

Bylaws -2002
ILLINOIS STATE Emergency Nurse Association

Article I

NAME

The name of this organization shall be the Illinois State Council of the Emergency Nurses Association (ENA), a not-for-profit corporation incorporated in the State of Illinois.

Article II

PURPOSE

This State Council is the integral organization component of the Emergency Nurses Association (ENA) at the State level, chartered by the National Association (ENA), to implement its philosophy, objectives, and leadership on the State level, as well as to coordinate the professional activities of the members with in the State in liaison with the National Level (ENA), General Assembly and the Board of Directors. State Council's shall act in accord with Bylaws and Procedures established by the National Association (ENA).

Article III

OBJECTIVES AND RESPONSIBILITIES

- A. To promote and implement the philosophy and objectives of the Emergency Nurses Association (ENA) on the State Level.
- B. To provide leadership by identifying and addressing issues affecting emergency care and emergency nursing practice on the State level.
- C. To maintain liaison with State professional organizations and agencies including, but not limited to:
 - 1. American College of Emergency Physicians (ACEP)
 - 2. Emergency Medical Services
 - 3. Illinois Board of Nursing
 - 4. Illinois Nurses' Association and State Nursing Specialty Organizations
- D. To monitor State legislative issues affecting emergency care and emergency nursing practice.
- E. To develop, maintain and monitor a statewide emergency nursing networking structure to address professional issues.
- F. To provide continuing education opportunities on the State level.
- G. To coordinate all professional activities of the Association within Illinois in accord with Bylaw and Procedures.

ARTICLE IV

CHARTER

- A. A formal charter certificate shall be issued by the National Association in accord with its Bylaws and Procedures, allowing the Illinois Council to function as an affiliate of the National Association at the State Level.
- B. Said charter may be suspended or revoked by the National Association in accord with its Bylaws and Procedures.

ARTICLE V

MEMBERSHIP

- A. The State Council is composed of members-at-large in the State of Illinois.
- B. Membership in the State Council is achieved through membership in the National Association. A single dues payment to the National Association includes membership benefits at the National and State Level.

ARTICLE VI

OFFICERS

- A. The Officers of Illinois State Council shall be a President, President-Elect, Secretary, Treasure and Treasurer-Elect.
- B. Qualifications
Officers shall have:
 - 1. Current National Association membership.
 - 2. Current professional nurse licensure within the State of Illinois.
- C. Responsibilities: In addition to these responsibilities delineated below, officers of the Illinois State Council shall exercise all the privileges and responsibilities as an officer of the State Council as specified in the Bylaws and Procedures of the National Association. All elected officers shall attend board and state meetings as a part of their responsibility to the office.
 - 1. President:
 - a. Serve as Executive Officer of the State Council.
 - b. Coordinate all Council administrative activities.
 - c. Appoint committee Chairpersons with the approval of the Board of Directors.
 - d. Shall be responsible for updating and implementing the strategic plan.
 - 2. President-Elect:

- a. To perform any duties assigned by the President for the State Council
 - b. To succeed to the office of President at the expiration of the President's term. In the event the position of the President becomes vacant, the President-Elect shall serve for the unexpired term and the term for which he/she was elected.
3. Secretary
- a. To record minutes of State Council meetings.
 - b. To maintain correspondence with State Council members, officers and committee chairpersons.
 - c. To perform those duties as outlined in Parliamentary Procedure and Common law.
4. Treasurer
- a. To maintain State Council financial records in accord with generally accepted accounting procedures.
 - b. To present a State Council budget proposal annually.
 - c. To maintain State Council banking accounts and disbursements thereof.
5. Treasurer-Elect
- a. Assist the Treasurer in maintaining State Council financial records, preparation of annual budget and maintenance of State Council banking accounts.
 - b. During their term of office as Treasurer-Elect to learn the role and duties of State Council Treasurer.
 - c. To succeed to the office of Treasurer at the expiration of the Treasurer's term. In the event the position of Treasurer becomes vacant, the Treasurer-Elect shall serve for the unexpired term and the term for which he/she was elected.
- D. Term of Office
- 1. The State Council President and President-Elect shall serve for a term of two (2) years until their successors are

- 2. elected. The term of office shall begin immediately upon installation. The State Council Secretary and Treasurer shall serve for a term of two (2) years until his/her successor is elected. Their term of office shall begin immediately upon installation. No individual shall serve more than two (2) consecutive terms as Secretary or Treasurer.
 - 3. The State Council Treasurer-Elect shall serve for a term of one year, and then serve as Treasurer. Term of office shall begin immediately upon installation.
- E. Elections
- 1. Elections shall be held annually.
 - 2. Nominations:
 - a. A Nominating Committee shall solicit, verify and then publish a slate of candidates for Officers and Directors-at-large.
 - b. The Nominating Committee shall consist of at least the Past President and others elected from the membership-at-large with the approval from the Board of Directors.
 - 3. Electoral Process:
 - a. All active members of the State Council shall elect Officers and Directors-at-Large by a ballot.
 - b. Candidates receiving the highest number of votes for each position shall be declared elected.
 - c. Elections will occur such that results will be final prior to the National Annual Meeting.
 - d. Unless stated otherwise in these Bylaws, vacancies may be filled for the unexpired term of office by a majority vote of the Board of Directors.

ARTICLE VII

MEETINGS

- A. The Illinois State Council shall meet at least twice a year. Meetings shall be called by the President.
- B. The last business meeting of the year shall be for the purpose of installing officers, receiving reports of officers and committees, for presenting next years approved budget and for any other business that may arise.
- C. The State Council shall hold at least one (1) educational meeting per year.

- D. Special meetings may be called upon the written request of a majority of the Board of Directors.
- E. Six of the Illinois State Council Board of Directors and committee chairs shall constitute a quorum for any meeting of the Illinois State Council.

ARTICLE IX

DELEGATES TO THE ANNUAL MEETING

- A. The number and qualifications for delegates to the National Association Annual Meeting shall be determined by the Bylaws and Procedures of the National Association.
- B. The method of delegate selection shall be by the "point method" as provided by the Bylaws and Procedures of the National Association and approved by the Illinois State Council.
- C. The Board of Directors shall be responsible for implementing the "point method" provided in the Bylaws and Procedures of the Association.

ARTICLE X

BOARD OF DIRECTORS

- A. The Officers of the Illinois State Council and two (2) elected Directors-at-large shall constitute the Board of Directors.
- B. The two (2) elected representatives to the Board of Directors shall be elected by ballot along with the officers. The term of office shall be for two years, with one Director elected in even numbered years and one Director elected in odd numbered years, thus creating an overlap of terms of office.
- C. The Board of Directors shall be responsible for the management of the affairs of the Illinois State Council between its business meetings and shall perform such other duties as are specified in these Bylaws. The Board of Directors is subject to the direction of the State Council and none of its acts shall conflict with action taken by the State Council.
- D. The President shall call meetings of the Board of Directors.
- E. The presence of the President and three (3) other Board members shall constitute a quorum for any meeting of the Board of Directors.

ARTICLE XI

ADVISORY MEMBER

There shall be one(1) non-voting member on the Board of Directors.

- A. Immediate Past President shall serve as a non-voting member for a two (2) year term

commencing immediately upon the installation of the President.

ARTICLE XII

COMMITTEES

- A. The Illinois State Council shall have committees in sufficient number necessary to address Association objectives, professional practice, special interests and council progress. The State shall appoint committees, which address the following issues. To ensure that the functions are carried out committees or a combined committee shall be formed.

Function:

1. Educational Activities
2. Trauma
3. Pediatrics
4. Leadership
5. Injury Prevention Institute
6. Annual Symposium
7. Research
8. Government Affairs
9. Finance
10. Membership
11. Nominations
12. Newsletter
13. EMS
14. Nursing Practice

Additional functions shall be added at the discretion of the Illinois State Council as circumstances warrant.

- B. The Illinois State Council President shall serve as an ex-officio voting member of each committee except any committee charged with nomination of candidates for State Council Officers.
- C. All committees shall assume duties and have power assigned by the Illinois State Council.
- D. The President shall appoint the Chairperson of all committees, except any committee charged with the nomination of candidates for the State Council Office. The Board of Directors shall appoint the Chairperson and members of any committee charged with nominations.
- E. The President shall assign a Board Liaison for all committees, who are responsible for communicating with the chairperson and to act on behalf of the Board of Directors.

ARTICLE XIII

SPECIAL INTEREST GROUPS (SIG)

- A. The State Council may recognize Special Interest Groups of emergency nurses within the State of Illinois. To maintain an active liaison,

a representative of each group is requested to attend meetings of the Illinois State Council. A representative of a Special Interest Group shall not, by virtue of said representation, possess privileges of membership unless he or she is a member as defined in Article V, Section B of these bylaws.

- B. Special Interest Groups may represent a geographical area within the State, a specialty group within emergency nursing, or emergency nurses sharing a common interest. Special Interest Groups are not committees of the State Council as defined in Article XIII.

meeting of the Council for which prior notice has been given.

- B. Any amendment to the National Association Bylaws and Procedures having direct application to these Bylaws shall take precedence over any Illinois Council Bylaw provision and/or procedures and amendment thereto shall automatically take effect.

ARTICLE XIV

INDEMNIFICATION

The Illinois State Council shall indemnify all Officers, Directors and employees for expenses within the defense or settlement of any claim against such person by reason of service as an Officer, Director or employee, unless a judgement or other adjudication shall establish that such claim arose or resulted from any dishonest, fraudulent, criminal, malicious, or knowingly wrongful act, error or omission of such person.

ARTICLE XV

PARLIAMENTARY AUTHORITY

These Bylaws, the current edition of Roberts Rules of Order, Standing Rules and any Special Rules of Order adopted by the Illinois State Council shall govern all meetings of the Illinois State Council provided they are not in conflict with the Bylaws and Procedures established by the National Association.

ARTICLE XVI

DISSOLUTION

In the event of dissolution of the Illinois State Council, the net assets of the corporation shall revert to the National Association after all liabilities and obligations shall be paid, satisfied, and discharged, or adequate provision shall be made thereof.

ARTICLE XVII

AMENDMENTS

- A. The National Association in accord with its Bylaws and Procedures may amend these Bylaws only upon approval. Before any amendments become effective, they must subsequently be approved by a two-thirds (2/3) vote of the Illinois State Council present at a