

# AMERICAN PSYCHIATRIC NURSES ASSOCIATION HAWAII CHAPTER GOVERNANCE POLICIES

## **ARTICLE I. NAME**

The name of the chapter shall be The American Psychiatric Nurses Association - Hawaii.

## **ARTICLE II. RULES**

### **Section 1. Not For Profit**

The American Psychiatric Nurses Association - Hawaii is organized under and shall operate as a Hawaii not-for-profit corporation and shall have all powers granted by the General Not-For-Profit Corporation Act of the State of Hawaii.

### **Section 2. Purposes**

The purposes of The American Psychiatric Nurses Association - Hawaii are to promote excellence in psychiatric nursing and improve psychiatric and mental health care for individuals, families, groups and communities in the state of Hawaii by:

- ◆ Promoting the highest professional standards of practice for psychiatric and mental health nurses in a variety of roles and diverse settings;
- ◆ Providing a forum for exchanging information, ideas, experiences and research leading to better psychiatric and mental health nursing care;
- ◆ Increasing public awareness of the scope of psychiatric nursing;
- ◆ Facilitating the professional development and further learning of psychiatric and mental health nurses through educational programs, conferences and other professional activities;
- ◆ Establishing a broad communication network for all levels of psychiatric and mental health nurses who practice in varied settings;
- ◆ Collaborating with groups representing various constituencies to influence public and health care policy and shape the provision of mental health care services; and,
- ◆ Encouraging nurses to enter the practice of psychiatric and mental health nursing and supporting those in the specialty.

### **Section 3. Rules**

The following rules shall conclusively bind The American Psychiatric Nurses Association - Hawaii and all persons acting for or on behalf of it.

A. The American Psychiatric Nurses Association - Hawaii shall not engage in any conflict of interest activities.

1. Earnings of The American Psychiatric Nurses Association - Hawaii shall be such only to further the purposes of the Chapter. No earnings shall ensure the benefit of, or be distributed to, any individual other than reasonable compensation for services rendered, or to make payments or distributions to further the purposes of The American Psychiatric Nurses Association – Hawaii. No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or other otherwise attempting to influence legislation, and shall not

participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

2. The American Psychiatric Nurses Association - Hawaii shall not carry on any other activities not permitted a corporation exempt from federal income tax or to which contributions are deductible under the current Internal Revenue Code.

B. Upon dissolution of The American Psychiatric Nurses Association - Hawaii the Board of Directors shall, after paying or making provisions for the payment of all the liabilities, dispose of all its assets to the American Psychiatric Nurses Association.

C. The American Psychiatric Nurses Association - Hawaii shall not adopt any practice, policy or procedure which would result in discrimination on the basis of age, race, sex, religion, national origin or handicapped condition.

## **ARTICLE III. MEMBERSHIP**

### **Section 1. Members**

A. Members shall be those individuals who are registered nurses, pay national American Psychiatric Nurses Association dues and local membership dues. Members may vote, serve on committees and seek election as an officer.

B. Additional categories of student, retired, and public memberships are available through APNA and will be honored by APNA-Hawaii. Local chapter dues will be reduced 50%. Retired members may vote, serve on committees and hold offices. Student and public members may not vote or hold office but may be appointed to committees as ad hoc members

C. Honorary members shall be individuals who have received unanimous approval by the Board of Directors in recognition of their contributions to psychiatric-mental health nursing. They shall not be entitled to vote, hold office or serve on committees. They shall be exempt from paying dues.

### **Section 2. Voting Rights**

Each member shall be entitled to one vote on each matter submitted to a vote of the members.

### **Section 3. Resignation**

Any member may resign by failure to pay American Psychiatric Nurse Association and Hawaii chapter dues.

## **ARTICLE IV. MEETINGS OF MEMBERS**

### **Section 1. Regular meetings**

A minimum of two meetings of the membership will be held annually. The time and place is designated by the Board of Directors.

### **Section 2. Annual Meeting**

One meeting each year, in Spring, shall be designated as the annual meeting at which new officers and directors will be installed.

### **Section 3. Special Meetings**

Special Meetings may be called either by the President or by a quorum of the Board of Directors.

### **Section 4. Notice of Meetings**

Notice stating the place, day, and hour of any meeting of members shall be delivered, by e-mail to each member entitled to vote at such meeting, not less than 10 calendar days before the regular or special meeting.

### **Section 5. Quorum**

The members present shall constitute a quorum.

## **ARTICLE V. OFFICERS**

### **Section 1. Officers**

The elected officers of The American Psychiatric Nurses Association - Hawaii shall be the President, President-Elect or Immediate Past-President, Secretary, and Treasurer, and up to 7 Directors-at-Large appointed for 2 year terms by the elected officers to represent various settings/counties or islands.

### **Section 2. Duties**

Officers shall perform the general duties of each office outlined below. Additional duties may be prescribed by the Board of Directors or President as needed to accomplish the work.

A. President: The president will be the principal executive officer and shall in general supervise and control all affairs of the American Psychiatric Nurses Association - Hawaii. He or she will be the Chairperson of the Board of Directors; preside at all meetings of the Board and general membership; serve as official spokesperson for the American Psychiatric Nurses Association - Hawaii; be the official liaison between the American Psychiatric Nurses Association Board of Directors and the Hawaii chapter; and represent the chapter in meetings with other professional organizations.

B. President-Elect or Immediate Past President: The President-Elect will perform the duties of the President in his/her absence or as directed and serve as Program and Bylaws Chair and will be responsible for keeping the chapter's APNA website current.

C. Secretary: The Secretary will keep minutes of all meetings, assume responsibility for the chapter archives, and maintain all records - past and present; maintain the correspondence; notify the membership of meetings; assist the President with submission of appropriate reports too the Association or other organizations or

distribute of reports or other documents and serve as chair of Nominating Committee.

D. Treasurer: The Treasurer will have charge of and be responsible for all funds of the American Psychiatric Nurses Association - Hawaii. He or she will collect and provide receipts for dues and fees or other monies payable to American Psychiatric Nurses Association - Hawaii, maintain financial records, maintain and oversee accounts with banks or other depositories and prepare financial report addressing income and disbursements for every Board meeting and general meeting (either via email or in person) and complete the financial section of the annual report.

E. Directors-at-Large: The Directors-at-Large will represent the broad interests of the members and the needs/services confronting psychiatric/mental health nurses and clients in varied settings/counties or islands. They shall chair ad hoc committees as assigned.

### **Section 3. Tenure and Qualifications**

A. **The term of office will begin following installation.** All officers must be voting members in good standing. The terms of office will begin July 1, following the installation of officers at the Annual meeting.

B. The term of office for the President is two years, preceded by 1 year term of President Elect and followed by one year term as Past President.

C. The term of office for the Secretary, Treasurer and Directors-at-Large is two years.

D. Four Directors-at-Large will be appointed in even years and three appointed in odd years.

### **Section 4. Nomination and Election**

A. The President-elect and Secretary shall be elected in even years. The Treasurer shall be elected in the odd years.

B. Nominations must have the consent of the nominee. Nominations will not be accepted after the close of the Spring Board meeting.

C. There will be no write-in nominations on the ballot.

D. A call for nominations will be e-mailed to members at least 30 days prior to the Annual Meeting. Nominations shall be open for 7 calendar days. The Board must vote to accept the slate of nominations before an election is held.

E. Whenever possible an election slate with two candidates for each vacant position shall be prepared from the pool of potential nominees by the Nominating Committee. The pool of potential nominees may include members nominated by the Committee, other members or by self nomination.

F. Election shall be by e-mail ballot. E-mail voting will be open for 72 hours after the ballot is sent. The election process will be completed prior to the annual meeting. Election results will be publicly announced at the Annual Meeting and officers shall be installed at that meeting.

### **Section 5. Re-election to an Office**

An individual may hold office for two consecutive terms except the office of President which can be held for only one term.

### **Section 6. Removal from Office**

Any officer may be removed by a vote from the majority of the Board of Directors

whenever in its judgment, the best interest of the American Psychiatric Nurses Association - Hawaii would be served.

### **Section 7. Vacancies**

A vacancy in any office may be filled by appointment of the Board of Directors for the unexpired portion of the term. In the event of a vacancy in the office of President, the President-Elect would automatically succeed to the presidency and the office of President-Elect would remain vacant. The President-Elect will subsequently serve the two year term of office as President to which elected. Any member serving more than half of an unexpired term shall be considered to have served one term.

## **ARTICLE VI. BOARD OF DIRECTORS**

### **Section 1. Composition**

The Board of Directors of the American Psychiatric Nurses Association - Hawaii shall be the elected officers and appointed Directors-at Large.

### **Section 2. General Powers**

The affairs of the American Psychiatric Nurses Association - Hawaii shall be managed by its Board of Directors.

### **Section 3. Quorum**

The Board members present at any meeting of the Board shall constitute a quorum.

### **Section 4. Compensation**

Officers shall not receive any salaries for their services.

## **ARTICLE VII. COMMITTEES**

Committees shall be convened by the Board of Directors as needed. The Board will define the charge, specify the authority and term of appointment and appoint the members.

## **ARTICLE VIII. CONTRACTS AND FUNDS**

### **Section 1. Contracts**

The Board of Directors may authorize any American Psychiatric Nurses Association - Hawaii board member to enter into any contract in the name of and on behalf of the Chapter and such authority may be general or confined to specific instances.

### **Section 2. Dues**

The Board of Directors shall determine the amount of dues for the American Psychiatric Nurses Association - Hawaii.

### **Section 3. Fiscal Year**

The fiscal year of the American Psychiatric Nurses Association - Hawaii shall be July 1 through June 30.

#### **Section 4. Deposits and Payments**

All funds of the American Psychiatric Nurses Association - Hawaii shall be deposited to the credit of the American Psychiatric Nurses Association – Hawaii in a bank or other depository selected by the Board of Directors. All checks or other orders for the payment of money, notes or other indebtedness issued in the name of the American Psychiatric Nurses Association - Hawaii shall be signed by the Treasurer or President with documented knowledge and approval from at least one non-signing officer.

#### **Section 5. Gifts**

The Board of Directors may accept on behalf of the American Psychiatric Nurses Association - Hawaii any contribution, gift, bequest, or devise for the general purpose of or any special purpose of the American Psychiatric Nurses Association - Hawaii.

### **ARTICLE IX. BOOKS AND RECORDS**

The American Psychiatric Nurses Association - Hawaii shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors, general membership meetings, regional and statewide meetings. An annual report will be filed with APNA in accordance with the format and time line set.

### **ARTICLE X. AMENDMENTS TO BYLAWS**

These Bylaws may be amended at a meeting, or at any special meeting duly called for the purpose of amending the Bylaws, by a majority vote of those present and voting, or by e-mail ballot providing notice of the proposed amendment has been sent to the members at least ten (10) calendar days prior to the meeting.

*Approved Revisions: 05/97, 09/97, 10/98, 02/01, 06/03, 06/04*