and Officer elections as outlined in Article IX, Section 9.01a.
 2. Select and chair the Nominating and Elections Committee, which shall consist of no more than two people to aid in the nomination process, with the approval of the Board of Directors. Those members of the nomination committee shall not have a vote.
 3. Destroy the ballots after the convention.
 4. Promote running for State (VNSA) and National (NSNA) office.
 5. Contact all individuals who have expressed an interest in running for office to encourage them to submit an application.
 6. Be available for assistance to all nominees.
 7. Supervise the voting of ballots for Board of Directors
 8. Designate two fair, honest and impartial persons to count the votes at House of Delegates at Convention.
 9. Oversee the function of scholarships and awards; connect with Public Relations officer to promote and share details of awards and scholarships; with the aid of the board, select winners for each scholarship and award created.
 10. Perform all other duties as assigned by the President.
- k. The Public Relations Director shall:
1. Create and maintain the VNSA webpage.
 2. Create and maintain VNSA social media sites.
 3. Perform all other duties as assigned by the President.
- l. The Historian shall:
1. Attend all VNSA sponsored events and document events through photography. Events include but are not limited to State Convention, National Convention, luncheons, board meetings and activities.
 2. Collaborate with the Public Relations Director and *The Torch of the Union* Editor pertaining VNSA publications.
 3. Make a yearly scrapbook, which will be available for view at the Spring Convention.
 4. Contribute to archives of VNSA including contributing to historical documentation of VNSA board members, pictures of events.
 5. Be responsible for awards list for annual Convention with the assistance of other board members as designated by the President.
 6. Perform all other duties as assigned by the President.

- m. Pre-Nursing Member (PRN member)
 - a. Represent Pre-Nursing students on the VNSA Board of Directors.
 - b. Maintain lines of communication between the VNSA Board of Directors and the nursing students in his/her respective school/region.
 - c. Encourage minority students, which include race, nationality, gender, physically challenged, and/or non-traditional students, into professional nursing
 - d. Assist the VNSA constituents in the establishment of NSA chapter and projects.
 - e. Establish and maintain contacts with major nursing interest groups in recruiting qualified individuals into professional nursing.
 - f. Perform all other duties assigned by the president

IX. Nominating and Elections

g. Nominating

- a. The Nominating and Elections Committee shall receive the names of proposed candidates, submitted in writing by any VNSA member. The committee shall consider the qualifications of those proposed candidates, but shall not be limited or controlled by these candidates.
- b. The Nominating and Elections Committee shall prepare a ballot for the offices. The consent of all proposed candidates shall be obtained in writing before placing their names on the ballot. All candidates shall obtain the written support of the Dean, Director or Chapter Faculty Advisor, or submit an explanation of why the support was withheld, if the candidate's names are submitted before the annual meeting and elected officers within thirty days after the annual meeting.
- c. The report of the Nominating and Elections Committee shall be presented on the first day of the annual convention. Further nominations may be made from the floor at the first and second business meeting of the annual convention. Candidates nominated from the floor shall immediately present their written consent to serve.

h. Elections

- a. Officers, Directors, VNSA Elected Consultant and the Nominating and Elections Committee Chairperson shall be elected at each annual meeting by the House of Delegates.
- b. The election shall be by secret ballot. A majority vote of the quorum of delegates shall elect. If there is no majority on the first vote, only the two candidates with the highest number of votes shall be placed on the second ballot for revote. There will be no further speeches or questions. On the revote, the majority shall elect.

X. Consultants and Advisory Council

g. Advisory Council

- a. There shall be four consultants to make up the advisory council. One consultant shall be appointed by each of the Board of Directors of the VNA and the VLN after consultation and approval of the VNSA Board of Directors. One consultant shall be nominated and elected by the VNSA board. An elected consultant shall be a graduate nurse or a graduating senior who was a member of the previous year's Board of Directors and shall be elected by VNSA. Faculty from constituent schools or nursing leaders in Virginia may be appointed to the Advisory Counsel as non-voting members. Faculty and supporting citizens, especially nursing colleagues, are welcome to attend any Board meeting. If confidential information is being discussed, visitors may be asked to leave at the discretion of the Board.
- b. These consultants shall be responsible for providing for interchange of information between the Boards of Directors of VNA and VLN and this association.

h. Terms of Consultants.

- a. They shall be appointed to serve for a two-year period or until their respective successors are appointed.
- b. The VNSA elected consultant shall serve for one-year or until a successor is elected.

i. The Consultants shall:

- a. Serve as resource persons consulting with the Board of Directors, members and staff. Each consultant shall advise members of the Board in their duties and responsibilities. Consultants may also request resources from NSNA and other faculty and colleagues in the performance of their duties.
- b. Attend Board of Directors meetings.
- c. Identify potential resources and provide the guidance needed for decision-making, problem solving, program planning and fundraising.
- d. Facilitate discussion leading to decision making by student leaders while refraining from directing the outcomes.
- e. Facilitate the orderly transition of the outgoing and incoming Board of Directors and Consultants.
- f. Adhere to ethical principles on matters of confidentiality.

XI. Coordinating Council

g. Membership

There may be Coordinating Council comprised of the Board of Directors of the VNSA, VNA and VLN.

h. Officers

The Presidents of each of the three organizations all shall serve as chairman of the Coordinating Council annually on a rotating basis.

i. Purpose and Function

The Coordinating Council shall coordinate those programs and activities deemed of common interest to the VNSA, VNA and VLN.

j. Steering Committee

There shall be a Steering Committee of the Coordinating Council which shall be authorized to make recommendations when, for some reason, a recommendation must be made before the Coordinating Council can meet. This committee shall be composed of the Presidents, Secretaries, and Executive Secretaries of the VNA VLN and the Executive Committee of the VNSA.

k. Meetings

The Coordinating Council shall meet annually at a time and place to be decided by the Board of Directors of the VNSA.

XII. Fiscal Year

The Fiscal Year of the VNSA shall be as designated by the Internal Revenue Service. VNSA board shall procure the services of a Certified Public Accountant to prepare yearly taxes.

XIII. Parliamentary Authority

All meetings of the VNSA shall be conducted according to parliamentary law as set forth in *Roberts' Rules of Order Newly Revised* where the rules apply and are not in conflict with these bylaws.

XIV. Amendments

These bylaws may be amended at the annual meeting of the VSNA by a two thirds' vote of those Delegates present and entitled to vote, provided that notice of the proposed amendments has been sent to members at least four weeks prior to the meeting.

g. Procedure

- a. Proposed amendments shall be submitted to the Second Vice President, by the constituents of the VNSA.

- b. All proposed amendments shall be prepared by the Second Vice President, and then submitted to the Board of Directors for approval at least six weeks prior to the annual meeting.
- c. A copy of all proposed amendments shall be sent to the president of each constituent association at least four (4) weeks prior to the annual meeting.
- d. These bylaws may be amended by any special meeting called for such purpose by 75% vote of those present and entitled to vote. Fourteen days written notice of a bylaws special meeting must be given to all those eligible to vote, except during the annual meeting.

h. Effective Immediately

An amendment of these bylaws shall become effective immediately upon its approval at the annual meeting, unless the amendment specifies a time for its commencement.

XV. Official Publication

- 1. *Torch of Union*, the official VNSA publication, shall have the purpose and function of being the means of communication of pertinent VNSA Board of Directors decisions and actions to constituents.
- 2. WWW.VNSA.US, the official VNSA website, shall have the purpose and function of keeping constituents up to date on pertinent VNSA news and events.

XVI. Distribution of Assets Upon Dissolution

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.