



3416 Primm Lane
Birmingham, AL 35216
205-823-6106
www.nursingleadershopsience.org

**Association for Leadership Science in Nursing
BYLAWS**

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Article I. Name

The name of this organization shall be the Association for Leadership Science in Nursing (ALSN).

Article II. Purpose

Section 1. The purpose of this organization shall be to further the development of education, practice, scholarship, and research relevant to leadership science in nursing and health care.

Section 2. ALSN shall engage in activities related to education, practice, scholarship, and research relevant to leadership science in nursing and health care including, but not limited to:

1. Formulates guidelines, standards, and position statements.
2. Analyzes and responds to trends, developments, and position statements of other organizations.
3. Promotes standards and direction of education for administration and leadership in nursing and health care.
4. Undertakes other projects related to ALSN's purpose.
5. Promotes and supports relevant scholarship and research.
6. Promotes dialogue among groups with similar interests and concerns.
7. Identifies and responds to key policy, accreditation, regulatory, and legal issues that affect education, practice, scholarship, and research for nurses in leadership roles for nursing and health care.

Article III. Members

1. Members shall be nurses and others serving in roles that advance the mission and purpose of ALSN.
2. The Board shall have the authority to establish categories of membership to meet the needs of the organization.
3. A member in good standing is an individual or organizational member that is current in dues payment.
4. Each member in good standing shall be entitled to attend and vote at all ALSN membership meetings and on all ALSN ballots.

Article IV. Officers, Directors and Leadership Succession Committee Members

Section 1. Titles

The elected officers of ALSN shall be President-Elect (includes serving as President and Past-President), Vice President of Programs and Professional Development, Vice President of Scholarship and Research, Vice President of Membership and Leadership Succession, Secretary/Chair of Bylaws Committee, and Treasurer.

Section 2. Election

1. Election of officers and Leadership Succession Committee members shall occur according to the schedule in Article IV, Section 4.
2. All members in good standing shall have the right to cast one vote for a candidate for open offices and for Leadership Succession Committee membership placed on the ballot.

Section 3. Appointment

1. Additional directors may be appointed by the elected officers as determined appropriate to the mission and strategic goals of the organization.
2. The responsibility of an appointed director will be specified in writing and reviewed every two years from the term of the appointment.
3. The number of appointed directors shall not be greater than 50% of the number of the voting officers.

Section 4. Terms of Office

1. The Vice President of Programs and Professional Development, Vice President of Scholarship and Research, and Secretary/Chair of the Bylaws Committee shall be elected in even-numbered years for a two-year term of office.
2. The Vice President of Membership and Leadership Succession Committee and Treasurer shall be elected in odd-numbered years for a two-year term of office.
3. The President-Elect shall be elected in odd-numbered years and will serve one year as President-Elect, two years as President, and one year as Past President.
4. Appointed directors will be nominated by the Board for a two-year term.
5. Officers and appointed directors, with the exception of President-Elect, can serve for up to two full consecutive terms.
6. The Leadership Succession Committee shall have three members elected in odd years and two in even years and all will serve two-year terms of office.

Section 5. Duties

1. Duties for each officer and appointed director shall be specified in the ALSN Policy & Procedure Manual.
2. If the President is unable to serve, the President-Elect shall assume the office to serve the remainder of the President's term. In the event there is no President-Elect, the Past President shall assume the office. If neither a Past President nor President-Elect is available, the Board shall elect from the remaining elected officers an individual to serve the remainder of the President's term.

Article V. Meetings

Section 1.

ALSN general membership shall meet annually and at other times deemed necessary by the Board.

Section 2.

Special ALSN meetings may be called by the President, the ALSN Board, and/or upon written request of five ALSN members. The purpose of the meeting shall be stated in the call.

Section 3.

Except in case of an emergency notice shall be given for all meetings of the ALSN membership at least twenty (20) business days in advance. Meeting dates may be changed with notification to the membership of at least twenty (20) days.

Section 4.

Ten percent (10%) of the members in good standing in addition to a minimum of three (3) elected officers shall constitute a quorum for any regular, special meeting, or electronic meeting/vote of ALSN.

Article VI. The Board

Section 1. Board Membership

The elected officers and appointed directors shall constitute the Board. The immediate Past President shall attend Board meetings in an advisory non-voting capacity during the first year following her or his presidency. The President-Elect shall attend Board meetings in a non-voting capacity during the year prior to assuming the office of President.

Section 2. The Board shall:

1. Conduct business between ALSN membership meetings.
2. Establish ALSN meeting dates.
3. Make recommendations to and request comments from ALSN members.
4. Vote on the President's recommendations to fill Board vacancies and committee appointments and vacancies if they occur within appointment periods.
5. Maintain fiduciary responsibility for the organization.
6. Maintain Liability and Indemnification insurance on its elected and appointed officials.
7. Select Suzanne Smith awardee to be recognized at the annual International Conference of ALSN.

Section 3. Meetings of the Board

1. The Board shall meet at least once a quarter at a time and place specified in advance.
2. Special meetings of the Board may be called by a majority of Board members.
3. Regular and special meetings of the Board may be conducted in person, by telephone, or by electronic methods. If conducted by email discussion, communications, including each Board member's vote on each motion, must be sent to all Board members.

Article VII. Committees

Committees of ALSN shall be the Leadership Succession Committee, Scholarship and Research Committee, Bylaws Committee, Membership Committee, Finance Committee, and Programs and Professional Development Committee.

Section 1. The Leadership Succession Committee shall:

1. Consist of five elected members as delineated in Article IV, Section 4. The VP of Membership and Leadership Succession will serve as chair.
2. Work with the Past President and VP of Membership and Leadership Succession to actively engage members and encourage leadership involvement by members.
3. Request nominations for open offices from the membership.
4. Secure Consent to Serve, prepare the ballot, and provide it to the membership in the third quarter of each year.
5. Ensure the integrity and accuracy of the voting process and the count of ballots.
6. Present the election results to the Board.

Section 2. The Scholarship and Research Committee shall:

1. Consist of at least five members of good standing who will be appointed by the Board. The VP for Scholarship and Research will serve as the chair of the committee.
2. Develop the Call for Proposals for ALSN Scholarship and Research Grants.
3. Review scholarship and research grant proposal submissions and recommend grant awards.
4. Develop a scholarship and research strategic plan and scholarship and research priorities.
5. Facilitate strategic scholarship and research partnerships.
6. Review all requests to survey ALSN membership for participation in studies.

Section 3. The Bylaws Committee shall:

1. Consist of at least three members of good standing who shall be appointed by the Board. The Secretary will serve as the Chair of the Bylaws Committee.
2. Work with the Secretary/Chair of the Bylaws Committee to review the Bylaws as needed and at least every two years, and recommend changes, if any, to the Board to forward to the membership for approval.

Section 4. The Membership Committee shall:

1. Consist of at least three members of good standing who shall be appointed by the Board. The VP for Membership and Leadership Succession will serve as the chair.
2. Work with the VP of Membership and Leadership Succession to review ALSN membership needs and promote membership growth and retention by:
 - a. Coordinating ALSN recruitment, membership activities, and leadership growth opportunities within the organization.
 - b. Identifying recommendations for ALSN outreach activities and programming.
 - c. Providing outreach to new members of ALSN.
 - d. Conducting membership surveys as needed.
 - e. Providing oversight of the ALSN member section of the website.

Section 5. The Programs and Professional Development Committee shall:

1. Consist of at least five members of good standing who will be appointed by the Board. The VP for Programs and Professional Development will serve as the chair of the committee.
2. Have a co-chair, appointed by the board, to assist the chair in planning the annual conference.
3. Develop the call for podium and poster abstracts for the conference.
4. Develop and manage the abstract review process and select the speakers for the main sessions and the poster session, in collaboration with the Research Committee.
5. Secure funding from sponsors to support the annual conference.
6. Oversee the annual conference and provide a summary of evaluations to the board to assist in subsequent annual planning.

Section 6. The Finance Committee shall:

1. Consist of at least three members in good standing who shall be appointed by the Board. The Treasurer will serve as chair of the committee. The President or Past President shall serve as an ex-officio non-voting member. The Treasurer will collaborate with the VP of Programs and Management Company representative(s) to:
 - a. Maintain accurate and complete financial records.
 - b. Prepare and present accurate, timely, and meaningful monthly financial reports to the Board.
 - c. Prepare annual budgets for the Board.
 - d. Comply with Federal, State, and other reporting requirements.
 - e. Provide support for other committees as necessary.

Section 7. Other organizational units

The Board may appoint liaisons, ad hoc committees, task forces, or other organizational units that it determines to be needed to carry out ALSN business.

Article VIII. Parliamentary Authority

The rules contained in the most current edition Robert's Rules of Order Newly Revised shall govern ALSN in all cases which are not covered by these Bylaws.

Article IX. Amendments

Section 1. Amendments with notice

These Bylaws may be amended by a two-thirds (66%) vote of the members of good standing who are present and voting at any official meeting of ALSN; or who respond to an electronic call for an electronic vote within ten (10) business days of the call for the vote after there has been an opportunity for members to review and comment on proposed changes. The finalized proposed amendments shall be in the hands of the Secretary at least twenty (20) business days prior to the date of the meeting or planned electronic vote and be appended to the call for the meeting or electronic vote.

Section 2. Amendments without notice

The Bylaws may be amended at any ALSN meeting or electronically without a previous notice by 80% of the voting members present or responding to the email call for voting in favor of the amendment.

[Revised, approved and adopted November 8, 2019; Revised, approved and adopted, November 9, 2018; Revised, approved, and adopted November 10, 2016; revised, approved, and adopted November 18, 2015 by Board based on email vote ending 11/15/15; revised, approved & adopted November 14, 2014; Adopted May 27, 2014; approved & adopted November 15, 2013 (revised September 2013); revised and adopted October 14, 2011; revised and approved February 5, 2010; revised November 2005.]