

**Constitution and Bylaws**

**of the**

**Philippine Nurses Association North Houston**

**Houston, Texas, U.S.A.**

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**Article I**

**Name and Location**

**Section 1: Name**

**The name of this professional, voluntary, non-sectarian, and non-profit association is the Philippine Nurses Association North Houston .**

**Its official abbreviation shall be PNANH**

**Section 2 : Location**

**The office of PNA North Houston shall be located at the residence of the current President.**

**Article II**

**Purpose and Mission Statement**

**Section 1: Purpose**

**The purpose of the PNA North Houston is to provide a forum for upholding the professional image and fostering the welfare of the Filipino-American nurses and its associate members.**

**Section 2: Mission Statement**

**The mission of the PNANH is to enhance a sense of unity among Filipino-American nurses and its associate members who are committed to provide and implement educational, professional, leadership development, research activities, and community outreach programs, thus promoting and preserving each member’s cultural heritage.**

**Article III**

**Membership and Dues**

**Section 1: Membership**

**Membership in this association is a privilege and contingent on compliance with requirements as specified by this Constitution and Bylaws.**

**Section 2: Categories of Membership**

**A. Active member**

**Any Filipino-American nurse who has been granted a license to practice as a registered nurse in the United States and/or its territories.**

**B. Associate Member**

**Any registered nurse of non-Filipino ethnic origin with a license to practice in the United States and its/or territories as recommended by an active member.**

**C. Affiliate Member**

**Any licensed practical/vocational nurse with a license to practice in the United States and its/or territories as recommended by an active member.**

**D. Student Nurses**

**Any student nurse currently enrolled in any nursing program as recommended by an active member.**

**E. Honorary Member**

**A person to whom honorary membership is conferred by virtue of a majority vote of the Executive Board. This person must have rendered distinguished service or valuable assistance to the nursing profession and towards achieving the objectives of this association.**

**Section 3: Representation**

**A. Active members are eligible to hold an elected office, have the right to vote, serve on appointed committees, delegate, and execute tasks.**

**B. Associate members have the same privileges as an active member except holding an elected office and as chairperson of a committee.**

**C. Membership status and eligibility shall be determined upon the completion of the online PNAA application and will be reconciled by the association’s membership monthly roster.**

**Section 4: Dues**

**A. Annual Membership dues shall be determined by the Executive Board.**

**1. Membership dues shall be payable every year with with a discount of ten dollars ($10) for a two year membership.**

**2. Active and associate members shall pay the same membership dues.**

**3. Affiliate members shall pay the thirty dollars ($30) for a two year membership.**

**4. Student nurses shall pay membership dues of ten dollars ($10) annually.**

**5. Past Presidents of PNANH shall be granted free chapter lifetime membership upon completion of his/her term.**

**6. Any PNANH member who recruits five (5) new members or more in a current year shall be awarded free PNAA and chapter membership for the next calendar year.**

**B. Delinquency and Reinstatement**

**1. Any member whose dues are not received on or before the expiration of membership shall be removed from the roster and all priveleges from the association shall be withdrawn.**

**2. Reinstatement of membership shall occur upon payment of renewal dues.**

**Article IV**

**Officers and Duties**

**Section 1: The Elected Officers**

**a. President**

**b. President -Elect**

**c. Vice President**

**d. Secretary**

**e. Treasurer**

**f. Auditor**

**g. Public Relation Officer**

**Section 2. Appointed Officers**

**a. Assistant Secretary**

**b. Assistant Treasurer**

**c. Assistant Auditor**

**d. Assistant Public Relation Officer**

**e. Committee Chairpersons**

**Section 3: Duties and Powers of the Officers**

**A. President**

**1. The President shall be responsible for the overall operation of the association.**

**2. He/She shall:**

**a. Preside on all meetings of the Executive Board and the General Assembly; and may designate an alternate in his/her absence.**

**b. Recommend suspension or removal of an officer from office with a legitimate cause in collaboration with the Ethics Committee and subject to the approval of the Executive Board.**

**c. Sign all official documents.**

**d. Appoint all committee chairpersons**

**e. Serve as an adviser of all committees except the committee on Nominations and Elections.**

**f. Represent the association at meetings and functions of other organizations, or designate an alternate.**

**g. Appoint Ad Hoc and Special Task Force committees.**

**h. Call the Executive Board and committe chairpersons for meetings and special meetings as deemed necessary.**

**B. President- Elect**

**1. The President-Elect shall be responsible for assuming the duties of the President in his/her absence.**

**2. He/She shall:**

**a. Perform duties as delegated by the Executive Board.**

**b. Be the Chairperson of the Bylaws Committee Review.**

**c. Review the Constitution and Bylaws of the association and submits amendment proposals to the Executive Board for approval.**

**d. Present the approved proposed amendments to the general Assembly for approval.**

**C. Vice President**

**1. He/She shall:**

**a. Perform the duties of the President and the President- Elect in their absence.**

**b.Perform other duties as delegated by the Executive Board.**

**c. Serve as the chairperson of the Policy and Procedure Committee.**

**d. Work with the Secretary in keeping all pertinent documents for archiving .**

**e. Assist the President to develop a Calendar of Activities.**

**D. Secretary**

**1. The Secretary shall be responsible for maintaining records of all proceedings and meetings of the association.**

**2. He/She shall:**

**a. Prepare and distribute the minutes of the meeting to the Executive Board and the General Assembly.**

**b. Function as the historian for the organization.**

**c. Keep reports and records including the Constitution and Bylaws of the Association.**

**d. Keep on file all pertinent information related to projects, programs, and activities of the association.**

**e. Keep on file accurate membership roster compiled and reported by the Membership Committee chairperson.**

**E. Treasurer**

**1. The Treasurer shall be responsible for all the financial affairs of the organization.**

**2. He/She shall :**

**a. Keep a complete record of all receipts and disbursements.**

**b. Perform appropriate banking transactions as designated by the Executive Board.**

**c. Issue checks, countersigned and approved by the President for all expenditures.**

**d. Present financial records for audit by the Auditor.**

**e. Submit a monthly financial report to the Executive Board and the General Assembly meetings.**

**f. Endorse a complete record of funds to the incoming Treasurer within 30 days.**

**F. Auditor**

**1. The Auditor shall:**

**a. Perform a quarterly audit of the association's funds and submit a written report to the Executive Board or as deemed necessary.**

**b. Perform other duties as delegated by the Executive Board.**

**c. Coordinate with the Treasurer for an annual audit performed by an independent Auditor.**

**G. Public Relation Officer**

**1. The Public Relation Officer shall:**

**a. Coordinate public relations activities.**

**b. Assist in the promotion of membership recruitment.**

**c. In charge of newsletter production and maintainance, online website, and social media.**

**Article V**

**Executive Board**

**Section 1 : The Executive Board**

**A. The Executive Board of the association shall be composed of all elected and appointed officers including the Committee Chairpersons and Advisory Council.**

**B. The Executive Board has the fiduciary of overall affairs of the organization.**

**Section 2: Duties of the Executive Board**

**A. Directs the business and financial affairs of the organization.**

**B. Establishes administrative policies.**

**C. Fosters growth and development of the organization.**

**D. Authorizes the formulation and awarding of contracts.**

**D. Reviews recommendations of the President and determines action to be taken.**

**E. Determines action to be taken upon Committee recommendations.**

**F. Fills all vacancies on the Executive Board, unless otherwise specified in the Bylaws.**

**G. Approves participation and representation of non-profit activities and functions of the association.**

**H. Reviews and approves all apointments made by the President.**

**Article VI**

**Meetings and Quorum**

**Section 1: Meetings**

**A. Executive Board**

**1. The Executive Board shall meet quarterly and as deemed necessary by the President.**

**2. Meetings may be conducted on face-to-face or other platforms such video or audio conferencing.**

**3. Notifications of schedule of meetings shall include time and place and send through email and other platforms at least thirty (30) days prior to the meeting.**

**4. The presence of majority (50% + 1) of the Executive Board and a member of the Advisory Council shall constitute a quorum.**

**5. The members of the Executive Board are expected to attend at least 50% of scheduled meetings.**

**B. The General Assembly**

**1. The General Assembly shall meet once a month and as designated by the President.**

**2. Special General Assembly meeting maybe called by the President or upon request of the Executive Board.**

**3.Notification of schedule of General meetings shall include time and place and send through email and other platforms at least thirty (30) days prior to the meeting.**

**Section 2: Quorum General Assembly**

**1. The presence of at least ten (10) members, three (3) members of the Executive Board, and one (1) member of the Advisory Council shall constitute a quorum.**

**2. All meetings shall be conducted according to Robert’s Rule of Order.**

**Article VII**

**Nominations and Elections**

**Section 1. Nominations and Election Committee**

**a. The immediate Past President will automatically serve as the Chairperson of the Nominations and Election Committee (NOMELEC). The members of the committee shall be appointed by the Chairperson.**

**b. To be eligible to serve in the NOMELEC committee, the appointee must be an active member of the organization for one (1) year preceding the appointment.**

**c. The NOMELEC committee shall consist of a Chairperson and three (3) members from the general membership.**

**D. Duties of the Nominations and Election Committee.**

**1. Prepares the list of nominees, accompanied by a written intent to serve and submit to the Excutive Board for review, sixty (60) days prior to elections.**

**2. Prepares and issues the official ballot to voting members.**

**3. Officiates election proceedings and tally the ballots.**

**4. Announces election results.**

**5. Destroys all the ballots thirty (30) days after election.**

**Section 2: Eligibility to Serve in an Elected Office.**

**A. To be eligible to serve for an elected office, a nominee must be a current PNANH member for at least one (1) year of membership.**

**B. Nominees must have demonstrated active participation in the associaiton’s activities.**

**C. A nominee must be a candidate for only one (1) office at any given time. If currently holding an elected office, a nominee may not be a candidate for another office, unless the current term expires at the time of election.**

**Section 3: Elections**

**A. The election shall be held every two(2) years.**

**B. Eligibility to vote shall be validated by the current membership list submitted to NOMELEC at least one hundred and twenty (120) days prior to election.**

**C. The ballots shall be issued to voting members at least sixty (60) days prior to election day and shall be returned and received no later than ten (10) days prior to election day.**

**D. Plurality elects and in case of a tie, a runoff shall be done.**

**Article VIII**

 **Terms Of Office and Vacancies**

**A. All elected officers and members of the Executive Board shall serve a term of two (2) years and may be reelected to the same office for another term. The President and the President- Elect shall each serve a single two (2) year term. In the event that the President Elect resigns or unable to perform his/her duties, the Vice President will assume the President-Elect’s position. The Vice President will be open for nomination in the upcoming election.**

**B. When an officer is unable to finish his/her term, the President, with the approval of the Executive Board, shall appoint a successor to assume office for the remainder of the term.**

**C. In the event that the President resigns, The President Elect will assume the remainder of the term. If the remaining term is more than six (6) months or more, this will constitute as his/her term of office as the President. If the remaining term is less than six (6) months, he/she will serve the remaining term as President in addition to his/her prescribed term.**

**D. Resignation by any officer shall be submitted in writing to the President. The President will notify the Ethics Committee and the Executive Board and shall respond within two (2) weeks upon receipt of such notice.**

**Article IX**

**Committees**

**Section 1: The Standing Committees of this association**

**A. Membership Committee**

**B. Community Outreach**

**C. Education**

**D. Scholarship Awards and Recognition**

**E. Ways and Means**

**F. Nominations and Election**

**G. Policy and Procedure Committee**

**H. Ethics Committee**

**I. Mentorship Commitee**

**Section 2: The Chairperson of the Standing Committees**

**A. The Chairperson and members of the standing committees shall be appointed by the President with appoval of the Executive Board.**

**B. The committe shall consist of a Chairperson, who is a member of the Board or an active member: a Co-Chair and at least three (3) members.**

**Section 3: Composition and Duties**

**A. The standing committee shall assume its responsibilities relevant to its objectives.**

**B. The Chairperson shall have the privilege to select his/her committee members.**

**Section 4: Committee Responsibilities shall be as follows:**

**A. Membership Committee**

**1. Develops strategic programs to promote membership growth, recruitment, and retention.**

**2. Keeps record of membership roster.**

**3. Responsible for membership renewal.**

**4. Coordinates with the Executive Board in any membership issues.**

**B. Community Outreach**

**1. Keep records of volunteer participants and submit to the Secretary for record keeping**.

**2. Disseminates information of the community activities to members through direct communication, posters, and flyers and association's website.**

**3. Serves as the representative to other community organizations.**

**4. Addresses and responds to concerns related to community services such as disasters and health fairs.**

**C. Education**

**1. Plans, implements, and evaluates educational activities to meet the membership's continuing educational needs.**

**2. Keep records and submit to the Secretary for record keeping.**

**D. Scholarship Awards and Recognition .**

**1. Publishes the qualifications and criteria for the nursing scholarship and nursing excellence awards.**

**2. Reviews the application of each candidate.**

**3. Recommends the candidates to the Executive Board**

**4. Organizes the awarding ceremonies for the scholars and nurse excellence awardees.**

**E. Ways and Means**

**1. Secures fundraising activities according to the IRS Rules on 501(c) entity.**

**2. Coordinates with the Executive Board in planning fundraising activities.**

**F. Nominations and Elections**

**1. Refer to Article VII, Section 1 C**

**G. Policy and Procedure Committee**

**1. Chair by Vice President.**

**2. Develops Policy and Procedure within the Bylaws.**

**3. Reviews approved Policy and Procedure every two (2) years or as needed.**

**4. Presents completed Policy and Procedure to the Executive Board for approval.**

**5. Archiving all documents of the association.**

 **H. Ethics Committee**

**1. Develops and upholds Ethical Standards and Rules of Conduct.**

**I. Mentorship Committee**

**1. Encourages and implements activities that develop professional growth.**

**2. Create structured mentorship program for the association.**

**3. Develop and enhance personal leadership skills of members in collaboration with the Education Committee.**

**4. Develop succession planning strategies within the association to sustain viability.**

**Section 5: Area Ambassadors and Ambassador-at-Large**

**a. Appointed by the President and becomes a member of the Membership Committee.**

**b. As a resource person for affiliated areas.**

**c. Encourages membership and members’ participation.**

**d. Serves as Liaison between the association and hospital administration.**

**Article X**

**Advisory Council**

**Section 1 : Composition of the Advisory Council**

**A. The Advisory Council shall be comprised of Past Presidents of the association and appointed Past Presidents PNAA Chapters who have maintained good standing and active participation.**

**Section 2 : Functions of the Advisory Council**

**a. Acts in advisory capacity and participates in deliberations and proposals made by the Executive Board.**

**b. Participates in activities to further the goals and functions of the association.**

**c. The Advisory Council shall have one (1) representative during meeting to cast one (1) vote on deliberations and proposals.**

**Article XI**

**Fiscal Year**

**Section 1: Fiscal year of the Association**

**A. The fiscal year of the association begins in the first of June to the end of May the following year.**

**Article XII**

**Official Website**

**Section I : The official website of the organization**

***www.pnanorthhouston.org***

**Article XIII**

**Amendments**

**Section 1 : Amendments to the Constitution and Bylaws**

**A. Shall be ratified by a two/thirds (2/3) majority vote at the General Assembly meeting.**

**B. Provisions**

**1. Revision of the Constitution and By laws shall be limited to every two (2) years.**

**2. The proposed revision shall be presented to the Executive Board by the Constitution and Bylaws committee for approval.**

**3. Approval of the revised Constitution and Bylaws shall require two thirds (2/3) vote by the Executive Board.**

**Section 2. Amendments to the Costitution and Bylaws shall be submitted to the Executive Board for consideration by petition from at least five (5) members and at least thirty (30) days prior to an Executive Board meeting.**

**Section 3: Ratification**

**Amendments to the Constitution and Bylaws shall take effect upon ratification by the General Assembly.**

**Article XIV**

**Non-Discriminatory Policy**

**Section 1 :**

**The association shall not discriminate against any applicant or member because of race, creed, age, sexual orientation, religion, or disability. All individuals shall be judged on the basis of competence and performance.**

**Section 2.**

**The Ethics Committee and the Executive Board shall monitor compliance with this non-discriminatory policy.**

**Article XV**

**Parliamentary Authority**

**Section I :**

**All meetings shall be conducted and governed by the Robert's Rule of Order.**

**Article XVI**

**Dissolution**

**Section 1 : Dissolution of the Organization**

**A. In the event of dissolution of this organization, an approval must be obtained by majority vote (50% + 1) of the Executive Board.**

**B. The general membership shall be notified within thirty (30) days of dissolution approval.**

**C. Liabilities and funds shall be donated to non-profit association approved by the general membership.**

**esignature : Myrah Ubas, MSN, APRN, AGACNP, CCRN**

**President**

**esignature: Mila Sprouse, MSN, RN, CCRN, ED-dc**

**President Elect**

**Chair, Bylaws Committee Review**

**esignature: Joselito Muncada, DDS, AASITT, AASN, RN, CRRN**

**Vice President**

**esignature : Jaime M. Puspos, BSN, RN, CVRN-BC**

**Advisor-Constitution and Bylaws Committee**

**Other Members: Bylaws Commitee Review**

**Reynaldo Macusi, MD, BSN, RN**

**Chair, Ethics Committee**

**Ma Ann ViraidaTrinidad-Dioneda, MD, BSN, RN**

**Chair, Membership Committee**

**Ma. Jennilyn Salvador Lano, BSN, RN-BC**

**Past President and Advisory Council Member**

**Revised : September 15, 2020**