

**NATIONAL ASSOCIATION OF INDIAN NURSES OF AMERICA (NAINA)
BYLAWS
2021-2022**

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NATIONAL ASSOCIATION OF INDIAN NURSES OF AMERICA (NAINA)

BYLAWS

Article I

PREAMBLE

NAME: The organization's name shall be the National Association of Indian Nurses of America, hereinafter referred to also as the *Association*. The official abbreviation of the Association name shall be NAINA.

WHEREAS, NAINA is a 501 c (3) not-for-profit organization under the rules and regulations of non-profit organizations in the country of the United States of America.

WHEREAS, the purpose of this association is to serve as a professional body and resource for all registered professional nurses and nursing students of Indian origin and heritage in the United States of America.

WHEREAS, NAINA serves its constituents regardless of their social and financial status, age, color, race, religion, gender, sexual orientation, and practices.

WHEREAS, it is recognized that the officers and members of the association have the responsibility to conduct its business cooperatively, upholding the professional and ethical nursing standards towards achieving the established mission and goals of this association.

THEREFORE, the state chapters and members hereby organize themselves into a national nursing association in conformity with these bylaws.

Article II

MISSION, VISION & VALUES

MISSION

NAINA is the association for all registered professional nurses and nursing students of Indian origin/heritage that creates a community of excellence in nursing practice and healthcare through professional development, networking, and collaboration.

VISION

To promote professional excellence in nursing practice and healthcare through empowerment and renewal of the professional and cultural identity of its constituents to optimize their contribution to the health and wellbeing of individuals, families, and communities.

VALUES

As an association of registered professional nurses and nursing students of Indian origin/heritage, NAINA members are committed to:

1. Caring, compassion, ethical values, and exceptional healthcare practice.
2. Client-centered advocacy and helping relationships.
3. Accountability and responsibility for evidence-based practice.
4. Continuous personal and professional development of self and others
5. Collaboration and professional innovation.

Article III **GOALS**

The Goals of the Association include but are limited to:

1. Organize all Indian nurses and nursing students together for each member's development, thus forming a stronger and more visible group and at the cutting edge of education, practice, and research
2. Promote and advocate for providing the best possible healthcare to all, especially the vulnerable population.
3. Equip its members with cultural competency, sensitivity, and educational experience to be effective in a multicultural society.
4. Provide health screening and promote health awareness to community groups through seminars, workshops, and health fairs.
5. Promote the nursing profession through career counseling related professional choices in schools and among the public at large.
6. Support nursing education by providing scholarships.
7. Provide members opportunities for research development
8. Provide leadership training and mentoring for its members.
9. Advocate for the utilization and placement of ethnic minority nurses of Indian origin by healthcare facilities, educational institutions, and other agencies employing nurses.

Article IV **MEMBERSHIP**

Section 1:

MEMBERSHIP CLASSIFICATIONS:

A. Membership through Chapter Associations:

Members of duly local associations of Indian nurses and nursing students in any of the states and territories of the United States of America shall be a member of NAINA with submission of the chapter membership form and required chapter membership fees. Membership in a chapter association automatically qualifies that individual to become a member of NAINA.

B. Virtual Members:

Professional nurses from the states or territories of the United States of America with no established Association of Indian nurses may become members of NAINA by submitting membership form and paying the membership fee. Nurses of state/territory with established local Indian nurses' association shall take chapter association membership to automatically make them NAINA members.

Virtual members shall:

- a. Be a registered professional nurse or licensed practical/vocational nurse of Indian origin or heritage.
- b. Have a current active RN or LPN license in any state or territory of the USA.
- c. Be of good professional standing; not barred nor have suspended RN or LPN license.
- d. Be willing to work toward achieving the mission and goals of NAINA.
- e. Comply with the bylaws and rules set by the Association.

C. Associate members

Associate membership shall be extended to students of Indian origin or heritage through local chapters. They shall enjoy all the privileges except voting rights and holding offices.

D. Affiliate Members

Affiliate membership shall be extended to individuals through local chapters or under members at large as appropriate, irrespective of their ethnicity and heritage, provided that they:

- a. Share and contribute to NAINA's mission, vision, goals, and values.
- b. May be Registered Professional Nurses, Nursing Students, Licensed Practical Nurses (LPN), or Licensed Vocational Nurses (LVN).
- c. Support and contribute to the mission, vision, values, and goals of NAINA
- d. Do not hold the right to participate in decision-making.
- e. Do not participate in the election process.
- f. Do not hold the right to be officers.
- g. May enjoy other benefits and membership privileges of NAINA.

E Honorary Memberships:

The Governing Board determines the eligibility for the honorary membership. It may be awarded to businesses or individuals who:

- a. Support and contribute to the mission, vision, values, and goals of NAINA
- b. Do not hold the right to participate in decision-making.
- c. Do not participate in the election process.
- d. Do not hold the right to be officers.
- e. May enjoy other benefits and membership privileges of NAINA.

Section 2

A. Memberships Duration, Dues for various Types and the Currency:

- a. NAINA membership period shall be the same as the fiscal year, from January 1st to December 31st of the following year.
- b. Membership dues shall be as determined by the Association.

Article V

ORGANIZATIONAL STRUCTURE

Section 1

Executive Board:

NAINA Executive Board (EB) consists of the President, Executive Vice-President, Vice President, Secretary, and Treasurer, a total of five members. The President shall be the chair of this EB.

Responsibilities of the Executive Board (EB)

NAINA EB has the authority, accountability, and responsibility for the governance of the Association and to oversee its day-to-day operation in alignment with the mission and vision of NAINA which includes but is not limited to:

- Strategic planning to meet the short and long-term goals for the Association.
- Organizing and setting objectives and programs congruent with the strategic plan.
- Developing new committees and ad hoc committees that serve the organization's mission, vision, and goals.
- Communicating with boards, committees, and membership to provide relevant information and support promptly.
- Recognizing and upholding all fiduciary responsibilities vested in the board.
- Providing oversight and direction to the Governing Board Members, and committees
- Leading and managing the Association by the bylaws.
- Promoting and collaborating with local, regional, and national professional organizations for the greater good of all professional nurses.
- Promoting policy and advocacy initiatives at the local, regional, and national level-

Section 2

Advisory Board (AB)

AB consists of the five (5) past presidents who are able and willing to serve to fulfill the responsibilities stated in the bylaws. The immediate past president shall be the chairperson of the AB.

Responsibilities of the Advisory Board:

Advisory Board ensures that the Association's activities and membership are by the established mission, vision, values, and goals of the Association, and as specified in the Bylaws.

They include, but are not limited to:

- Counseling and recommending resolutions as necessary for identified conflicts affecting the Association's affairs.
- Promoting the integrity of the boards and committees, including professional and personal conduct and collectively as the Advisory board
- Recognizing and upholding all fiduciary responsibilities vested in the board
- Providing mentoring and support to boards and committees

- The Advisory Board meets at least twice annually.
- Additional meetings may be called as needed by the president and or the Advisory Board chair to address significant issues and concerns affecting the operation/ standing of the Association and to recommend solutions.

Section 3

Governing Board (GB)

The Governing Board (GB) of NAINA consists of the Executive Board, the Advisory Board, the Chairpersons of each committee, and chapter presidents. Additionally, a non-nurse expert professional, e.g accountant or esquire, may serve in an advisory capacity when invited and shall not have any voting privileges. The President shall be the chair of the GB

Responsibilities of the Governing Board:

Governing Board ensures that the Association's activities and membership are in accordance with the established mission, vision, values, and goals of the Association, and as specified in the Bylaws.

They include but are not limited to:

- The Governing Board meets monthly and a minimum of ten(10) meetings annually to conduct NAINA operations
- Additional meetings may be called as needed by the president to address major issues and concerns affecting the Association's operations and to recommend solutions
- Work collectively to promote the goals of NAINA each term.
- Perform responsibilities of their office with integrity individually and collectively
- Recognize and uphold all fiduciary responsibilities vested in the board.
- Disclose and resolve all conflicts of interest.
- Provide mentoring and support to other boards and committees.

Section 4

Board of Directors

Members of the NAINA Executive Board and the Advisory Board are collectively known as the Board of Directors (BOD). The President shall be the chair of this Board. The Board of Directors meets at least biannually. Additional meetings may be called as needed by the President to address major issues and concerns affecting the operation/standing of the Association and to recommend solutions.

Section 5

National Committees: Purpose and Guidelines:

NAINA committees exist to accomplish the mission, vision, values, and goals of the Association. Each committee consists of a chair, a Co-chair, and a minimum of five committee members who are chairs of respective committees in local chapters. The Co-chair will be selected by the committee by consensus.

Committees shall be as follows:

1. Advanced Practice Nurses
2. Advocacy and Policy
3. Awards and Scholarships
4. Bylaws
5. Communication and Website
6. Editorial and newsletter
7. Election
8. Fundraising/ Philanthropy
9. Membership
10. Professional Development
11. Research and Grant

Responsibilities

- Each committee upholds the bylaws and conducts operations of the Association for their elected term to plan programs and activities.
- Committee chairs submit proposed revenue and expense items to the treasurer for input and budget considerations for all planned activities for the fiscal year
- Each committee shall meet at least quarterly. Each committee's operation calendar will be submitted by the 1st quarter to GB and disclosed to GB when finalized on the central NAINA Event calendar. Monthly meetings are preferred to plan and execute committee operations as needed
- Committee shall carry only one (1) vote, and the chair shall represent the committee in all standing and GB meetings, Co-chair shall represent the committee in the absence of the committee chair and carry the proxy vote
- Each committee chair serves to represent NAINA at the national level on the initiatives related to their respective committee's efforts as members of NAINA
- A quarterly and annual written report of the committee operations and activities will be presented at NAINA GB and submitted NAINA Secretary
- Refer to Appendix 1 to review the additional responsibilities of each committee

Section 6

Chapter Presidents

The President of each local chapter is a member of the Governing Board of NAINA. They shall be responsible for:

- Working with the Governing Board to represent their chapter in NAINA.
- Preserving, promoting, and upholding the mission, vision, and values of the association and working to achieve its goals.
- Adopting and abiding by the NAINA bylaws and complying with the IRS regulations.
- Ensuring that the chapter bylaws are updated, are in compliance with, and are aligned with the bylaws of NAINA
- Attending all prescheduled and emergency Governing Board meetings.
- Disseminating appropriate and pertinent information to chapter membership promptly.
- Ensuring active participation at the local and national level

- Present chapter activity reports to the Governing Board periodically or as requested and a written report annually to NAINA Secretary.

Article VI

OFFICERS AND BOARD MEMBERS

Section 1

Elected Officers:

The elected officers of NAINA shall be the President, Executive Vice President, Vice President, Secretary, and Treasurer.

Selected Officers: The selected officers of NAINA shall be each committee chair according to NAINA bylaws.

1. Advance Practice Nurses
2. Awards and Scholarship
3. Advocacy and Policy
4. Bylaws
5. Communication and Website
6. Editorial and Newsletter
7. Election
8. Fundraising and Philanthropy
9. Professional Development
10. Research
11. Membership

Section 2

Qualifications of the EB Member:

To qualify for submitting the nomination for the Executive Board (EB) of NAINA, the following criteria must be met

1. Have a total of 4 years of leadership experience including 2 years as a **NAINA GB member** and two years as a chapter **EB member** prior to the election term.
2. Served as a member of the local chapter Executive board
3. Served for two years on NAINA GB prior to the term listed on the election ballot.
4. Members who have served NAINA GB in the prior four years (two terms) may apply for this position.
5. Eligible candidates should be in good standing and must be approved of having 80% attendance at NAINA GB meetings and chapter GB meetings for the term. (To be verified by election officers with the attendance roster received from the NAINA secretary at the time of the election process and chapter presidents to confirm the attendance at chapter meetings). The attendance will be calculated until June of the second year (18months)
6. The chapter dues are paid to NAINA for any chapter member to apply for this position.

Qualifications of the National Committee Chairs

To qualify for submitting the nomination for national committees chairs the following criteria must be met

1. Have a total of 2 years of leadership experience at the local GB prior to the term listed in the election ballot (To be verified and confirmed by the chapter President)
2. Served as a member of the local chapter Association Governing Board, should have paid membership dues (To be verified and confirmed by the chapter President)
3. Eligible candidates must be approved of having 80% attendance at chapter GB meetings and NAINA GB meetings if required. (To be verified by election officers with the attendance roster received from the NAINA secretary and Chapter Presidents at the time of the election process)
4. The local chapter dues are paid to NAINA for the NAINA GB member to apply for this position.

Eligibility to receive election ballot for voting

GB members who have a minimum of 80% attendance inclusive of three excused absences and paid chapter membership to NAINA before May 30th of the election term will receive a voting ballot.

Section 3

Duties of Officers:

Duties of all NAINA officers, including that of the Board members and Committee Chairs, shall be as documented in the *Bylaws* and *Appendix I, Roles and Responsibilities of the Governing Board*.

Officers shall conduct the business of the Association cooperatively and responsibly to achieve the mission, vision, and goals, upholding the bylaws of the Association and professional and ethical standards of Nursing.

Section 4

Term of Officers:

The term of any elected/*appointed* Governing Board member shall be for two years with the fiscal year of the Association. The term for the Association shall be two calendar years, from January 1st to December 31st of the following year. Officers may be elected/ selected to serve for an additional term, but not to exceed 4 years of consecutive service in any given role.

Section 5

Vacancies

If a vacancy occurs in the position of the President, the Executive Vice-President will be appointed by the Governing Board to the position. Other vacancies in the Executive Board, Advisory Board, or NAINA Committee chair positions shall be recommended by the Board of Directors. The Board of Directors will determine the best-suited candidate to serve the remaining term of the vacant position and present the recommendation for voting to the Governing Board. The vacancy is then filled with the majority's votes.

Section 6:**Absenteeism, Other Disciplinary Issues, and Termination Process**

Members of the Governing Board are expected to attend all the scheduled meetings and any additional meetings called by the President.

- Failure to attend to this essential responsibility will result in an unexcused absence.
- The Secretary will inform GB when a member has two (2) unexcused absences, within a week of the second absence, and the Executive V.P or the V.P. shall reach out to the absent member within the following two weeks to explore the reason for an unexcused absence.
- Three (3) or more unexcused absences per calendar year will or may result in termination following the GB decision.
- The terminated member will be notified via email by the secretary after the decision is made by the GB within five (5) business days. The termination will be announced in the next GB meeting by the secretary.
- Secretary will adjust the GB roster accordingly based on the outcome of officer termination or resignation. BOD will be responsible for appointing a person for the duration of the term to maintain the interrupted operations with the approval of GB.

Other Disciplinary Issues and Termination Process :

NAINA members and/or officers may be subject to termination from membership if found engaging in criminal activities determined by State or Federal laws.

NAINA members and /or officers may be suspended or terminated, after a hearing for activities opposing the purpose and interest of NAINA, based on NAINA bylaws, provided an allegation is brought to the notice of the GB. This includes the inability to participate in meetings where excused absence is not granted.

- GB or BOD meeting shall be called with a notice of a minimum of three (3) business days.
- All parties will be given the opportunity to present information regarding the allegation in the BOD meeting
- Upon confirmation of the allegation and based on conclusive evidence to support the allegation, BOD may suspend or terminate the member with unprofessional conduct, with the approval of the GB and with a majority vote of members present.
- Additional meetings may be called as needed .
- NAINA GB-roster will be updated by the secretary to reflect the decision.

- The terminated member will be notified via email by the secretary after the decision is made by the GB within five (5) business days. The termination will be announced in the next GB meeting by the secretary.

Article VII

Election and Selection of Officers

Election Process:

The Governing Board shall elect the Officers of the Association every two years by majority votes, utilizing the NAINA Framework for Executive Leadership Positions (Appendix II). The Election Committee revises the election process as necessary and prepares the nomination form a minimum of sixty (60) days in advance for the Governing Board to review and approve.

1. The Election Committee takes charge of and initiates the election process.
2. The Election Committee chair selects a co-chair and informs the President, and brings it to the GB for approval.
3. The Election Committee informs the Governing Board members about the proposed slate and election process sixty days (60) prior to the election.
4. The Election Committee notifies virtual members of the upcoming election
5. A non-member approved by the GB may be present on the committee (optional)
6. The Chapter Presidents will notify their members about the election, explain the nomination process, and forward the nomination form to all members. Nominations may come directly from membership
7. The officers of the Executive Board are elected through a democratic process, using election software.
8. In the events of contested elections resulting in ties, the projection of the software shall be honored as the final outcome
9. The Election Committee Chair notifies the Candidates and Governing Board of the election results.
10. The Chapter presidents inform the local membership of the election results of NAINA EB and the selection of NAINA Committee chairs.

Article VIII

Board Meetings

The Governing Board shall have a minimum of one face-to-face meeting per term.

It shall hold monthly or bi-monthly teleconference meetings as necessary to accomplish the ongoing activities of the Association with a minimum of 10 meetings per year.

Individual Boards and Committees may meet or hold teleconferences as frequently as necessary to accomplish the goals of the Association.

Special Board Meetings:

Special meetings of the Governing Board may be called by the President as deemed necessary, with a minimum of three business days notice

Article IX

Decision Making and Quorum

The Governing Board is empowered and authorized to make the operational decisions of the Association. More than 60% of the Governing Board membership constitutes the quorum. In the event of an unmet quorum, the decision of the majority present shall sustain.

Article X

Parliamentary Authority

NAINA shall follow the rules contained in *Robert's Rules of Order*.

Article XI

Amendments to the Bylaws

1. The Bylaws Committee reviews /revises/ amends the bylaws as and when required during the term.
2. Proposals for amendment/revision can come from any Governing Board member during the term.
3. The request from any GB member should be submitted in writing to the NAINA secretary 30 days prior to the GB meeting.
4. NAINA secretary brings the requested changes to the EB for recommendations. The EB after discussion brings it to the bylaws committee chair for action.
5. The bylaws committee chair will discuss the proposed revision/ amendment with the bylaws committee members.
6. All proposed revisions/ amendments/recommendations should be brought to NAINA GB for final approval by the bylaws committee chair.
7. If the GB votes favorably by a majority then the amendment shall be considered approved
8. The NAINA bylaws committee should include the amendments/revisions in the bylaws and circulate the bylaws to all GB members during the term.

Article XII

Dissolution

In the event of the dissolution of NAINA, the membership shall be notified, and approval shall be obtained from 2/3 or more of the total membership of the Governing Board members, thirty (30) days prior to the dissolution date. After paying off all of its debts and obligations, the association shall donate its remaining assets to organizations with exempt purposes such as charitable, educational and religious establishments, or in accordance with the law.

Bylaws - Appendix I

Roles and Responsibilities of the Governing Board Members

Section I

Executive Board:

The officers of the NAINA Executive Board shall be President, Executive Vice-President, Vice-President, Secretary, and Treasurer.

Note: The term, *Meeting*, is designated for face-to-face meetings and other various forms including but not limited to web and zoom meeting.

A. President:

- Provides leadership to the Association in accordance with the bylaws.
- Presides at all business meetings of the Executive Board, Board of Directors, and the Governing Board.
- Assures integrity of the Boards
- Represents NAINA at other organizations or appoint representatives as needed to serve .as the principal liaison between the Association and other organizations
- Delegates duties and responsibilities to Executive Vice President when unable to attend
- Terminates non-functioning committees and positions and noncompliant board members with the approval of the Governing Board and with proper notification
- Develops and leads the strategic plan of the Association.
- Oversees the financial status of the Association and issues checks/ payments for .authorized transactions in absence of the NAINA treasurer
- President is the ex-officio member of all committees except the election committee

B. Executive Vice President:

- Performs the duties of the President in the absence/vacancy or at the request of the President and the Governing Board.
- Performs other duties as may be delegated by the President or with the consensus of the Executive Board.
- Assists boards and committees in developing and executing a strategic plan for the Association.
- .Collaborates with the Fundraising committee to develop a strategic plan for fundraising
- May be commissioned by the Governing board to complete the responsibilities of the office of the President in case the president fails to follow the bylaws or steps down from .the office

C. Vice President:

- Performs tasks as assigned by the President and or requested by the Governing Board.
- Identifies areas for progress in the association and makes recommendations to the responsible boards and chairs of the Committees.
- Performs the duties of the secretary in her/his absence and or at the request of the President.
- Oversees and plans the fundraising committee activities with the committee chair

D. Secretary:

- Performs responsibilities of the secretary including all record-keeping for the elected term
- Facilitates communications within the Governing Board and the members and public with the approval of the president, including preparing and disseminating correspondence, memos and announcements.
- Prepares and distributes the current NAINA Board Directory to Governing Board members at the beginning of the term.
- Prepares/ updates centralized NAINA calendar to reconcile all NAINA activities for which GB attendance is needed
- Prepares/updates templates for meetings/teleconferences, attendance roster, agenda and minutes.
- Informs all participants of upcoming GB meeting with agenda, financial reports, committee reports, and minutes to include attendance record to be approved at least three business days prior to the meeting
- Maintains articles of incorporation and permanent documents; reports, records including bylaws, bylaw appendices, and other standing rules of the association in permanent files.
- Maintains all records including projects, activities, and programs submitted by each committee chair and project leaders' hands over archived secretary's report each year to preserve continuity for the organization annually.
- Conducts general correspondence of the Association and maintains records.
- Disseminates information promptly to the Governing board and members regarding projects, programs, and activities.

E. Treasurer:

- Performs responsibilities of the treasurer and maintains the financial integrity of the Association
- Executes authorized banking transactions up to \$500.00 and will require a co-signer above this amount
- Maintains records of all financial transactions including all receivables, expenses, receipts, and disbursement, including routine operations and any special events-
- Releases association checks for approved payments and secures President's approval when above \$500.00
- Presents financial records to Governing board during monthly meetings.

- Presents financial records for examination by designated internal and external auditors annually
- Completes all tax filing requirements annually
- Advises the President and EB on budgetary considerations including the proposed budget, identifies incoming streams, approves expenditure line items and standard operating expenses
- Sends current financial reports to the secretary at least five (5) days prior to the scheduled Governing Board meetings..
- In collaboration with the Membership Committee Chair, sends out renewal notices to chapter presidents and virtual members in advance of the due dates and follows through until renewals are completed.
- Coordinates with Membership Committee Chair to process new membership applications and ensure collection of fees.
- Keeps on file an accurate record of the new and renewed membership.
- Keeps a record of NAINA's current various memberships including honorary membership.

Section II

Advisory Board:

Advisory Board consists of the five (5) immediate past presidents. The immediate past president will be the chairperson of this Board.

The primary responsibility of this board is to ensure that the activities and the code of conduct of the Association and its members are in accordance with the established mission, vision, and goals of NAINA and as specified in the bylaws.

The Advisory Board must meet at least once a year. The board may meet and recommend to the Governing Board, resolutions to conflicts affecting the operation of the Association, such as major issues or significant deviations identified and verified in the activities and the conduct of any Board member.

The Advisory Board members can be called upon by the President to assist the Executive Board to function as mentors to other National NAINA committees /Chairs, if necessary.

Members of the Executive Board and Advisory Board together will be known as the Board of Directors of NAINA

This board will meet at least annually and as needed when called upon by the President to address any major concerns or decisions that need to be made with the collective input and majority consensus of the whole membership of the Board.

Governing Board:

The Executive Board, the Advisory Board, the Committee Chairs, and the Chapter Presidents will constitute the Governing Board.

In addition, a non-nurse professional, preferably an attorney or a CPA from the at large community may serve the Association as a guest in an advisory capacity only. This individual will not have voting and decision-making rights.

Section III

National Committees and Committee Chair Responsibilities

Committee chairs will be members of the Governing Board. Each committee will have a Chairperson and Co-chair. One member will be selected from the chapter committee chairs to be represented as the NAINA Co-chair by consensus of the committee chair and all committee members. The Co-chair will assist the chair with committee responsibilities, and will not have a vote.

The chairperson sets goals, holds a monthly meeting, and makes recommendations for strategic planning and budget with the President. The Chairpersons must present a quarterly report to Gb and a written yearly report to the NAINA secretary and Year All new committee initiatives must be communicated to and sanctioned by the governing board.

NAINA Committees

Bylaws Committee :

1. Initiates amendments/Reviews/recommendations to the bylaws for review by the Governing Board
2. Presents the proposed amendments to the Governing Board.
3. Serves as a resource to the chapter bylaw committee chairs and presidents and assists to ensure that the chapter bylaws are aligned with NAINA bylaws so that members understand and achieve the goals and missions collectively .
4. Ensures that the bylaws are reviewed/amended and revised as needed on an ongoing basis. and provides 30 days comment period
5. Ensures that the bylaws are posted and accessible to members on the NAINA website.

Professional Development:

1. Continuously assesses, identifies, plans, implements and evaluates educational programs to meet membership needs.
2. Acts as a resource for local chapters collaborates with chapter presidents, chapter education committee chairs, and other professional agencies for the development and implementation of educational programs.
3. Recommends educational content for all NAINA conferences.
4. Prepares and publishes conference brochures, handbooks and other relevant materials.
5. Identifies national healthcare trends that need to be presented in regional, national and international conferences.

Membership Committee:

1. Initiates programs for membership recruitment for the Association
2. Provides assistance and guidance to develop prospective chapters

3. Maintains a copy of the membership roster and fee collection
4. Maintains membership categories, membership fee structure, membership status, and demographic data
5. Updates the virtual membership list and updates any expiring membership fees with a notice to the expiring member.

Communications Committee:

1. Chooses committee members with language knowledge and proficiency that reflects and represents various languages/dialects of the NAINA membership
2. Explores and evaluates means of promoting the Association's interests.
3. Gathers and submits newsworthy materials to various news media with the approval of the Executive Board.
4. Disseminates information to chapters and members-at-large regarding programs and activities the Association undertakes.
5. Assumes responsibility for website maintenance, social media, newsletter, and public relations
6. Updates NAINA website periodically as needed
7. Solicits and posts content, including news, articles, and photos
8. Ensures posting of the Association Bylaws, Appendices, on the website

Awards & Scholarship Committee

1. Initiates, reviews, and updates awards/recognition criteria.
2. Ensures publishing of the selection criteria on NAINA and chapter websites to select deserving awards/ scholarship recipients.
3. Selects the awards/recognition recipients with the approval of the executive board.

Research and Grant Committee:

1. Initiates, reviews, and reviews and publishes research studies based on research/grant criteria
2. Updates and publishes research/grant criteria.
1. Assists with fundraising activities related to Research/Grant funds.
2. Publishes criteria locally and nationally to select suitable research/grant recipients.
3. Select recipients based on merit Criteria determined by the Research and Grant Committee.
4. Applies for suitable research and other type of grant opportunities
5. Conducts/coordinates research and creates, submits reports as required by donors and grantees.
6. Contributes to publication in peer-reviewed journals

Advance Nurse Practice (APN) Committee :

1. Researches reviews and analyzes practice issues affecting APNs and makes recommendations to NAINA
2. Serves as a liaison to represent NAINA in clinical practice projects
3. Implements annual APN clinical excellence conferences
4. Serves as a resource to chapter APN committee

Editorial and Journal Committee:

1. Makes recommendations toward a strategic plan
2. Solicit and publish news and articles for the peer-reviewed journals – electronic version every odd year and in addition to the electronic, a commemorative journal to be released at the biennial conference .
3. Sends publication materials to the website committee

Fundraising Committee

The Fundraising Committee is a standing committee with the goal of raising funds to ensure the financial viability and stability of the organization. The Fundraising Committee Chair, Committee Members, and the NAINA Executive Vice President will work together to determine committee needs. Members of this committee will be local chapter committee chairs.

Responsibilities include:

1. Reviews all previous years' fundraising activity and make recommendations for improvements for the new fiscal year.
2. Develops an annual calendar for the committee's activities, including critical dates, milestones, and required board actions
3. Finds, creates and implements fundraising opportunities throughout the term.
4. Focuses on raising the number of funds needed to meet the organization's budget.
5. Tracks and presents reports on proposed fundraising activities at board and Association meetings for approval.
6. Conducts meetings with all committee members at least once a quarter
7. Actively participates in meetings, contributing to the discussion, brainstorming, and sharing innovative ideas
8. Stay in regular communication with NAINA Executive Vice President
9. Analyze relationships with current and prospective major donors and funders and develop individualized strategies to cultivate or strengthen those relationships.
10. Along with NAINA Executive Vice President, meets with current and prospective major donors and funders (foundations and corporations).
11. Tap respective networks for potential donors of money, time, and in-kind support
12. Monitor & support fundraising efforts to be sure that ethical practices are in place, that donors are acknowledged appropriately, and that fundraising efforts are cost-effective
13. Analyze relationships with current and prospective corporate sponsors, devise sponsorship packages, and work with committee members and the NAINA governing board to develop relationships.

Advocacy and Policy Committee

Monitor, research and provide comments and recommendations on federal, state, and local policy issues and trends of interest to NAINA.

Responsibilities Include:

1. The Policy Committee ensures that the board has policies and procedures in place to guide the operation of the organization in a legal and ethical manner.

2. Evaluate lobbying issues of like organizations over email and assess whether NAINA should support the issue. This requires a quick response on behalf of the committee chair and members.
3. Evaluate issues in alignment with NAINA's mission and goals to determine if appropriate
4. Develop awareness of current healthcare issues and opportunities for NAINA to be represented to (1) support an issue already in discussion in public arenas; (2) anticipate an issue to be on the agenda of national decision-makers; or (3) initiate an issue in a public policy debate.
5. Writes position statements as of and when called by the president
6. May be requested to represent NAINA before legislators in Washington, DC.
7. Build relationships with legislators and lobbyists to support NAINA's position on an appropriate cause.
8. Build relationships with other healthcare organizations to collaboratively advocate for opportunities that promote NAINA
9. Discuss advocacy visions and or advocacy opportunities with the NAINA Board of Directors and obtain the approval of the BOD on advocacy issues that require NAINA action.

Election Committee:

The Election Committee will be formed by the chair and the Co-chair of the committee. A non-NAINA member may be called upon to serve on this committee to serve as a third committee member. The Co-chair will be a member of the chapter election committee.

Both members will not nominate themselves to the Executive Board or committee chairperson during the election term.

1. The Election Committee Chairperson oversees the execution of the nomination and election process of NAINA.
2. The Election Committee Chairperson is solely responsible for the safekeeping of the ballot box, ballots, and voter registry.
3. The Election Committee members work together to preserve the integrity of the election process.
4. Reviews and amends election policies and procedures to follow current trends including in the instances of contested elections.
5. Informs Governing Board of the candidate eligibility, nomination, and election policies and procedures and ensures that they are strictly followed.
6. Compiles a voter registry of all eligible voters of the given election.
7. Reviews nominations and notifies nominees if ineligibility to contest is obvious.
8. Compiles and counts both paper and online ballots.
9. Present the Governing Board the names of the winners of the elections and selections 30 days prior to the installation date of the officers.
10. Assists Chapter Presidents to inform winners of the election/selection.
11. Assists the Executive Board with the installation of new officers

12. To receive a voting ballot the GB members should demonstrate 80 percent of attendance at all NAINA GB meetings.

Section IV

Chapter President

1. Presidents of local/state chapters are members of the NAINA Governing Board.
2. Adopt and abide by the NAINA bylaws.
3. Ensure that their chapter bylaws are consistent with and aligned with the NAINA bylaws.
4. Actively participate in the Association to achieve the goals and mission collectively.
5. Attend all NAINA Governing Board meetings or designate representatives in case of absence.
6. Disseminate relevant information promptly to the chapter memberships.
7. Present chapter activity and event updates during Governing Board meetings/teleconferences.
8. Submit written chapter activity and accomplishment reports to NAINA secretary annually.

Appendix II

NAINA Framework for Executive Leadership Positions

In response to feedback from members that the competencies for executive leadership positions were not clearly articulated in the *NAINA Executive Leadership Framework*, the NAINA Board of Directors initiated a deliberate process to prioritize and clarify the needed competencies.

The results of this work are detailed below in the *NAINA Framework for Executive Leadership Positions*. The Nominating Committee will use this framework as the basis of their evaluation as executive leadership nominees: therefore, nominees should demonstrate evidence of these competencies in their application materials.

Highly qualified and committed executive leaders are essential to the continuing progress of NAINA. In partnership with members, and constituents, these leaders ensure that the organization's mission, values and strategies are achieved.

Executive leadership positions are:

1. President
2. Executive Vice President
3. Vice President
4. Secretary
5. Treasurer

Each competency is accompanied by an operational definition, which includes examples of skills that would be evident in an individual with the competency. This is not intended to be an all-inclusive list of skills, but it is hoped that these examples provide additional context to the definition.

The competencies serve to:

- Clearly communicate to stakeholders the qualities desired in candidates for NAINA executive leadership positions.
- Assist members in assessing their readiness for NAINA executive leadership positions.
- Assist NAINA in identifying, recruiting and developing potential candidates for executive leadership positions in the Association.
- Guide the NAINA Election/ Nominating Committee in evaluating candidate qualifications and selecting future executive leaders.

Essential Competencies for executive Leadership

- Self-Leadership
- Global Thinking

- Visioning
- Consensus Building
- Delivering Effective Messages
- Knowing and Committing to NAINA

Self-Leadership

The ability to assess, manage and develop oneself in order to preserve and optimize relationships and add value to the outcomes of one's organization. Inherent in this competency is the ability to:

- Promote trust and confidence in one's own intentions and those of the organization.
- Invite, seek, value, and use feedback, even if it is difficult to hear.
- Clearly articulate one's own point of view and be open to having it challenged by others.
- Validate one's own self-assessment with others and through various forms of communication, including spoken and unspoken cues and clues.
- Be self-reliant in directing one's own development based on feedback and lessons learned from mistakes and successes.
- Assess and recognize the value one personally brings to one's organization.
- Ensure that one's own emotions and passions do not hinder group relationships and outcomes.

Global Thinking

The ability to think beyond one's current role and practice and apply new perspectives that will improve and optimize one's role and practice. Inherent in this competency is the ability to:

- Analyze national professional issues, trends, events and standards, and integrate this knowledge to form new perspectives.
- Use these new perspectives to advance solutions and positive change.
- Measure the progress of change.

Visioning

The ability to create a clear view of the preferred future resulting from global analysis in order to lead other people and the organization to this preferred future. Inherent in this competency is the ability to:

- Integrate lessons from the past, the realities of the present and the likely future consequences of a decision.
- Foresee the outcome of a situation.
- Translate for others how they can get to the vision of the preferred future from their current situation.

Consensus Building

The ability to achieve practical consensus within groups to promote strong teamwork and garner commitment and participation of others to achieve solutions and effect positive change. Inherent in this competency is the ability to:

- Create a safe environment to keep people in dialogue.

- Articulate one's own point of view even if it is the minority view.
- Recognize and overcome personal bias.
- Suspend judgment to avoid premature closure of dialogue.
- Invite and incorporate the perspectives of others.
- Surface and address values conflicts.
- Achieve shared understanding that everything is not "black and white".
- Identify a common ground among stakeholders.
- Manage conflict effectively.
- Support the consensus decision of the group, even if it is not one's personal viewpoint.

Delivering Effective Messages

The ability to deliver effective messages to others in order to motivate thought and action. Inherent in this competency is the ability to:

- Translate complex issues into relevant and meaningful explanations.
- Clearly convey (verbally and in writing) the multiple dimensions of an issue to individuals and groups in a manner that engages them and helps them understand.
- Convey messages that are congruent with one's own actions.
- Align messages to one's organization, division or unit's mission, goals and priorities.

Knowing and Committing to NAINA

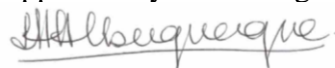
The ability to demonstrate knowledge and commitment to the mission, values and work of NAINA in order to optimize outcomes. Inherent in this competency is the ability to :

- Integrate NAINA mission and into one's current role and practice .
- Inform others about NAINA and advocate for its issues and value.

Revisions

Description	President	Year revised.
Original bylaws	Sara Gabriel	December1, 2006
First revision	Dr. Solymole Kuruvilla	April 12, 2011
Second revision	Dr. Vimala George	August 28, 2014
Third revision	Dr. Jackie Michael	June 12, 2018
Fourth revision	Dr. Agnes Therady	August 8 th , 2020
Fifth revision	Dr. Lydia Albuquerque	May 10 th , 2022

Approved by Governing Board on May10th, 2022



Signature of President:

Print Name: Lydia H Albuquerque

Dated: May 10th, 2022