

BYLAWS

FLORIDA STATE UNIVERSITY COLLEGE OF NURSING NOLE NURSE ALUMNI COUNCIL

PREAMBLE

The Florida State University College of Nursing Nole Nurse Alumni Council will support the mission of The College of Nursing by being the link between the College and the communities in which alumni live and work. Alumni may assist in recruiting students, participate in outreach activities or otherwise promote the high standards of the College of Nursing.

ARTICLE I – NAME AND SIZE

The name of this organization shall be the Florida State University College of Nursing Nole Nurse Alumni Council; hereafter referred to as the Nole Nurse Alumni Council. The size of the Nole Nurse Alumni Council shall not exceed 30 members.

ARTICLE II – MEMBERSHIP

SECTION 1. Classification. There shall be three classes of membership in the organization:

- a. Active Membership. Any graduate or former student of Florida State University College of Nursing. An active member shall have the right to vote or serve as a Director of the Nole Nurse Alumni Council.
- b. Associate Membership. Anyone who is not eligible for active membership but who has been a proven friend of Florida State University College of Nursing and wishes to be active in the association. An associate member shall have the right to vote or serve as a Director of the Nole Nurse Alumni Council.
- c. Honorary Membership. Anyone who has performed exceptional service to the College of Nursing may be considered for honorary membership. Honorary membership requires unanimous approval of the Board of Directors. An honorary member shall have the right to vote or serve as a Director of the Nole Nurse Alumni Council.

ARTICLE III – OFFICERS AND DIRECTORS

SECTION 1. Officers. The officers of the organization shall be Chair, Chair-Elect, Secretary, Treasurer, and Immediate Past Chair. All officers of the organization shall take office immediately upon their election or their automatic succession and shall serve until the end of terms for which they have been elected or to which they have succeeded. All officers are voting members of the Board of Directors.

SECTION 2. Chair. The Chair shall be the executive head of the organization. The Chair shall preside at the meetings of the Nole Nurse Alumni Council, the Board of Directors and the Executive Committee. Except as otherwise provided in these Bylaws, the Chair shall have the discretion to appoint qualified active members to fill any vacancy of a Director Position or Committee Chair during his/her term of office. The Chair's term shall be two years in that office, after which he/she shall automatically succeed to the office of Immediate Past Chair.

SECTION 3. Chair- Elect. The Chair-Elect shall be the vice chairman of the meetings of the organization, the Board of Directors and the Executive Committee. The Chair-Elect shall automatically succeed to the office of Chair at the expiration of the Chair's term. In the event of a vacancy in the office of Chair, the Chair-Elect shall assume the duties of the office for the remainder of the term in addition to subsequently serving the regular term as Chair of the organization. The Chair-Elect's term shall be two (2) years in that office. In the event of a vacancy in the office of the Chair-Elect, the Chair shall call a meeting of the Board of Directors to elect a successor to the office of the Chair-Elect.

SECTION 4. Immediate Past Chair. The Immediate Past Chair shall perform such duties as the Chair may designate. The Immediate Past Chair's term shall be two (2) years.

SECTION 5. Secretary. The Secretary's term shall be two (2) years (may be re-elected for 1 additional 2 year term) and he/she shall perform the duties usually incident to office, including:

- a. Minutes and Records. The Secretary shall be charged with the responsibility for ensuring that minutes of all meetings of the members, Board of Directors and the Executive Committee are kept, that the records of the Nole Nurse Alumni Council are maintained in good order, and that the Bylaws are revised as necessary.
- b. Reporting. The Secretary shall make reports at each meeting of the Board of Directors regarding the minutes of the past meeting.

SECTION 6. Treasurer. The Treasurer's term shall be two (2) years (may be re-elected for 1 additional 2 year term) and he/she shall perform the duties usually incident to office, including:

- a. Financial Reports on the condition of the treasury as well as any other matters which may be called for by the Chair or the Board of Directors.
- b. Asset Management. Assets of the organization shall be kept in a separate fund and shall be accounted for, audited, and administered according to the principles of prudent financial management.
- c. In the event of a vacancy in the office of Secretary or Treasurer, the Chair shall appoint a successor to serve until the next meeting of the Board of Directors at which time a successor shall be elected to serve the unexpired term of the Secretary or the Treasurer.

SECTION 7. Executive Committee. There shall consist within the Board of Directors an Executive Committee which shall be comprised of the Officers of the organization: the Chair, Chair-Elect, Immediate Past Chair, Secretary and Treasurer. This committee shall have and exercise all of the authority of the Board of Directors in the management of the organization, except as follows:

- a. Electing Officers and appointing other officials.
- b. Amending Bylaws.
- c. Filling vacancies and new directorships to the Board.
- d. Removing FSU College of Nursing Nole Nurse Alumni Council Officers or Directors.
- e. Authorizing individual commitments of more than \$5,000 annually, except when contemplated in the authorized budget.
- f. Authorizing action regarding loans and the pledging of assets.

A complete set of minutes of each Executive Committee Meeting will be electronically mailed to each Director within ten (10) working days following such meeting.

SECTION 8. Directors. There shall be at least six Directors serving on the Board of Directors. All directors of the organization shall be At Large Members. They will begin their terms upon their selection as provided by these Bylaws. All members of the Board of Directors (except as stated in Section 10 below) are voting members of the Board of Directors.

SECTION 9. Elected Directors. Two (2) At Large Directors shall be elected at each annual meeting of the membership as necessary to fill any previous Board of Director vacancies. All Directors may be re-elected for four (4) consecutive years.

SECTION 10. Dean of the College of Nursing or Deans Representative. The Dean of the College of Nursing or Deans Representative will serve as a non-voting member of the Board of Directors and the Executive committee. The Dean or Deans Representative shall also appoint one (1) faculty or staff member to serve as a voting member of each Standing Committee, Ad-Hoc Committee and Task Force, with the exception of the Executive Committee.

SECTION 11. Additional Appointments. Members of the organization may be appointed by a two-thirds vote of the Board of Directors of the organization to serve as voting member of the Board of Directors for terms not to exceed two (2) years.

SECTION 12. Vacancies. Except as herein provided, any vacancy of any voting director shall be filled by appointment of the Chair of the organization. Any director serving by appointment of the Chair to fill a vacancy shall serve the balance of the term of the vacant directorship.

ARTICLE IV – MEETINGS

SECTION 1. Annual Meetings. The FSU College of Nursing Nole Nurse Alumni Council shall hold an annual meeting of the members at a time and place to be selected by the Chair. The date, time and place of the annual meeting shall be announced to members at least sixty (60) days prior to the meeting. Notice of the annual meeting of the members may be contained in a general mailing which serves additional purposes beyond providing notice of the meeting.

SECTION 2. Special Meetings. Special meetings of the members may be called by the Executive Committee provided that notice of the date, time and place of such meetings and the nature of business to be conducted be given by electronic mail to the membership at least ten (10) days prior to any such meeting.

SECTION 3. Quorum. The active members present at a meeting of the members of the association shall constitute a quorum for the transaction of business.

ARTICLE V – NOMINATIONS AND ELECTIONS

SECTION 1. Solicitation of Nominations. The Nominating Committee shall solicit from the general membership nominations of candidates to serve as the elected officers.

SECTION 2. Slate. From the list of nominations, the Nominating Committee shall prepare a slate of officers and directors – at least one candidate for each officer and director vacancy - and present them to the Board of Directors for approval no later than one (1) month prior to the annual meeting at which the election is to be held.

SECTION 3. Election Procedure. Election of officers and directors shall be conducted at the annual meeting. Officers shall be voted on separately, beginning with the Chair Elect, the Secretary, and the Treasurer. Candidates for all vacant director positions will be listed on one ballot, and the candidates receiving the highest votes will be elected to the vacant director positions.

SECTION 4. Communication of Election Results. The elected officers and directors shall be notified of the election results by the Secretary immediately after the votes have been tabulated.

ARTICLE VI - FINANCES

SECTION 1. Source of Funds.

The Board of Directors shall not establish dues for Membership.

SECTION 2. Budgets.

The Treasurer shall prepare a proposed annual budget for revenues and expenditures of the organization which shall be approved by the Board of Directors at the beginning of each fiscal year. Upon approval of the budget by the Board of Directors, the Chair shall submit such budget to the Dean of the College of Nursing for approval.

ARTICLE VII – COMMITTEES

SECTION 1. Ad-Hoc Committee and Task Forces. The FSU College of Nursing Nole Nurse Alumni Council Chair may from time to time appoint Ad-Hoc Committees and Task Forces, with Board approval. The term of an Ad-Hoc Committee or Task Force shall be set at the time of its approval, but in no case shall it extend it beyond four (4) years. An Ad-Hoc Committee or Task Force Chairperson shall be appointed for the entire term of the Ad-Hoc Committee or Task Force. Should he/she fail to complete the term, the organization Chair shall appoint a replacement from within the Ad-Hoc Committee.

ARTICLE VIII – AMENDMENTS

SECTION 1. Bylaws. The Bylaws of the FSU College of Nursing Nole Nurse Alumni Council may be amended by a majority vote of the Board of Directors at one of its meetings or upon seven (7) days advance notice.