

South Dakota Nurses Association Bylaws

**ARTICLE I
NAME, PURPOSES, FUNCTIONS**

SECTION 1. NAME

- a. The name of this association shall be the South Dakota Nurses Association, hereinafter referred to as SDNA.
- b. SDNA shall be a constituent association of the American Nurses Association, hereinafter referred to as ANA.

SECTION 2. PURPOSES

- a. The purposes of SDNA shall be to:
 - 1. Work for the improvement of health standards and the availability of health care services for all people;
 - 2. Foster high standards of nursing; and
 - 3. Stimulate and promote the professional development of nurses and advance their economic and general welfare.
- b. These purposes shall not be restricted by considerations of age, color, creed, disability, lifestyle, nationality, race, religion, gender, sexual orientation or health status.

SECTION 3. FUNCTIONS

- The functions of SDNA shall be to:
- a. Promote standards of nursing practice, nursing education, and nursing services as defined by ANA;
 - b. Adhere to a code of ethical conduct for nurses as defined by ANA;
 - c. Represent and speak for the nursing profession in South Dakota;
 - d. Initiate and influence legislation for the purpose of improving health and promoting the profession;
 - e. Promote and protect the economic and general welfare of nurses;
 - f. Promote collaborative relationships with other groups in South Dakota that affect health care;
 - g. Serve as the central agency in South Dakota for the collection, analysis, and dissemination of information relevant to the nursing profession;
 - h. Maintain communication with Members through official publications;
 - i. Provide for representation in the ANA Membership Assembly.

**ARTICLE II
MEMBERSHIP**

SECTION 1. DEFINITION

The Membership shall be the governing body of SDNA.

SECTION 2. COMPOSITION

The Membership shall be composed of individuals who meet qualifications set forth in these Bylaws and shall not be restricted from Membership by consideration of age, color,

creed, disability, lifestyle, nationality, race, religion, gender, sexual orientation, or health status.

SECTION 3. QUALIFICATIONS

An individual who is qualified for Membership is one:

- a. Who has been granted a license to practice as a registered nurse in at least one state, territory, possession, or the District of Columbia of the United States and who does not have a license under suspension or revocation in any state;
- b. Whose application for Membership in SDNA has been accepted in accordance with Association policy;
- c. Whose dues to SDNA are not delinquent;
- d. Whose Membership is not under revocation for violation of the ANA Code of Ethics for Nurses, the ANA Bylaws, or these Bylaws; and
- e. Whose obligation is to abide by the SDNA and ANA Bylaws and Code of Ethics for Nurses.

SECTION 4. MEMBERSHIP AUTHORITY

In accordance with these Bylaws and relevant sections of the ANA Bylaws, the Membership shall have the authority to:

- a. Establish the SDNA Bylaws, dues, priorities, and policy agenda;
- b. Adopt a code of ethics and assure development and promulgation of nursing standards; and
- c. Delegate authority and define accountability for the implementation of SDNA priorities and policy agenda terms.

SECTION 5. TYPES OF MEMBERSHIP

- a. SDNA/ANA Member: Members whose participation is sanctioned in accordance with established business arrangements between SDNA and ANA, and allows member entitlement, representation, and full participation in ANA at the national level as specified in these bylaws.
- b. SDNA-Only Member: Members for whom membership is limited to SDNA only, and does not allow member entitlement, representation, or participation in ANA at the national level as specified in these bylaws.

SECTION 6. MEMBER RIGHTS

- a. SDNA/ANA Members. In accordance with these Bylaws and relevant sections of the ANA Bylaws, SDNA/ANA Members shall have the right to:
 1. Participate in the elections of the SDNA Board of Directors, with exception of the President and Vice- President, the SDNA Nominations Committee, the SDNA Delegates to the ANA Membership Assembly, one SDNA District Leadership Team, and the Core Issues Task Force Chair;
 2. Hold Membership in one SDNA district;
 3. Hold Membership in the Core Issues Task Force;
 4. Participate in SDNA state and District meetings, attend the ANA Membership Assembly, and participate in or attend other unrestricted SDNA or ANA events and activities;
 5. Receive a Membership card and SDNA and ANA communications and publications;
 6. Seek election or appointment to any SDNA or ANA position for which the Member is qualified;

7. Attend the Congress of the International Council of Nurses;
 8. Transfer Membership from another ANA constituent entity to SDNA without incurring additional dues payments within that Membership year;
 9. Other rights (grievance and appeal) as provided under common parliamentary and statutory laws.
- b. SDNA-Only Members. In accordance with these Bylaws, SDNA-Only Members shall have the right to:
1. Participate in the elections of the SDNA Board of Directors, the SDNA Nominations Committee, one SDNA District Leadership Team, and the Core Issues Task Force Chair;
 2. Hold Membership in one SDNA district;
 3. Hold Membership in the Core Issues Task Force;
 4. Participate in SDNA state and District meetings, and participate in or attend other unrestricted SDNA events and activities;
 5. Receive a Membership card and SDNA communications and publications;
 6. Seek election or appointment to any SDNA position for which the Member is qualified;
 7. Other rights (grievance and appeal) as provided under common parliamentary and statutory laws.

SECTION 7. ANNUAL MEETING

- a. SDNA Membership shall convene annually at a time and place to be determined by the SDNA Board of Directors;
- b. Notice of the annual meeting shall be published and delivered to the Membership at least one month prior to the date of the meeting;
- c. The order of business of each annual meeting shall include:
 1. Call to Order
 2. Address of the President
 3. Report of Officers
 4. Report of Standing Committees
 5. Report of Districts
 6. Report of Core Issues Task Force
 7. Other Business
 8. Announcement of Election Results
 9. Adjournment
- d. Voting at the annual meeting shall be limited to those Members who are present.

SECTION 8. SPECIAL MEETINGS

- a. A special meeting of the Membership may be called by two-thirds vote of the SDNA Board of Directors or upon written request from twenty-five SDNA Members;
- b. Notice of special meetings, the agenda, and the proposed rules for conducting business shall be published and delivered to the Membership at least one month prior to the meeting.

SECTION 9. DISCIPLINARY ACTION

- a. Members shall be subject to censure or expulsion for violation of the ANA Code of Ethics for Nurses, the ANA Bylaws, or these Bylaws. No disciplinary action shall be taken against a Member until such Member shall have been served with

- written, specific charges, given a reasonable time to prepare a defense, and afforded an opportunity for a full and fair hearing;
- b. Disciplinary action taken by another ANA Constituent Member against one of its individual Members shall be given full recognition and enforcement by SDNA provided that such action was taken in accordance with the disciplinary Constituent Member's Bylaws and disciplinary procedures. If there is no provision for an appeal within the constituent association, the Member may, within ninety days after notification of such action, request the SDNA Board of Directors to review any question of law or procedure involved therein;
 - c. Members expelled under provisions of this section shall be eligible for reinstatement upon application approved by a two-thirds vote of the Board.

ARTICLE III DUES

SECTION 1. AMOUNT OF DUES

Amount and categories of dues shall be established by the Membership at its annual meeting. The amount for SDNA/ANA Members shall be sufficient to provide for individual Membership in SDNA and in ANA, and one SDNA District. The amount for SDNA-Only Members shall be sufficient to provide for individual Membership in SDNA and one SDNA District, and comply with established business arrangements between SDNA and ANA for any contribution to ANA. Any change in the present rate of assessment paid by SDNA to ANA shall be automatically incorporated into the annual dues paid by each member.

SECTION 2. CHANGE OF DUES

- a. Dues may be changed without prior notice by a three-fourths majority of SDNA Members registered and voting at the annual meeting. Voting may occur by voice, show of hands, or secret ballot at the discretion of the Members. Proposed dues changes that are published and delivered to the Members at least six weeks prior to the annual meeting may be voted on and passed or rejected by a simple majority of the Members who are present and voting;
- b. No dues shall be refunded or additional dues collected when a change in dues or in dues category is made within a Membership year.

SECTION 3. PAYMENT

SDNA shall pay dues owed ANA in accordance with policy adopted by the ANA Membership Assembly.

ARTICLE IV BOARD OF DIRECTORS

SECTION 1. DEFINITION

The Board of Directors, herein referred to as the Board, is the corporate body of SDNA.

SECTION 2. COMPOSITION

- a. The Board shall consist of elected officers and directors elected as representatives of SDNA Districts;

- b. There shall be five elected officers: a President, a Vice President, a Secretary, a Treasurer, and a Chair of the Government Relations Committee;
- c. There shall be one director elected as a representative of each SDNA District identified in Article VI.
- d. There shall be one director position elected as Core Issues Task Force Chair.
- e. The immediate past president shall serve for one year as an ex-officio member with voice but not vote.

SECTION 3. QUALIFICATIONS

- a. Members of the Board shall be qualified Members of SDNA throughout the term of office, except for the President and Vice President who must be SDNA/ANA Members in good standing throughout the term of office.
- b. No Board Member shall serve concurrently as officer or director of another organization if that service can be expected to result in a conflict of interest with SDNA.

SECTION 4. AUTHORITY AND ACCOUNTABILITY

- a. The Board shall have authority delegated to it by the Membership, including the duty and power of acting for the Membership in intervals between annual meetings;
- b. The Board shall report and be accountable to the SDNA Membership.

SECTION 5. RESPONSIBILITIES

- The Board shall:
- a. Develop plans and undertake activities necessary to achieve the priorities and policy agenda established by the Membership;
 - b. Develop and implement SDNA policy;
 - c. Manage SDNA finances;
 - d. Promote SDNA policy agenda and advocate economic and professional ideals;
 - e. Direct the management of SDNA's office and operations;
 - f. Promote SDNA's public identity and provide information and education designed to foster nursing professionalism;
 - g. Maintain SDNA Bylaws, submitting recommendations for changes to the Membership in accordance with provisions for amendments contained herein;
 - h. Assume such other duties as may be described elsewhere in these Bylaws or as may be delegated to it by the Membership.

SECTION 6. TERMS OF OFFICE

- a. Officers and Directors shall be elected for two-year terms of office:
 1. Ten of these: President, Vice-President, Treasurer, District Board Positions 1, 3, 5, 7, 9, & 11 and Core Issue Task Force Chair shall be elected in **odd**-numbered years;
 2. Seven of these: Secretary, Government Relations Chair, District Board Positions 2, 4, 6, 8, & 10 shall be elected in **even**-numbered years;
- b. No Officer or Director shall serve on the Board more than eight consecutive years, i.e. four two year terms. An Officer or Director who has served twelve months or more shall be considered to have served a full term.
- c. Term of office shall expire upon announcement of a successor to the office.

SECTION 7. MEETINGS

- a. The Board shall meet quarterly at such times and places to be determined by action of the Board;
- b. Business requiring action by the Board may be conducted by mail or other media. Such action shall be subject to ratification at the next regular Board meeting;
- c. A special meeting of the Board may be called by the President or upon written request of five Board Members;
- d. Notice of any special meeting and of the meeting's purpose shall be delivered to Members of the Board at least five days prior to the date of the meeting;
- e. Members of SDNA may observe any meeting or portion of meeting of the Board except those meetings or portions of meetings called for the purposes of considering personnel or legal matters.

SECTION 8. QUORUM

A majority of the Members of the Board shall constitute a quorum at any Board meeting.

SECTION 9. VACANCIES

- a. In the course of a twelve-month period, in the event a Board Member has two unexcused absences from regular Board meetings or three absences, excused or otherwise, the Board shall declare a vacancy in that position and so notify the Member;
- b. In the event of a vacancy in the office of President, the Vice President shall become President for the unexpired term;
- c. In the event of a vacancy of another officer position, the Board shall fill the vacancy by appointment for the unexpired term.
- d. In the event of a vacancy in a District Director position, the Board shall fill the vacancy by appointment with a Member from the respective District for the unexpired term.

**ARTICLE V
OFFICERS OF THE BOARD**

SECTION 1. OFFICERS

Officers of the SDNA Board shall be a President, a Vice President, a Secretary, a Treasurer, and the Chair of the Government Relations Committee.

SECTION 2. NOMINATIONS AND ELECTION OF OFFICERS

SDNA Officers shall be nominated and elected in accordance with ARTICLE XI.

SECTION 3. GENERAL DUTIES

SDNA Officers shall perform the duties customary to the position held and such duties as are otherwise described in the Bylaws or as are assigned by the Board.

SECTION 4. DUTIES OF THE PRESIDENT

- a. The President shall:
 - 1. Serve as the official representative of SDNA and as its spokesperson on matters of policy and positions;
 - 2. Preside over meetings of Membership, the Board, and the Executive Committee;

3. Serve as ex-officio Member of all SDNA committees, except Nominations Committee;
 4. Direct the activity and supervise performance of SDNA's Chief Executive Officer;
- b. The President may delegate duties to another Board Member as necessary and appropriate.

SECTION 5. DUTIES OF THE VICE PRESIDENT

The Vice President shall:

- a. Assume the duties of the President in the President's absence or at the discretion of the President;
- b. Succeed to the office of President for the unexpired term if the office of President is vacant;
- c. Assume other duties as assigned.

SECTION 6. DUTIES OF THE SECRETARY

The Secretary shall:

- a. Record the minutes for and ensure the maintenance of records for the annual meeting and other meetings of the Board. Minutes will be available to the Membership;
- b. Conduct the general correspondence of the Board;
- c. Ensure meeting notice in accordance with these Bylaws;
- d. Ensure delivery of notice of election and appointment to SDNA Members and ANA;
- e. Ensure delivery of Articles of Incorporation and of Bylaws to ANA;
- f. Ensure preservation of all SDNA papers, letters, and transactions;
- g. Ensure safekeeping of the corporate seal;
- h. Ensure the maintenance of accurate records of the Membership.

SECTION 7. DUTIES OF THE TREASURER

The Treasurer shall:

- a. Monitor SDNA's fiscal and financial affairs;
- b. Provide reports of SDNA's financial status to the Membership, the Board, and the Executive Committee;
- c. Provide for the receipt, deposit, and disbursement of all SDNA funds;
- d. Ensure sound, accurate, timely management of SDNA books, accounts, and record-keeping procedures, processes, and systems;
- e. Ensure compliance with applicable ANA, governmental, and grant financial management and reporting requirements.

SECTION 8. DUTIES OF THE CHAIR OF THE GOVERNMENT RELATIONS COMMITTEE

The Chair of the Government Relations Committee shall:

- a. Preside over meetings of the Government Relations Committee;
- b. Monitor state legislative activities to align with SDNA Health Policy Agenda;
- c. Report the status of events, plans, and activities of the Government Relations Committee to the Membership, the Board, and the Executive Committee;
- d. Coordinate an annual Nurses Day at the Legislature;
- e. Collaborate with SDNA lobbyist to maintain a state legislative response network.

SECTION 9. SURRENDER OF PROPERTY

- a. The Secretary and the Treasurer shall surrender to their successors all SDNA records and property in their possession within thirty days of the expiration of their terms of office.
- b. With the exception of the Secretary and of the Treasurer, Officers shall surrender to their successors all SDNA records and property in their possession upon expiration of their terms of office.

**ARTICLE VI
DISTRICTS AND DISTRICT LEADERSHIP**

SECTION 1. DEFINITION

Each SDNA Member shall be assigned to one of eleven organizational SDNA entities, herein referred to as Districts.

SECTION 2. COMPOSITION

- a. Districts shall be composed of SDNA Members who reside within the eleven largest population areas know as:
 - 1) Deadwood/Lead/Sturgis/Spearfish/Belle Fourche
 - 2) Rapid City
 - 3) Hot Springs/Custer/Pine Ridge
 - 4) Aberdeen
 - 5) Huron
 - 6) Pierre
 - 7) Mitchell
 - 8) Watertown
 - 9) Brookings
 - 10) Sioux Falls
 - 11) Yankton/Vermillion
- b. District boundaries shall be clearly defined by county and recorded by the Board. District boundaries may be changed by a two-thirds vote of the Board;
- c. Members who wish to belong to a District other than the one in which they reside shall so notify the SDNA office.

SECTION 3. RIGHTS AND RESPONSIBILITIES

As entities of SDNA, Districts shall:

- a. Be responsible for advancing the purposes of SDNA, particularly those issues related to nursing ethics and economic and general welfare;
- b. With the consent of the Board, establish such District committees as necessary to the advancement of these purposes;
- c. A separate dues structure will not be established by the Districts. All monies are kept centrally with the SDNA Treasurer. The Districts may request money for special projects from the SDNA Treasurer/Executive Director. All proceeds from SDNA functions—workshops, convention, and District or State fundraisers are deposited in the SDNA central account.
- d. Abide by provisions as established in SDNA Bylaws.

SECTION 4. FUNCTIONS OF THE DISTRICTS

The functions of the Districts shall be to:

- a. Serve as a conduit between the SDNA Membership and the Board;

- b. Promote SDNA Member recruitment and development and participation in SDNA and ANA activities which include, but are not limited to, professional advocacy, professional recognition, and the work of standing committees;
- c. Assist in the development of SDNA positions and position statements;
- d. Recommend areas of policy development to the Board;
- e. Support implementation of SDNA priorities;
- f. Assist in the development of SDNA plans of action; and
- g. Host the SDNA annual meeting.

SECTION 5. DISTRICT LEADERSHIP AND LEADERSHIP DUTIES

- a. Each District shall be led by an elected leadership team whose Members will work collaboratively to develop and implement District action plans and otherwise fulfill District responsibilities and functions;
- b. District leadership teams shall consist of six SDNA Members, if possible, who shall be:
 - 1. President;
 - 2. Vice President/Program Chair;
 - 3. Secretary;
 - 4. GRC Committee Representative(s);
 - 5. Membership Chair and Representative to State Committee;
 - 6. Nominations Committee Leader

SECTION 6. DISTRICT ELECTIONS

- a. Elections for District officers and representatives shall be conducted following procedures established for the SDNA elections, but shall be focused at the District level.
- b. Elections should be conducted during the first month after the close of the SDNA convention (i.e. in November of each year).
- c. The President and Secretary of odd numbered Districts are elected in odd years; even numbered Districts are elected in even years.
- d. The Vice President of odd numbered Districts is elected in even years; The Vice President of even numbered Districts is elected in odd years.
- e. The Membership Chair/Representative, Government Relations Committee Representative, and Nominations Committee Leader are elected every two years (even years for Membership and GRC; odd years for Nominations). These elected officials serve two-year terms, and are eligible for re-election for a maximum of four years, or two terms.

SECTION 7. DUTIES OF THE DISTRICT OFFICERS

- a. The District President shall:
 - 1. Serve as the official representative of the District on the SDNA Board and as its spokesperson on matters of policy and positions;
 - 2. Preside over meetings of Membership, the Leadership Team, and the District Officers (Vice President, Secretary, & Government Relations Representative);
 - 3. Serve as ex-officio Member of all District committees, except Nominations Committee;
 - 4. The President may delegate duties to another District Leadership Team Member as necessary and appropriate.
- b. The District Vice President shall:

1. Assume the duties of the District President in the President's absence or at the discretion of the President;
 2. Succeed to the office of President for the unexpired term if the office of District President is vacant;
 3. Coordinate District Programming Activities, including fundraisers, speakers for District meetings, and other program-related activities.
- c. The District Secretary shall:
1. Keep the minutes for and ensure the maintenance of records for District meetings;
 2. Conduct the general correspondence of the District Leadership Team;
 3. Ensure meeting notice in accordance with these Bylaws;
 4. Ensure delivery of notice of election and appointment to the District SDNA Members;
 5. Ensure the maintenance of accurate records of the District Membership.

SECTION 8. DUTIES OF THE DISTRICT REPRESENTATIVES

- a. The Membership Representative shall:
1. Serve as the liaison with the SDNA Membership Chair to facilitate recruitment and retention activities of Members in the District;
 2. Set up mentor relationships with new and seasoned District Members to support meeting attendance and participation.
- b. The Government Relations Representative shall:
1. Serve as the Legislative liaison to the elected South Dakota Senators and Representatives in the legislative districts within the SDNA District;
 2. Serve as the representative from the District on the SDNA Government Relations Committee;
- c. The Nominations Committee Leader shall:
1. Request that the District Leadership Team appoint two members to the District Nominations Committee to serve on an annual basis;
 2. Chair the District Nominations Committee to develop a slate of officers and District Representatives in accordance with the SDNA Bylaws Article VI; Section 6: District Elections.
 3. May concurrently be a candidate or member of the statewide slate for the Nominations Committee.

SECTION 9. MEETINGS

- a. Districts shall meet on a planned basis at such times and places to be determined by the Members.
- b. Notice of District meetings shall be published and delivered to the District Membership at least two weeks prior to the date of the meeting;
- c. Business requiring action by the District Officers may be conducted by mail or other media. Such action shall be subject to ratification at the next regular meeting of the District;
- d. District Leadership Teams shall be nominated and elected in accordance with ARTICLE XI of these Bylaws;
- e. Nothing shall prevent a District Leadership Team from appointing or recognizing a District Committee Chair as an ex-officio Member of the Leadership Team.

SECTION 10. VACANCIES

- a. A vacancy in the office of District Leadership Team shall be filled in accordance with ARTICLE IV.

- b. Vacancies in Nominations Chair or Membership Representative may be filled at the discretion of the Leadership Team.

**ARTICLE VII
CORE ISSUES TASK FORCE**

SECTION 1. DEFINITION

SDNA shall maintain Core Issues Task Force, herein referred to as CITF, through which its Members participate in improvement and advancement of the nursing profession based on current issues identified through the membership Needs Assessment.

SECTION 2. COMPOSITION

- a. Each CITF shall be composed of SDNA Members who choose to participate in the current core issues activities.

SECTION 3. RIGHTS AND RESPONSIBILITIES

As entities of SDNA, CITF shall:

- a. Advance purposes of SDNA and the specific core issues;
- b. Be supported with SDNA resources and by funds budgeted and allocated by the Board and shall not establish a separate dues structure; and
- c. Receive, deposit, and disburse funds through the SDNA office in accordance with policy adopted by the Board.

SECTION 4. BOARD RESPONSIBILITIES AND LEADERSHIP DUTIES

- a. The Core Issues Coordinator (CIC) shall be a member of the SDNA Board of Directors and elected for a two-year term by the SDNA membership.
- b. The CIC shall coordinate and preside over CITF meetings, report CITF plans, propose positions and activities to the Board.
- c. The CIC will prepare reports for the Annual Book of Reports and may also prepare articles for The Nurse as necessary to keep SDNA members abreast of their progress.

SECTION 5. FUNCTIONS OF THE CITF

- a. CIC Responsibilities:
 - 1. Coordinate the SDNA Needs Assessment process on a timeframe as designated by the SDNA Board of Directors. This process shall be performed in such a manner that all SDNA members are given the opportunity to participate; and
 - 2. Report the SDNA Needs Assessment results and recommendations.
- b. CITF Responsibilities:
 - 1. Provide a means through which SDNA Members participate in the improvement and advancement of the profession in an area of nursing practice or issues;
 - 2. Provide a community of peers and a Principal source of expertise in the areas of interest and serve as a forum for discussion of relevant issues and concerns;
 - 3. Develop positions and recommendations to the Board; and

4. May sponsor continuing education program(s) that reflect the CITF area of nursing practice or interest.

SECTION 6. MEETINGS

- a. CITF shall meet at such times and places to be determined by action of its Members.
- b. CITF can conduct meetings in any manner that serves the needs of the committee (e.g. conference call).

**ARTICLE VIII
STANDING COMMITTEES**

SECTION 1. DEFINITION

SDNA shall maintain Standing Committees that shall assume such duties as are specified in these Bylaws and such other duties as may be assigned by the Board.

SECTION 2. COMPOSITION

- a. Standing Committees shall be the:
 1. Executive Committee
 2. Government Relations Committee
 3. Nominations Committee
 4. Bylaws Committee
 5. South Dakota Continuing Nursing Education Committee
 6. Membership Committee
- b. Business requiring action by a Standing Committee may be conducted by mail or other media. Such action shall be subject to ratification at the next regular meeting of the Committee.

SECTION 3. EXECUTIVE COMMITTEE

- a. The Executive Committee of the Board shall be composed of the five officers of the Board who shall be elected in accordance with ARTICLE XI;
- b. The Executive Committee of the Board shall be responsible for:
 1. Preparation of the annual budget
 2. Advising the Board regarding the investment and management of SDNA financial accounts
 3. Advising the Board regarding the SDNA office's physical plant and equipment, office operations and procedures, and human resources management;
- c. The Executive Committee shall have all powers of the Board to transact business between Board meetings in accordance with rules established by the Board. Such transactions shall be reported at the next regular Board meeting.

SECTION 4. GOVERNMENT RELATIONS COMMITTEE

The Government Relations Committee shall be composed of a Chair, to be elected in accordance with ARTICLE XI, and at least eleven GRC Members with a minimum of at least one member from each District. GRC membership positions will be filled on a voluntary basis. This Committee shall be responsible for:

- a. Influencing the development of social policy and passage of state legislation and regulations consistent with SDNA's priorities, positions, and policy agenda;

- b. Undertaking activities and provide mechanisms through which SDNA Members are informed of emerging social issues and state legislative and regulatory activity and through which SDNA Members are supported in individual and collective exercise of their civic rights;
- c. Development and participation in coalitions whose aims are designed to monitor and/or achieve the SDNA priorities and policy agenda with Board approval;
- d. Supporting the Chair in fulfillment of the duties described in ARTICLE V, Section 8.

SECTION 5. NOMINATIONS COMMITTEE

- a. The Nominations Committee shall be composed of five members, all of whom are elected by the members-at-large to two year terms in accordance with Article XI;
- b. Two members will be elected in odd years and three will be elected in even years;
- c. The individual receiving the highest number of votes in that election cohort will serve as chair during the second year of their term;
- d. Members of the Nominations Committee shall not be eligible to run for election as a Member of the Board, as a District President or CITF Chair, nor as a Delegate to ANA Membership Assembly, nor for election to the Government Relations Committee;
- e. The Nominations Committee shall be responsible for duties in accordance with ARTICLE XI Section 2.

SECTION 6. BYLAWS COMMITTEE

- a. The Bylaws Committee shall consist of at least five SDNA Members, appointed by the Board of Directors for two-year terms, with three Members appointed in odd years, and two Members appointed in even years.
- b. The Bylaws Committee shall be responsible for:
 1. Interpretation of these Bylaws;
 2. Receipt and preparation of proposed amendments to these Bylaws or Articles of Incorporation, report them to the Board of Directors, and submit them to the SDNA Membership at their annual meeting;
 3. Review of Bylaws to determine conformity with Articles of Incorporation and the Bylaws of the American Nurses Association;
 4. Review these Bylaws every two years and report findings to the Board of Directors.
 5. Accountability to the membership.

SECTION 7. SOUTH DAKOTA CONTINUING NURSING EDUCATION COMMITTEE

- a. This committee shall be composed of four members. Three members will be elected in accordance with ARTICLE XI for 4-year terms. No member may serve more than two consecutive terms. One member who actively practices in academia and/or continuing education and who has a baccalaureate or higher degree in nursing will be Board-appointed as Lead Nurse Planner (LNP) for a 4-year term. The LNP may be re-appointed for an unlimited number of terms.
- b. This LNP shall be responsible for:
 1. Providing oversight and guidance in managing the SNDA-Approved Provider Unit;
 2. Assurance that the ANCC Commission on Accreditation standards and guidelines are utilized in planning continuing education activities for nurses;

3. Serving as a resource for Districts, Members, and others on CNE activities and issues.
 4. Identifying and guiding the members of the planning committee to do the following: develop educational objectives, ensure quality of the educational event including appropriate presenters, resolve any conflicts of interests for all CNE.
 5. Remaining current on CNE criteria.
- c. The committee shall be responsible for: determining structural capacity, educational design, and quality outcomes for the provider unit based upon evaluation of the SDNA Needs Assessment data.

SECTION 8. MEMBERSHIP COMMITTEE

- a. The Membership Committee shall consist of five SDNA members, appointed by the SDNA Board of Directors for two-year terms, with three members appointed in even years, and two members appointed in odd years. The committee shall elect its own chairperson.
- b. The Membership Committee shall be responsible for:
 1. Monitoring trends in membership, and
 2. Development and implementation of activities to promote recruitment and retention of Members at the District and State levels.

**ARTICLE IX
REPRESENTATION AT ANA MEETINGS**

SECTION 1. ANA MEMBERSHIP ASSEMBLY

- a. Delegates and Alternate Delegates to the ANA Membership Assembly shall be elected from the SDNA/ANA members for staggered two-year terms in accordance with ARTICLE XI of these Bylaws.
- b. The SDNA President, by virtue of his or her election to office, shall serve as a Representative to the ANA Membership Assembly. The SDNA Vice President, by virtue of his or her election to office, shall serve as the Alternate Representative to the ANA Membership Assembly. If both the President and Vice President are unable to attend the Membership Assembly, the Alternate Representatives shall attend.
- c. The Alternate Representatives to the Membership Assembly shall be elected at large from among SDNA/ANA members by SDNA/ANA members. The candidates for Alternate Representative to the ANA Membership Assembly with the highest number of votes shall be declared elected as Alternate Representatives. Vacancies in the Alternate Representatives positions may be filled by selecting the candidate with next highest number of votes.

**ARTICLE X
ORGANIZATIONAL AFFILIATES**

SECTION 1. DEFINITION

Organizations which share SDNA's interest in the improvement of health and nursing standards and in the professional development and economic and general welfare of nurses may seek recognition and participation in SDNA activities as Affiliates.

SECTION 2. QUALIFICATIONS

An Affiliate Organization shall:

- a. Have a mission and purpose harmonious with the purposes and functions of SDNA;
- b. Be comprised of and governed by a majority of registered, licensed nurses or nursing students;
- c. Present to SDNA a motion adopted by the governing body of the applicant organization seeking recognition as an Affiliate Organization;
- d. Not be a registered labor organization.

SECTION 3. FEES

The amount and categories of fees for Organizational Affiliates shall be established by the Board of Directors.

SECTION 4. RIGHTS

In accordance with these Bylaws and the pertinent sections of the ANA Bylaws, Organizational Affiliates shall have the right to:

- a. Name and register one member to the SDNA annual meeting with voice and vote;
- b. Submit names of representatives qualified for appointment to SDNA Councils, task forces, and ad hoc committees;
- c. Submit reports or requests within its area of expertise to the SDNA annual meeting;
- d. Such other entitlements as the Board may periodically grant.

SECTION 5. OTHER ORGANIZATIONAL RELATIONSHIPS

- a. The Nursing Student Association of South Dakota shall be regarded, in terms of rights and responsibilities, as an Organizational Affiliate of SDNA. In addition to the rights described in Section 4 of this ARTICLE, Members of the Nursing Student Association of South Dakota shall be welcome to attend unrestricted meetings of SDNA;
- b. Nothing shall prevent the Board from holding the SDNA annual meeting in conjunction with a meeting of the Nursing Student Association of South Dakota.

**ARTICLE XI
ELECTIONS**

SECTION 1. QUALIFICATIONS OF VOTERS

SDNA Members in good standing sixty days prior to the first day of the annual meeting shall be eligible to vote in SDNA elections.

SECTION 2. NOTICE OF EXPIRATION OF TERMS

Five months prior to the SDNA annual meeting, the Nominations Committee shall publish and deliver to the Membership the names of current Members of (1) the Board, (2) the Government Relations Committee, (3) the Nominations Committee, and (4) the

Delegates to the ANA Membership Assembly, indicating those whose terms of office will expire at the next annual meeting and those eligible for re-election, and requesting that Members who are interested in serving in those capacities submit their names to the Chair of the Nominations Committee.

SECTION 3. APPOINTMENT OF TELLERS

At the pre-convention board meeting, the Board shall appoint a Committee of five Tellers responsible for receiving and counting ballots. The Tellers shall not be nominees for elected SDNA positions.

SECTION 4. PROCEDURE FOR NOMINATION AND ELECTION

- a. Elections will be conducted electronically or by mail ballot. Positions to be elected by the qualified Membership are:
 1. President
 2. Vice President
 3. Secretary
 4. Treasurer
 5. Chair of the Government Relations Committee
 6. Board of Directors-District Presidents
 7. Nominations Committee
 8. South Dakota Continuing Nursing Education Committee
 9. Delegates to the ANA Membership Assembly
- b. Voting on all positions identified in Section 4a is open to all SDNA Members in good standing with the exception of voting for (4.a.6.) Board of Directors District Directors, in which case voting is restricted to members holding membership in the Districts represented by the respective position, and (4.a.1) President, (4.a.2) Vice- President and (4.a.9) Representatives to the ANA Membership Assembly, in which case voting is restricted to SDNA/ANA Members. The Nominations Committee shall review names of potential candidates submitted and prepare a ballot for open positions, endeavoring to present at least two nominees for each position to be filled, and providing space for write-in candidates for uncontested races;
- c. No Member shall be nominated for election who has not consented to serve if elected;
- d. If elections are conducted by mail ballot:
 1. At least thirty days prior to the annual meeting, the Nominations Committee shall mail one ballot and two return envelopes to each eligible SDNA Member. Ballots for SDNA/ANA members and SDNA Only Members shall be printed on two different colors of paper. The smaller of the two return envelopes shall be marked "ballot." The larger shall be addressed to the SDNA office and shall bear the return address of the Member;
 2. A replacement ballot shall not be given to any Member for any reason;
 3. Ballots shall be returned to the SDNA office at least two weeks before the first day of the annual meeting. The Secretary shall place the unopened envelopes marked "ballot" in safekeeping and deliver them to the Committee of five Tellers that was appointed by the Board;
 4. The Tellers will open the ballots and count the votes cast.
- e. If elections are conducted electronically:

1. The electronic balloting procedure shall open voting at least thirty days prior to the annual meeting and close voting at least two weeks before the first day of the annual meeting.
2. The Tellers will review the electronic election results.
- f. A plurality of votes cast by those entitled to vote shall constitute an election.
- g. The Tellers will deliver the election results to the SDNA Secretary, who will announce the results at the annual meeting;
- h. Elections that result in a tie vote shall be determined by lot at the annual meeting.

SECTION 5. CARE OF BALLOTS

Ballots and other records of elections shall be preserved by the Secretary for one year.

**ARTICLE XII
FISCAL YEAR**

The fiscal year of SDNA shall be July 1- June 30.

**ARTICLE XIII
OFFICIAL PUBLICATIONS**

The American Nurse and the South Dakota Nurse shall be the official organs of SDNA. The American Journal of Nursing shall be the professional journal of SDNA.

**ARTICLE XIV
PARLIAMENTARY AUTHORITY**

Rules contained in Robert's Rules of Order Newly Revised shall govern meetings of SDNA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

**ARTICLE XV
AMENDMENTS**

SECTION 1. AMENDMENTS WITH NOTICE

- a. These Bylaws may be amended at any annual meeting by a two-thirds vote of the Members of the voting body present and voting, provided that previous notice has been given;
- b. All proposed amendments shall be delivered to the SDNA office at least five months prior to the annual meeting and shall be published and delivered to the Membership at least one month prior to the date of the annual meeting.

SECTION 2. AMENDMENTS WITHOUT NOTICE

With the exception of ARTICLE III, Section 2, these Bylaws may be amended without previous notice by ninety-nine percent of those SDNA Members present and voting at the annual meeting.

Revised:
-October 6, 1998
-October 2000
-October 7, 2002
-October 2004
-October 2005
-October 2006
-October 2010
-October 2012
-October 2014
-October 2016