

Vermont Association of Nurse Anesthetists Bylaws (Amended June 19, 2021)

ARTICLE I

NAME

This Organization shall be known as

The Vermont Association of Nurse Anesthetists

VTANA

ARTICLE II

PURPOSE

The purpose of the VTANA shall be to promote the best interests of its members, cooperate with the American Association of Nurse Anesthetists (AANA), facilitate cooperation between Certified Registered Nurse Anesthetists (CRNAs), and the medical profession, hospitals and other agencies interested in anesthesia, and in general to advance the science and art of anesthesia.

ARTICLE III

MEMBERSHIP

Section 1

Qualifications

Membership in the VTANA and procedures with respect to admission in the membership, qualifications thereof, and the exercise of the privileges thereof shall be such as are stipulated in the Bylaws of the AANA.

Section 2

Conduct of Members

If the conduct of any member shall appear to be in willful violation of the Bylaws of the VTANA or prejudicial to the interests of the VTANA the Board of

Directors may, by vote of Two-thirds (2/3) of the entire board, suspend or expel such member. Before action is taken, a written copy of the charges must be presented to the Board of Directors of the AANA for consideration and counsel. If after consultation with the AANA Board of Directors, the VTANA Board of Directors still elects to prefer charges, a written copy of the Charges must be served upon the member and an opportunity given that member to be heard before the Board of Directors. A recommendation for the suspension or expulsion of a member shall also be made to the Board of Directors of the AANA. A motion to reconsider the suspension or expulsion of a member from the VTANA may be made at a meeting of the Board of Directors.

ARTICLE IV

GOVERNMENT

Section 1

Officers

Governing Body

The Governance of the VTANA shall be vested in a Board of Directors, consisting of the President, President Elect, Secretary-Treasurer, one Trustee, and Past President.

Term of Office

“The regular term of office shall begin at the annual AANA meeting occurring in August of even years.”

The president, President-Elect, Secretary-Treasurer and the Trustee shall be elected at the annual spring meeting in the even years for a two year term. All offices shall be eligible for one immediate reelection but shall not serve for more than two consecutive terms.

Eligibility of Office

“Only active members are eligible for the office of President. Only members that have served on the Board of Directors or as a member of the Nominating or Government Relations Committees of the VTANA or another AANA member state association are eligible for the office of President.”

No officer or member of the Board of Directors of the AANA may hold office in the VTANA. In the event that an officer of the VTANA Board of Directors accepts an office in the AANA, the officer term in the VTANA will automatically expire.

Duties of the Officers

The President

Preside over all meetings of the VTANA and the Board of Directors.

Appoint members to all the standing committees, except the Nominating Committee and other special committees, subject to approval by the Board of Directors.

Be a member ex-officio to all the committees, except the Nominating Committee. Prepare and report on the years activities at the annual Spring VTANA meeting. Approve expenses over two hundred fifty dollars (\$250.00) before payment is made by the Treasurer.

Represent the VTANA at all the AANA Fall Assembly, the Mid-Year Assembly, the AANA Annual Congress, the spring and fall NEANA meetings. In the event that he or she is unable to attend the President shall appoint a representative to attend.

Appoint tellers and registrars prior to voting, if needed.

Keep the President-Elect informed of VTANA affairs.

Become a member of the Vermont State Nurses Association, dues will be paid by the VTANA as stipulated in Article VII, Section 4. Attend VSNA meetings, when feasible, maintain communication with other state nurse organizations and develop and maintain relationships with other health care provider groups.

The President-Elect

Assume the duties of the President in the event of the President's absence or inability to serve.

Maintenance of website and newsletters as specified in publications.

Use the office as a learning platform, since it is highly encouraged that the individual expect to assume the office of President at the completion of the term. This includes attendance at the AANA Fall Leadership Academy, if possible.

The Secretary-Treasurer

Ensure the recording of all meetings of the VTANA and the Board of Directors.

Notify officers and the members of the Nominating Committee of their election and the members of the standing committee appointments.

Notify members of meetings. Notify members on the Board of Directors of Board meetings

Immediately following the annual Spring meeting and any changes throughout the year, need to send the Executive Director, Region I Director, Membership Director and the State Government Affairs Director of the AANA, the names, addresses, phone/fax/e-mail numbers including both work/home and the date and length of each term of all the VTANA officers and the Government Relations Committee (GRC) Chair.

Send copies of important correspondence, documents and information regarding VTANA business to the President.

Keep an alphabetical list of members and their addresses.

Each year send a list of officers to the Secretary of the New England Assembly of Nurse Anesthetists (NEANA). Send dues to NEANA as stipulated in Article VIII, Section 2.

Send a copy of the VTANA Bylaws to each new member with a letter of welcome, latest newsletter and information regarding the next meeting, if available. Send a copy of the revised VTANA Bylaws to all members.

Receive monies from the AANA/VTANA, pay expenses and disburse the funds as directed by the Board of Directors.

Present a proposed budget to the Board of Directors prior to the annual VTANA Spring meeting. Give a written report at the annual spring meeting and/or upon the request of the Board of Directors.

Send copies of newsletters and other membership mailings to the States Regional Director and the AANA.

Send to the AANA amended Bylaws when necessary.

The Trustee

Represent the VTANA whenever possible at the national, state and local levels.

Ensure that the VTANA continues to carry out its purpose.

Additional Duties of the Officers

In addition to the foregoing specific duties, the officers shall be such as their titles, by general usage would indicate and as may be assigned to them by the Board of Directors.

Have an Officer, Board Member, GRC member or other informed state association member attend one or more meetings of the board of nursing annually.

VTANA Property

Each officer shall deliver any VTANA property and records to their respective successor or to the President within one month after the annual Spring VTANA meetings.

Section 2

BOARD OF DIRECTORS

Government

The governance of the VTANA Board of Directors shall be vested in four (4) elected officers, consisting of the President, President-Elect, Secretary-Treasurer, and one (1) Trustee.

Meetings

The Board of Directors shall meet immediately preceding and following the annual Spring meeting of the VTANA if deemed necessary to manage specific questions or problems.

Meeting of the Board of Directors may be called by the President at such times as business of the VTANA may require or upon written request for a quorum of the Board of Directors filed with an officer of the VTANA.

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

Duties

Control and management of funds and property of the VTANA. Placement, selection, and management of deposited funds.

Provide for a review by a Certified Public Accountant the Treasurer's books prior to the annual spring meeting or an audit at such times as the Board of Directors may deem necessary.

Establish and present a proposed budget for the following year at the annual spring meeting. Conduct the general business of the VTANA.

Vacancies

Of the Board of Directors, except for the office of the President, the member so elected shall serve until the next annual spring meeting, if feasible. In the event that it is not feasible to serve until the next spring meeting, the Board of Directors shall elect a member to fill the vacancy. The elected member will serve until the next annual spring meeting. In the event of a vacancy in the office of the President, the President-Elect shall become President and the Board of Directors shall elect another President-Elect, whereas both will serve out the remaining term of office.

On committee vacancies, members shall be appointed by the President, subject to approval by the Board of Directors. In the event that a committee member fails to carry out the responsibilities of the Committee, the Board of Directors may select a replacement.

Publications

The Board of Directors shall have charge of maintaining an online presence in the form of 1) a website which is updated at least quarterly and 2) a biannual newsletter distributed via email and/or post at the boards discretion, if possible.

Monies will be made available for the services of a webmaster/ media consultant to assist in these pursuits

ARTICLE V

COMMITTEES

Section 1

Standing Committees

Government Relations Committee

Nominating Committee

Section 2

Appointments

The President, subject to the approval by the Board of Directors, shall appoint the Standing Committees, except for the Nominating Committee. Each Committee shall be composed of not less than two members.

Special Committees may be appointed by the President, subject to the approval by the Board of Directors.

Section 3

Term of Office

Members appointed to the Committees shall serve for two years, or until their successors are appointed.

Section 4

The Chair of the Committees

Shall be responsible to the Board of Directors. Shall prepare and present an annual report at the annual spring meeting. Shall prepare an annual report to the Board of Directors upon request. Shall be responsible for fulfilling assigned duties.

Duties

The Chair of the Committee shall be elected from among its own membership.

Committee Members

Shall cooperate with the Committee Chair in fulfilling the assigned duties.

Section 5

Specific Duties of Committees

Government Relations

This Committee shall work with and under the direction of the board of Directors and the AANA Federal and State Government Affairs Office in matters pertaining to federal and state legislation regarding the practice and education of CRNAs.

Nominating

The nominating Committee shall be composed of three (3) active members, elected at the annual Spring meeting. The Chair shall be elected from among its own membership.

Prior to the annual spring meeting in the even years, the Committee will prepare and present to the President and the President-Elect a ballot with nominations for the following: President, President- Elect, Secretary-Treasurer and one (1) Trustee.

Section 6

Vacancies

In the event of vacancies occurring in Committees, the President, subject to the Board of Directors approval, shall appoint members to fill such vacancies.

In the event that a member of a Committee fails to carry out the assignment, the Board of Directors may select a replacement.

ARTICLE VI

MEETINGS, QUORUM, VOTING

Section 1

Meetings

The annual meeting will be held in the spring of each year. A regular or educational meeting of the VTANA may be held in the fall.

Special meetings may be held upon request of the Board of Directors or upon a written request of a quorum of active members filed with an officer of the VTANA.

Section 2

Quorums

Four (4) active members shall constitute a quorum at the annual spring meeting.
Four (4) active members shall constitute a quorum at the other regular meeting.
Four (4) active members shall constitute a quorum at special meetings.

Section 3

Voting

Only active members shall participate in elections or any other voting.

Nominations

Only active members shall be eligible for nomination.

Written or verbal consent of a candidate must be obtained prior to the placement of the name on the ballot.

Additional nominations may be made from the floor at the annual spring meeting before nominations are declared closed.

Method of Voting

All active members are permitted to vote. Any questions regarding membership will be resolved by the Secretary-Treasurer.

Three (3) Tellers, if needed shall be appointed by the President and shall be responsible for election procedures, including voting place, ballot boxes, counting ballots/votes and making an official report to the President, who in turn will report the results to the members. Tellers will also be responsible for counting other votes on any other business transactions.

Matters submitted for vote to the membership shall be determined by the majority unless otherwise specified.

Election may be ballot or where there is only one (1) candidate for an office, election may be carried out by voice or show of hands, if it seems desirable to dispense with a ballot vote.

A vote may be cast for a person not on the ballot by writing in the name if a written or verbal consent of the candidate has been given.

A plurality vote shall elect.

Mailed ballot may be used for the election, if so determined by the Board of Directors. If the voting is by mail, ballots shall be mailed to the membership three (3) weeks prior to the annual spring meeting and said ballots are to be marked and returned not later than one (1) week prior to the annual spring meeting. The method of conducting the mailed ballot shall be determined by the Board of Directors. In the event of a tie vote by mailed ballot, the tie may be broken by a written ballot at the annual spring meeting. Names may be written in on a mailed ballot if written or verbal consent from the candidate has been received.

ARTICLE VII

FINANCE

Section 1

AANA Dues

Dues and payment thereof for the VTANA shall be as stipulated in the Bylaws of the AANA. Section 2

NEANA dues

As a member of the NEANA, the VTANA shall pay to the NEANA the per capita dues as stipulated in the Rules of the NEANA.

Section 3

FISCAL YEAR

The fiscal year of the VTANA shall date from the first of September.

Section 4

VERMONT STATE NURSES ASSOCIATION MEMBERSHIP

The VSNA membership dues will be paid by the VTANA for the President or an active member representing the VTANA.

ARTICLE XIII

PARLIAMENTARY AUTHORITY

Roberts Rules of Order Revised shall be the authority for the VTANA unless otherwise specified in the Bylaws.

ARTICLE IX

AMENDMENTS

The Organization will maintain a set of Bylaws. The Bylaws will be evaluated for relevancy at least annually and forwarded to the AANA when amended.

The VTANA Bylaws may be amended at any time by a majority of the membership voting via mail, secure email or other electronic means deemed appropriate by the board of directors. Provided that notice of the proposed amendments have been distributed to the membership at least thirty (30) days prior to the date thereof.

STANDING RULE

ORDER OF BUSINESS

Call to Order

Roll Call (Establishment of a Quorum)

Reading of Minutes

Reports from Officers

Reports from the Standing Committees

Reports from the Special Committees

Unfinished Business

New Business

Announcements

Program (if any)

Adjournment