Current	Proposed	
ARTICLE 1 **NAME** The name of this association shall be the American Association of Occupational Health Nurses, Inc. (AAOHN)	**ARTICLE 1** **NAME** The name of this association shall be the American Association of Occupational Health Nurses, Inc. (AAOHN)	No change to Article I
ARTICLE II **PURPOSE** The purposes of AAOHN are to: 1. Constitute the professional association of licensed nurses engaged in the practice of occupational and environmental health nursing; 2. Promote and provide lifelong learning opportunities in occupational and environmental health for members; 3. Maintain the integrity and character of the nursing profession; 4. Develop and promote scope of practice and standards for occupational and environmental health nurses to improve population-focused nursing services; 5. Advance the profession through discussion of issues in the field of occupational health and environmental health nursing; 6. Promote health and safety of workers and communities and support occupational and environmental health nursing practice through monitoring and influencing legislation and	**ARTICLE II** **PURPOSE** The purposes of AAOHN are to: 1. Constitute the professional association of licensed nurses engaged in the practice of occupational and environmental health nursing; 2. Promote and provide lifelong learning opportunities in occupational and environmental health for members; 3. Maintain the integrity and character of the nursing profession; 4. Develop and promote scope of practice and standards for occupational and environmental health nurses to improve population-focused nursing services; 5. Advance the profession through discussion of issues in the field of occupational health and environmental health nursing; 6. Promote health and safety of workers and communities and support occupational and environmental health nursing practice through monitoring and influencing legislation and	No change to Article II

regulations; 7. Stimulate occupational and environmental health nurse participation in all activities within AAOHN and its constituencies; and, 8. Do within the limits of the law all things necessary, proper, incidental, suitable, useful, and conducive to complete the accomplishments of the foregoing purposes.	regulations; 7. Stimulate occupational and environmental health nurse participation in all activities within AAOHN and its constituencies; and, 8. Do within the limits of the law all things necessary, proper, incidental, suitable, useful, and conducive to complete the accomplishments of the foregoing purposes.	
ARTICLE III **MEMBERSHIP** **Section 1 Classes of Membership** A. Active 1. A licensed nurse currently engaged in occupational and environmental health impacting the health and well-being of worker populations. 2. Active members shall have all rights and privileges of membership including voting, holding AAOHN office, serving on AAOHN committees or panels (e.g. CNE review panel). 3. An active member may apply for inactive status if the member has temporarily left the field of occupational and environmental health due to hardship. B. Inactive 1. A licensed nurse who temporarily changed their engagement in occupational and environmental health (e.g. hardship or employment status change). 2. Inactive members will have voting rights but are not able to hold AAOHN office.	**ARTICLE III** **MEMBERSHIP** **Section 1 Classes of Membership** A. Active 1. A licensed nurse currently engaged in occupational and environmental health impacting the health and well-being of worker populations. 2. Active members shall have all rights and privileges of membership including voting, holding AAOHN office, serving on AAOHN committees or panels (e.g. CNE review panel). 3. An active member may apply for inactive status if the member has temporarily left the field of occupational and environmental health due to hardship. B. Inactive 1. A licensed nurse who temporarily changed their engagement in occupational and environmental health (e.g. hardship or employment status change). 2. Inactive members will have voting rights but are not able to hold AAOHN office.	

3. Inactive status must be renewed annually and may be maintained for a maximum of three years.	3. Inactive status is only available for one year. (A member who faces a hardship may apply for this status when it is time to renew his or her membership. It is only good for one year; after that if the member is still not employed in OHN, then he or she may choose to renew as an Affiliate Member.)	**Revision:** Amend Article III, Section 1, Subsection B-3, by striking "must be renewed annually and may be maintained for a maximum of three years" and inserting "is only available for one year. (A member…)"
C. Retired 1. A previously active member; now retired but continues to be interested in occupational and environmental health and supports the purposes of AAOHN. 2. Retired members have voting status in AAOHN, may not hold an elected AAOHN office, but may serve as a committee or panel member. 3. Retired members may hold office, serve on committees and vote in local, state and regional chapters as supported by local, state and regional chapter bylaws.	C. Retired 1. A previously active member; now retired but continues to be interested in occupational and environmental health and supports the purposes of AAOHN. 2. Retired members have voting status in AAOHN, may not hold an elected AAOHN office, but may serve as a committee or panel member. 3. Retired members may hold office, serve on committees and vote in local, state and regional chapter bylaws.	**Rationale:** To ensure we have members who are actively engaged in occupational and environmental health nursing. Those who are inactive for more than a year could choose to renew as an Affiliate member.
D. Affiliate 1. A licensed nurse not eligible for active status, but interested in the field of occupational and environmental health and the purposes of AAOHN. 2. Individuals who are not licensed nurses but who are engaged in the field of occupational and environmental health or are interested in the purposes of AAOHN. 3. Affiliate members have no national voting privileges. 4. Affiliate members may participate in local, state and regional chapters as supported by local, state	D. Affiliate 1. A licensed nurse not eligible for active status, but interested in the field of occupational and environmental health and the purposes of AAOHN. 2. Individuals who are not licensed nurses but who are engaged in the field of occupational and environmental health or are interested in the purposes of AAOHN. 3. Affiliate members have no national voting privileges. 4. Affiliate members may participate in local, state and regional chapters as supported by local,	

and regional chapter bylaws. E. International 1. A licensed nurse currently engaged in occupational and environmental health impacting the health and well-being of worker populations, who is a citizen of and resides in a country besides the U.S., U.S. Territories and Canada. 2. International members have no national voting privileges, but may serve as a committee or panel member. 3. International members may participate in local, state and regional chapters as supported by local, state and regional chapter bylaws. F. Student 1. A licensed nurse enrolled as a student in a program of study related to occupational and environmental health. 2. A student in a nursing program with interest in occupational and environmental health. 3. Student members have national voting privileges but are not eligible to hold AAOHN office. 4. Student members may participate in local, state and regional chapters as supported by local, state and regional chapter bylaws. G. Life 1. Life membership shall be conferred upon AAOHN past presidents at the completion of their terms of office. 2. Life members shall not pay dues. 3. Life members have all active member rights.	state and regional chapter bylaws. E. International 1. A licensed nurse currently engaged in occupational and environmental health impacting the health and well-being of worker populations, who is a citizen of and resides in a country besides the U.S., U.S. Territories and Canada. 2. International members have no national voting privileges, but may serve as a committee or panel member. 3. International members may participate in local, state and regional chapters as supported by local, state and regional chapter bylaws. F. Student 1. A licensed nurse enrolled as a student in a program of study related to occupational and environmental health. 2. A student in a nursing program with interest in occupational and environmental health. 3. Student members have national voting privileges but are not eligible to hold AAOHN office. 4. Student members may participate in local, state and regional chapters as supported by local, state and regional chapter bylaws. G. Life 1. Life membership shall be conferred upon AAOHN past presidents at the completion of their terms of office. 2. Life members shall not pay dues. 3. Life members have all active member rights.	

H. Honorary 1. Honorary membership may be conferred upon an individual selected by the Board of Directors for outstanding service to AAOHN and/or the profession of occupational and environmental health nursing. A two-thirds vote of the Board of Directors shall be required for confirmation of Honorary Memberships. 2. Honorary members shall not pay dues and have no member benefits.	H. Honorary 1. Honorary membership may be conferred upon an individual selected by the Board of Directors for outstanding service to AAOHN and/or the profession of occupational and environmental health nursing. A two-thirds vote of the Board of Directors shall be required for confirmation of Honorary Memberships. 2. Honorary members shall not pay dues and have no member benefits.	
Section 2 Active, Inactive, Retired, Affiliate, International, Student and Life members who reside or work in the area of a local, state, or regional chapter must be members of those chapters. If more than one local chapter exists in an area, the membership shall be in the chapter of the member's choice.	**Section 2** Active, Inactive, Retired, Affiliate, International, Student and Life members who reside or work in the area of a local, state, or regional chapter must be members of those chapters. If more than one local chapter exists in an area, the membership shall be in the chapter of the member's choice.	
Section 3 Applications for Membership Applications for membership shall be granted by AAOHN. A written application submitted to the National Office is required for all classes of membership, except honorary and life. A. Local, state and regional chapters shall have thirty (30) days to challenge a member. B. If a member's application is challenged, the final review and approval shall be the sole and absolute discretion of the AAOHN Board of Directors.	**Section 3 Applications for Membership** Applications for membership shall be granted by AAOHN. A written application submitted to the National Office is required for all classes of membership, except honorary. A. Local, state and regional chapters shall have thirty (30) days to challenge a member. B. If a member's application is challenged, the final review and approval shall be the sole and absolute discretion of the AAOHN Board of Directors.	**Revision:** Amend Article III, Section 3, by striking "and life" **Rationale:** To require that Life members follow the same renewal process as other classes. It is important to maintain current contact information for a variety of reasons ranging from ensuring delivery of journal to providing valuable information for member demographics. Life members are AAOHN Life members and should pay dues to the chapters they belong.
Section 4 Dues A. Dues are revolving on a 12-month basis and	**Section 4 Dues** A. Dues are revolving on a 12-month basis and	

collected by AAOHN. B. Each member shall send National Dues and Chapter Dues to AAOHN National Office. C. Chapter dues shall be sent by AAOHN to each chapter. D. The Board of Directors may change dues for all classes of membership and any change must be approved by a two-thirds vote of the Board of Directors. **Section 5 Forfeiture of Membership** Membership shall be automatically terminated: A. For not meeting membership criteria; or B. For non-payment of dues. **Section 6 Disciplinary Action** A. The Board of Directors may censure, suspend, expel, or otherwise discipline any member of AAOHN for violation of the Code of Ethics, the purposes of AAOHN, these bylaws, or other causes deemed sufficient by the Board of Directors. B. Disciplinary Procedures 1. The member shall receive 30 days' prior written notice of proposed expulsion, suspension, or termination and the reasons therefore sent by certified mail. 2. The member shall have an opportunity to be heard, orally or in writing, not less than five days before the effective date of action, by the Board of Directors 3. Any disciplinary action shall require a two-	collected by AAOHN. B. Each member shall send National Dues and Chapter Dues to AAOHN National Office. C. Chapter dues shall be sent by AAOHN to each chapter. D. The Board of Directors may change dues for all classes of membership and any change must be approved by a two-thirds vote of the Board of Directors. **Section 5 Forfeiture of Membership** Membership shall be automatically terminated: A. For not meeting membership criteria; or B. For non-payment of dues. **Section 6 Disciplinary Action** A. The Board of Directors may censure, suspend, expel, or otherwise discipline any member of AAOHN for violation of the Code of Ethics, the purposes of AAOHN, these bylaws, or other causes deemed sufficient by the Board of Directors. B. Disciplinary Procedures 1. The member shall receive 30 days' prior written notice of proposed expulsion, suspension, or termination and the reasons therefore sent by certified mail. 2. The member shall have an opportunity to be heard, orally or in writing, not less than five days before the effective date of action, by the Board of Directors 3. Any disciplinary action shall require a two-	Honorary members do not receive membership benefits; only the honor of being associated with AAOHN.

thirds vote of the Board of Directors. **Section 7 Reinstatement** A former member who forfeited membership may be reinstated by applying as a new member, paying the current dues, and meeting the requirements then in force. **Section 8 Access to Records** Consistent with legal requirements, a member may inspect the books and records of AAOHN for any proper purpose upon reasonable notice to AAOHN.	thirds vote of the Board of Directors. **Section 7 Reinstatement** A former member who forfeited membership may be reinstated by applying as a new member, paying the current dues, and meeting the requirements then in force. **Section 8 Access to Records** Consistent with legal requirements, a member may inspect the books and records of AAOHN for any proper purpose upon reasonable notice to AAOHN.	
ARTICLE IV **CHAPTERS** **Section 1 Formation** A. Chapters 1. A chapter may be formed by at least fifteen (15) AAOHN members. 2. Members who reside or work in the area of a chapter must be members of a chapter. B. Regional Chapters 1. A regional chapter may be formed by chapters in one of the AAOHN established regions. 2. Members who reside or work in the area of a regional chapter must be members of that chapter. 3. The name of the regional chapter shall be the name of the AAOHN established region.	**ARTICLE IV** **CHAPTERS** **Section 1 Formation** A. Chapters 1. A chapter may be formed by at least fifteen (15) AAOHN members. 2. Members who reside or work in the area of a chapter must be members of a chapter. B. Regional Chapters 1. A regional chapter may be formed by chapters in one of the AAOHN established regions. 2. Members who reside or work in the area of a regional chapter must be members of that chapter. 3. The name of the regional chapter shall be the name of the AAOHN established region.	No change to Article IV

C. Designations: A local, state, or regional chapter may be designated by the Board of Directors as a chapter of AAOHN if an application has been sent to the National Office on the official form and approved by the Board of Directors.	C. Designations: A local, state, or regional chapter may be designated by the Board of Directors as a chapter of AAOHN if an application has been sent to the National Office on the official form and approved by the Board of Directors.	
Section 2 Bylaws	**Section 2 Bylaws**	
A. Chapters shall follow AAOHN guidelines in writing their own bylaws which shall contain such mandatory provisions as determined by the Board of Directors of AAOHN and shall not be in conflict with the bylaws of AAOHN. B. Chapters' bylaws shall not establish any other membership classes.	A. Chapters shall follow AAOHN guidelines in writing their own bylaws which shall contain such mandatory provisions as determined by the Board of Directors of AAOHN and shall not be in conflict with the bylaws of AAOHN. B. Chapters' bylaws shall not establish any other membership classes.	
Section 3 Responsibilities	**Section 3 Responsibilities**	
A. Submit to AAOHN National Office reports as requested by AAOHN. B. Notify AAOHN in writing of the election or change in officers within 30 days.	A. Submit to AAOHN National Office reports as requested by AAOHN. B. Notify AAOHN in writing of the election or change in officers within 30 days.	
Section 4 Revocation of Designation	**Section 4 Revocation of Designation**	
A. If a chapter fails to comply with the purposes of AAOHN, these bylaws, the membership requirements, or for other cases deemed sufficient by the Board of Directors, the chapter's designation shall be revoked by a two-thirds vote of the Board of Directors, provided due notice has been given to such chapter at least three (3) months before the vote is to be taken, and the chapter has had an opportunity to be heard.	A. If a chapter fails to comply with the purposes of AAOHN, these bylaws, the membership requirements, or for other cases deemed sufficient by the Board of Directors, the chapter's designation shall be revoked by a two-thirds vote of the Board of Directors, provided due notice has been given to such chapter at least three (3) months before the vote is to be taken, and the chapter has had an opportunity to be heard.	

B. A chapter may dissolve by notifying AAOHN in writing of their intent, including a report of intent to disperse funds. **Section 5 Reinstatement** A chapter whose designation has been revoked/dissolved may apply for reinstatement and may be reinstated as a chapter by a two-thirds vote of the AAOHN Board of Directors.	B. A chapter may dissolve by notifying AAOHN in writing of their intent, including a report of intent to disperse funds. **Section 5 Reinstatement** A chapter whose designation has been revoked/dissolved may apply for reinstatement and may be reinstated as a chapter by a two-thirds vote of the AAOHN Board of Directors.	
ARTICLE V **AAOHN BOARD OF DIRECTORS** **Section 1 Composition** The Board of Directors shall be comprised of the elected Officers and elected Directors. The Executive Director is an ex-officio member without voting privileges. **Section 2 Duties** A. The duties of the Board of Directors shall be to: B. Ensure that the organization is both effective and prudent in accomplishing organizational goals; C. Authorize the formation of chapters and decide all membership appeals; D. Establish geographic boundaries of regions; E. Approve geographic boundaries of chapters; F. Establish mandatory bylaws requirements for chapters; G. Determine the time and place of AAOHN and Board of Directors meetings; H. Set membership dues **Section 3 Meetings**	**ARTICLE V** **AAOHN BOARD OF DIRECTORS** **Section 1 Composition** The Board of Directors shall be comprised of the elected Officers and elected Directors. The Executive Director is an ex-officio member without voting privileges. **Section 2 Duties** A. The duties of the Board of Directors shall be to: B. Ensure that the organization is both effective and prudent in accomplishing organizational goals; C. Authorize the formation of chapters and decide all membership appeals; D. Establish geographic boundaries of regions; E. Approve geographic boundaries of chapters; F. Establish mandatory bylaws requirements for chapters; G. Determine the time and place of AAOHN and Board of Directors meetings; H. Set membership dues **Section 3 Meetings**	

A. Regular meetings of the Board of directors shall be held at least annually. B. Notices of all regular meetings of the Board of Directors shall be electronically transmitted at least five (5) days prior to the date of the meeting. C. Special Meetings of the Board of Directors: 1. may be called by the President; 2. shall be called by the President upon written request of eight (8) members of the Board of Directors; 3. may be held with at least twenty-four (24) hours prior notice. D. Meetings may be conducted through the use of any means of communication by which any or all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting. A report of any action taken shall be verified and made a part of the minutes of the next Board of Directors meeting. E. Quorum: Nine (9) members of the Board of Directors, including the President or President-elect, shall constitute a quorum at any meeting of the Board of Directors. **Section 4 Officers** A. The officers shall be the President, President-elect and Secretary. B. Qualifications: To be eligible for election, candidates for President, President-elect and Secretary shall have served a minimum of two (2) years as a Director within the preceding five (5) years.	A. Regular meetings of the Board of directors shall be held at least annually. B. Notices of all regular meetings of the Board of Directors shall be electronically transmitted at least five (5) days prior to the date of the meeting. C. Special Meetings of the Board of Directors: 1. may be called by the President; 2. shall be called by the President upon written request of eight (8) members of the Board of Directors; 3. may be held with at least twenty-four (24) hours prior notice. D. Meetings may be conducted through the use of any means of communication by which any or all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting. A report of any action taken shall be verified and made a part of the minutes of the next Board of Directors meeting. E. Quorum: Nine (9) members of the Board of Directors, including the President or President-elect, shall constitute a quorum at any meeting of the Board of Directors. **Section 4 Officers** A. The officers shall be the President, President-elect and Secretary. B. Qualifications: To be eligible for election, candidates for President, President-elect and Secretary shall have served a minimum of two (2) years as a Director within the preceding five (5) years.	

C. Duties: The duties shall be such as are implied by the respective titles except as other wise stated in these bylaws and more specifically shall include the following: 1. The President shall: a. be the chief governance officer and be accountable for the integrity of the Board's governance; b. perform duties as assigned by the bylaws and governance policies accepted by the Board of Directors. 2. The President-elect shall: a. automatically succeed to the office of President after a two-year term; b. in the absence of the President, assume the duties of the President; c. assume other duties assigned by the bylaws, governance policies or Board of directors; d. Succeed to office of President in accordance with provisions in Section 7. A. in event of vacancy of that office. 3. The Secretary shall be responsible for the integrity of the Board's documents. **Section 5 Directors** The Directors shall be ten (10) Directors, two (2) elected from each region.	C. Duties: The duties shall be such as are implied by the respective titles except as other wise stated in these bylaws and more specifically shall include the following: 1. The President shall: a. be the chief governance officer and be accountable for the integrity of the Board's governance; b. perform duties as assigned by the bylaws and governance policies accepted by the Board of Directors. 2. The President-elect shall: a. automatically succeed to the office of President after a two-year term; b. in the absence of the President, assume the duties of the President; c. assume other duties assigned by the bylaws, governance policies or Board of directors; d. Succeed to office of President in accordance with provisions in Section 7. A. in event of vacancy of that office. 3. The Secretary shall be responsible for the integrity of the Board's documents. **Section 5 Directors** The Directors shall be ten (10) Directors, two (2) elected from each region.	

Section 6 Terms of Office A. The term of office for Officers shall be two (2) years or until a successor has been elected and assumes office. B. The term of office for Directors shall be three (3) years or until their successors have been elected and assume office. C. The term of office shall begin at the close of the Annual Business Meeting in the year of their election. D. No member of the Board of Directors may serve more than two (2) consecutive terms in the same office or as a Director. E. Any part of a term in excess of twelve (12) months for Officer or eighteen (18) months for Director shall be considered a term in deciding eligibility for election or re-election. F. The absence of any member of the Board of Directors from more than two (2) consecutive meetings of the Board of Directors without sufficient reason, as determined by the majority of the entire Board, shall be considered a resignation from the elected office. G. If an Officer or Director shall become ineligible for office, the Officer or Director shall submit a resignation to the Board of Directors. H. Any Officer or Director may be removed from office for just cause by 2/3 vote of the Board of Directors. **Section 7 Vacancy in Office** A. A vacancy in the office of President shall be filled by the President-elect.	**Section 6 Terms of Office** A. The term of office for Officers shall be two (2) years or until a successor has been elected and assumes office. B. The term of office for Directors shall be three (3) years or until their successors have been elected and assume office. C. The term of office shall begin at the close of the Annual Business Meeting in the year of their election. D. No member of the Board of Directors may serve more than two (2) consecutive terms in the same office or as a Director. E. Any part of a term in excess of twelve (12) months for Officer or eighteen (18) months for Director shall be considered a term in deciding eligibility for election or re-election. F. The absence of any member of the Board of Directors per the Policies and Procedures without sufficient reason, as determined by the majority of the entire Board, shall be considered a resignation from the elected office. G. If an Officer or Director shall become ineligible for office, the Officer or Director shall submit a resignation to the Board of Directors. H. Any Officer or Director may be removed from office for just cause by 2/3 vote of the Board of Directors. **Section 7 Vacancy in Office** A. A vacancy in the office of President shall be filled by the President-elect.	**Revision:** Amend Article V, Section 6, Subsection F, by striking "from more than two (2) consecutive meetings of the Board of Directors" and inserting "per the Policies and Procedures" **Rationale:** To be less specific and have these guidelines governed by the Board of Director's Policy & Procedure manual, which require that the Board abide by strict guidelines in order to properly complete association work.

B. A vacancy in the office of President-elect who has served less than twelve (12) months will be filled by membership vote in the next election. If the President-elect has served twelve (12) months or more in office, the Board of Directors shall elect a president-elect pro tem who shall serve until an election is conducted in accordance with provisions in the procedure manual. C. A vacancy in the office of Secretary shall be filled by the Board of Directors with an election by ballot vote. The nominee(s) shall be current member(s) of the Board of Directors. D. A vacancy in the office of Director shall be filled by the candidate from the same region who received the next highest number of votes in the most recent election. If there is no candidate eligible in accordance with this provision the vacancy shall be filled by a ballot vote of the Board of Directors with a member from the region where the vacancy occurred	B. A vacancy in the office of President-elect who has served less than twelve (12) months will be filled by membership vote in the next election. If the President-elect has served twelve (12) months or more in office, the Board of Directors shall elect a president-elect pro tem who shall serve until an election is conducted in accordance with provisions in the procedure manual. C. A vacancy in the office of Secretary shall be filled by the Board of Directors with an election by ballot vote. The nominee(s) shall be current member(s) of the Board of Directors. D. A vacancy in the office of Director shall be filled by the candidate from the same region who received the next highest number of votes in the most recent election. If there is no candidate eligible in accordance with this provision the vacancy shall be filled by a ballot vote of the Board of Directors with a member from the region where the vacancy occurred	
ARTICLE VI **NOMINATIONS AND ELECTIONS** **Section 1** The AAOHN Board of Directors shall provide oversight of the nominations and elections process according to policies and procedures. **Section 2 Election Committee** A. The Election Committee shall be comprised of five (5) members elected by AAOHN members. No two (2) members shall be from the same region and AAOHN Board of Directors shall not be eligible to	**ARTICLE VI** **NOMINATIONS AND ELECTIONS** **Section 1** The AAOHN Board of Directors shall provide oversight of the nominations and elections process according to policies and procedures. **Section 2 Election Committee** A. The Election Committee shall be comprised of five (5) members elected by AAOHN members. No two (2) members shall be from the same region and AAOHN Board of Directors shall not be eligible to	

serve on the committee. B. The Chairman shall be the member who receives the highest number of votes. C. Members shall serve two (2) years or until their successors are elected and shall not be eligible for immediate re-election. D. Should a member of the Election Committee become a nominee for office, that person shall resign from the Election Committee. E. A vacancy on the Election Committee shall be filled by: 1. the candidate from the same region who received the next highest number of votes in the most recent election; 2. if there is no candidate eligible in accordance with this provision, the vacancy shall be filled by a ballot vote of the Board of Directors with a member from the region where the vacancy occurred. F. In the event there are no qualified nominees submitted, the Election Committee shall secure nominees as necessary. G. All rejected nominees shall have the right of appeal to the Election Committee. H. In the event a nominee shall become ineligible for office, due to moving from a region or otherwise becomes ineligible, the nominee shall withdraw their name as a nominee and notify the Election Committee of such withdrawal. **Section 3 Ballot** A. Names of all qualified nominees shall be placed on the ballot.	serve on the committee. B. The Chairman shall be the member who receives the highest number of votes. C. Members shall serve two (2) years or until their successors are elected and shall not be eligible for immediate re-election. D. Should a member of the Election Committee become a nominee for office, that person shall resign from the Election Committee. E. A vacancy on the Election Committee shall be filled by: 1. the candidate from the same region who received the next highest number of votes in the most recent election; 2. if there is no candidate eligible in accordance with this provision, the vacancy shall be filled by a ballot vote of the Board of Directors with a member from the region where the vacancy occurred. F. In the event there are no qualified nominees submitted, the Election Committee shall secure nominees as necessary. G. All rejected nominees shall have the right of appeal to the Election Committee. H. In the event a nominee shall become ineligible for office, due to moving from a region or otherwise becomes ineligible, the nominee shall withdraw their name as a nominee and notify the Election Committee of such withdrawal. **Section 3 Ballot** A. Names of all qualified nominees shall be placed on the ballot.	

B. No member shall be a candidate for more than one (1) position. C. In the event that a member is nominated and qualifies for more than one (1) position, the member shall select a position. **Section 4 Elections** A. Elections shall be established by the Board of Directors. 1. The ballot shall be prepared by the Election Committee and approved by the Board of Directors. 2. The offices of President-elect, Secretary and five (5) members of the Election Committee shall be included on the ballot in the same year. 3. Nominees for Directors from each region shall be included on the ballot in the same year. Five (one from each region) shall be included one year and five (one from each region) the following election year. B. Method for voting will be determined by the AAOHN Board of Directors. C. Vote Requirement: A plurality vote shall elect. In the event of a tie, a decision shall be determined by the Chair of the Election Committee. D. The ballots shall be retained for three (3) months.	B. No member shall be a candidate for more than one (1) position. C. In the event that a member is nominated and qualifies for more than one (1) position, the member shall select a position. **Section 4 Elections** A. Elections shall be established by the Board of Directors. 1. The ballot shall be prepared by the Election Committee and approved by the Board of Directors. 2. The offices of President-elect, Secretary and five (5) members of the Election Committee shall be included on the ballot in the same year. 3. Nominees for Directors from each region shall be included on the ballot in the same year. Five (one from each region) shall be included one year and five (one from each region) the following election year. B. Method for voting will be determined by the AAOHN Board of Directors. C. Vote Requirement: A plurality vote shall elect. In the event of a tie, a decision shall be determined by majority vote of the Election Committee. D. The ballots shall be retained for three (3) months.	**Revision:** Amend Article VI, Section 4, Subsection C, by striking " the Chair" and inserting "majority vote" **Rationale:** The decision should not fall to one individual, but should be by vote of the five member committee elected by membership.
ARTICLE VII **MEETINGS OF MEMBERS** **Section 1 Annual Business Meeting**	**ARTICLE VII** **MEETINGS OF MEMBERS** **Section 1 Annual Business Meeting**	No change to Article VII

There shall be an Annual Business Meeting, which shall be held each year at such time and place as determined by the Board of Directors. A. Cancellation of the Annual Business Meeting 1. In the event of an emergency, the Board of Directors by two-thirds vote may cancel the Annual Business Meeting. 2. All members shall be mailed and/or electronically transmitted notification of the cancellation and the results of any election or bylaws amendments. **Section 2 Special Meetings** Special meetings may be called by the President and shall be called by the President upon written request of at least two-thirds of the chapters. **Section 3 Notices** Members shall be notified at least thirty (30) days before the date of all meetings of the membership. **Section 4 Quorum** At all meetings of the membership a simple majority of voting members present, including one officer who shall be the President or the President-elect, shall constitute a quorum. **Section 5 Meeting Business** A. The only matters which may be voted on are those matters described in the notice of the meeting. B. New business may only be introduced if a simple majority of those present agree and approve the	There shall be an Annual Business Meeting, which shall be held each year at such time and place as determined by the Board of Directors. A. Cancellation of the Annual Business Meeting 1. In the event of an emergency, the Board of Directors by two-thirds vote may cancel the Annual Business Meeting. 2. All members shall be mailed and/or electronically transmitted notification of the cancellation and the results of any election or bylaws amendments. **Section 2 Special Meetings** Special meetings may be called by the President and shall be called by the President upon written request of at least two-thirds of the chapters. **Section 3 Notices** Members shall be notified at least thirty (30) days before the date of all meetings of the membership. **Section 4 Quorum** At all meetings of the membership a simple majority of voting members present, including one officer who shall be the President or the President-elect, shall constitute a quorum. **Section 5 Meeting Business** A. The only matters which may be voted on are those matters described in the notice of the meeting. B. New business may only be introduced if a simple majority of those present agree and approve the	

introduction of a new subject. **Section 6 Official Record** An official record of the meeting will be made.	introduction of a new subject. **Section 6 Official Record** An official record of the meeting will be made.	
ARTICLE VIII **COMMITTEES** **Section 1** Committees shall be established and appointed by the President with approval by the Board of Directors. **Section 2 Ex-Officio Members** The President and the Executive Director shall be ex-officio members of all committees, except the Election Committee. The Executive Director shall not have voting privileges. **Section 3 Quorum** The quorum for any committee shall be a majority of the committee.	**ARTICLE VIII** **COMMITTEES** **Section 1** Committees shall be established and appointed by the President with approval by the Board of Directors. **Section 2 Ex-Officio Members** The President and the Executive Director shall be ex-officio members of all committees, except the Election Committee. The Executive Director shall not have voting privileges. **Section 3 Quorum** The quorum for any committee shall be a majority of the committee.	No change to Article VIII
ARTICLE IX **OFFICIAL PUBLICATIONS** The official publications of AAOHN shall be determined by the Board of Directors.	**ARTICLE IX** **OFFICIAL PUBLICATIONS** The official publications of AAOHN shall be determined by the Board of Directors.	No change to Article IX
ARTICLE X **OFFICIAL LOGO AND SEAL** The official logo and seal may be used or changed only upon approval of the Board of Directors.	**ARTICLE X** **OFFICIAL LOGO AND SEAL** The official logo and seal may be used or changed only upon approval of the Board of Directors.	No change to Article X

ARTICLE XI **PARLIAMENTARY AUTHORITY** Robert's Rules of Order Newly Revised shall govern the proceedings of AAOHN in all cases not provided for in these bylaws, standing rules, policies, or other legal requirements such as the Georgia Non-Profit Corporation Code.	**ARTICLE XI** **PARLIAMENTARY AUTHORITY** Robert's Rules of Order Newly Revised shall govern the proceedings of AAOHN in all cases not provided for in these bylaws, standing rules, policies, or other legal requirements.	**Revision:** Amend Article XI, by striking "such as the Georgia Non-Profit Corporation Code" **Rationale:** The change allows flexibility as the state in which AAOHN operates has changed. AAOHN is incorporated in the state of Georgia and this will not change. AAOHN is managed by a company incorporated and doing business in the state of Florida so will be responsible to the state of Florida for operations.
ARTICLE XII **INDEMNIFICATION** The Association shall indemnify and save harmless Directors, Officers, employees, and agents to the maximum extent possible under the laws of the State of Georgia. The provisions of Part 5 Article 8 of the Georgia Nonprofit Corporation Code as this statute presently exists, or any corresponding sections of any future amended code, are incorporated by reference into these bylaws.	**ARTICLE XII** **INDEMNIFICATION** The Association shall indemnify and save harmless Directors, Officers, employees, and agents to the maximum extent possible under the law.	**Revision:** Amend Article XII, by striking "s of the State of Georgia. The provisions of Part 5 Article 8 of the Georgia Nonprofit Corporation Code as this statute presently exists, or any corresponding sections of any future amended code, are incorporated by reference into these bylaws" **Rationale:** The change allows flexibility as the state in which AAOHN operates has changed. AAOHN is incorporated in the state of Georgia and this will not change. AAOHN is managed by a company incorporated and doing business in the state of Florida so will be responsible to the state of Florida for

		operations.
ARTICLE XIII **AMENDMENTS** **Section 1** A. These bylaws may be amended by voting members. Bylaws amendments that receive a two-thirds affirmative vote of the votes cast will become effective immediately upon certification of the voting results. B. Proposed amendments shall have been approved by the Board of Directors. C. A copy of the proposed amendments shall be sent to voting members at least thirty (30) days in advance of the vote. **Section 2** Any amendment to these bylaws that directly relates to the business of the chapters shall automatically and immediately effect the necessary amendments to the bylaws of the chapters.	**ARTICLE XIII** **AMENDMENTS** **Section 1** A. These bylaws may be amended by voting members. Bylaws amendments that receive a two-thirds affirmative vote of the votes cast will become effective immediately upon certification of the voting results. B. Proposed amendments shall have been approved by the Board of Directors. C. A copy of the proposed amendments shall be sent to voting members at least thirty (30) days in advance of the vote. **Section 2** Any amendment to these bylaws that directly relates to the business of the chapters shall automatically and immediately effect the necessary amendments to the bylaws of the chapters.	No change to Article XIII
Approved by Members 2012	**Proposed to Members 2013**	