

Adopted:

Amended:

## BY-LAWS

### MISSISSIPPI ASSOCIATION OF NURSE ANESTHETISTS

#### ARTICLE I NAME

This organization shall be known as the Mississippi Association of Nurse Anesthetists.

#### MISSION STATEMENT ( this is a new additon)

The mission of this association is to promote patient safety, public awareness and education in our practice of anesthesia

#### ARTICLE II OBJECTIVES

It shall be the object of this association to promote the best interests of its members; to cooperate with the American Association of Nurse Anesthetists; to facilitate cooperation between nurse anesthetists and the medical profession, hospitals and

other agencies interested in anesthesia; and to advance the science and art

of anesthesia.

#### ARTICLE III MEMBERSHIP

##### SECTION 1. Membership

Membership in this organization and procedures with respect to admission to membership, maintenance of membership, classes of membership, qualifications thereof, and the exercise of the privileges thereof, shall be such as are stipulated in the bylaws of the American Association of Nurse Anesthetists.

##### SECTION 2. Conduct of members

If the conduct of any member shall appear to be in willful violation of the bylaws of this association, or prejudicial to the interests of this association, the Board of Directors may, by vote of two-thirds (2/3) of entire Board, suspend or expel such member.

Before such action is taken, a written copy of the charges must be presented to the

Board of Directors of the American Association of Nurse Anesthetists for consideration and counsel. If after consultation with the American Association of Nurse Anesthetists' Board of Directors, the state Board of Directors still elects to prefer charges, (a written copy of the) charges must be served upon the member and an opportunity given that member to be heard before the Board of Directors. A recommendation for the suspension or expulsion shall also be made to the Board of Directors of the American Association of Nurse Anesthetists. A motion to reconsider the suspension or expulsion of a member from this association may be made at a regular meeting of the Board of Directors.

## ARTICLE IV RECOGNITIONS

### SECTION 1. Honors

Honors may be given to members upon the recommendation of the Board of Directors and with a majority vote of the members. Presentation of awards will be conferred at the annual winter or summer meeting.

### SECTION 2. Honorary Membership

State honorary membership may be conferred upon an individual by the voting body, upon recommendation of the Board of Directors.

### SECTION 3. Benefactors

Contributors of one hundred dollars (\$100.00) or more shall be known as benefactors.

The names of such contributors shall be placed in the permanent records of this association.  
( IT HAS BEEN SUGGESTED THIS MONITARY AMOUNT BE INCREASED)

SECTION 4. Donors

Contributors of less than one hundred Dollars (\$100.00) shall be known as donors.

The names of such contributors shall be placed in the permanent records of this association.

ARTICLE V GOVERNMENT

SECTION 1. Officers

A. The government of this association shall be vested in a Board of Directors, consisting of eight (8)

business

members: the President, President-Elect, Vice President, Secretary-Treasurer, and four (4) Directors.

B. Terms of Office

business

1. The regular term of office shall begin immediately following the annual summer meeting of the association.

2. The President-Elect and the Vice President shall be elected at the annual winter meeting for a term of

Winter business

one (1) year. The Vice President shall be eligible for re-election, but shall not serve more than two (2) consecutive terms.

3. The Secretary-Treasurer shall be elected at the annual (WINTER BUSINESS) meeting for a term of two (2) years and shall be eligible for re-election,( but not to exceed more than 2 consecutive terms.)

C. Eligibility for Office

1. No member shall be eligible for the office of President, President-Elect or Vice President who

has not served on the Board of Directors of this association for at least two (2) years.

2. No officer or member of the Board of Directors of the American Association of Nurse Anesthetists may hold office in this association. In the event that an officer or member of the Mississippi Board of Directors accepts an office in the national association, office in the Mississippi Association of Nurse Anesthetists automatically expires.

#### D. Duties of Officers

##### 1. The president shall:

- a. Preside at the meetings of this association and of the Board of Directors.
- b. Appoint standing committees, with the exception of the nominating committee, and appoint special committees subject to the approval of the Board of Directors.
- c. Be an ex-officio member of all committees, except the nominating committee.
- d. Prepare and read at each annual meeting of the Mississippi Association of Nurse Anesthetists a report of the work of the year.
- e. Approve bills before payment by the Secretary-Treasurer.
- f. When feasible, represent this association at the AANA annual meeting.
- g. Appoint tellers and registrars prior to voting.
- h. Keep the President-Elect and Vice President informed of association affairs.
- . Remain as a non-voting, ex-officio member of the Board of Directors for a period of one (1) year after completion of term as President, or may become eligible for election to any office.

##### 2. The President-Elect shall:

- a. Serve on the Board of Directors and aid in the governing of this association.
- b. Work closely with the President and the Vice-President so that the affairs of the association will be maintained with continuity.
- c. May be appointed as an official representative of this association.
- d. Shall succeed to the office of President at the close of the summer annual meeting following his/her election or in the event of the death, resignation, inability or wrongful refusal to act by the President. In the event the President-Elect succeeds to the office of President by reason other than natural succession by expiration of the current President's term of office, the President-Elect shall serve for the remaining term of the replaced President and

in addition shall serve the one-year term of office as President to which he/she would have succeeded if the current President had fulfilled his/her term of office.

3. The Vice-President shall:

- a. Be the historian for this association and responsible for its annual update.
- b. Serve on the Board of Directors.
- c. Work closely with the President and President-Elect.
- d. May be appointed an official representative of this association in absence of the President and the President-Elect.
- e. Shall assume the duties of the President-Elect as well as the President's duties if the President-Elect is unable to fill this position

4. The Secretary-Treasurer shall:

- a. Keep the minutes of the meetings of this association and of the Board of Directors.
- b. Notify officers of their election and members of committee appointments.
- c. Notify members of meetings.
- d. Notify officers of the Board of Directors meetings.
- e. Send to the Executive Director of the American Association of Nurse Anesthetists, names and addresses of the officers and directors after their election, names of committee members after their appointment and reports of meetings or other activities.
- f. (Send) copies of important correspondence and information regarding matters of general business of this association to the President.
- g. Keep an alphabetical list of members and their addresses.
- h. (Send) copies of this association's bylaws to new members.
- i. Give a written report at the annual meeting and/or upon request to the Board of Directors.
- j. Receive funds of this association, pay bills, and disburse funds as directed by the Board of Directors.
- k. Deposit funds as designated by the Board of Directors.

1. Pay AANA's share of dues for state honorary members for MANA funds.

## 5. Additional Duties

In addition to the foregoing specific duties,( the duties) remove the preceding words), the duties of the officers shall be such as their titles by general usage would indicate, and such as may be assigned to them by the Board of Directors.

## 6. Association Property

Each officer shall deliver any association property and records to a successor or to the president within one (1) month after the annual summer meeting.

## SECTION 2. Directors

### A. Terms of Office

1. Directors shall be elected at the annual meeting for a two year term of office.
2. Two (2) Directors shall be elected annually.
3. Directors may seek re-election to the same office after being out of office for one (1) year.
4. Should a vacancy occur among the four (4) Directors an appointment will be made by the President with the approval of the Board of Directors.
5. A person appointed to fill an unexpired term may run for that office.

### B. Meetings

1. The Board of Directors shall meet immediately preceding and immediately following the annual meeting of this association.
2. Meetings of the Board of Directors may be called by the President at such times as the business of this association may warrant, or upon {(written) remove} request of a quorum of the Board of directors filed with an officer of this association.
3. A majority of the members of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors.

### C. Duties

1. Control and management of funds and property of this association.

2. Selection of place for deposit of funds.
3. Provide for an auditing of the books before the annual meeting, or at such times as the Board of Directors may deem advisable. Books must be audited before turning them over to a successor.
4. Prescribe the amount of expenses that shall be allowed for speakers at annual and regular meetings and amounts to be allowed toward defraying expenses of representatives to the annual meeting of the American Association of Nurse Anesthetists or to other meetings.
5. Conduct the general business of this association.
6. Conduct business between meetings by mail or other means of communication.
7. Fill vacancies.
  - a. of the Board of Directors with the exception of the office of President; the member so elected shall serve until the next{BOD voted to remove (should be Summer Meeting)} annual election. In the event of a vacancy in the office of President, the President-Elect shall become President, the Vice President shall be President-Elect, and the Board of Directors shall elect another Vice-President.
  - b. In the event of vacancies occurring on the Board of Directors, the President, subject to the approval of the remaining members of the Board of Directors, shall appoint members to fill such vacancies until membership election at the Winter Business Meeting.
  - c. In the event of an Officer vacancy, the board may appoint a qualified individual to serve for the completion of the term, not to exceed one year. At that time the appointed individual may run for vacated office to be considered for election by the membership
  - d. In the event that a member of the Board of Directors fails to carry out the duties aforementioned, the Board of Directors may {BOD Voted to change the verbage from(select a replacement) [change to (may chose to remove said Director)]}.

## ARTICLE VI COMMITTEES

### SECTION 1. Standing Committees

Bylaws

Finance

Nominating

Education and Government Relations

Program and Social

Publications

## SECTION 2. How Appointed

A The President, subject to the approval of the Board of Directors, shall appoint the standing committees with the exception of the nominating committee, each committee to be composed of not less than three (3) members.

B. Special committees may also be appointed by the President, subject to the approval of the Board of Directors.

## SECTION 3. Term of Office

Members appointed to committees shall serve for one (1) year or until their successors are appointed.

## SECTION 4. Duties

A. The chairmen of committees shall:

1. Be responsible to the Board of Directors
2. Prepare an annual report and upon request report to the Board of Directors.
3. Be responsible for carrying out the duties as assigned.

B. The members of a committee shall:

Cooperate with the chairman in carrying out the duties as assigned in Section 5.

## SECTION 5. Specific Duties

A. Bylaws

1. This committee shall receive, and may propose, amendments and present them to the Board of Directors and to the members for consideration.
2. This committee shall submit proposed national amendments to the AANA Bylaws committee.

B. Education-Government Relations

1. This committee shall assist in the development of educational standards and consistently endeavor to further the educational program of this association and that of the American Association of Nurse Anesthetists.



2. This committee shall work with and under the direction of the Board of Directors and the national Government Relations committee in matters pertaining to pending legislation, regarding the administration of anesthetics by nurse anesthetists.

#### C. Finance

1. This committee shall be composed of the Secretary-treasurer and two (2) active members, preferably past officers or members of the Board of Directors.

2. It shall be responsible for planning a budget and investigating the expenses.

#### D. Nominating

1. The nominating committee shall be composed of three (3) active members elected at the annual meeting, and shall elect its chairman from among its own membership.

2. Not less than thirty (30) days prior to the annual meeting it shall prepare and present to the Board of Directors a ballot with the nominations for the following: President-Elect, Vice President,

Secretary-treasurer (if applicable), two (2) Directors and three (3) nominating committee members.

#### E. Program and Social

1. This committee shall prepare, subject to the approval of the Board of Directors complete program for the annual meetings and arrange for programs and places of meetings for other regular meetings during the year.

2. This committee shall be responsible for social activities of this association.

#### F. Publications

1. This committee shall have charge of the official bulletin of the association.

2. It shall designate one (1) of its members to serve as editor of the bulletin.

3. It shall be the duty of the editor to give extra copies (send a copy) to the Secretary-Treasurer for the permanent records of this association.

4. It shall send (provide) a copy to the Executive Director of the American Association of Nurse Anesthetists.

### SECTION 6. Vacancies

A. In the event of vacancies occurring in committees, the President, subject to the approval of the Board of Directors, shall appoint members to fill such vacancies.

## ARTICLE VII MEETINGS, QUORUMS, VOTING

### SECTION 1. Meetings

- A. The annual Winter Business & Summer{ remove( business )}meetings and election shall be held at such time and place as designated by the Board of Directors.
- B. Election of Officers and Board members will be held at the Annual Winter Meeting.
- C. Regular meetings of this association may be held at a time and place as designated by the Board of Directors.
- D. Special meetings may be held upon request of the Board of Directors or upon a written request of a quorum of active members, filed with an officer of this association.

### SECTION 2. Quorums

- A. Ten (10) active members shall constitute a quorum at the [annual] Winter[business] [ remove per BOD(or Summer annual business) meeting.
- B. Ten (10) active members shall constitute a quorum at any regular meeting.
- C. Ten (10) active members shall constitute a quorum at any special meeting.

Perhaps this should be 10% of active membership.[this is a recommendation of the Bylaws committee] BOD FEELS THIS MAY BE IMPOSSIBLE TO ACCOMPLISH

### SECTION 3. Voting

#### A. Who may vote

Only active MANA members shall participate in elections and other voting.

#### B. Nominations

1. Only active MANA members shall be eligible for nomination.
2. Written consent of a candidate must be obtained before a name may be placed on a ballot.
3. Additional nominations may be made from the floor at an annual meeting before nominations are declared closed if the election is held at the annual meeting.

### C. Method of voting

1. A registrar and two (2) assistants shall be appointed by the President and shall certify credentials before issuing ballots to voting members.
2. Three (3) tellers shall be appointed by the President and shall be responsible for election procedures, including a special room for voting, ballot boxes, counting ballots and making an official report to the members. The tellers shall also be responsible for counting other votes on any business transacted.
3. Matters submitted for vote to the voting body shall be determined by the majority unless otherwise specified.
4. Election shall be by electronic or paper ballot; if electronic ballot is utilized, if requested at least seven days prior to election, a paper ballot will be provided, but must be returned via email, fax or regular mail upon the final day of electronic voting.[ everything about ELETRONIC VOTING HAS BEEN ADDED FOR APPROVAL)
5. A vote may be cast for a person not on a ballot by writing in the name.
6. A plurality vote shall exist.

## ARTICLE VIII FINANCE

### SECTION 1. Dues

Dues and payment thereof for the Mississippi Association of Nurse Anesthetists shall be as are stipulated in the bylaws of the American Association of Nurse Anesthetists

### SECTION 2. Fiscal Year

The fiscal year of the Mississippi Association of Nurse Anesthetists shall date from March 1.

## ARTICLE IX OFFICIAL PUBLICATION

### SECTION 1. Name: MANA CRNA NEWLETTER

### SECTION 2. Dates of issue

The MANA Newsletter shall be published either [ electronically or printed] semiannually [and may be published in conjunction with other publicity or informational materials distributed to the membership.] [ EVERYTHING IN BRACKETS HAS BEEN ADDED AND IS TO BE VOTED ON]  
A bulletin may be published in the interim if needed.

### SECTION 3. Purpose

The purpose of this bulletin shall be to keep the members informed of the activities of their association and stimulate interest in the association.

## ARTICLE X PARLIAMENTARY AUTHORITY

Robert's Rule's of Order shall be the authority for this association unless otherwise specified in the bylaws.

## ARTICLE XI AMENDMENTS

These bylaws may be amended at an annual meeting of this association by a two-thirds (2/3) majority of those present and voting, provided notice of the proposed amendment has been appended to the call for the meeting and [ REMOVE( mailed)] [ ADD (distributed electronically)] at least thirty (30) days prior to the date thereof.

## ARTICLE XII STANDING RULE-ORDER OF BUSINESS

1. Call to order
2. Roll Call (establishment of quorum)

3. Reading of minutes
4. Reports of Officers
5. Reports of Standing Committees
6. Reports of Special Committees
7. Unfinished Business
8. New Business
9. Announcements
10. Program (if any)
11. Adjournment

#### ARTICLE XIII INDEMNIFICATION

The association may indemnify and defend present or former officers or agents in accordance with the applicable provisions of not-for-profit laws within the state of Mississippi.