

# **ANA-OHIO BYLAWS**

**MAY 22, 2023**

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**AMERICAN NURSES ASSOCIATION-OHIO  
BYLAWS**

**ARTICLE I – NAME, MISSION, AND PURPOSE**

**Section 1. Name**

The name of the organization shall be American Nurses Association-Ohio, hereinafter referred to as the ANA-Ohio.

**Section 2. Mission**

ANA-Ohio, a Constituent /State Nurses Association of the American Nurses Association (ANA), is dedicated to empowering nurses to achieve excellence.

**Section 3. Purpose**

American Nurses Association-Ohio (ANA-Ohio) serves as a constituent of ANA and provides for representation in the ANA Membership Assembly. The organization provides leadership and a mechanism for its members to:

- a. Promote adherence to the Code of Ethics for nurses (or successor document) established by ANA.
- b. Promote standards of nursing practice, nursing education, and nursing services, as defined by ANA and ANA-Ohio.
- c. Shape the dynamic health care delivery system;
- d. Serve as a primary resource for nurses, policy makers, and other stakeholders regarding health care and nursing issues;
- e. Advocate for patients, the nursing profession, and nurses practicing in a variety of venues;
- f. Support the evolving educational and career advancement of nurses;
- g. Develop strategies to achieve a more equitable, diverse, and inclusive nursing workforce across all facets of the health care system; and,
- h. Demonstrate equity, diversity and inclusion within the organization.

**ARTICLE II – MEMBERSHIP AND DUES**

**Section 1. Eligibility for Membership**

Regular ANA-Ohio Membership shall be composed of nurses, each of whom:

- a. Holds an active license to practice as a Registered Nurse, hereinafter referred to as RN, in at least one state, territory, or the District of Columbia of the United States and who does not have a license under suspension or revocation in any such state; or,
- b. Is in recovery and has temporarily surrendered a license to practice; or
- c. Had an RN license that was in good standing with the licensing board at the time the nurse made the decision not to maintain an active license.

Membership shall be unrestricted by considerations of age, color, creed,

disability, gender, health status, lifestyle, nationality, race, religion, military status, or sexual orientation.

Honorary Membership may be conferred by the Board upon an individual who has demonstrated exemplary contributions to nursing and/or health care through their service, commitment, advocacy and leadership.

## **Section 2. Criteria for Good Standing**

An ANA-Ohio member must be in good standing to serve on the Board or on any committee or to vote. Good standing is defined as:

- a. A nurse whose application for membership in ANA-Ohio has been accepted in accordance with organization policy, and
- b. A nurse whose dues are current and/or whose membership is not under revocation for violation of the current ANA Code of Ethics for Nurses (or its successor document), or the ANA-Ohio Bylaws.

## **Section 3. Membership Privileges and Obligations**

- a. Membership privileges shall include the right to full participation in ANA-Ohio, including but not limited to the rights to:
  1. Receive an ANA-Ohio membership card;
  2. Receive regular communication from ANA-Ohio and receive the ANA member periodical;
  3. Be a candidate for elected or appointed positions of ANA-Ohio and ANA in accordance with these Bylaws and ANA Bylaws;
  4. Be eligible to receive awards from ANA-Ohio and ANA-Ohio representatives to the ANA Membership Assembly;
  5. Be eligible to serve as ANA-Ohio representatives to the ANA Membership Assembly;
  6. Attend annual and special meetings of ANA-Ohio with voting privileges;
  7. Attend the meetings of ANA Membership Assembly, conventions, and other unrestricted ANA activities, and attend the Congress of the International Congress of Nurses (ICN);
  8. Participate in the election of officers of ANA-Ohio;
  9. Due process at both the ANA-Ohio and ANA levels;
  10. Inspect ANA-Ohio records upon making a written request to the Board and in accordance with Board Policy; and
  11. Have access to all professional development activities.
- b. Membership Obligations shall be to:

1. Adhere to ANA-Ohio and ANA Bylaws;
2. Adhere to the Code of Ethics for Nurses (or successor document) as established by ANA;
3. Refrain from actions, that are detrimental to the mission and goals of ANA-Ohio;
4. Pay annual dues in accordance with Article II Section 5 of these Bylaws;
5. Conduct themselves in a respectful manner; and
6. Notify the organization of current contact information including e-mail address.

#### **Section 4. Disciplinary Action and Due Process Rights of Members**

- a. Members may be subject to censure, suspension, or expulsion by ANA-Ohio for violation of membership obligations. No such action shall be taken against a member until such a member shall have been served written specific charges, given a reasonable time to prepare any defense, and afforded a full and fair hearing, as specified by ANA-Ohio policy. Such a call for action may be brought by the Board or by the individual members of the Board.
- b. Upon receiving a written complaint, the Board of Directors hereinafter referred to as the Board, will appoint a three-member (3) hearing panel of the Board to consider the matter.
- c. If the panel concludes that further investigation is warranted, the member(s) named in the complaint will receive specific written charges from the panel with directions for further action, if warranted, related to the charge.
- d. No action shall be taken against any member until the member(s) in question has been given a reasonable time to prepare any defense and has been afforded a full and fair hearing as specified by ANA-Ohio policy.
- e. ANA-Ohio shall give full recognition and enforcement of the disciplinary action taken by another ANA Constituent/State Nurses Association (C/SNA) against one of its individual members, provided that such action was taken in accordance with the disciplining C/SNA's bylaws and disciplinary procedures.
- f. A member expelled under provision of this section by a C/SNA who is subsequently reinstated by that respective C/SNA shall be automatically reinstated by ANA-Ohio.

#### **Section 5. Dues**

- a. The annual dues for twelve (12) consecutive months shall be determined by the Board of Directors with recommendation from the Treasurer and the

Finance Committee. Any changes in the dues paid by ANA-Ohio to the ANA shall be automatically incorporated into the ANA-Ohio annual dues.

- b. A member who no longer resides in Ohio may apply for transfer to another C/SNA of the ANA. Dues shall not be refunded to an individual who has made full payment of dues.
- c. A member who has completed full payment of dues in another C/SNA and who moves to Ohio may transfer to ANA-Ohio without further payment of dues for the remainder of the ANA-Ohio membership year.

## **ARTICLE III – BOARD OF DIRECTORS**

### **Section 1. Composition**

ANA-Ohio Board shall consist of elected officers and directors as follows:

- a. There shall be five (5) officers: President, First Vice President, Second Vice- President, Secretary, and Treasurer that shall comprise the Executive Committee as set forth in Section 4 of this Article;
- b. There shall be four (4) additional members who shall be known as directors.

### **Section 2. Meetings**

- a. Regular meetings of the Board shall be held at least four (4) times per year.
- b. Special meetings of the Board may be called by the President or shall be called by the Secretary upon the written request of at least five (5) members of the Board or upon written request of at least ten percent (10%) of ANA-Ohio members. The purpose of the special meeting shall be stated in the call for the meeting.
- c. Meetings of the Board may be held in person or in a synchronous virtual format. Any action taken by such method(s) shall be valid.
- d. A quorum at any meeting of the Board shall consist of a majority of the Board, including two (2) officers, one of which shall be the President, or a Vice President.
- e. Board meetings shall be open to all ANA-Ohio members in good standing unless the Board votes to go into executive session in accordance with board policies.

### **Section 3. Responsibilities**

The Board shall:

- a. Transact the business of ANA-Ohio between meetings of the membership;
- b. Exercise the corporate responsibility and fiduciary duties of ANA-Ohio consistent with applicable provisions of law;
- c. Provide for the adoption of financial policies and annual adoption of the budget and the annual dues;
- d. Establish administrative policies governing the affairs of ANA-Ohio and all

other policies required by these Bylaws;

- e. Provide for the maintenance of the headquarters of ANA-Ohio;
- f. Employ an Executive Director (ED), who shall be a registered nurse who holds a current unencumbered license in Ohio, and is not a member of the Board of Directors;
- g. Define the duties, evaluate performance annually and fix the compensation for the ED;
- h. Determine the persons to be bonded, fix the amount of bond for each and secure such bond;
- i. Make appointments and fill vacancies as provided for in these bylaws;
- j. Establish committees and other work groups, delineate their function, and dissolve as appropriate;
- k. Recommend name(s) for consideration for appointment(s) to boards, committees, task forces, and commissions in Ohio, as appropriate;
- l. Report to the membership at annual and special meetings,
- m. Provide for implementation of action and directives taken at annual or special meetings of the membership within prescribed statutory responsibilities;
- n. Make available, in accordance with Board policy, and upon receipt of a written request from any member in good standing, all official records of ANA-Ohio required to be maintained in accordance with Ohio law.
- o. Establish and maintain affiliations with other nursing organizations in order to further the ANA-Ohio Mission; and,
- p. Provide essential benefits to ANA-Ohio members.

#### **Section 4. Executive Committee of the Board**

The Executive Committee hereinafter referred to as the EC shall be composed of the President, First Vice President, Second Vice President, Secretary, and Treasurer. The Executive Director may attend Executive Committee meetings, having a voice, but no vote.

The EC shall have all the powers of the Board to transact business between Board meetings. All transactions of the EC shall be reported in full at the next regularly scheduled meeting of the Board. A majority of the officers constitutes a quorum at any meeting of the EC. Meetings of the EC may be held electronically, as long as the officers can, at minimum, simultaneously hear each other. Any action taken by such method(s) shall be valid.

#### **Section 5. Offices and Elections**

- a. Officers shall be elected by ANA-Ohio members as follows:
  - 1. The President, Second Vice President, and Secretary shall be elected at the annual meeting of ANA-Ohio in the odd numbered years;



2. The First Vice President and Treasurer shall be elected at the annual meeting of ANA-Ohio held in the even numbered years;
  3. Two (2) directors shall be elected by ANA-Ohio members at the annual meeting of ANA-Ohio held in the odd numbered years and two (2) at the annual meeting of ANA-Ohio held in the even numbered years.
- b. Terms of office
1. An officer shall be elected for a term of two (2) years or until a successor is elected, and in keeping with term limits as established in these bylaws.
  2. Terms of office shall commence on January 1<sup>st</sup> each year following elections.
  3. No officer shall be eligible to serve more than two (2) consecutive terms in the same position.
  4. No elected member shall be eligible to serve more than six (6) consecutive years on the Board except for a Vice President fulfilling the unexpired term of President pursuant to Article III, Section 6 b. Once an elected member has served six (6) consecutive years, the individual shall not be eligible to hold any elected office for at least one (1) year.
  5. Any elected officer or director who has served more than one-half (1/2) a term shall be considered to have served a full term in that position.
- c. Election shall be by secret mail or electronic ballot.

## **Section 6. Duties of Officers**

The officers will perform all duties pertaining to their office, which shall include but may not be limited to the following:

- a. The President, or designee, shall:
  1. Preside at all meetings of the Board and the membership and shall, except for the Committee on Nominations, be an ex-officio member without vote of all committees;
  2. Represent ANA-Ohio at meetings where the interests of ANA-Ohio shall be served and be empowered to vote on its behalf as needed;
  3. Along with the ANA-Ohio Executive Director, serve as the elected ANA-Ohio representative to the ANA Membership Assembly; and
  4. Represent ANA-Ohio at the ANA Leadership Council.
- b. The First Vice President shall assume the duties of the President in the absence of the President and shall assume other responsibilities as assigned by the President or the Board of Directors.
- c. The Second Vice President shall assume the office of the First Vice President in the absence of the First Vice President and shall assume other responsibilities as assigned by the President or the Board of Director.
- d. The Secretary shall keep the minutes of all meetings of ANA-Ohio,

including the annual membership meeting, and meetings of the Board and the EC. The Secretary shall ensure that all corporate records, documents, and reports are preserved, secure and available for inspection by members in good standing in accordance with Article III Section 3.

- e. The Treasurer shall oversee the fiscal affairs of ANA-Ohio including, but not limited to, all receipts and disbursements; preparation of the annual budget; investments; and preparation of tax and related documents. The Treasurer shall present a report to all regular meetings of the membership and the Board regarding the financial condition of ANA-Ohio and shall be a standing member of the Finance Committee.
- f. The board may appoint board members to act as a Board liaison for each standing committee, or task force at its discretion.

**Section 7. Removal for Cause**

- a. Officers and Directors may be removed from office for any of the following:
  - 1. Failure to perform the duties of the office to which they have been elected/appointed;
  - 2. Abuse of Power;
  - 3. Conflict of interest;
  - 4. Breach of fiduciary duty; or
  - 5. Other actions that threaten the integrity and sustainability of ANA-Ohio.
- b. The process for removal from office:
  - 1. Shall be initiated upon a complaint received from at least 25% of members or at least 2 members of the Board of Directors.
  - 2. The complaint shall be written and made in good faith.
  - 3. All complaints received shall be investigated by a neutral committee of 5 individuals appointed by the Board, 2 of whom shall not be ANA-Ohio elected officials or ANA-Ohio staff members.
  - 4. No action shall be taken against any officer/director until the officer/director in question shall have been served written specific charges, given a reasonable time to prepare any defense, and afforded a full and fair hearing, as specified by ANA-Ohio policy.

**Section 8. Absences**

Absence from and/or lack of involvement in two (2) unexcused consecutive meetings of the Board of Directors may be cause for declaring a Board vacancy in the position. The Board shall have the right to declare a seat vacant. The Board shall notify the officer/director of the declaration in writing.

**Section 9. Vacancies**

- a. Vacancy in any elected position, except President, First Vice President, or representative to the ANA Membership Assembly, shall be filled by the Board for the remainder of that term.
- b. In the event of a vacancy in the office of the President, the First Vice President shall become President for the remainder of the term.
- c. In the event of a vacancy in the office of the First Vice President, the Second Vice President shall become the First Vice President for the remainder of the term.

**Section 10. Indemnification**

ANA-Ohio shall, to the extent legally permissible, indemnify each person who has served as a director or officer against all expenses and liabilities incurred in connection with any action, suit or proceeding in which that person shall be involved by reason of service when such service was performed in good faith.

**ARTICLE IV - MEETINGS OF THE MEMBERSHIP**

**Section 1. Annual Meeting**

There shall be at least one (1) meeting of the membership each year, which shall be the Annual Meeting. ANA-Ohio shall hold its annual meeting no later than the first Monday of October each year in accordance with Section 1702.16 of the ORC. The Annual Meeting shall be held at such time and place as shall be determined by the Board.

**Section 2. Special Meetings**

Special meetings of the membership may be called by the President or shall be called by the Secretary upon request of a majority of the Board or at the written request of at least twenty-five percent (25%) of ANA-Ohio members in good standing. The purpose of the meeting shall be stated in the call to meeting.

**Section 3. Meeting Format**

Meetings may be held in person or in a synchronous virtual format. Any action taken by such method(s) shall be valid.

**Section 4. Meeting Notices**

Prior to the membership meeting, notice shall be sent in writing or electronically to all members of ANA-Ohio in good standing and shall include the proposed agenda and the proposed rules for conducting business. Notice for the Annual Meeting shall be delivered at least sixty (60) days prior to the date(s) of the meeting. Notice for a special meeting shall be delivered to the membership at least thirty (30) days prior to the date(s) of the meeting.

**Section 5. Quorum**

A quorum to convene and transact business at any meeting of the membership shall consist of the presence of five (5) members of the Board of Directors, one

of whom shall be the President or First or Second Vice President, and at least fifty (50) ANA-Ohio members in good standing.

## **ARTICLE V – THE NOMINATING COMMITTEE, NOMINATIONS AND ELECTIONS**

### **Section 1. Composition and Election**

- a. The Nominating Committee, hereinafter referred to as the NC, shall consist of seven (7) members and shall be accountable to the membership.
- b. In odd numbered years, three (3) members, and in even numbered years four (4) members shall be elected by the membership and announced at the annual meeting of ANA-Ohio.
- c. All members shall serve for a term of two (2) years or until their successors are elected. The elected member receiving the highest number of votes shall serve as the chairperson in the second year of his/her term.

### **Section 2. Responsibilities**

- a. The NC shall prepare a slate of candidates for election of ANA-Ohio Officers, Directors, Nominating Committee and delegates to the ANA Membership Assembly that strives for geographical and area of nursing practice representation.
- b. The NC shall oversee elections of ANA-Ohio in accordance with election policies and procedures established by the Board.
- c. No person serving as an officer or director of another association/organization where such service might result in conflict of interest with the functions and purposes of ANA-Ohio shall be included on the slate for an elected position in ANA-Ohio.
- d. No member of the NC shall be included on the slate of candidates for ANA-Ohio Officers or Directors unless that member resigns from the NC.

### **Section 3. Electronic Format**

NC meetings may be held in a synchronous, virtual format. Any action taken by such method(s) shall be valid.

## **ARTICLE VI- ADDITIONAL STANDING COMMITTEES, GROUPS AND TASK FORCES**

### **Section 1. Standing Committees**

The Board shall appoint the members of the following standing committees to serve for a term of two (2) years or until successors are appointed. Members may be reappointed. The size of each standing committee will be determined by the work of the committee. All Committee meetings may be held in person or virtually in a simultaneous electronic format.

- a. Bylaws Committee, hereinafter referred to as the BC, shall:

1. Be chaired by a member elected from within the committee;
  2. Review ANA-Ohio Bylaws every two-years, for consistency with ANA-Ohio practices and governance trends; report findings of such review to the Board and to the membership at the ANA-Ohio Annual Meeting following the review;
  3. Propose and or prepare submitted amendments to ANA-Ohio Bylaws that shall be reported to the Board and to the membership at the ANA-Ohio Annual Meeting;
  4. Interpret ANA-Ohio Bylaws when questions of adherence to the Bylaws arise as a result of development and execution of policies and procedures within ANA-Ohio.
- b. Finance Committee, hereinafter referred to as the FC, shall:
1. Be chaired by a member elected from within the committee; and
  2. Prepare and recommend an annual budget to the Board for review and adoption;
  3. Advise and report to the Board on the receipt of revenues and expenditures of funds;
  4. Advise the Board regarding ANA-Ohio investment policies and strategies.
  5. Review tax filings and other documents related to ANA-Ohio's IRS tax exempt status.
- c. Public Policy Committee, hereinafter referred to as the PPC shall:
1. Be chaired by a member elected from within the committee;
  2. Monitor public policy issues that impact nursing in Ohio and nationally;
  3. Monitor global health and policy trends; and
  4. Keep members informed of such changes in order to support opportunities for advocacy.
- d. The Equity, Diversity & Inclusion Committee, hereinafter referred to as the EDI, shall:
1. Be chaired by a member from within the committee;
  2. Create and sustain Position Statements on racial, cultural and health disparities in nursing;
  3. Review evidence of societal structures that lead to health disparities based on race, culture and social determinants of health (SDOH);
  4. Propose intentional actions to reduce/eliminate structural racism and discrimination and increase equity within the nursing profession.
  5. Promote equity, diversity, and inclusion within ANA-Ohio; and,

6. Assess EDI within the organizational structure and membership.
- e. Continuing Education Committee, hereinafter referred to as the CEC shall:
    1. Be chaired by a member from within the committee;
    2. Guide the development, implementation, evaluation, and analysis of continuing education activities that support the professional development of members and other interested healthcare providers throughout the state of Ohio;
    3. Provide nursing continuing professional development programs that meets national accreditation criteria to ANA-Ohio members and others; and
    4. Contribute to the development of annual goals and outcome measures that support our dedication to nursing continuing professional development.

**Section 2.** The Board may establish additional standing and special or ad hoc committees, groups or task forces, as it considers necessary.

## **ARTICLE VII – FISCAL YEAR**

The fiscal year of ANA-Ohio shall July 1 to June 30 of the following year.

## **ARTICLE VIII - AMENDMENTS**

### **Section 1. Amendments with Notice**

- a. These bylaws may be amended at any meeting of ANA-Ohio membership by a two-thirds (2/3) vote of the members present and voting provided that the amendment has been submitted to the membership with the call of the meeting at which the amendment(s) are to be proposed.
- b. All suggestions for proposed amendment(s) shall be referred to the Bylaws Committee. The amendment(s) proposed by the Bylaws Committee for action shall be in the possession of the Secretary of the ANA-Ohio Board at least one hundred and fifty (150) days before the date of the Annual Meeting or at least thirty (30) days before a special meeting and shall be appended to the notice of time and place of the meeting.

### **Section 2. Amendments without Notice**

- a. These bylaws may be amended without previous notice at any meeting of ANA-Ohio membership by ninety-nine percent (99%) of those present and voting.

Non-substantive changes related to typing, grammar and formatting errors may be made without submission to the membership.

**Section 3. ANA Notification**

- a. Proposed amendments shall be submitted, along with the, then-current, ANA-Ohio Bylaws, for review by the ANA Committee on Bylaws (COB) at least ninety (90) days before the date the ANA-Ohio membership must be notified of such proposed amendments.
- b. A final copy of the ANA-Ohio Bylaws shall be sent by ANA-Ohio to the ANA COB within thirty (30) days after any amendments are adopted by the ANA-Ohio membership.

**Section 4. Official Notice**

Any notice required by these bylaws shall be sufficient if provided at least thirty (30) days, prior to the date the ANA-Ohio meeting or event is scheduled to occur unless additional days' notice is otherwise specified in these bylaws. Notice shall be provided either by regular United States mail or by authorized communication equipment in accordance with Board policies specifying the processes to be used for notifying members of meetings and events.

**ARTICLE IX - DISSOLUTION**

In the event the Board deems it advisable to dissolve ANA-Ohio, the Board shall adopt a resolution to this effect and shall also adopt a resolution recommending a Plan of Dissolution which shall provide for the discharge of all debts and liabilities and for the preservation of all historically significant records and documents, in accordance with the purposes of ANA-Ohio. Any distribution of the assets of the corporation may be made to any other organization described in Section 501(c) of the U.S. Internal Revenue Code of 1986 as it may be amended or such other organization as is designed to carry out the purposes for which this corporation is formed and shall not in any case inure to the benefit of any representative or officer of this corporation, or any private individual. Acceptance of the resolution shall be by a two-thirds (2/3) vote of the members eligible to vote in an annual or special meeting of ANA-Ohio.

**ARTICLE X- PARLIAMENTARY AUTHORITY**

The most recent edition of *Roberts Rules of Order, Newly Revised*, shall govern the meetings of ANA-Ohio in all cases to which they are applicable, and in which they are not inconsistent with these Bylaws and any special rules of order ANA-Ohio may adopt.

## **ARTICLE XI - ORGANIZATIONAL AFFILIATE MEMBERS**

### **Section 1. Qualifications**

An organizational affiliate member of ANA-Ohio is a nursing organization that:

- a. Has been granted organizational affiliate status by the ANA-Ohio Board of Directors;
- b. Has paid an organizational affiliate fee to ANA-Ohio;

### **Section 2. Responsibilities**

Each organizational affiliate shall maintain a mission and purpose harmonious with the purposes and functions of ANA-Ohio.

### **Section 3. Rights**

Each organizational affiliate shall be entitled to:

- a. One (1) nurse participant who shall have voice, but no vote at the ANA-Ohio Annual Meeting;
- b. One (1) nurse participant, or designee, who shall have voice, but no vote at the ANA-Ohio Board of Directors meetings;
- c. Make presentation or reports to the Annual Meeting and Board of Directors meetings within its area of expertise; and
- d. Submit the names of nurse representatives qualified for appointment to the ANA-Ohio ad hoc groups; task forces; and committees, as appropriate. These appointees shall have voice, but no vote in the actions taken by the Ohio ad hoc groups; task forces; and committees.

## **ARTICLE XII-RELATIONSHIP TO THE AMERICAN NURSES ASSOCIATION**

### **Section 1. Relationship with ANA**

The relationship of ANA-Ohio to the ANA shall be that of a Constituent/State Nurses Association (C/SNA) with a mission and functions congruent with those of ANA.

- a. This relationship includes the obligation to pay dues to the ANA as determined by the ANA Membership Assembly.
- b. ANA-Ohio shall maintain membership and pay dues to the ANA pursuant to the ANA Bylaws and policies adopted by the ANA Membership Assembly, until such time as two-thirds (2/3) of the entire ANA-Ohio membership votes to disaffiliate from the ANA. Such vote shall occur by mail or electronic ballot with appropriate notice and procedures to protect its integrity and validity in compliance with all applicable state laws.



## **Section 2. Representatives to ANA**

- a. ANA-Ohio is entitled to representation at the Membership Assembly and special meetings of ANA as provided in the bylaws and policies of ANA.
- b. The allotted number of non-voting representatives shall include at least one (1) representative from each of the following nursing areas: administration, practice, and education.
- c. ANA representatives and alternates, except for president and executive director, if eligible and elected, shall be limited to four (4) consecutive terms.
- d. ANA representatives and alternates shall be elected in accordance with Article V of these Bylaws.

## **Section 3. Selection of Representatives and Alternates to the ANA Membership Assembly**

Representatives and alternates shall be elected in even numbered years for a two (2) year term, or until a successor is elected. The President shall be elected simultaneously to the presidency and as an ANA-Ohio representative to the ANA Membership Assembly.

- a. A Representative who resigns before completion of the two (2) year term shall be deemed to have served a full term. The alternate who becomes the Representative shall fulfill the remainder of the term.
- b. Election shall be by secret mail or electronic ballot, and in accordance with policies and procedures established by the Board.
- c. In the event of a tie, election shall be determined by lot.
- d. Vacancies shall be filled by alternates in the order of the number of votes received.

## **Section 4. ANA Leadership Council**

The President, or designee, and Executive Director, or designee, shall be the ANA-Ohio representative to the ANA Leadership Council; the President or designee will cast ANA-Ohio's one (1) vote.

## **Section 5. Disaffiliation**

- a. "ANA-Ohio membership" for these purposes is defined as individual members of ANA-Ohio who have ANA rights and privileges of membership as a result of their ANA-Ohio membership.
- b. ANA-Ohio shall continue to maintain membership in ANA pursuant to ANA Bylaws and Membership Assembly policy until such time as two-thirds (2/3) of the entire ANA-Ohio membership votes to disaffiliate from ANA, or ANA elects to disaffiliate from ANA-Ohio per ANA policy.
- c. ANA-Ohio members shall continue to have all rights of membership in ANA as provided in ANA bylaws until the disaffiliation vote as set forth in

paragraph b. of this Section is complete.

The vote to disaffiliate may occur by mail or electronic ballot, with appropriate notice and implementation of procedures to protect the integrity and validity of the vote.

**Adopted July 23, 2021**  
**Revised April 22, 2022**  
**Revised May 20, 2022**  
**Revised June 17, 2022**  
**Revised October 10, 2022**  
**Revised May 22, 2023**

