

MARYLAND NURSES ASSOCIATION

PROPOSED

2021 District Nurses Association 2 (DNA 2) Bylaws

ARTICLE I

NAME, PURPOSES, & FUNCTIONS

Section 1. Name

The name of this Association shall be District Nurses Association 2 (DNA 2) of the Maryland Nurses Association, Inc., (MNA) which comprises Baltimore City and Baltimore, Howard, and Carroll counties. It will be referred to hereafter as DNA 2 of the MNA.

Section 2. Purposes

The purposes of DNA 2 shall conform to the MNA Bylaws and shall be:

- a. To foster and maintain high standards of nursing and patient care; promote the professional and educational advancement of nurses; and promote the general welfare of nurses.
- b. To ensure unrestricted consideration of age, color, creed, disability, health status, gender, lifestyle, nationality, race, religion, or sexual orientation.
- c. To work for the improvement of health standards and the availability of healthcare services for all people.

Section 3. Functions

The functions of DNA 2 shall conform to the MNA Bylaws and shall be to:

- a. Endorse the standards of nursing practice, nursing education and nursing profession as established by the American Nurses Association (ANA) and MNA.
- b. Ensure adherence to the Code of Ethics for Nurses established by ANA.
- c. Influence local, state, and federal legislation, regulations, government programs and health policy.
- d. Promote and provide for the continuing professional development of nurses.
- e. Represent nurses and nursing in professional and community groups.
- f. Recognize the value and promote nursing research to contribute to the advancement of the profession.
- g. Provide services to members.
- h. Act as a consumer advocate to protect and promote the advancement of human rights related to healthcare and nursing.
- i. Ensure the collection and preservation of documents and other materials which have contributed and continue to contribute to the historical and cultural development of nurses.

ARTICLE II

RELATIONSHIPS AND MEMBERSHIPS

Section 1. Relationships

- a. Every member of the District Nurses Association 2 is a member respectively of the Maryland Nurses Association (MNA) which is a Constituent/State Nurses Association (C/SNA) Member of the American Nurses Association (ANA).
- b. Every joint member of both MNA and ANA has representation in ANA through the MNA elected representatives and alternates to the ANA membership Assembly.
- c. Every joint member of both MNA and ANA has representation in the International Council of Nurses (ICN) through ANA.
- d. District Nurses Association 2 promotes and supports relationships with the local chapters of the Maryland Association of Nursing Students (MANS).

Section 2. Membership

- a. Composition
 - 1) The DNA 2 shall be composed of registered nurses who meet the qualifications stated in these Bylaws.
 - 2) Membership shall be unrestricted by consideration of age, color, creed, disability, gender, health status, lifestyle, nationality, race, religion or sexual orientation.
- b. Qualifications

A person is qualified for membership in DNA 2 if that person:

 - 1) Is licensed to practice as a registered nurse in at least one state, territory, or the District of Columbia and does not have a license under suspension or revocation in any state or territory, or is otherwise entitled by law to practice OR
 - 2) Is a nurse in recovery who has surrendered his/her license to practice.; or
 - 3) Has retired and/or no longer chooses to practice, but whose license was in good standing with her/his licensing Board at the time the nurse made the decision not to maintain an active license; or
 - 4) Has membership that is not under suspension or revocation for violation of the ANA Code of Ethics for Nurses, the MNA Bylaws or a State Board of Nursing; and
 - 5) Submits an application for membership that been accepted in accordance with association policy and whose dues are not delinquent.
- c. Attaining Membership

A person qualified for membership in DNA 2 may join by:

 - 1) Completing and filing membership application forms to join the MNA that is a constituent/state nurses association of ANA.
 - 2) Submitting appropriate dues payment as provided in the ANA, MNA, and DNA 2 Bylaws and policies.
- d. Transfer of Membership
 - 1) Transfer of membership shall be in accordance with the MNA Bylaws.
 - 2) A member in good standing may transfer from one DNA to another within the state without further payment of dues for the remainder of the membership year.
- e. Rights of Membership

Each member of DNA 2 who is a joint MNA/ANA member shall be entitled to:

- 1) Receive a membership card
- 2) Receive the official publications of the ANA, MNA, and DNA 2
- 3) Attend meetings of MNA and DNA 2, and to participate and vote in other unrestricted activities of MNA and DNA 2
- 4) May attend meetings of the ANA Membership Assembly and other unrestricted activities of ANA
- 5) Submit names of nominees for both elected and appointed positions in ANA, MNA, and DNA 2 in accordance with the Bylaws of these bodies
- 6) Be a candidate for DNA 2, MNA, and ANA elected and appointed positions.
- 7) Submit proposals for consideration by MNA and DNA 2
- 8) Participate in all elections of DNA 2 and MNA, including the election of MNA Representatives and Alternates to the ANA Membership Assembly
- 9) Affiliate with the MNA professional chapters and special interest groups in accordance with these Bylaws and those of the MNA
- 10) Receive a fair hearing with the right to due process before any disciplinary action is taken and the right to an appeal in accordance with MNA Bylaws and Policies
- 11) Attend unrestricted meetings of the International Council of Nurses (ICN) and the Quadrennial Congress of the ICN

f. Obligations of Membership

Members shall be obligated to:

- 1) Abide by the Bylaws of DNA 2, MNA Bylaws, and ANA Bylaws
- 2) Abide by the ANA Code of Ethics for Nurses
- 3) Timely payment of dues as prescribed in the MNA Bylaws and Policies
- 4) Fulfillment of an office or committee position if elected or appointed

g. Disciplinary Action

- 1) Members may be subject to reprimand, censure, suspension, or expulsion by DNA 2 for violation of:
 - a) The ANA Code of Ethics for Nurses
 - b) MNA Bylaws
 - c) DNA 2 Bylaws
- 2) The procedures for handling alleged violations, appeals and/or reinstatements shall be conducted in accordance with MNA Policies and Procedures and pursuant to common parliamentary procedure and statutory law.
- 3) Complaints concerning alleged violations of the purposes and rules as stated in DNA 2 Bylaws shall be evaluated by the DNA 2 Board of Directors, and if the infraction has merit, forwarded to the MNA Board of Directors for actions pursuant to the DNA 2 and MNA Bylaws.
- 4) No action shall be taken against a member until the member shall have been served with specific written charges given a reasonable time to prepare a response/defense and provided a full and fair hearing.
- 5) The procedure for handling alleged violations of the ANA Code of Ethics for Nurses and MNA Bylaws shall include provisions for right of appeal and reinstatement.
- 6) Any disciplinary action taken by another Constituent/State Nurses Association (C/SNA) against one of its members shall be given full recognition and enforcement, provided such action was taken in accordance with the C/SNA's Bylaws and disciplinary and appeal procedure.

ARTICLE III

MEETINGS

Section 1. Definition

The Membership Meeting is the governing and voting body of the District Nurses Association 2.

Section 2. Meetings

- a. An annual membership meeting of DNA 2 shall be held at such time and place as determined by the Board of Directors. The call to the meeting shall be sent to each member at least thirty (30) days prior to the annual membership meeting.
- b. Special meetings of DNA 2 shall be called by the President upon the request of a majority of the Board of Directors or shall be called upon written notice of ten percent (10%) of the members of DNA 2. Notice of these special meetings shall be sent to each member at least thirty (30) days prior to an in-person meeting and fifteen (15) days prior to an electronic meeting. The purpose of the meeting shall be stated in the notice to all DNA 2 members.

Section 3. Voting Body

The voting body at meetings of DNA 2 shall consist of members in attendance who have been members of MNA for at least thirty (30) days prior to the meeting.

Section 4. Quorum

A majority of the DNA 2 Board of Directors, one of whom shall be the President, Vice-President (when there is one), Immediate Past President or President-Elect, and members in attendance shall constitute a quorum at any DNA 2 membership or special meeting.

Section 5. MANS Participation

Members of MANS may attend the membership meeting of DNA 2. MANS members will not have vote, but they may have privilege of the floor with the consent of DNA 2.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Authority

- a. The Board of Directors of DNA 2, a corporate body composed of elected/and or appointed members, serves as the agent for the membership.
- b. Members of the DNA 2 Board of Directors are elected by the DNA 2 members and are accountable and report to the membership.

Section 2. Composition

The Board of Directors of DNA 2 shall consist of elected officers and directors each of whom shall be a member of both MNA and ANA.

- a. Officers:

There shall be a minimum of three (3) and a maximum of five (5) officers: president, president – elect or immediate past president, secretary, and treasurer. The secretary and treasurer positions can be combined as a joint position, if there is not a candidate for each position.

There can also be a Vice-president when there is a member willing to serve.

- b. Directors:
There shall be a minimum of one (1) and no more than five (5) directors depending on district members willingness to serve.

Section 3. Responsibilities

- a. Exercise the corporate responsibility and fiduciary duties of DNA 2 consistent with applicable provisions of law.
- b. Provide for implementation of actions and directives of the membership within prescribed statutory responsibilities.
- c. Establish policies and provide for the transaction of business and coordination of DNA 2 activities in the interim between annual membership meetings.
- d. Provide for the adoption of financial policies, adoption of the budget for DNA 2, and an annual financial review of books and records. A statement of the current and complete financial status of the DNA 2 will be provided to the membership annually and to MNA.
- e. Establish committees as necessary to implement its functions.
- f. Make appointments and fill vacancies as necessary and as provided for in these Bylaws.
- g. Provide for DNA 2 representation at meetings of voluntary organizations, public or governmental agencies upon request and as deemed appropriate.
- h. Determine the date, registration fee, and location of the annual District 2 membership meeting.
- i. Assume such duties as may be prescribed elsewhere in DNA 2 Bylaws and by the membership.

Section 4. Duties of Officers

Officers shall perform duties as specified in the DNA 2 Bylaws, designated by the Board of Directors, and as prescribed in the parliamentary authority.

- a. The president shall:
 - 1) Serve as chairperson of the Board of Directors and the Executive Committee.
 - 2) Be the principal representative of the DNA and serve as its spokesperson on policy and position established by the Board of Directors.
 - 3) Preside at all meetings of DNA 2.
 - 4) Serve as ex-officio member of all committees except the Committee on Nominations.
 - 5) Annually appoint committee chairpersons with the approval of the Board of Directors.
 - 6) Attend meetings of the district Presidents of the MNA.
 - 7) Prepare the Annual District Report for the MNA.
- b. The president-elect shall:
 - 1) Assume all duties of the president in the absence of the president.
 - 2) Become president for the remainder of the president's unexpired term in the event that a vacancy occurs in the office of the president.
- c. The vice-president (when one is elected) shall:
 - 1) Assume all duties of the president-elect or immediate past president in their absence.
- d. The secretary shall:
 - 1) Keep minutes of all meetings of this DNA and the Board of Directors.
 - 2) Conduct general correspondence of this DNA and the Board of Directors.
 - 3) Provide for the maintenance of all DNA meeting minutes and related documents in a place/manner accessible to DNA Board members.
- e. The treasurer shall:

- 1) Be accountable for the fiscal affairs of DNA 2 and shall provide written reports and interpretation of such reports to the DNA 2 Board of Directors and members.
 - 2) Develop a DNA 2 budget annually for Board of Directors approval.
 - 3) Serve as a member of the MNA Committee on Finance.
- f. The immediate past president shall:
- 1) Serve as a consultant to the president during the first year of the president's term.
 - 2) Assume all duties of the president in the absence of the president.
 - 3) Become president for the remainder of the president's first year in office in the event a vacancy occurs in the office of the president.

Section 5. Conflict of Interest

No DNA 2 officer or director shall vote, act, or participate in any fashion in any decision or other DNA 2 business if the officer or director has an actual or potential conflict of interest by virtue of the officer's or director's employment, other professional or financial interests which would impair that officer's or director's ability to meet the fiduciary obligations to the DNA 2 membership. In each instance of actual or potential conflict of interest, the DNA 2 officer or director shall immediately notify the DNA 2 President or highest elected officer, not having a conflict or potential conflict of same, and thereafter totally remove him/herself from all further participation and contact with the particular subject matter causing the actual or potential conflict of interest.

Section 6. Nominations

- a. A Committee on Nominations consisting of three members shall be elected by the DNA 2 membership.
- b. The Committee on Nominations shall prepare a slate consisting of at least one (1) candidate for each office to be elected in that year.
 - 1) One (1) director
 - 2) Officer as indicated by even or odd years
 - 3) DNA member to serve on the MNA Committee on Nominations in the even year:
 - a) The term is for two (2) years
 - b) The two (2) year term of office shall begin following the annual membership meeting of MNA in the even numbered years.
 - 4) The chairperson for the Committee on Nominations must be a DNA 2/MNA/ANA member and will be either appointed by the DNA BOD, or the individual receiving the highest number of votes in the establishment of the committee, or the committee members elected by the Committee on Nominations..
- c. Officers of the DNA may not concurrently serve as an officer of the MNA.
- d. No names shall be placed on the ballot, either by the Committee on Nominations or by write-in, unless the nominee has consented to serve.
- e. The DNA 2 representative to the MNA Committee on Nominations must be elected by the DNA 2 membership in accordance with the MNA Bylaws. And must be a joint MNA/ANA member.

Section 7. Elections

- a. When elections are not conducted by MNA as part of the annual state elections, the vote for elections shall be by mailed and/or electronic ballot; at the discretion of the District, the elections may be secret.

- b. Ballots shall be mailed and/or emailed to each DNA 2 member at least sixty (60) days prior to the DNA 2 annual meeting.
- c. The ballot shall have adequate provisions for write-in votes for each office or position.
- d. Ballots shall be valid only if postmarked and/or received electronically at least thirty (30) days before the annual DNA 2 meeting and have the member's name in the upper left-hand corner of the envelope and/or come from the member's email address on record.
- e. All DNA 2 mailed ballots shall be returned to the MNA.
- f. The teller shall be solely responsible for counting the votes, ensuring only one (1) vote is counted per DNA 2 member eligible to vote, and deciding questions which may arise regarding the elections.
- g. A plurality vote shall constitute an election. In the case of a tie, the election shall be determined by a lot at the annual meeting.
- h. All election records, including mailed and/or electronic ballots, shall be preserved for one (1) year.
- i. The results of the election shall be reported by District 2 President or designee at the Annual Membership Meeting.

Section 8. Terms of Office

- a. The president-elect shall serve for a term of one (1) year; followed by a term of two (2) years as president.
- b. The immediate past president shall serve for one (1) year following his/her term as president.
- c. The officers of the DNA 2 Board of Directors shall serve for a term of two (2) years.
- d. The DNA 2 directors shall serve for a term of two (2) years.
- e. Officers and directors shall not be eligible to serve more than two (2) consecutive terms in the same office. The exception would be if there is no other candidate willing to be a candidate for that position. An officer or director who has served more than half a term shall be considered to have served a full term.
- f. The President- elect and secretary shall be elected in odd-numbered years. The vice president, if there is a candidate, and treasurer shall be elected in even-numbered years.
- g. Directors shall be elected one (1) or two (2) in even and one (1) or two (2) in odd years.
- h. Newly elected officers and directors of DNA 2 shall assume their duties at the first meeting of the DNA 2 Board of Directors in the new year.
- i. A DNA 2 officer may not concurrently serve as an elected or appointed MNA officer with the exception of the MNA Representative-At-Large to the ANA Membership Assembly.
- j. The vice president or any other DNA 2 BOD member may be appointed to serve as the DNA 2 voting representative at the MNA Board of Directors meeting at the first MNA Board of Directors meeting following the annual MNA Membership Meeting. This individual must be a joint MNA/ANA member.

Section 9. Vacancies

- a. If a vacancy occurs in the DNA 2 office of president, the immediate past president shall assume the duties of the office in the first year of the president's term, and the president elect in the second year of the president's term.
- b. If a vacancy occurs in any other office, the DNA 2 Board of Directors shall appoint, by majority vote, a successor to serve the remainder of the term.

Section 10. Meetings

- a. Quarterly meetings at a minimum of the DNA 2 shall be held at such time, place and/or manner as determined by the Board of Directors.
- b. Special meetings of the DNA 2 Board of Directors may be called by the president with twenty-four (24) hours notice to each member by mail or other media or shall be called by the DNA 2 president upon written request by a majority of the members of the DNA 2 Board of Directors. Special meetings shall be held at such time and place as is designated in the meeting notice.
- c. Business that requires immediate action by the Board of Directors may be conducted by telecommunications and/or electronic means.
- d. DNA 2 meetings are open to all District 2 members.

Section 11. Quorum

- a. A majority of members of the DNA 2 Board of Directors, one (1) of whom shall be the president, immediate past president or president-elect, or vice president shall constitute a quorum at any meeting of the District Board. In regard to ascertaining a quorum, a majority is defined as fifty percent (50%) of the DNA 2 Board of Directors positions plus one (1).
- b. In the absence of a quorum, immediate action may be taken, if it is an urgent matter that requires immediate action and is subject to ratification at the next scheduled meeting of the DNA 2 Board of Directors.

Section 12. Removal from Office

Absence from three (3) consecutive regularly scheduled Board of Directors meetings without sufficient cause and notice will be considered a resignation and such person will be sent written notification from the DNA 2 Board of Directors of the removal from office. The DNA 2 Board of Directors will proceed to appoint a successor for the remainder of the term, except for the position of president-elect which would require a special election.

ARTICLE V

COMMITTEES

Section 1. Definition

- a. The standing committees of DNA 2, when they can be constituted, shall be the Committee on Bylaws and Policies, the Committee on Finance, the Committee on Legislation, the Committee on Programs, the Committee on Nominations, and Committee on Membership.
- b. Standing committees of the DNA 2 membership and Board of Directors shall assume such duties as shall be specified by these Bylaws and such other duties as may be assigned.
- c. The DNA 2 Board of Directors has the authority to eliminate any standing committee except the Committee on Bylaws and Policies, the Committee on Finance, the Committee on Legislation, the Committee on Programs, and the Committee on Nominations. The exception would be if there are not three (3) DNA 2 members willing to serve and properly constitute a committee.
- d. Special committees shall be appointed by the DNA 2 as the membership, or the Board of Directors deems necessary. These committees will serve until the task is completed and/or the deliverable is received.

Section 2. Composition.

- a. Committees shall consist of no fewer than three (3) members and a majority of any committee shall constitute a quorum.
- b. Committees shall consist of those willing to serve and committee members shall serve a term of at least two (2) years, and shall be appointed by the President at their request.
- c. Committee chairpersons shall be appointed by the President of the DNA 2 with Board of Directors approval within thirty (30) days of the close of the annual District membership meeting.
- d. Absence from three (3) consecutive meetings of a committee shall constitute a vacancy. Committee members will be notified in writing of their removal from office. The vacancy will be as provided for in these Bylaws.

Section 3. The Committee on Bylaws and Policies

The DNA 2 Committee on Bylaws and Policy shall:

- a. Review the DNA 2 Bylaws at least every two (2) years and update them the year following any MNA Bylaws changes.
- b. Prepare and receive all proposed amendments to the Bylaws of DNA 2.
- c. Present proposed amendments to the DNA 2 Board of Directors for input and approval.
- d. Present approved proposed amendments to the MNA Committee on Bylaws and Policies.
- e. Upon MNA approval of DNA 2 proposed amendments, present proposed amendments for ratification by DNA 2 membership at the Annual District Membership Meeting.
- f. Review District policies at least every two (2) years.

Section 4. The Committee on Finance

The Committee on Finance shall:

- a. Prepare the annual budget.
- b. Monitor the District budget and advises the Board of Directors on the District management of funds.
- c. Ensure that the annual IRS tax filing is completed in a timely manner.
- d. The Chair of the Committee is the DNA 2 Treasurer and serves as a member of the MNA Committee on Finance.

Section 5. The Committee on Legislation

The DNA 2 Committee on Legislation shall:

- a. Study the impact of proposed legislative initiatives on nursing, patient care, nurses, and healthcare.
- b. Advise the DNA 2 Board of Directors on legislative matters.
- c. Keep the membership informed of legislative matters.
- d. Promote, participate in, and assist with, as needed, the MNA Annual Nurses Lobby Day and/or Night in Annapolis.
- e. The Chair shall serve as the DNA 2 Representative to the MNA Committee on Legislation.

Section 6. The Committee on Programs

The DNA 2 Committee on Programs shall:

- a. Plan and implement programs for DNA 2.

- b. Collaboratively arrange programs with other DNA's or agencies.
- c. Assist, as needed, with the MNA Annual Membership Meeting.
- d. Coordinate annual Nurses Week activities.
- e. The Chair of the Committee on Programs shall serve as the District Nurse Planner and be a member of the MNA Continuing Education Provider Unit.

Section 7. Committee on Nominations:

The DNA 2 Committee on Nominations shall:

- a. Seek a qualified candidate or candidates for each of the DNA 2 office.
- b. Implement policies and procedures for nominations and elections as established by the DNA 2 Board of Directors and as provided for in the MNA Bylaws and these Bylaws.
- c. Refer to MNA Bylaws ARTICLE IV, Board of Directors, Section 6. Nominations for additional responsibilities of the Committee on Nominations.

Section 8. The Committee of Tellers: (NOTE: If you have this committee)

The DNA 2 Committee of Tellers shall:

- a. Receive the ballots returned from the DNA 2 voting members.
- b. Establish validity of the ballots based on eligibility to vote and post-marked date on the returned envelope and/or receipt of electronic ballot by the established date.

ARTICLE VI

DUES

Section 1. Amount of Dues

- a. In the event that the rate of dues payable to ANA is changed, any such change shall be automatically included in the dues owed by a member as well as in the percentage /amount of MNA dues monies allocated to the District.
- b. Any special dues categories offered by the MNA and the ANA shall be available for the DNA 2 membership.
- c. Membership categories for DNA 2 membership shall be consistent with MNA and ANA categories.

Section 2. Payment

- a. DNA 2 dues shall be for a membership of twelve (12) consecutive months and shall be paid in accordance with DNA 2, MNA, and ANA policies.
- b. No monies shall be refunded, or additional monies collected when a change of dues category is made within a membership year.

ARTICLE VII

AMENDMENTS

Section 1. Amendments with Notice

- a. The DNA 2 Bylaws may be amended at any business meeting by a two-thirds (2/3) vote of the membership present, eligible to vote, and voting.
- b. The DNA 2 membership of this Association shall be notified of the intent to amend DNA 2 Bylaws at least thirty (30) days prior to the DNA 2 business meeting.

- c. Proposed amendments to the DNA2 Bylaws shall be appended to the call to the business/annual membership meeting of DNA 2.

Section 2. Amendments without Notice

The DNA 2 Bylaws may be amended without previous notice at any annual DNA 2 business meeting by ninety-nine percent (99%) of the District membership present, eligible to vote, and voting.

ARTICLE VIII

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of “Robert’s Rules of Order Newly Revised” shall govern meetings of this association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

DNA 2 BYLAWS REVISION, REVIEW, APPROVAL, AND ADOPTION DATES:

Date Revised by DNA 2 BOD: 2 – 21 – 2014

Date Reviewed & Approved by MNA COB&P: 3 – 15 – 2014

Date Approved by the MNA BOD: 4 – 10 – 2014

Date Approved by DNA 2 BOD: 5 – 15 – 2014

Date Adopted by DNA 2 Members: 11 – 06 – 2014

Date Approved by MNA BOD: 8 – 17 – 2017

Date Adopted by DNA 2 Members: 11 – 02 – 2017

Date Approved by MNA BOD: 12 – 12 - 2019

Date Reviewed by the DNA 2 COB&P: 1-26-2021

Date Revised by the DNA 2 BOD: 3-02-2021

Date Reviewed & Approved by MNA COB&P: 4-27-2021

Date Approved by D2 BOD: 5 – 04- 2021

Date Adopted by the DNA 2 Members: