



Institute for Nursing 2007 Bylaws

**Institute for Nursing
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**BYLAWS OF
THE INSTITUTE FOR NURSING, INC**

ARTICLE I. Name

The name of this organization shall be the New Jersey Nurses' Institute for Nursing

ARTICLE II. Purpose

The purpose of the Institute for Nursing is to advance the profession of nursing and the communities we serve through scholarship, research, and education.

ARTICLE III. Members

Section 1. Board of Trustees. The activities of the corporation shall be managed by the Board that shall consist of thirteen trustees. (the Board).

Section 2. Composition of the Board. The trustees of the corporation shall consist of:

1. The President who shall be the President Elect of the NJSNA.
2. The Treasurer who shall be the Treasurer of NJSNA.
3. Four additional trustees appointed by the NJSNA board from the Board of Directors of NJSNA.
4. The Chief Executive Officer who shall also be the Chief Executive Officer of NJSNA.
5. Six trustees appointed by the board from the community.

Section 3. Term of Trustees. The trustees shall serve as follows:

1. NJSNA board members shall serve **two** two-year concurrent terms or until their NJSNA term ends.
2. Community trustees shall serve two-year terms. There shall be no limit on number of terms.

Section 4. Associate Board. The Board of Trustees may appoint as members of an Associate Board persons who shall support and further the mission of the Institute for Nursing by securing funds, volunteers and in-kind services. Associate Board members shall represent a cross-section of various businesses, government, healthcare, and other community groups. They shall act as emissaries between the Institute for Nursing and the community, assist in communicating the Institute's mission and promote participation in Institute-sponsored events. Members of the Associate Board do not vote but are welcome to attend Board of Trustee meetings.

Section 5. Quorum. A majority of New Jersey State Nurses Association board members, **the chief executive officer**, and at least one community member shall constitute a quorum.

ARTICLE IV. Officers

The officers of the Institute shall be the president, vice-president, secretary, and treasurer.

Section 1. Duties

- a. The **President** shall:
 - 1) Serve as Chairperson of the Board of Trustees
 - 2) Appoint standing and special committees with approval of the Board of Trustees.
 - 3) Serve as ex-officio member of all committees.
 - 4) Preside at all meetings of the Institute and conduct them by a formal order of business.
 - 5) Deliver an annual address.
 - 6) Perform all other duties of the office.

- b. The **Vice President** elected by the board shall:
 - 1) Assume the duties of the president in the President's absence.
 - 2) Serve as chair of the strategic planning committee.
 - 3) Assume the duties as assigned by the President or the Board of Trustees.

- c. The **Treasurer** designated by bylaws shall:
 - 1) Shall serve as chair of the Budget and Finance committee.
 - 2) Be responsible for receiving and disbursing of funds as designated by the Board of Trustee.
 - 3) Report to the board the financial standing of the foundation.
 - 4) Have all books of accounts audited annually by a certified public accountant.

- d. The **Secretary** elected by the board shall:
 - 1) Be responsible for all written communication originating with and for the board.

ARTICLE V. Meetings

Section 1. Regular Meetings. The Board of Trustees shall meet at least four times a year.

Section 2. Special Meetings of the Board. Special meeting of the board may be called by the President or any two trustees. Such meetings shall be held upon not less than two (2) days after notice.

ARTICLE VI. Committees

Section 1. Provider Unit Committee. Formulates policy and procedures for continuing education for the Provider Unit using ANCC Commission on Accreditation criteria:

Section 2. Consists of the following **five (four)** members appointed by the President of the Board: one at-large member from North Jersey, Central Jersey and South

Jersey; and, one at-large member from the Congress on Practice. Each member must have a minimum of a baccalaureate degree in a health-related field.

Section 3. Bylaws. The bylaws shall be reviewed by the bylaw committee at least every two years. The bylaws committee, consisting of at least three members shall be chaired by a board member appointed by the President

Section 4. Bylaws Changes

All bylaws proposed changes must be given to the board in writing ten days prior to the scheduled meeting, and require a 66% majority to pass of members present

ARTICLE VII. Parliamentary Authority

Section 1. Roberts Rules of Order shall govern meetings and the bylaws of this organization.

Section 3. The Corporation. The Institute for Nursing is subject to the provisions of the NJ Nonprofit Corporation Act. If the bylaw is inconsistent with a provision of the "Act" or the certification of Incorporation, the provisions of the "Act" or the certification of Incorporation shall govern to the extent of such inconsistencies.

9/20/95

Revised: April 6, 2001 Annual Meeting

Revised: April 2, 2003 Annual Meeting

Revised: March, 2007 Annual Meeting