

BYLAWS

PENNSYLVANIA COALITION OF NURSE PRACTITIONERS

Article I

Name

Section 1: The name of this group shall be the Pennsylvania Coalition of Nurse Practitioners, herein referred to as PCNP.

Article II

Purpose

Section 1: The purposes of PCNP shall be:

1. To advance, support, and promote the role of nurse practitioners.
2. To improve communications between nurse practitioners, other healthcare professionals, healthcare organizations and the community.
3. To promote the practice of nurse practitioners through the legislative and regulatory processes.
4. To provide continuing education programs for nurse practitioners.
5. To advocate for affordable, accessible quality health care.

Article III

Membership

Section 1. The membership of PCNP shall be comprised of Regular, Associate, Honorary and Student members.

Section 2. Regular membership will be comprised of nurse practitioners. Regular members shall pay dues, may vote, hold elected office and serve on committees.

Section 3. Associate membership shall be open to any non-nurse practitioner interested in fostering the purposes of PCNP. Associate members shall pay dues and may serve as non-elected committee chairpersons or members. They may not vote nor serve as officers of PCNP.

Section 4. Student membership is open to nurse practitioner students. Student members shall pay dues, may vote and serve on committees but they may not hold elected office.

Section 5. Honorary members shall be persons who have made outstanding contributions that foster the purposes of PCNP. The regular members shall elect them. They may not vote, hold elected office, or pay dues.

Article IV

Annual Dues

Section 1. The Executive Board shall establish annual dues. The Executive Board shall review the dues structure annually and recommend changes as needed.

Section 2. Membership dues are paid annually. Regular members who are members of regional nurse practitioner associations shall have their dues collected via the regional association treasurer. The secretary of each regional nurse practitioner association is responsible for forwarding to the PCNP secretary a list of regular members, including names and addresses, from that association. The local secretary is also responsible for remitting monies for each regular member. Members at large (those NPs who do not belong to a regional nurse practitioner association) will pay their dues directly to the PCNP secretary.

Section 3. Student dues shall be fifty percent of the regular membership fee.

Section 4. All dues are to be submitted annually.

Section 5. Members who fail to pay their dues within 90 days after the first notice of dues payment shall be removed from the active member list.

Article V

Governance

Section 1. The elected officers of PCNP shall be President, Vice-President, Secretary and Treasurer. Each regional nurse practitioner association will also designate a Regional Representative. An officer or Regional Representative must be a regular member to be eligible for election as an officer or designation as a Regional Representative. A member must have served on the Executive Board for at least one year to be eligible to be elected to an office.

Section 2. The President shall chair the Executive Board, provide leadership for PCNP, and preside at meetings. The President shall serve as an ex-officio member of all committees. The President may serve only two terms consecutively. After completing his/her last term as President, he/she will serve another year in an advisory (non-voting) position on the Executive Board. The President will be elected in odd-numbered years.

Section 3. The Vice-President shall perform the duties of the office of President in the absence of the President and shall succeed the President if the President is unable to fulfill the term of office. The Vice-President may serve only two terms consecutively. The Vice-President shall serve as chair of the Bylaws Committee. He/she may perform other duties assigned by the President. The Vice-President will be elected in even-numbered years.

Section 4. The Secretary will maintain records of all membership and Executive Board meetings. The Secretary shall provide copies of the minutes of each meeting to the Executive Board members. He/she will maintain current copies of the PCNP Bylaws and perform other duties assigned by the President. The Secretary will be elected in even-numbered years.

Section 5. The Treasurer ensures the integrity of the fiscal affairs of the association. Specific responsibilities include: maintaining accurate financial records, reviewing expenditures on a regular basis to ensure overall fiscal integrity, submitting regular financial reports to the Executive Board, implementing the annual audit, and presenting an annual financial report to the membership. He/she will dispense the funds of PCNP as directed by the Executive Board. He/she may perform other duties as assigned by the President. The Treasurer will be elected in odd-numbered years.

Section 6. The Executive Board shall be comprised of the officers, the immediate past president, one representative from each regional nurse practitioner association, and one member-at-large. The Executive Board will appoint one member-at-large to serve on the Executive Board. The Executive Board shall hold at least two meetings annually. In case of an emergency, Executive Board members may participate in a meeting via conference call. A majority of the members of the Executive Board shall constitute a quorum. The Executive Board shall oversee all aspects of PCNP and work towards fulfilling the purposes of PCNP. Specific responsibilities include: approval of the budget, dispersal of funds, appointment of committee chairs, preparation for the Annual Meeting, supervision of the Annual Conference, and establishment and maintenance of a PCNP Website and list serve. The Executive Board also has the authority to hire and terminate employees. The officers of PCNP are authorized to conduct business between Executive Board meetings when necessary.

Section 7. The Regional Representative serves as liaison between PCNP and the group that he/she represents. The Regional Representative, or in his/her absence a designated alternate, are expected to be present at each PCNP business meeting. Specific responsibilities include: submission of one article annually for the PCNP newsletter, preparation of an annual report on the regional association's activities, and other duties assigned by the President.

Section 8. Committee chairpersons will be invited to attend Executive Board meetings if a report of their committees is on the agenda or if they so choose to attend. They are not eligible to vote unless already a member of the Executive Board.

Section 9. Transition of materials and an orientation shall be the responsibility of the outgoing officers.

Section 10. The President shall be succeeded by the Vice-President in the event of resignation or incapacitation of the President. In the unlikely event that both the President and Vice-President are

incapacitated, the Executive Board will appoint a President and Vice-President to serve the remainder of the terms of office.

Section 11. In the event of an unfinished term of office, other than the office of President, the President will appoint a qualified PCNP member to complete the term. The appointed position is an eligible voting member of the Board.

Section 12. Officers and Regional Representatives or Regional Representative designees are expected to attend all meetings of the Executive Board. If a Regional Representative misses 50% of meetings, the Secretary will contact the local nurse practitioner association President and ask that he/she be replaced.

Section 13. To the fullest extent permitted by law, the organization shall defend, indemnify and hold harmless any agent against any claim arising out of any alleged or actual action or inaction in the performance of duties performed in good faith on the organization's behalf. "Agent" for this purpose shall be members of the Executive Board.

Section 14. Removal of an Executive Board member for reasons other than nonattendance may be accomplished by vote of a majority of the Executive Committee members when it is deemed that removal is in the best interest of PCNP.

Article VI

Election of Officers

Section 1. The Nominating Committee shall prepare a slate of candidates, publish the ballot, send, receive and verify returned ballots, and announce the winners at the Annual Meeting. The Chairperson and members of the Nominating Committee are not eligible to be candidates for office. Elections may be held using mail paper ballots or electronically.

Section 2. The Immediate Past President will serve as Chairperson of the Nominating Committee and appoint a minimum of three members to the Committee.

Section 3. The Chairperson of the Nominating Committee shall call for nominations for expiring offices at the Annual Business meeting held as part of the Annual Conference. A PCNP newsletter sent out at least four months before the annual business meeting will also contain a call for nominations. Nominations will be returned to the Chair of the Nominating committee three months before the Annual Meeting. Nominees will be verified as regular members. The members of the Nominating Committee will prepare a profile of each candidate to accompany the ballot.

Section 4. Ballots shall be sent to members in good standing six weeks before the Annual Meeting and returned to the Chairperson of the Nominating Committee no later than two weeks before the Annual Meeting. The Nominating Committee shall count the ballots and announce the winners at the Annual Meeting. In case of a tie, lot will decide the winner. The Nominating Committee will destroy the ballots after their count.

Section 3. New officers will assume office at the end of the Annual Conference.

Article VII

Standing Committees

Section 1. The Board shall determine Standing Committees.

Section 2. The Executive Board appoints chairpersons of Standing Committees. It is the responsibility of the Committee Chair to choose committee members and to verify their membership status.

Article VIII

Ad Hoc Committees

Section 1. The formation of Ad Hoc Committees may be authorized by the Executive Board or by vote of the membership.

Section 2. Ad Hoc Committees shall make reports to the Executive Board and to the membership.

Section 3. Ad Hoc committees shall remain functional until their work is completed or until they are disbanded by the authorizing body.

Section 4. Any member of PCNP may serve on an Ad Hoc committee.

Article IX Meetings of the Membership

Section 1. Membership will be notified in advance of the Annual Business meeting.

Section 2. There shall be at least one membership and continuing education meeting each year, which shall be called the Annual Meeting. Copies of current annual reports will be available at the Annual Meeting.

Section 3. Robert's Rules of Order shall govern the conduct of business at all meetings, except where superseded by these by-laws.

Article X Affiliations

Section 1. The Executive Board shall determine which affiliations between PCNP and national or regional professional organizations are appropriate. The Executive Board shall approve affiliation or termination between PCNP and national or regional professional organizations.

Section 2. PCNP shall remain at all times an independent organization. Affiliations shall not require the creation of a partnership, joint venture, parent/subsidiary relationship or other similar association between the parties.

Section 3. Affiliation shall not bind PCNP to any third party for expenses or bind PCNP to any obligation or liability.

Section 4. The Executive Board shall conduct a biennial review of affiliation memberships to determine if the affiliation should continue. Decisions to continue affiliation shall be based in part on the financial impact of affiliation and the activities of the affiliating organization as they relate to PCNP's purposes and initiatives.

Article XI Amendment of Bylaws

Section 1. The bylaws will be reviewed annually and as needed by the Bylaws Committee. Proposed amendments to the bylaws by the Executive Board or regular members must be submitted to the Bylaws Chairperson. Notification of proposed Bylaw changes must be submitted to all Regular Members at least one month prior to the Annual Meeting.

Section 2. The proposed Bylaws changes may be amended on the floor at the Annual Meeting.

Section 3. Bylaws amendments shall be adopted by a majority vote of Regular Members present at the Annual Meeting.

Section 4. Bylaws changes approved at the Annual Meeting shall be published in the PCNP newsletter.

Article XII Dissolution of the Organization

Section 1. All monies shall be returned to the local nurse practitioner associations on a pro-rated basis if PCNP is dissolved as an association.

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