

**Bylaws for**

**TEXAS STATE  
ASSOCIATION OF  
OCCUPATIONAL  
HEALTH NURSES**

**Article I NAME**

The **name** of this chapter shall be the **Texas State Association of Occupational Health Nurses (TSAOHN)**, a chapter of the **American Association of Occupational Health Nurses, Incorporated (AAOHN)**.

**Article II**

**The purposes of TSAOHN are to:**

- A.** Constitute the state professional association of licensed nurses engaged in the practice of occupational and environmental health nursing;
- B.** Promote and provide continuing education in occupational and environmental health nursing;

- C.** Maintain the integrity and character of the nursing profession;
- D.** Develop and promote scope of practice and standards for occupational and environmental health nurses to improve population-focused nursing services;
- E.** Provide a forum for networking and discussion of issues in the field of occupational and environmental health nursing;
- F.** Promote health and safety of workers and communities and support occupational and environmental health nursing practice through monitoring and influencing state legislation and regulations;
- G.** Promote occupational and environmental health nursing through public relations activities;

- H.** Provide opportunities to develop chapter leadership skills, and
- I.** Do, within the limits of the law, all things necessary, proper, incidental, suitable, useful and conducive to complete the accomplishment of the foregoing purposes.

**Article III  
MEMBERSHIP**

**Section 1. Classes of Membership**

**A. Active**

1. A licensed nurse currently engaged in occupational and environmental health impacting the health and well-being of worker populations.
2. Active members shall have all rights and privileges of membership including voting, holding TSAOHN office, and serving

on TSAOHN committees.

3. An active member may apply for inactive status if the member has temporarily left the field of occupational and environmental health nursing due to hardship.

#### **B. Inactive**

1. A licensed nurse who temporarily changed their engagement in occupational and environmental health (e.g. hardship or employment status change).
2. Inactive members will have voting rights but are not able to hold TSAOHN office.
3. Inactive status must be renewed annually and may be maintained for a maximum of three years.

#### **C. Retired**

1. A previously active member; now

retired but continues to be interested in occupational and environmental health and supports the purposes of TSAOHN

2. Retired members have voting status in TSAOHN, may hold an elected TSAOHN office at local, state, and regional level, and may serve as a committee member.

#### **D. Affiliate**

1. Individuals who are not eligible for active status and who are not licensed nurses, but who are engaged in the field of occupational and environmental health and the purposes of TSAOHN.
2. Individuals who are not licensed nurses but who are engaged in the field of occupational and environmental

health or are interested in the purposes of TSAOHN.

3. Affiliate members may serve on committees. They are not eligible to hold an elected office.

#### **E. Student**

1. A student in a nursing program with interest in occupational and environmental health.
2. Student members may vote in state elections and participate on state committees, but are not eligible to hold a TSAOHN office.
3. Student members may participate in local chapters as supported by local chapter bylaws.

#### **F. Life**

1. Life membership shall be conferred upon TSAOHN past presidents at the completion of their terms of office.
2. Life members shall not pay State dues.

3. Life members have all active member rights.

### **G. Honorary**

Honorary membership may be conferred upon individuals selected by the Board of Directors for outstanding service to TSAOHN and/or the profession of occupational and environmental health nursing. A two-thirds vote of the Board of Directors shall be required for confirmation of Honorary Memberships.

1. Honorary members shall not pay dues and have no member benefits.

### **Section 4. Dues**

- A. Dues are revolving on a 12 month basis and collected by AAOHN.
- B. Each member shall send AAOHN and TSAOHN dues to AAOHN National Office.
- C. State and Local Chapter dues will be sent by AAOHN.

### **Section 2.**

Active, Inactive, Retired, Affiliate, Student, Life, and Honorary members who reside or work in the

area of a local chapter must be members of those chapters. If more than one local chapter exists in the area, the membership shall be in the chapter of the member's choice.

### **Section 3. Applications for Membership**

Membership shall be granted by AAOHN. A written application submitted to the National Office is required for all classes of membership, except honorary and life.

- A. TSAOHN shall have thirty (30) days to challenge a member.
- B. If there is a challenge of an application, the final review and

approval shall be at the sole and absolute discretion of the AAOHN Board of Directors.

**D.** TSAOHN Board of Directors may recommend a change in the state dues for all classes of membership and any change must be approved by a two-thirds vote of the voting members.

### **Section 5. Forfeiture of Membership**

Members shall be automatically terminated for: A. Not meeting membership criteria; or B. For non-payment of dues.

### **Section 6. Disciplinary Action**

- A. The AAOHN Board of Directors may censure, suspend, expel, or

otherwise discipline any member of AAOHN for violation of the Code of Ethics, the purposes of AAOHN, or other causes deemed

sufficient by the Board of Directors.

**B. Disciplinary Procedures:**

1. The member shall receive 30 days written notice prior to proposed expulsion, suspension, or termination and the reasons therefore sent by certified mail.
2. The member shall have an opportunity to be heard, orally or in writing, not less than five days before the effective date of action, by the AAOHN Board of Directors.
3. Any disciplinary action shall require a two-thirds vote of the AAOHN Board of Directors.

**Section 7. Reinstatement**

A former member who forfeited membership may be reinstated by applying as a new member, paying the current dues, and meeting the requirements then in force.

**Section 8. Access to Records**

Consistent with legal requirements, a member may inspect the books and records of TSAOHN for any proper purpose upon reasonable notice to TSAOHN.

**Article IV**

**BOARD OF DIRECTORS**

**Section 1. Composition**

The Board of Directors shall be comprised of four (4) elected officers and four (4) directors elected by voting members during the general state election, and the Election Advisor. The immediate Past-President will serve on the board for the first year after his/her term.

**Section 2. Duties**

The duties of the Board of Directors shall be to:

- A.** Transact the general business and affairs of TSAOHN;
- B.** Adopt an annual budget;
- C.** Designate the place of deposit for money;

**D.** Provide bond for any person handling funds;

**E.** Provide for an independent review by an external party of the books and records of this chapter;

**F.** Recommend to Membership any proposed changes in STATE dues structure;

**G.** Fill any vacancy, except that of the President, by ballot vote;

**H.** Fill any vacancy on the nominating committee;

**I.** Approve presidential appointments;

**J.** Appoint election Tellers and approve Chairman of Tellers;

**K.** Process all complaints or requests;

**L.** Initiate proceedings for the removal of an officer for misconduct or neglect of duty in office using due process procedures as outlined in Robert's Rules of Order Newly Revised or the corporate code of an incorporated association;

- M. Establish advisory councils if and when deemed necessary;
- N. Determine time and place for biennial meeting; and
- O. Adopt the necessary standing rules and policies to implement these bylaws.

### **Section 3. Meetings**

- A. Regular meetings of the Board of Directors shall be held three (3) times a year.
- B. Special meetings of the Board of Directors:
  1. May be called by the President;
  2. Shall be called by the President upon written request of a majority of members of the Board of Directors.
  3. May be held with at least 24 hours prior notification.
- C. Notices of all regular meetings of the Board of Directors shall be at least ten (10) days before the date of the Board meeting and may be by electronic means.

- D. Meetings may be conducted through the use of any means of communication by which any or all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting.
- E. Quorum: Six (6) of the members of the Board of Directors, including the President or President-elect, shall constitute a quorum at any meeting of the Board.

### **Section 4. Officers**

- A. The officers shall be the President, President-elect, Secretary, and Treasurer.
  1. Qualifications: To be eligible for election, candidates must be active members. In addition, candidates for President shall have served a minimum of one (1) term as a Director at local, state, or national level.

2. Duties: The duties shall be such as are implied by the respective titles except as otherwise stated in these bylaws and more specifically shall include the following:
  3. The **President** shall:
    - a. Be the chief elected officer and official representative of TSAOHN;
    - b. Perform duties as set in the bylaws or standing rules adopted by the Board of Directors;
    - c. Appoint, subject to the approval of the Board of Directors, standing and ad hoc committees;
    - d. Approve bills for payment subject to limits prescribed by the Board of Directors;
    - e. Establish policies to ensure proper accounting procedures are followed;
    - f. Submit a written report at the biennial meeting;
    - g. Submit to the AAOHN office

written reports as requested by AAOHN;

- h. Notify AAOHN in writing or other accepted electronic means, of the election or change in officers within thirty (30) days;
- i. Serve as ex-officio member of all committees except the committee on nominations; and
- j. Notify all officers of their election and all committees of their appointments.

2. The **President-elect** shall:

- a. In the absence of the President, assume the duties of the President;
- b. Succeed to the office of President for the unexpired term in the event of a vacancy in that office;
- c. Notify members and directors in writing or other accepted electronic means of the time and place of meetings.

d. Assume other duties assigned by the bylaws or standing rules, or the Board of Directors.

e. Serve as chairperson of the Membership Committee and shall maintain accurate membership records and send member informational packets to all new members.

f. At least ninety (90) days before the biennial meeting, shall provide to the Chairman of the Nominations Committee and the Chairman of Tellers upon appointment, an accurate list of the voting members; and

g. Ensure that yearly records are preserved.

5. The **Immediate Past President** shall:

- a. Provide advice to the President and

Board of Directors of TSAOHN.

b. Shall be an ad hoc advisory position

c. Shall have no voting rights as an active Board of Director member.

6. The **Secretary** shall:

a. Prepare the minutes of all meetings of TSAOHN and the Board of Directors;

b. Conduct the general correspondence; and

c. Ensure that yearly records are preserved.

7. The **Treasurer** shall:

a. Chair the Finance committee;

b. Deposit all monies belonging to the association in a bank approved by the Board of Directors;

c. Keep itemized records of receipts and disbursements

and book of accounts;

- d. Pay all bills approved by the President;
- e. Submit the books and records for an annual independent review by an external party appointed by the Board of Directors;
- f. Submit a biennial financial report to the biennial meeting;
- g. Submit a written report at each meeting of the Board of Directors of TSAOHN.

- 8. The **Directors** shall perform such duties as shall be assigned by the President of the Board of Directors.
- 9. All officers shall deliver to their successors all books, papers, and other property belonging to the TSAOHN within thirty (30) days after completion of the term of office.

### **Section 5. Directors**

There shall be Four (4) Directors.

### **Section 6. Term of Office**

- A.** The term of office for officers shall be for two (2) years or until a successor has been elected and assumes office.
- B.** The term of office for directors shall be two (2) years or until their successors have been elected and assume office and could be more than two (2) consecutive terms in the same office.
- C.** The term of office shall begin January.1
- D.** Any part of a term in excess of twelve (12) months for officers or directors shall be considered a term in deciding eligibility for reelection.
- E.** The absence of any member from more than two (2) sessions of the Board of Directors without sufficient reason, as determined by the majority of the entire board, shall be considered a resignation from the elected office.

### **Section 7. Vacancy in Office**

- A.** A vacancy in the office of President shall be filled by the President-elect.
- B.** Any other vacancy shall be filled by ballot vote of the Board of Directors.

## **Article V NOMINATIONS AND ELECTIONS**

### **Section 1. Nominating Committee**

- A. Composition:** The Election Advisory Chairperson shall appoint two (2) tellers and a Chairperson of tellers. The names of all three (3) tellers shall be presented at the summer board meeting.
- B. Qualifications:** A member shall have been a member of TSAOHN for no less than one (1) year.
- C. Term:** The tellers and chairperson of tellers shall serve two (2) years or until a successor is appointed and shall not be

eligible for immediate reappointment.

**D. Vacancy:** Should a member of the Nominating Committee become a nominee for officer or director, that person shall resign. If a chairperson is unable to serve, the vacancy shall be filled by appointment by the President.

**E. Duties:**

1. The committee shall request that members recommend the names of candidates for each elective position.

Nominations must be closed no later than August 1.

2. The committee shall consider the qualifications of all candidates proposed by the membership or by members of the Nominating Committee and shall select nominees for each office and director and vacancy on the Nominating Committee.

3. The consent of all persons whose names appear on the ballot shall be secured.

4. A ballot shall be prepared with the placement of names chosen by lot.

### **Section 2. Ballot**

**A.** In **odd** numbered calendar years, the ballot shall contain nominees for:

1. Treasurer
2. Two (2) Directors
3. Election Advisory Chairperson
4. President Elect

**NOTE: President-Elect** transitions to the office of **President in even** numbered calendar years. In **even** numbered calendar years, the ballot shall contain nominees for:

1. Two (2) Directors
2. Secretary

**B.** No member shall be a candidate for more than one position.

### **Section 3. Elections**

**A.** All elections shall be by ballot prepared by the Nominating Committee.

1. The ballot, together with directions and the accompanying documents of each candidate shall be made available to membership for vote by November 1<sup>st</sup> by electronic means.

2. The President-Elect shall deliver an official roster of members eligible to vote to the Chairman of Tellers by November 1<sup>st</sup>.

3. The voting shall be complete by November 15<sup>th</sup>.

**B.** The ballots shall be counted by December 1<sup>st</sup>. The full report of the Tellers shall be read at the biennial meeting.

**C.** Decision: A plurality vote shall elect. In the event of a tie vote, a decision shall be determined by lot.



**D.** Ballots shall be retained until the biennial meeting when the membership votes to destroy ballots.

## **Article VI MEETINGS**

### **Section 1. Biennial Meeting**

- A.** There shall be a biennial meeting. The meeting shall be held at such time and place as shall be determined by the Board of Directors.
- B.** Cancellation of Biennial Meeting: In the event of an emergency, the Board of Directors by two-thirds (2/3) vote may cancel or reschedule the biennial meeting. All members shall be notified of the cancellation or rescheduling and the results of the election.

### **Section 2. Special Meetings**

Special meetings may be called by the President upon written request of two (2) constituent associations or three (3)

members of the Board of Directors.

### **Section 3. Notices**

Notices of all meetings of the membership shall be forwarded by the Board of Directors by any accepted electronic means at least thirty (30) days before the date of the meeting.

### **Section 4. Quorum**

Twenty (20) active members, representing at least three (3) constituent associations, including one (1) officer, one of whom shall be the President or President-elect, shall constitute a quorum.

### **Section 5. Official Record**

An official record of the meetings will be made.

## **Article VII COMMITTEES**

### **Section 1. Standing Committees**

- A.** Standing Committees shall be chaired by a

member of the Board of Directors.

- B.** Detailed duties and procedures shall be as set down in the standing rules on policies and procedures.

### **Section 2. Ad Hoc Committees**

Ad Hoc Committees may be appointed as authorized by the general membership of the Board of Directors.

### **Section 3. Ex-Officio Members**

The President shall be an ex-officio member of all committees except the Nominating Committee.

### **Section 4. Quorum**

Quorum for any committee meeting shall be a majority of the committee.

## **Article VIII PARLIAMENTARY AUTHORITY**

**Robert's Rules of Order Newly Revised** shall govern the proceeding of this chapter in all cases not provided for in these bylaws or in the standing rules or policies.

## **Article IX**

## AMENDMENTS

These bylaws may be amended at any biennial meeting by a two-thirds (2/3) vote of the members present and voting, provided that the proposed amendments shall have been approved by the Board of Directors and made available to each voting member at least thirty (30) days in advance. No bylaws shall be effective until approved by the American Association of Occupational Health Nurses, Inc. (AAOHN) Board of Directors.

### **Reviewed or Revised**

**bylaws:** Nov. 2017; Sept. 2015; May 2012; Dec. 2010; Nov. 2008; Nov. 2005; Dec. 12, 2003; Apr. 1999; Mar. 1994; Oct. 1993; Sept. 1985; Mar. 1984; Feb. 1977; Sept. 1976; June 1974; Feb. 1962; Sept. 1959; Feb. 1959.