

Bylaws of the Florida Association Directors of Nursing Administration/LTC

ARTICLE I—ORGANIZATION

The name of this organization shall be “*Florida Association Directors of Nursing Administration in Long-Term Care, Inc.*” hereinafter referred to as FADONA/LTC.

ARTICLE II—OBJECTIVES

1. To establish a forum in which to share common concerns and experiences relating to the needs of the members of this Association.
2. To foster and promote educational opportunities for professional nursing and the interests of the membership of this Association.
3. To be proactive with legislation relative to professional nursing and the interests of the membership of this Association.
4. To promote a more positive image of the long-term care industry.
5. To foster the development and growth of local associations of long-term care directors of nursing administration.
6. To provide state conventions, regional conferences, seminars, and workshops as shall be found needed and financially feasible.
7. To support and foster the objective of the National Association Directors of Nursing Administration in LTC—NADONA.

ARTICLE III—MEMBERSHIP

1. A full membership shall be open to any registered nurse (RN) who is currently or has previously within the past 5 years (upon initial application) served as director of nursing, assistant director of nursing, or in an equivalent position(s) in a long-term care facility, assisted living facility, or a home health agency that is long-term care, facility-based and who has paid appropriate dues on an ongoing basis.

Full membership is necessary to be eligible for all elective offices. Full membership shall be allowed to vote, and be appointed to FADONA committees.

2. Associate membership shall be open to any professional, such as an RN, licensed practical nurse (LPN), or physician who is involved in the health care field and who is interested in supporting the goals

and objectives of this Association and who has paid appropriate dues. Associate members shall not be allowed to vote, or hold office. Associate members are eligible for any appointed position.

3. Alliance membership shall be open to any interested professional or company that demonstrates a commitment to FADONA's mission and objectives and who has paid appropriate dues. Alliance members shall not be allowed to vote or hold office. Alliance members are eligible for any appointed position.

4. Patron membership shall be open to any interested professional person or company involved in providing services or products to the long-term care industry and who is interested in supporting the mission and objectives of this Association. Patron members shall not be allowed to vote or hold office, nor be appointed to any position.

5. Honorary membership can be conferred upon any individual who has rendered notable service to this Association upon signed recommendation of one member; seconded by another member and by majority vote of the Board of Directors. An honorary member shall have none of the obligations of membership in the Association, but shall be entitled to all of the privileges except those of making motions, voting and holding office.

6. Retired membership can be conferred upon any individual, 55 years or older, who has retired from the practice of nursing and who has been a FADONA member for five (5) years or more. Written notification of retirement status will be made to FADONA from the retiree. A retired member shall be entitled to all of the privileges including motions, voting and holding office. Annual dues will be waived.

ARTICLE IV—DUES

1. Full membership dues shall be determined by the Board of Directors and voted upon by the general membership at the annual meeting. FADONA membership will include membership in NADONA.

2. Associate membership dues shall be twice the annual amount of full membership.

3. Patron and Alliance membership dues shall be set by the Board of Directors. Patron and Alliance

membership dues do not include NADONA.

4. All dues, except Patron and Alliance, shall be paid directly to NADONA by each individual. NADONA will return the state portion of the dues to the FADONA treasurer.

5. Dues are for one (1) full year.

ARTICLE V—OFFICERS

Elected officers of this Association shall be: president, 1st vice-president, 2nd vice-president, secretary, treasurer, and seven regional vice presidents: Region 1—Northwest, Region 2—Northeast, Region 3—Centraleast, Region 4—Centralwest, Region 5—Southwest, Region 6—Southeast, and Region 7—Southeast.

The immediate past-president, after completing the term of office, shall remain on the Executive Board as a voting member.

ARTICLE VI—DUTIES OF OFFICERS

Section 1. The president shall preside at all general meetings. He/she shall, by virtue of his/her office, be chairperson of the Executive Committee. He/she shall appoint the following committee chairpersons to serve a two-year term:

1. Legislation, 2. Nominating, 3. Program/Education, 4. Public Relations, and 5. Rules/Bylaws.

Section 2. The 1st vice-president shall, in the absence of the president, perform all duties pertaining to that office. By virtue of his/her office, he/she shall be vice-president of the Executive Committee. He/she will assist the president with coordinating activities as delegated and shall serve as the Convention chairperson.

Section 3. The 2nd vice-president shall serve as membership chairperson and shall assist the president and 1st vice-president as delegated by the president.

Section 4. The secretary shall record the minutes of all board and general meetings and shall be responsible for any delegated correspondence from the Executive Committee.

Section 5. The treasurer shall be bonded and act as chairperson of the Budget/Finance committee.

The treasurer shall collect all fees, pay upon



warrant signed by the president, keep a record of all monies received and expended by the Association, maintain a general ledger to reflect all of the financial transactions of FADONA and present for audit following customary schedule, and present written financial report at each quarterly and annual meeting, reflecting from last balance to last transaction of that quarter.

Section 6. The regional vice presidents shall: act as liaisons between state and local Associations, increase networking by promoting educational forums, and motivate local involvement of all members in legislative concerns.

ARTICLE VII—COMMITTEES

If a committee chairperson becomes ineligible under membership rules and cannot continue in the elected position, the president will appoint a member to fill that position until the next annual meeting.

Section 1. Executive Committee: Comprised of the elected officers of the Association and the immediate past-president.

Section 2. Board of Directors: Comprised of the officers and the regional vice presidents. They shall: 1. Express views that mirror the FADONA mission statement. 2. Know FADONA's current stand on issues.

Section 3. Program/Education Committee: A chairperson appointed by the president shall be responsible for planning and organizing all statewide meetings. The committee shall be responsible for reviewing scholarship applications, and selecting the individuals for annual awards for approval by the Board of Directors.

Section 4. Budget/Finance Committee: The treasurer is the chairperson. This Committee shall be responsible for the preparation of a budget for the fiscal year and submitting it to the Association at its annual meeting for approval. The Budget/Finance Committee shall prepare the books, annually, for auditing.

Section 5. Nominating Committee: The immediate past-president shall serve as the chairperson. The Committee will prepare a slate of nominees for presentation to the membership. The Committee will conduct the election.

Section 6. Rules/Bylaws Committee: The president shall appoint the chairperson. The Rules/Bylaws

Committee shall be responsible for reviewing and recommending changes in the bylaws and reporting those recommendations to the Board at the last Board meeting prior to the Convention.

Section 7. Membership Committee: The 2nd vice-president shall chair the Membership Committee and shall be responsible for a current membership list and any other membership issues.

Section 8. Public Relations/Communications Committee: The president shall appoint a chairperson. They shall be responsible for promoting the Association by way of public and industry media and publication of the Association newsletter.

Section 9. Legislative Committee: The president shall appoint a chairperson. They shall attend vital legislative meetings dealing with issues of interest to FADONA and report to the membership, at the annual meeting, legislative efforts promoted by this Association as outlined in the objective.

ARTICLE VIII—MEETINGS

A quorum for the annual meeting shall be two-thirds of the members present and voting. The Board of Directors shall meet at least quarterly, either in person or via conference calls. A quorum for the Board of Directors shall be two-thirds of the Board of Directors. The Executive Committee may call an emergency meeting if necessary between Board meetings. A quorum shall be four (4) members.

ARTICLE IX—ELECTIONS

A. Elections will be held via mail-in ballot. The Nominating Committee will present the slate of officers to the membership at least ninety (90) days prior to the annual meeting. The members will return the completed ballot via mail or fax within sixty (60) days prior to the annual meeting. The Nominating Committee will present the slate of officers and be responsible for the voting process and procedures. Newly elected officers will be installed at the closing of the annual business meeting by the president.

B. In the event of a vacancy, replacements to positions may be approved by the Board until the next annual meeting.

C. The offices of president, 1st vice-president, and treasurer shall be elected in odd-numbered years. The offices of 2nd vice-president and secretary shall

be elected in even-number years. Regional vice presidents representing odd-numbered regions will be elected in odd-numbered years; and those representing even-numbered regions will be elected in even-numbered years.

ARTICLE X PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised Edition* will govern the Association in all cases to which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

ARTICLE XI ANNUAL NATIONAL CONVENTION

The Association will assume the expense of sending the president or a delegate to the annual NADONA meeting.

ARTICLE XII DISSOLUTION OF ORGANIZATION

All assets of the corporation will be disposed of in accordance with Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE XIII AMENDMENT OF THE BYLAWS

These bylaws can be amended by mail-in vote by a 51% margin, providing that the amendment has been submitted in writing to the membership ninety (90) days prior to the annual meeting and copies of the changes have been distributed to all members.

Emergency bylaws changes can be made by the Executive Committee. A ballot concerning the amendment must be sent to FADONA members, to be returned within thirty (30) days. If a majority (51%) of the returned ballots indicate a vote in favor of the amendment, the amendment will become effective immediately, and will remain in effect until the next annual meeting.

These bylaws are current and effective as of April 2010.