

Richmond Area AORN  
Bylaws  
Chapter #4702

**ARTICLE I**  
NAME

The name of this professional organization is AORN Inc. (Association of periOperative Registered Nurses, Richmond Area of Virginia) hereinafter referred to as the “Chapter”.

**ARTICLE II**  
PURPOSES

- A. To unite registered professional operating room nurses for the purpose of maintaining an association dedicated to the constant endeavor of promoting the highest professional standard of perioperative nursing practice for the optimum care of the patient before, during, and after surgery;
- B. To provide opportunities for continuous learning through diversified educational activities;
- C. To study, discuss, research, and exchange information in the field of perioperative nursing;
- D. To hold meetings at intervals for the purposes of this Association.
- E. To cooperate lawfully with other professional associations, health care facilities, universities, industries, technical societies, research organizations, and governmental agencies in matters affecting the foregoing purposes of the Association;
- F. To otherwise lawfully adopt policies and conduct programs for the improvement of perioperative nursing practice provided that the policies and programs are consistent with the requirements that the Association is not organized for profit and no part of its earnings inure to individuals.

**ARTICLE III**  
MEMBERSHIP AND DUES

Section 1: Membership in the Association is contingent on compliance with requirements as specified in the bylaws.

Section 2: Membership is unrestricted by consideration of nationality, race, creed, life-style, color, sex or age.

Section 3: Categories of membership in this Association are chapter members, members at large, retired, student and associate.

- A. Chapter Member: A registered professional nurse who supports the mission of AORN, living in an area where a chapter exists.
- B. Member at Large: A registered professional nurse who supports the mission of AORN living in an area where a chapter does not exist.
- C. Retired: A registered professional nurse who supports the mission of AORN.
  - 1. Qualifies to be a member at large.
  - 2. If a chapter membership is selected, applicable chapter dues may be assessed.
- D. Student: An individual pursuing education leading to eligibility to sit for the registered nurse licensing examination.
  - 1. Qualifies to be a member at large
  - 2. If a chapter membership is selected, applicable chapter dues may be assessed.
  - 3. May not hold elective office.
  - 4. May not serve as a delegate to the AORN House of Delegates.
- E. Associate: An individual who support the mission of AORN and who is primarily engaged in one of the following professions: health care industry representative, central service professional, physician, health care administrator, perioperative and facility material management, informatics personnel or pharmacist.
  - 1. Qualifies to be an associate at large.
  - 2. If a chapter membership is selected, applicable chapter dues may be assessed.
  - 3. May not hold elective office.
  - 4. May not serve as a delegate to the AORN House of Delegates.
  - 5. This is a nonvoting category.

#### Section 4: Termination

- A. The Board of Directors may terminate a member for failure to meet membership requirements, provided the member was offered an opportunity to have an unprejudiced hearing if requested at which the member was permitted to defend against the termination.
- B. If terminated, a member may be allowed to rejoin by the Board of Directors after demonstrating eligibility for membership.

#### Section 5: Dues

- A. Annual membership dues in this Association are determined by the Board of Directors and are subject to ratification by the membership
- B. Dues shall be paid according to established policy.

- C. Delinquency: Any member whose dues are not received by the last working day (at Headquarters) of the member's renewal month is automatically terminated as a member, and all privileges of the Association are withdrawn.

**ARTICLE IV**  
**OFFICERS**

The officers of this Association are President, President-elect, Vice President, Secretary, and Treasurer. The specific duties of the officers are listed in the Policy Manual of the Chapter.

- A. President:  
Serves as the official representative to the Chapter. Presides at all meetings of the Chapter, the Board of Directors, and the Executive Committee.
- B. President-elect:  
Observes and assists the President in preparation for assuming the duties and responsibilities of that office.
- C. Vice President:  
Performs the duties of the President in the absence or inability of the President to act.
- D. Secretary:  
Assures records are maintained of the proceedings of all business meetings of the Chapter and The Board of Directors.
- E. Treasurer:  
Monitors the fiscal affairs of the Chapter. Provides reports and interprets financial information for the membership and the Board of Directors.

**ARTICLE V**  
**NOMINATING COMMITTEE-NOMINATIONS**  
**ELIGIBILITY-ELECTIONS**  
**TERMS-VACANCIES-REMOVAL**

Section 1: Nominating Committee

- A. The Nominating Committee consists of at least three (3) members. Two (2) members are elected in the even numbered years and one (1) in the odd numbered years. Each serves for a term of two (2) years.
- B. The immediate past President is a non-voting member of the committee for a term of one (1) year immediately following his/her term of office as President.

## Section 2: Nominations

- A. The Nominating Committee prepares and presents a slate of candidates to serve in elected capacity.
- B. Nominations for elected office may be made from the floor at the time the slate is presented, provided that eligibility has been verified and written consent to serve if elected was obtained from the nominee and is submitted at the time of nomination.

## Section 3: Eligibility

- A. To be eligible for elective office as a member of the Board of Directors or as a member of the Nominating Committee, a nominee must currently provide or have previously provided perioperative nursing care that addresses(ed) the needs of patients preoperatively, intraoperatively, and postoperatively.
- B. To be eligible for elective office as an officer, member of the Board of Directors, or as a member of the Nominating Committee, a nominee must be a member of the Association continuously for two (2) years immediately prior to nomination.
- C. To be eligible for the office of President-elect or Vice President a nominee must have served at least on (1) year as a member of the Board of Directors
- D. The members of the Nominating Committee may not be listed as candidates for election on a slate they have prepared.
- E. To be eligible for elected office as an officer or member of the Board of Directors or Nominating Committee, the nominee must have attended at least five (5) meeting during the previous year; must be active and involved in chapter affairs; and must be an active member of a current standing/or special committee.

## Section 4: Elections

- A. The Officers, Board of Directors, and Nominating Committee shall be elected by written ballot at the meeting prior to the annual meeting of the chapter, and plurality elects. In the case of a tie, the choice is by lot.
- B. Any member currently holding an elected office may not be a candidate for another office unless the term of the member expires at the impending annual election

## Section 5: Term of Office

- A. The President-elect is elected every year, serves in that capacity for one (1) year and then automatically becomes President for a term of one (1) year.

- B. The Vice President, Secretary and three (3) members of the Board of Directors shall be elected in even numbered years for a term of two (2) years and shall serve until their successors have assumed office.
- C. The Treasurer and two (2) members of the Board of Directors shall be elected in the odd numbered years for a term of two (2) years and shall serve until their successors have assumed office.
- D. No officer or member of the Board of Directors shall serve no more than two (2) consecutive terms in the same office, unless needs of the chapter dictate.

#### Section 6: Vacancies

- A. President: The Vice President immediately assumes office.
- B. President-elect and Vice President: A vacancy in the office of President-elect or Vice President is filled by a vote of the Board of Directors from a slate submitted by the Nominating Committee and eligibility requires the nominee to have served at least one (1) year as a member of the Board of Directors.
- C. The Board of Directors fills all other vacancies.
- D. Any member filling a vacancy for an unexpired term of one (1) year or more is deemed to have served one (1) term.

#### Section 7: Removal

Any elected official, regardless of the manner of election or appointment, may be removed by the membership. Removal requires a two thirds (2/3) affirmative vote whenever, in its judgment, the Chapter's best interest would be served, and provided the elected official, upon request, was offered an opportunity to have an unprejudiced hearing at which the elected official was permitted to defend against the termination.

### **ARTICLE VI** **MEETINGS**

#### Section 1: Chapter Meetings

- A. The number of meetings per year, the months in which they are held, and the time and place is determined by mutual agreement of the Board of Directors and the membership.
- B. Notices of the monthly meetings will be sent to the membership.

- C. Ten percent (10 %) of the membership, including three (3) members of the Board of Directors, two (2) of which are officers, constitutes a quorum for a business meeting. If a quorum is not established, the Board of Directors may act upon any pertinent business
- D. The annual meeting is designated as the May meeting.

#### Section 2: Special Meetings

- A. A special meeting may be called by the President or at the request of a majority of the Board of Directors. A special meeting may also be called by a quorum of the membership.
- B. The membership shall be appropriately notified prior to a called special meeting.
- C. Notification of a special meeting shall include the purpose of the meeting and the time and place of the meeting. No business other than that, which was stated in the call, may be transacted.
- D. Ten percent (10%) of the membership, including 3 members of the Board of Directors, 2 of which are officers constitutes a quorum for a special meeting. If a quorum is not established, the Board of Directors may act on any pertinent business.

### **ARTICLE VII** **BOARD OF DIRECTORS**

The Board of Directors consists of the officers and five (5) elected members. The Board of Directors has the power, authority, and responsibility to manage the affairs of the Chapter. The Board of Directors may not modify any action of the membership without approval.

#### Section1: Meetings

- A. The number of meetings per year, the months in which they are held, and the time and place is determined by mutual agreement of the Board of Directors.
- B. Special meetings of the Board of Directors may be called by the President or upon written request of three (3) members of the Board of Directors.
- C. Six (6) members of the Board, two (2) of which are officers, constitute a quorum.

#### Section 2: Executive Committee

- A. Composition: The Executive Committee is comprised of at least three (3) members, the President, President-elect, and Vice President.

- B. Role: Assists the President in conducting the business of the Chapter between meetings of the Board of Directors, A majority of the Executive Committee constitutes a quorum.

**ARTICLE VIII**  
**COMMITTEES**

Section 1: Committees and Task Forces

In order to facilitate the Associations' mission and strategic plan as well as the needs of the profession, the Board of Directors shall at least annually create such committees and ad hoc task forces, as it deems desirable. The President-elect shall appoint the members of all such committees and ad hoc task forces. Each committee or task force shall consist of a chair and at least two (2) additional members. Each committee or task force shall have only such powers as are specifically delegated to it by the Board of Directors. A majority of the members of the committee or task force shall constitute a quorum

The purpose and duties of these committees are listed in the Policy Manual of the Chapter.

Section 2: Special Committees

Special committees may be appointed by the President and cease to exist upon completion of the committee charges.

**ARTICLE IX**  
**DELEGATES**

Section 1: Eligibility

- A. Delegates and alternate delegates to the annual Congress must be members in good standing of the Association and the Chapter.

Section 2: Representation

- A. The delegate count shall be allocated annually based upon a ration of the Chapter membership as of June 30. Each chapter has a minimum of one (1) delegate and (1) alternated delegate.
- B. Delegates and alternates will be selected according to established policies.

**ARTICLE X**  
**OFFICIAL PUBLICATION**

The official publication of the Association is the *AORN Journal*.

**ARTICLE XI**  
**PARLIAMENTARY AUTHORITY**

*Robert's Rules of Order Newly Revised* is the parliamentary authority of the Chapter.

**ARTICLE XII**  
**AMENDMENTS**

Amendments to these bylaws may be made at any regular meeting provided that the proposed amendments have been submitted at least thirty (30) days prior to the vote.

**ARTICLE XIII**  
**FISCAL YEAR**

The fiscal year of the Chapter is January 1 through December 31.

**ARTICLE XIV**  
**DISSOLUTION**

In the event circumstances require the Chapter to dissolve, all funds in the treasury will be given to an appropriate educational endeavors determined by a majority of the membership.

*Revised February 2004*