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Philippine Nurses Association of Michigan (PNAM) Bylaws

Article I NAME

The name of this organization shall be the PHILIPPINE NURSES ASSOCIATION OF MICHIGAN, hereinafter referred to as the Association. The official abbreviation shall be PNAM.

Article II MISSION STATEMENT AND GOALS MISSION STATEMENT

As the official professional organization of Philippine Nurses in Michigan, PNAM will uphold the positive image and welfare of its constituent members; promote professional excellence and contribute to significant outcomes to healthcare and society.

GOALS

The Goals of the Association shall include, but not limited to:

- A. Unify Philippine American Nurses in Michigan.
- B. Develop, implement and evaluate programs in nursing leadership, practice, education and research relevant to professional growth of its members and healthcare needs of the community.
- C. Facilitate professional and cultural adjustment of Philippine American Nurses in Michigan through collaboration with agencies and organizations in the U.S.A. and the Philippines.
- D. Participate actively in professional and cultural activities with professional organizations and agencies in the community and globally.
- E. Review and act on legislation and public policies which directly and indirectly affect healthcare and nursing practice
- F. Maintain Chapter Membership with the national organization, the Philippine Nurses Association Of America (PNAA).

A. PNAM Objectives in Subchapter Formation

1. Increase chapter membership.
2. Wider scope of Filipino nurses' involvement especially those distant from PNAM base.
3. Provide a venue for professional nurses to share and explore their potential.
4. Unite and strengthen Filipino nurses' ethnic bond in Michigan.

B. Subchapter Formation Criteria (based on 2010 PNAA criteria)

1. Chapters should organize subchapters within their states.
2. Subchapters can be a county or district based, or can be within a geographical area.
3. Must have a minimum of 20 members
4. Subchapter name should not duplicate another subchapter's name.
5. There must be a separate subchapter bylaws.
6. Subchapter membership must be approved by the PNAM EB.

C. Documentation for application

1. Subchapter letter of intent, addressed to the chapter president.
2. Submit to chapter list of officers and members with mailing addresses; bylaws, and name of subchapter.
3. Can be sent either electronic or postal mail.
4. PNAM Membership Chairperson submits recommendations to PNAM EB.
5. PNAM EB reviews and approves application.
6. PNAM president or designee shall induct the subchapter officers.

D. Membership Dues

1. Subchapter designates amount for membership dues.
2. Subchapter collects their own membership dues.
3. Submits \$40.00 to PNAM for each member in 2014, \$50.00 in 2015 and thereafter.
4. PNAM, in turn sends subchapter dues to PNAA with membership list.

E. Intent to be an Independent Chapter. A PNAM subchapter must be a subchapter for at least two years.

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

Section 2: Categories of membership in this Association are: Regular, Lifetime, Retired, Associate, and Honorary.

A. Regular – Any professional registered nurse of Philippine ethnic origin who has been granted a license to practice in Michigan and who has paid the required membership dues to the association.

B. Lifetime – All past presidents.

C. Retired – any professional Registered Nurse or Licensed Practical nurse who is no longer actively practicing nursing and who has paid the regular or associate membership dues to the association.

D. Associate – Any professional registered nurse without Philippine ethnic origin; Licensed Practical Nurse with or without Philippine ethnic origin; Nursing students; nurses who carry Philippine licensure only and who has paid the required membership dues to the Association.

E. Honorary – Any individual who has rendered distinguished service or valuable assistance towards achieving the objectives of the Association conferred by a majority vote of the Executive Board.

Section 3: Representation / Privilege

A. Regular, Lifetime and Retired Members are eligible to hold office and serve on elected or appointed committees.

B. Associate members shall have all the rights and privileges of the Regular Members except those of holding elected office or chairing a committee.

C. Honorary Members have a voice and may serve as resource in matters relevant to their expertise but have no vote.

D. Membership status and eligibility shall be determined from information on the application form and shall be duly noted on the membership roster.

E. Members shall be eligible for scholarship, awards, and recognition and other benefits as determined by the Executive Board.

Section 4: Ethical Standards / Disqualification of Members

A. By a majority vote, the Executive Board may discipline, suspend any member for cause, provided there was a due process at which the member was given the right to defend himself/herself.

B. Any member may be removed from the membership roster for:

a. Violations of the Association's Rule of Conduct

b. Acts, errors and omissions detrimental to the objectives of the Association.

Section 5: Dues and Funds

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- A. Annual membership dues to the Association shall be determined by the Executive Board.
- B. Annual membership dues shall be paid in January of each year covering the membership year January 1 to December 31.
- C. Members who transfer to another State may retain membership in PNAM by continuing to pay Annual dues.
- D. All Past Presidents are exempted from annual membership dues; however, they shall be required to pay for PNAA dues. Past PNAA presidents are not required to pay required dues to PNAA.
- E. Delinquency and Reinstatement
 - a. Any member whose dues are not received on or before expiration of membership shall be removed from the membership roster and all privileges from the Association shall be withdrawn.
 - b. Reinstatement shall be by submission of an application and payment of current dues.
- F. In support of its objectives, the Association may collect fees from its members, solicit and accept donations and may hold fundraising activities not contrary to law or public policy.
- G. As a non-profit organization, no funds and properties tangible, or any part thereof, or the proceeds earned or derived there from shall inure to the benefits of anyone connected with the Association. Funds and properties collected or received for or on behalf of the Association shall belong to PNAM and shall be used solely for the fulfillment of the mission and goals of the Association.

Articles V OFFICERS and DUTIES

Section 1: The elected officers of this Association shall be: President-Elect, Vice-President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Auditor, Public Relations Officer, Business Manager, Assistant Business Manager, and eight (8) Board members.

Section 2: The only appointed officer of this Association shall be the Parliamentarian with the approval of the Executive Board.

Section 3: The Advisory Council shall be elected during the General Membership meeting at the time of elections.

Section 4: The duties and powers of the officers shall be such as implied by the inherent nature of their respective titles and all such duties as specified on these Bylaws.

A. President:

- 1. Be responsible to the Executive Board and has the approval of the Board for the activities of the Association.

2. Preside at all business meetings of the Executive Board and General Assembly with prepared agenda.
3. Represent the Association at meetings and functions of other organizations or designates an alternate.
4. Appoint the Parliamentarian, Committee Chairpersons and Editor-In-Chief with the approval of the Executive Board.
5. Suspend or discipline any officer or Board Member for a legitimate cause with the approval of the Executive Board.
6. Call special meetings of the Executive Board as deemed necessary.
7. Serve as an Ex-Officio member of all Committees.
8. Terminate non-functioning committees with the approval of the Executive Board.
9. Submit an Annual report to the PNAM and PNAA.
10. File the yearly renewal of the Association's Incorporation before October 15.
11. Oversee the yearly Tax filing of the Association before October 15.
12. Duly review minutes and affix signature prior to dissemination.

B. President-Elect:

1. Prepare for the future role as President and assume the duties of the President in his/her temporary absence or incapacity
2. Assist the President and Vice president in the implementation of projects and activities of the organization
3. Perform such duties as delegated by the President and/or the Executive Board.

C. Vice President:

1. Assume the duties of the President-Elect in his/her temporary absence or incapacity
2. Perform other duties as delegated by the President or the Executive Board.

D. Secretary:

1. Record the proceedings of all business meetings.
2. Distribute the minutes to the Executive Board and General Assembly.
3. Preserve reports and records including Bylaws and standing Rules of the Association in the permanent files.
4. Keep on file all other pertinent information regarding projects, programs, and activities of the Association.

5. Keep on file accurate Membership Roster as compiled and reported by the Chairperson of the Membership Committee.

6. Perform other duties as delegated by the President or the Executive Board.

E. Assistant Secretary:

1. Issue notices regarding meetings and activities

2. Assist the Secretary in all functions or as delegated by the President or the Executive

3. Assume the duties of the Secretary in his/her absence or incapacity.

4. Perform other duties as delegated by the President or the Executive Board.

F. Treasurer:

1. Be responsible for the financial affairs of the Association including the yearly Income Tax Filing.

2. Keep records of all receipts required before disbursements.

3. Carry out appropriate banking transactions as delegated by the Executive Board

4. Issue checks of the Association co-signed by the President. Any amount over \$100.00 must be approved by the Executive Board.

5. Assist in the direction of fundraising activities.

6. Present financial report for examination by designated Auditor.

7. Collaborate with the President and Finance and Budget Committee for an Annual Report.

8. Perform other duties as delegated by the President or the Executive Board.

G. Assistant Treasurer:

1. Acts as Chairperson of the Membership Committee

2. Processes membership applications and keeps accurate record of receipts and membership dues

3. Sends out Membership renewal forms to members

4. Keeps on file accurate Membership Roster including names, addresses, telephone numbers and emails

5. Assists the Treasurer in all functions or as delegated by the President or the Executive Board

6. Assumes the duties of the Treasurer in his/her absence or incapacity

H. Auditor:

1. Responsible for having all financial records of the Association audited annually.

2. Prepare the Annual Income Tax files together with the Treasurer for the Internal Revenue Service.

3. Perform other duties as delegated by the President or the Executive Board.

I. Public Relations Officer:

1. Chair the Public Relations Committee.

2. Assist in membership recruitment.

3. Serve in the Editorial Staff or can be appointed as the Editor-In-Chief by the President.

4. Shall perform duties as delegated by the President or the Executive Board.

J. Business Manager:

1. Propose and manage ways and means of financing the activities.

2. Coordinate all fundraising activities with the Treasurer.

3. Perform other functions delegated by the President or the Executive Board.

K. Assistant Business Manager:

1. Assist the Business Manager in all functions or as delegated by the President or the Executive Board.

2. Assume the duties of the Business Manager in his/her absence or incapacity.

L. Board Member:

1. Act as Chairperson of a Standing Committee as appointed by the President

2. Perform other functions as delegated by the President or the Executive Board.

M. Parliamentarian:

1. Interpret the Robert's Rules of Order during meetings **as needed**.

Article VI EXECUTIVE BOARD

Section 1. Executive Board

The governing body of this Association shall be the Executive Board which consists of all the elected officers and Parliamentarian, the Immediate Past President and seven (7) Past Presidents as members of the Advisory Council. The Executive Board has the power and authority over the affairs of the Association, except that of modifying the action of the General Assembly.

Section 2. Duties of the Executive Board

A. Direct the business and financial affairs of the Association.

- B. Establish the Association's administrative policies.
- C. Foster growth and development of the Association.
- D. Review recommendations of the President and determine action to be taken.
- E. Review Committee reports and determine actions to be taken.
- F. Suspend or expel members of the Association for due cause.
- G. Fill all vacancies of the Executive Board unless otherwise specified by the Bylaws.
- H. Authorize the representation and participation of the Association in activities other than the non-profit activities of the Association.
- I. Perform other duties and exercise authority as prescribed by the Bylaws.

Articles VII MEETING-QUORUM

Section 1: Meetings

A. Executive Board

1. Shall meet once a month except in December at the Philippine American Community Center (PACCM) or at a place designated by the Executive Board.
2. Special meetings of the Executive Board may be called by the President or upon request by five (5) members of the Executive Board.
3. Notice of all meetings of the Executive Board shall be sent to each member by post or e-mail by at least seven (7) days prior to the meeting.

B. General Assembly

1. Meet at least two (2) times a year or as deemed necessary.
2. The time, place and composition shall be determined by the Executive Board.
3. The voting body of the General Assembly shall be as follows:
 - a. The Executive Board
 - b. All paid members
 - c. Each qualified voter is entitled to one vote.

Section 2: Quorum

- A. Fifty percent (50%) plus one (1) person will constitute a Quorum for the Executive Board.

B. Quorum during general membership is simply the number of persons present at the time, since they constitute the entire membership at that time.

Article VIII NOMINATIONS and ELECTIONS

Section 1. Nominations and Elections Committee

A. The Nominations and Elections Committee is formed as an Ad Hoc Committee

B. It shall consist of five (5) members

C. The Outgoing President shall assume the Chair position and appoint its members

D. The appointees must have been active members of the Association for two (2) consecutive years preceding the appointment and have no intention of running for an office during the voting year.

E. The duties and responsibilities of the Nominations and Elections Ad Hoc Committee are defined in the Policies and Procedures.

Section 2. Eligibility to Serve in an Elected Capacity

A. To be eligible to serve for the elected office of President Elect, a nominee shall have served two consecutive terms on the Executive Board or be a current Vice President immediately preceding the nomination.

B. To be eligible to serve for the elected office of Vice President, the nominee shall have served one term on the Executive Board or a current Chairperson of a standing committee immediately preceding the nomination.

C. To be eligible to serve for an elected office, the nominee shall have active membership status by paying membership dues for two (2) consecutive years, preceding the nomination.

D. The nominee shall only be elected to one office.

Section 3: Election

A. Election shall be held in the month of March every other year on even years.

B. Election shall be held by a secret ballot.

C. The Nominations and Elections Ad Hoc Committee shall implement rules of the election as described in the Policies and Procedures.

D. The newly elected officers shall assume office on June 1st following the election.

E. Only paid members for at least two consecutive years shall be eligible to run for an elected position.

F. The majority of votes cast shall decide election into office. In case of a tie, final decision shall be determined by another secret balloting of eligible voters set for the purpose. A majority of votes cast by secret ballots will determine the winning candidate.

Section 4. Terms of Officers

All elected and appointed officers of the Executive Board shall serve a two (2) year term. Any officer can be re-elected to the same office for another term except for the President and President Elect, who cannot be re-elected to the same office until after two (2) succeeding election years.

Section 5. Vacancies

A. Vacancies that occur in an elected office of the Association due to inability or ineligibility of the incumbent to perform duties of the office or the incumbent's removal from the office shall be filled in the following manner.

1. President: President – Elect shall assume office if the President is unable to do so.
2. President Elect: Vice-President shall assume office if the President-Elect is unable to do so.
3. Vice President: The candidate for Vice President who obtained the second highest vote in the preceding election will be appointed to fill in the vacant position with the approval of the Executive Board. If there is no second candidate available, the President with the approval of the Executive Board will appoint an active member to fill in the position.
4. Secretary: Assistant Secretary shall assume office.
5. Treasurer: Assistant Treasurer shall assume office.
6. Any member filling any vacancy shall serve the remainder of the term.
7. Any other vacancy will be filled by appointment by the President with approval of the Executive Board.

Section 6. Termination/Removal from Office

All members of the Executive Board may be subject to reprimand, censure, suspension or termination from an office by a majority vote of the Executive Board for violating the Bylaws of the Association, misconduct or neglect of duty in office, three (3) unexcused absences from the regular meetings for each year. No action shall be taken against any member of the Executive Board until he/she has been advised of specific charges, given reasonable time to prepare response and afford a fair hearing process before the Executive Board. It is also incumbent upon the Executive Board to validate justification of reason or charges for removal.

Article IX COMMITTEES

Section 1: The Standing Committees of this Association shall be:

Bylaws, Legislative Education, Ways and Means, Membership, Public Relations, Budget and Finance
Website and Human Rights

Section 2: The President with the approval of the Executive Board shall appoint the Chairperson of each Committee. The Chairperson may appoint the committee members and Advisor. The Committee shall consist of a chairperson who is either a member of the Executive Board or an active member and at least two (2) other members.

Section 3: Committee Responsibilities shall be as follows:

A. Bylaws Committee

1. Submit proposed amendments of the Bylaws with the Committee's recommendation for action
2. Initiate amendments for review by the Executive Board.
3. Present the proposed amendments to the Membership at least fourteen (14) days prior to the membership meeting after review by the Executive Board.

B. Education / Practice & Research Committee

1. Plan, implement and evaluate educational programs to meet membership needs.
2. Apply for appropriate grants to provide funding for any research project.

C. Membership Committee:

1. Initiate programs for recruitment and retention of member
2. Maintain and update membership roster of the Association.

D. Budget and Finance: Prepare the Annual Budget including for approval by the Executive Board.

E. Human Rights

1. Recommend policies and position statements on human rights issues to the Executive Board.
2. Address and respond to concerns related to human rights issues.

F. Legislative Committee

1. Disseminate information regarding current issues and legislative proposals that directly or indirectly affect the members and the profession.
2. Collaborate with other organizations/agencies in addressing and supporting legislations that affect the nursing profession and health care.

G. Ways and Means Committee

1. Organize fund raising activity projects for the Association.

H. Public Relations Committee

1. Publish the Newsletter of the Association
2. Handle all publicity, advertising, coordination and public relations activities undertaken by the Association.
3. Disseminate information to members regarding programs and activities.
4. Submit press releases to the news media and other agencies as approved by the Executive Board.

I. Website Committee

1. Collaborate with the Webmaster, President and Newsletter Editor for information to be published in the Website.

J. Ad Hoc Committee

The President with the approval of the Executive Board may create an Ad Hoc committee to serve specific projects as deemed necessary for the benefit of the Association.

Section 4: Committee Report

Each Committee Chairperson shall submit a summarized written report on committee activities before the end of the fiscal year.

Article X ADVISORY COUNCIL

Section 1: Advisory Council Members

- A. The Advisory Council shall be composed of seven (7) past presidents and shall be elected during the General Membership Meeting at the time of election.
- B. The Immediate Past President is automatically a member.

Section 2: Functions of the Advisory Council

- A. Act in an advisory capacity or as a consultant and participate with an individual vote in the recommendation of the Executive Board.
- B. Participate in activities to further the purpose and functions of this Association.

Article XI FISCAL YEAR

The fiscal year of this Association be June 1 to May 31

Article XII OFFICIAL PUBLICATION

Section 1. The official publication of the Association shall be **“The PNAM Newsletter”**

Section 2. The PNAM Newsletter shall be published at least two (2) times a year.

Article XIII AMENDMENT

Section 1: Amendments to this Bylaws shall be ratified at the General Assembly of the Association by fifty percent (50%) plus one (1) of the Executive Board and a majority vote of the members present.

Section 2: Amendments to this Bylaws shall be submitted 14 calendar days to the Executive Board for review and discussion and 14 calendar days to the members before the General Assembly.

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

Article XIV DISSOLUTION

Section 1: In the event of dissolution of this Association, the membership shall be notified, and approval obtained by majority vote of members of the Executive Board, thirty (30) days prior to dissolution. Liabilities will be resolved in the Executive Board Meeting and funds (fixed assets) donated to non-profit organizations.

Article XV NON-DISCRIMINATORY POLICY

Section1: The Association shall not discriminate against any applicant or members on the basis of race, creed, age, sex, and sexual orientation, religion or handicap. All such shall be judged solely on the basis of competence and performance.

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

Article XVI PARLIAMENTARY AUTHORITY

Robert's Rule of Order, Newly Revised, 11th edition, 2011 shall govern this Association in all cases not covered by these Bylaws.

Article XVII PLACE OF BUSINESS

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

Ratified by the General Membership Assembly held at Brinston Park, Troy, Michigan on August 20, 2016.

Hilda C. Kittinger, RN

Chairperson, Bylaws Committee 2016- 2018

Maria Wolfinbarger, BSN, RN, CCRN

President, 2016 - 2018

Sonia T. Montano, BSN, RN, CCP

Reviewed by the PNAM Bylaws Committee on July 30, 2017 at 6pm.

Hilda Kittinger, Chairperson

Corazon Gabarda, Co-chair

Carmen Perez Villanueva, Amy Risvold, Sonia Montano and Ed Carpena

Maria Wolfinbarger (Ex officio, President 2016 – 2018)