



**Nurse Practitioner
Alliance of Alabama
Bylaws**

NURSE PRACTITIONER ALLIANCE OF ALABAMA BYLAWS

PREAMBLE

Upon ratification by the membership, these Bylaws retire the existing Bylaws dated September 11, 2017. The name of this organization shall remain the Nurse Practitioner Alliance of Alabama (NPAA) by the laws of the state of Alabama.

ARTICLE II: MISSION

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

- Promote excellence in nurse practitioner (NP) practice, education and research;
- Shape the future of health care through advancing health policy;
- Serve as the state organization that represents the interests of all NPs in Alabama.

ARTICLE III: MEMBERSHIP

Active membership (e. g., 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 have the right to vote, but shall not hold office except in a student representative position.

Section 4. **Associate members** are individuals/organizations not eligible for full membership or student membership. This category denotes support for the organization through donations. Associate members do not have voting privileges and shall not hold office.

Section 5. **Group members:** Ten (10) or more members may join as a group with a 10% discount. In order to receive the group membership, all participants must register at one time, and full membership must be paid in a lump sum via check or credit card. Members joining as part of a group membership will be considered full members.

ARTICLE IV: MEMBERSHIP DUES

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

Section 2. The Steering Committee shall set the dollar amount of annual membership dues each year 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: OFFICER ELECTIONS AND TERMS

Section 1. Nominations process: Voting members in good standing may be nominated for elected positions of the organization. The call for nominations for elected positions 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 no less than one (1) month prior to the elections. The nominations committee shall prepare a slate with nominee(s) for each office.

Section 2. Election process: The slate of nominees shall be announced on the website for electronic ballot performed over a 14- to 21-day period. All voting members in good standing as of the date the ballot is posted for voting shall be eligible to vote. Voting shall be by electronic ballot; said 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 Steering Committee.

Section 3. Re-election: In the event an existing officer would like to be re-elected for a second term, the above described nomination and election process shall be followed. All elected officers, with the exception of the President and President-elect, may be re-elected for a second consecutive two (2) year term. No officer shall hold the same office for more than two (2) consecutive terms.

Section 4. Terms of Office: Newly elected officers and members of the Steering Committee shall begin their terms of office immediately following the annual meeting.

- a. The **President** shall serve for one (1) two (2) year term.
- b. The **President-elect** shall serve for one (1) two (2) year term. The President-elect will be elected in odd numbered years. If for any reason the President is unable to

fulfill his/her obligation, the President-elect will assume the duties of the President. The President-elect will assume the office of the President upon completion of the President-elect's term. Exceptions to ascension of the President-elect as described above are noted in Article VII, Section 3 of the Bylaws.

- c. **Vice-Presidents (VPs)** shall serve for one (1) two (2) year term each.
 - The **VP for Policy** will be elected in even numbered years.
 - The **VP for Membership** will be elected in odd numbered years.
 - The **VP for Community Affairs** will be elected in even numbered years.
- d. The **Secretary** shall serve for one (1) two (2) year term. The Secretary will be elected in odd numbered years.
- e. The **Treasurer** shall serve for one (1) two (2) year term. The Treasurer will be elected in even numbered years.
- f. The **Immediate Past President** shall assume the office following installation of the new President. The Immediate Past President will serve for the duration of the newly elected President's two (2) year term.
- g. The **Member-at-Large** shall serve for one (1) two (2) year term. The Member-at-Large will be elected in odd numbered years.
- h. Two (2) **Student Members-at-Large** shall serve on the Steering Committee for one (1) one (1) year term. Student Members-at-Large will be elected annually.

ARTICLE VII: EXECUTIVE COMMITTEE

Section 1. The officers of the organization shall be the President, President-elect, three (3) Vice Presidents (VP for Policy, VP for Membership, and VP for Community Affairs), Secretary, Treasurer, Member-at-Large, and Immediate Past President. Members in good standing of the organization shall elect all officers. The Officers shall constitute the Executive Committee.

Section 2. Officer Responsibilities:

- a. **President:** Shall remain informed of all issues, statutes, and concerns facing NPs in Alabama. The President shall be the chief executive officer and spokesperson for NPAA. The President shall call meetings, set the calendar for the upcoming year no later than last business day in December (including quarterly Steering Committee and no less than bimonthly Executive Committee meetings), set agendas for Executive and Steering Committee meetings, chair meetings, be a co-signer of all bank accounts, and ensure that the NPAA Strategic Plan is current. Additionally, the President shall serve on all standing committees as an ad hoc member and appoint positions, as deemed necessary, to assist in achieving the mission of NPAA.
- b. **President-elect:** Shall remain informed of all issues, statutes, and concerns facing NPs in Alabama. The President-elect, in absence of the President, shall serve as spokesperson for NPs, call meetings, set the calendar and agenda for the meetings, and chair meetings. The President-elect shall be a co-signer of all bank accounts, chair the Bylaws committee, and take on special tasks as designated by the President.

- c. **VP for Policy:** Shall be familiar with and represent NPAA on all matters related to NP policy matters. The VP for Policy serves as the Parliamentarian, chairs the Legislative Committee, and may take on special tasks as designated by the President.
- d. **VP for Membership:** Shall support efforts related to membership recruitment and retention. The VP of Membership chairs the Membership Committee and may take on special tasks as designated by the President.
- e. **VP for Community Affairs:** Shall coordinate any events, including the annual meeting (in coordination with the President). The VP for Community Affairs will chair the Annual Conference Committee and may take on special tasks as designated by the President.
- f. **Secretary:** Shall keep minutes and records, including meeting attendance, committee and officer reports, and roll of members. The Secretary shall conduct official correspondence, serve as the coordinator of calendars (in coordination with the President), and publish notice of meetings.
- g. **Treasurer:** Shall maintain records of accounts, including all bank deposits and disbursements. The Treasurer shall be co-signer of all bank accounts with the President and President-elect; is responsible for preparing an annual budget to be approved by the Executive Committee, and serves as the chair of the Finance Committee. Note: All financial records will be audited prior to the treasurer taking office.
- h. **Immediate Past President:** Shall assume the office following installation of the new President. The Immediate Past President serves as a representative on State committees as assigned by the President, and serves as Ex-officio on all NPAA Committees.
- i. **Member-at-Large:** Shall be elected from the membership. The Member-at-Large is a member of the Executive Committee, attends all meetings of the Steering Committee, and may take on special tasks as designated by the President.

Section 3. Removal of Elected Officers

- a. A vote for removal of an elected officer shall be held when called for by a two-thirds (2/3) vote of the Executive Committee.
- b. An elected officer may be removed by a two-thirds (2/3) vote of the Steering Committee.

Section 4. Vacancies of Elected Officers

- a. A vacancy in the office of President shall be filled by the President-elect.
- b. A vacancy in any of the other office positions of shall be filled by a special election called by the Executive Committee.
- c. If a vacancy is filled with six (6) months or more left in the two-year term, then that would be considered the replacement officer's first term. The replacement officer can only run for that same office one (1) additional time to serve two (2) consecutive terms.

ARTICLE VIII: STEERING COMMITTEE

Section 1. The Steering Committee is the governing body of the organization. The Steering Committee shall consist of the all members of the Executive Committee, two (2) Representatives from each regional group of this organization, and up to twelve (12) appointed Members-at-Large. All members of the Steering Committee shall serve for a term of two (2) years. All members of the Steering Committee must be members in good standing for the duration on their service.

Section 2. **Regional Representatives:** Each regional group listed below shall be an official recognized NP group of NPAA. Each group shall elect two (2) Regional Representatives by the members of their respective organization to serve on the Steering Committee immediately following the annual meeting. The regional groups are:

- a. Bay Area Nurse Practitioner Association (Mobile area)
- b. Central Alabama Nurse Practitioner Association (Birmingham area)
- c. North Alabama Nurse Practitioner Association (Huntsville area)
- d. River Region Advanced Practitioners (Montgomery area)
- e. West Alabama Nurse Practitioner Association (Tuscaloosa/Livingston area)
- f. Wiregrass Nurse Practitioner Association (Dothan area)

Section 3. **Members-at-Large:** The President shall appoint up to twelve (12) Members-at-Large. Four (4) representatives shall be members of local/state organizations, local/national businesses or government agencies, and other representatives shall be from the eight (8) Alabama institutions that offer NP programs, as feasible.

Section 4. 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 5. 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 President shall set the time and place of the meetings. Special meetings of the Steering Committee may be called by the President or shall be called upon the written request of at least five (5) members of the Steering Committee. A ten (10) day notice shall be given, and the purpose of the meeting shall be stated in the call for the meeting.

Section 6. 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 on his/her behalf.

Section 7. 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 shall require a majority vote of the Executive Committee and shall control the action of the organization and its officers, members, and committees.

Section 8. In the event a vacancy occurs in any position of the Steering Committee due to change in status or otherwise, such position may be filled in the following manner:

- a. The regional group shall appoint a new member in the vacant Regional Representative position. The replacement shall complete the term of the Steering Committee member being replaced.
- b. The President may appoint a new member for the vacant Member-at-Large position. The replacement shall complete the term of the Steering Committee member being replaced.

Section 9: Regional Representatives and Members-at-Large shall be voting members of the Steering Committee and serve as the contact for communications and other grass roots activities with members of that region or institution.

ARTICLE X: STANDING and AD HOC 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 be 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. Standing 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 submit an annual report to the Steering Committee.

Section 3. **Nominations Committee:** The Nominations Committee is a standing committee and shall prepare a slate with nominee(s) for each office. The slate will be submitted each year based on the rotation of the officers to the Steering Committee. The President shall appoint the Nominations Committee, which 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 (2) years. In the event a member cannot fulfill his/her commitment or if a vacancy occurs in any position of the committee, including the Chair, the President shall appoint an eligible member fulfill the remainder of the term.

Section 4. **Bylaws Committee:** The Bylaws Committee is a standing committee and shall prepare proposed amendments to the Bylaws. The committee shall be composed of the President-elect (chair) and three (3) volunteer members of NPAA. All committee members must be members in good standing with NPAA. The committee will be appointed at the first meeting following the installation of newly elected members of the Steering Committee. This committee is required to meet at least once per year either in person or via tele-/video-conferencing. The President shall be an ad hoc member of this

committee. A written report is to be given to the Steering Committee at the next Steering Committee meeting after the Bylaw committee meeting. A written overview of work performed is to be given to the membership at the annual meeting.

Section 5. Finance Committee: The Finance Committee is a standing committee and shall oversee the finances of NPAA in conjunction with a hired CPA. The committee shall be composed of the Treasurer (chair) and three (3) volunteer members of NPAA. All committee members must be members in good standing with NPAA. The committee will be appointed at the first meeting following the installation of newly elected members of the Steering Committee. This committee is required to meet quarterly to review the financial standing of NPAA. The President shall be an ad hoc member of this committee. A written report is to be given to the Steering Committee at each Steering Committee Meeting. A written overview of work performed is to be given to the membership at the annual meeting.

Section 6. Annual Conference Committee: The Annual Conference Committee is a standing committee and shall plan, prepare, and implement the annual conference. The committee shall be composed of the VP of Community Affairs (chair), Treasurer, and 3 (three) volunteer members of NPAA. All committee members must be members in good standing with NPAA. The committee will be appointed at the first meeting following the installation of the newly elected members of the Steering Committee. This committee is required to meet quarterly. The President shall be an ad hoc member of this committee. A written summary of the annual meeting detailing attendance, costs, vendors, evaluations, and other pertinent information is to be given to the Steering Committee after the annual meeting. A written overview of work performed is to be given to the membership at the annual meeting.

Section 7. Legislative Committee: The Legislative Committee is a standing committee and shall provide a proactive presence in legislative and regulatory activities. The committee shall be composed of the VP for Policy (chair) and 3 (three) volunteer members of NPAA. All committee members must be members in good standing with NPAA. The committee will be appointed at the first meeting following the installation of newly elected members of the Steering Committee. This committee is required to meet quarterly. The President shall be an ad hoc member of this committee. A written report is to be given to the Steering Committee at each Steering Committee meeting. A written overview of work performed is to be given to the membership at the annual meeting.

Section 8. Membership Committee: The Membership Committee is a standing committee and shall provide leadership and guidance in pursuits to increase and maintain NPAA membership. The committee shall be composed of the VP for Membership (chair) and 3 (three) volunteer members of NPAA. All committee members must be members in good standing with NPAA. The committee will be appointed at the first meeting following the installation of the newly elected members of the Steering Committee. The President shall be an ad hoc member of this committee.

This committee is required to meet quarterly with a written report given to the Steering Committee at each Steering Committee meeting. A written overview of work performed is to be given to the membership at the annual meeting.

ARTICLE XI: STEERING COMMITTEE TRAVEL EXPENSES

Steering Committee officers may be reimbursed for necessary lodging and mileage expenses (unless otherwise provided) when traveling for official NPAA business. Such expenses must closely conform to the rates reimbursed by government entities and be approved by the Executive Committee prior to making any reservations. Reimbursements will be made only if documented receipts are submitted to the Treasurer within three (3) months of the travel end date. Lodging and mileage expenses for travel to the annual conference are not eligible for reimbursement.

ARTICLE XII: AMENDMENTS TO BYLAWS

Section 1. Proposed amendments to these Bylaws may be voted on at the annual meeting or electronically. Such proposed amendments shall be emailed to all members and posted on the website no less than six (6) weeks prior to either the general membership meeting or electronic ballot.

Section 2. If a vote is to be taken at the general membership meeting, members who are unable to attend should express their concerns regarding a proposed amendment in writing to their respective Regional Representatives.

Section 3. Proposed amendments for which the membership has received such prior notice shall be passed if: (a) two-thirds (2/3) of the members at the general meeting or two-thirds (2/3) of the members voting by electronic ballot are in favor and (b) the amendment is approved by a two-thirds (2/3) vote of the Steering Committee.

Section 4. Proposed amendments are limited to once a year. A mandatory review of the Bylaws shall be conducted by the Steering Committee every three (3) years.

ARTICLE XIII: QUORUM

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

Section 2. A simple majority of the Steering Committee shall be necessary to constitute a quorum at any regular or special meeting of the Steering Committee.

Section 3. 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 XIV: PARLIAMENTARY PROCEDURE

The VP of Policy shall serve as the Parliamentarian. Parliamentary procedure for the organization shall follow the most recent edition of "Robert's Rules of Order."

ARTICLE XV: ADMINISTRATIVE DIRECTOR

The Administrative Director shall be appointed by the Executive Committee, serve under the direction of the President, and function as the chief administrative official of NPAA. The Administrative Director shall implement policies of the Executive and Steering Committees, participate in the work of all standing and ad hoc committees to ensure effectiveness, and execute contracts on behalf of NPAA with the permission of the President.

Originally approved: December 11, 2006

Revised and approved: August 13, 2011

Revised and approved: September 11, 2013

Revised and approved: September 6, 2017

Revised and approved: December 9, 2019