



**NURSE PRACTITIONER
ALLIANCE OF ALABAMA
BYLAWS**

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BYLAWS

Revised August 13, 2011 and effective October 1, 2011.

Revised September 11, 2013 and effective September 11, 2013.

PREAMBLE

Upon ratification by the membership, these Bylaws retire the existing Bylaws dated October 1, 2011, on September 11, 2013. The name of this organization shall remain the Nurse Practitioner Alliance of Alabama (NPAA); incorporated under Alabama Laws.

ARTICLE II: MISSION

The mission of the Nurse Practitioner Alliance of Alabama, as a member driven organization, is to:

- Promote excellence in NP practice, education and research;
- Shape the future of healthcare through advancing health policy;
- Build a positive image of the NP role as a leader locally and within the state and region.

ARTICLE III: MEMBERSHIP

Active membership, i.e., membership in good standing, in all categories is contingent on annual payment of dues.

Section 1. Full members shall be registered nurses who have successfully completed a nurse practitioner program and/or maintain certification as a nurse practitioner with a nationally approved certifying body. Full members shall have the right to vote and hold office.

Section 2. Retired members shall be NPs who have retired from NP practice. Retired members shall have the right to vote and hold office.

Section 3. Student members shall be enrolled in a program that prepares nurse practitioners. Student members shall vote but shall not hold office.

Section 4. Associate members shall be any individual interested in fostering the mission of the organization. Associate members do not have the right to vote or hold office.

Section 5. Supporting members shall be corporations, agencies, institutions or other organizations interested in supporting the organization's (NPAA) mission by contributing financial or organizational support. Supporting membership does not confer voting or office holding privileges.

ARTICLE IV: DUES

Section 1. Membership dues shall be paid on an annual basis through payment options as determined by the Executive Committee which shall be posted on the NPAA website.

Section 2. The Steering Committee shall set the amount of membership dues annually by majority vote. A schedule of dues will be posted on the NPAA website.

ARTICLE V: ANNUAL MEETING

Section 1. There shall be a minimum of one meeting each year of the general membership. The time and place of this meeting shall be published at least ninety (90) days prior to the meeting.

Section 2. The voting body shall be all active voting members in good standing.

ARTICLE VI: ELECTIONS

Section 1. Nominations process: Voting members in good standing may be nominated for elected positions. The call for nominations for elected positions of the organization shall be published at least two (2) months prior to elections. All nominations must be submitted by close of the call for nominations. The call for nominations shall close one (1) month prior to the elections.

Section 2. Election process: The slate of candidates shall be announced on the website for electronic ballot preformed over a 14-21 day period. All voting members in good standing as of August 15 shall be eligible to vote. Voting shall be by electronic ballot, which ballot shall constitute a member's proxy. A plurality vote shall be sufficient for election. In the event of a tie vote, the decision shall be made by secret ballot of the Executive Committee.

Section 3. Terms of Office:

a. Newly elected Officers and members of the Steering Committee shall begin their terms of office on the first day of the month following the annual meeting.

b. The President shall serve for one (1) two (2) year term.

c. The 4 Vice-Presidents shall serve for one (1) two (2) year term. d. The Secretary shall serve for one (1) two (2) year term.

e. The Treasure shall serve for one (1) two (2) year term.

f. The Immediate Past President shall serve the same length of time as the one who succeeds the President.

g. The Member-at-Large shall serve for one (1) two (2) year term.

h. All elected officers may be re-elected for a second consecutive two (2) year term.

i. No member of the Steering Committee shall serve more than two (2) consecutive terms in the same position.

ARTICLE VII: OFFICERS

Section 1. The Officers of the organization shall be the President, , 4 Vice-Presidents, Immediate Past President, Secretary, Treasurer, and a Member-at-Large. Members in good standing of the organization shall elect all Officers. Officers should have served at least one term on the Steering Committee within the last six (6) years. No Officer shall hold the same office for more than two (2) elected consecutive terms.

Section 2. Officers.

a. President: Remains informed of all issues, statutes, and concerns facing NPs in Alabama. The President shall serve as spokesperson for NPs, shall call meetings, set the calendar and agenda for the group, and chair meetings. Shall be a cosigner of all bank accounts.

b. Vice President (VP): Policy Shall be familiar with and represent NPAA on all matters related to policy of NPs. Chairs Bylaws Committee. May take on special tasks as designated by the President.

c. Vice President (VP): Reimbursement. Shall represent NPAA on all matters related to health care reimbursement of services of NPs. May take on special tasks as designated by the President.

d. Vice President (VP): Community Affairs Shall coordinate any events including annual meeting of the assembly. May take on special tasks as designated by the President.

e. Vice President (VP): Membership Shall address any issues related to membership. Shall create, promote and establish membership opportunities statewide. May take on special tasks as designated by the President. d. Immediate Past-President: Assumes the office following installation of the newly elected President. May serve until President fulfills his or her obligations and assumes the role. Assist as representative on committees as President assigns.

e. Secretary: Keeps minutes and records, including attendance, committee and officer reports, roll of members, and conducts official correspondence. The secretary shall serve as the coordinator of calendars (coordinating with the President), publish notice of meetings, and perform required correspondence for NPAA.

f. Treasurer: Keeps records of accounts, deposits and disbursements as directed by the Steering Committee; recommends investments, is the co-signer with a second Executive Committee member of all NPAA monies. The Treasurer shall keep current records of all NPAA financial matters and report same upon request and shall serve as the chairperson of the Finance Committee.

g. Member-at-large: Elected from the state membership. Attends all meetings of the Steering Committee and is a member of the Executive Committee. The Officers shall constitute the Executive Committee.

ARTICLE VIII: STEERING COMMITTEE

Section 1. The elected officers and no more than two (2) Regional Representatives from each Region of this organization shall constitute the Steering Committee and shall be the governing body of the organization. All members of the Steering Committee shall serve for a term of two (2) years, or as specified in these bylaws. By 2/3s vote in favor of adding additional members, the Steering Committee may add additional "at-large members" to ensure equal distribution and representation across the state at any time prior to an annual election. Additional at large members shall never exceed 12 members who live in areas where Regional Groups do not meet or are not organized.

Section 2. Regional Representatives from each Regional group listed below shall be from officially recognized NP groups; shall be elected by the members of their respective organization; and shall become an active member of the Steering Committee immediately following the installation of Officers on the 1st day of the month following the annual meeting.

The Regions are:

1. Bay Area Nurse Practitioner Association (Mobile area)
2. Central Alabama Nurse Practitioner Association (Birmingham area)
3. North Alabama Nurse Practitioner Association (Huntsville area)
4. River Region Advanced Practitioners (Montgomery area)
5. West Alabama Nurse Practitioner Association (Tuscaloosa/Livingston area)
6. Wiregrass Nurse Practitioner Association (Dothan area)

Section 3. As the governing body of the organization, members of the Steering Committee shall serve in good faith, shall uphold the highest professional, ethical, and legal standards, and shall fulfill the functions of their positions.

Section 4. There shall be at least four (4) regular meetings (quarterly) of the Steering Committee each year, two of which may be held via electronic communications. One meeting shall be at the time of the annual meeting. The time and place of the meetings shall be set by the President. Special meetings of the Steering Committee may be called by the President, or shall be called upon written request of at least five (5) members of the Steering Committee. Ten (10) days' notice shall be given and the purpose of the meeting shall be stated in the call for the meeting.

Section 5. In the event a member of the Steering Committee is unable to participate in an official meeting of the Steering Committee, the member shall - have the right to have a proxy attend and/or vote in their behalf.

Section 6. In the interval between regular meetings of the Steering Committee, the President may refer to the Executive Committee for issues that arise relating to the affairs of the organization, which, in the opinion of the President, require immediate action. The result of such referendum, which requires a majority vote of the Executive Committee, shall control the action of the organization, and its officers, members and committees.

Section 7. In the event a vacancy occurs in any position of the Steering Committee due to change in status or otherwise, such position shall be filled in the following manner:

- a. President: The Past-President shall accede to the position until a special election can be called.
- b. The Steering Committee shall appoint replacements for all other vacancies by a majority vote. The replacement shall complete the term of the Steering Committee member being replaced.

ARTICLE IX: REGIONAL REPRESENTATIVES

Voting members shall be from each officially designated Regional NP group which shall elect two (2) Region Representatives who shall act as the contact for communications and other grass roots activities with members of that region and shall serve on the Steering Committee. If an elected Regional Representative cannot fulfill the term of office, a replacement will be appointed by the President in collaboration with the Regional President.

ARTICLE X: COMMITTEES

Section 1. The committees of the organization shall be standing or ad hoc. Each committee shall have a chair appointed by the President and subject to approval of the Steering Committee unless the position is specified in the Bylaws.

Section 2. All committees are advisory to the Steering Committee. Committees shall assume such duties as specified in these Bylaws and as outlined in the committee policies and procedures. Each committee shall review its functions annually and to submit an annual report to the Steering Committee.

Section 3. Nominations Committee is a standing committee and shall prepare a slate with nominee(s) for each office. The slate will be submitted every odd year to the Steering Committee. The Nominations Committee shall consist of five (5) full members in good standing, who are not members of the Executive Committee. The committee shall decide the Chair. The term of office for committee members shall be two years. In the event a vacancy occurs in any position of the committee, including the Chair, the vacancy shall be filled for the remainder of the term by a majority vote of the remaining members of the committee. The Chair and members of the committee shall not be eligible for nomination for any elected position while serving on the committee.

Section 4. Bylaws Committee is a standing committee and shall prepare proposed amendments to the Bylaws. The committee shall be composed of the Vice-President (chair) and 3 (three) volunteer members of the Steering Committee. The committee will be appointed at the first meeting following the installation of newly elected members of the Steering Committee.

Section 5. Finance Committee is a standing committee and shall oversee the finances of NPAA. The committee shall be composed of the Treasurer (chair) and 3 (three) volunteer members of the Steering Committee. The committee will be appointed at the first meeting following the installation of newly elected members of the Steering Committee.

ARTICLE XI: AMENDMENTS

Section 1. Proposed amendments to these Bylaws shall be sent to all members at least six weeks prior to the general membership meeting or prior to an electronic ballot. An amendment for which the membership has received such prior notice shall be passed if two-thirds (2/3) of the members at the general meeting or 2/3 of the members voting by electronic ballot in favor of the amendment and the amendment is approved by a 2/3 vote of the Steering Committee.

Section 2. If a vote is to be taken at a membership meeting, members who are unable to attend the meeting should express their concerns regarding a proposed amendment in writing to their respective Regional Representatives. Voting may be conducted at the annual meeting or Amendments may be proposed and posted electronically on the website, then vote taken by members electronically.

Section 3. Amendments to Bylaws are limited to once a year. A mandatory review of the Bylaws shall be conducted by the Steering Committee every three (3) years.

ARTICLE XII: QUORUM

Section 1. A simple majority of the Executive Committee shall be necessary to constitute a quorum at any regular or any special meeting of the Steering Committee.

Section 2. A simple majority of the number of members attending a regular meeting shall be necessary to constitute a quorum at any meeting of the general membership.

ARTICLE XIII: PARLIAMENTARY PROCEDURE

One of the Vice-Presidents shall serve as the Parliamentarian. Parliamentary procedure for the organization shall be that of "Robert's Rules of Order," most recent edition. Amendment ratified by 2/3 vote of the membership present at the annual NPAA meeting on August 13, 2011.

Originally approved: December 11, 2006.

Revised and approved: August 13, 2011.

Revised and approved: September 11, 2013.