

**10. Terms used in the bylaws are not defined in the bylaws.**

PRESIDENT\* (*Opens a letter and begins to read to himself. Puts a hand to his brow in consternation.*): Oh my gosh! This is an emergency! I have to call a meeting of the executive committee (*pulls out a cell phone and frowns as he tries to remember a number*). Wait a minute- who IS on the executive committee? (*Puts away the cell phone.*) I'd better check the bylaws (*pulls out a copy from a folder. Mumbles to himself as he quickly scans the pages*) Executive committee... here it is! But it doesn't say which of the officers is on the executive committee! Aaaa!

COMMENTARY: Unless they are defined, terms are useless. Bylaws are a guide that should clearly delineate a course of action. NSNA bylaws state that the executive committee is composed of the president, vice president, secretary treasurer and a consultant. This committee may transact business of an emergency nature, which cannot wait until the next scheduled meeting of the Board of Directors. This business may be conducted by mail or telephone.

**9. Duties of Officers are not defined.**

MEMBER 1 (*looking and sounding worried, speaks to Member 2*): Well, I won the election, but I have no idea what I'm supposed to do.

MEMBER 2: What position did you run for?

MEMBER 1 (*shrugging in confusion*): I'm the official "Keeper of the Lamp."

MEMBER 2: Far out! Does that mean you get to be Flo, super nursing conscience, or something?

MEMBER 1 (*almost whining in exasperation*): I don't know! The bylaws don't say anything about the Keeper's duties.

COMMENTARY: Bylaws should describe the usual duties of each officer, especially where these duties are different or in addition to those stated in Robert's Rules of Order.

**8. One board position may be held by one or more persons concurrently.**

NEC CHAIR: There are currently no nominations for the position of secretary-treasurer. Are there any nominations from the floor?

MEMBER 1(*members 1 and 2 stand hesitantly*): Umm... I'll do it, but only if my friend and I can do it together (*member 2 nods vigorously in agreement*).

COMMENTARY: Robert's Rules of Order state that an office is filled only when there is a majority vote for a single candidate. Therefore, no more than one person may fill a position. Bylaws that allow for more than one person to fill a single position are in direct contravention of Robert's Rules.

**7. No provision is made for a Nominations and Elections Committee or similar impartial body to administrate the elections process.**

PRESIDENT: The state consultant has finished counting the ballots and would like to share the election results with us.

CONSULTANT (*reading from a piece of paper*): The presidency goes to Mary, one of my students. The vice-presidency goes to John, another one of my students (*affecting fake surprise*). And what do you know? Sally, another student of mine, wins the election for secretary-treasurer. Way to go Sally! In fact, I just stopped counting ballots once I realized all the winners would be from my school. Congratulations! I'm so proud of you all (*fanning face to avoid breaking into tears*)!

COMMENTARY: Bylaws should specify that individuals with no vested interest in the outcome of the election are to supervise the nominations and elections process. Ballots should be counted by several tellers to promote honest and just dealings. Every effort should be made to preserve the ethics of the organization.

**6. Term limits are not defined.**

FEMALE PRESIDENT (*doubled over with arthritis, etc.*): Hello, my name is Ruth. I've been a nursing student for fifty years, and I'm proud to say I've been president of my student nurses' association for thirty of those years!

**5. Qualifications to run for office are not defined.**

PRESIDENT AND SECRETARY: Good morning! As both your president and secretary, I would like to welcome you to the SNA annual convention.

COMMENTARY: Association bylaws should specify requirements for eligibility. (NSNA's bylaws do so under Article V Section 3.) At a minimum, your bylaws should state what population is eligible to run (usually students who are members of the association), the term of office (usually one year), and agreed upon term limits (usually two terms). Additional requirements may include previous experience at the school or state level to qualify to run for the office of president or vice-president of a state's association. To avoid an inequitable concentration of power, SNA bylaws should specify that no one individual may fill more than one Board position at a time.

#### **4. Required areas of conformity are not incorporated in state or school bylaws.**

PRESIDENT (*finishes filling in the application for constituency status*): There – application for constituency status is done! (*Hands form to member.*) Will you just make sure I didn't make any mistakes before I hand it in?

MEMBER (*taking form*): Sure! (*Reads for a second or two.*) Did you read the part about associate members? Our association lets associate members hold the state presidency or vice-presidency. These bylaws say they cannot hold these offices unless they are ACTIVE members.

PRESIDENT: No big deal. We're just signing to say we have enough members to be a constituent organization.

MEMBER (*shakes paper for emphasis*): No! It says here: "By submitting this, states and schools agree to abide by these areas of conformity by incorporating them into their own bylaws."

COMMENTARY: In order to qualify as a constituent organization, school and state association bylaws must comply with the specified areas of conformity which include Article III Purpose and Function, Article IV Members, Sections 1-5, and Article VII Meetings, Section 3. This ensures, in part, that all schools receive equal consideration and representation in the House of Delegates.

#### **3. The bylaws are amended without following Robert's Rules of Order.**

PRESIDENT: Is there any other new business?

MEMBER 1 (*stands and addressed the President*): Mr. President, I move that we create a Board position for a newsletter editor, as our current bylaws do not provide for such a position.

MEMBER 2: I second the motion.

PRESIDENT: Is there any discussion? Seeing none, let's put the matter to a vote. All those in favor?

3 MEMBERS: Aye!

PRESIDENT: All those opposed?

2 OTHER MEMBERS: Nay!

PRESIDENT: The ayes have it; the motion passes. The bylaws will be amended.

COMMENTARY: Robert's Rules of Orders states that bylaws are "so important that they cannot be changed without previous notice to the members and the vote of a specified majority (such as a two-thirds vote)." Bylaws should specify the procedure for amendments, including a time frame for advance notice of any proposed amendments; the date, time and place of the membership meeting when the proposed amendment will be discussed and voted upon; and the required vote (generally a 2/3 affirmative vote).

## 2. The bylaws are suspended or ignored.

PRESIDENT FIDEL (*Vice president and member sit listening to "President Fidel," who shrugs his shoulders in mock innocence as he says*): For some reason, all those candidates running for president have chosen to withdraw from the elections. It is my duty (*punctuated with a fist, etc.*) to remain as president of the organization. You must vote to suspend the bylaw that limits the term of office to one year!

COMMENTARY: Robert's Rules of Order state that bylaws "includes all rules the society considers so important that they ... cannot be suspended." Rules become meaningless if they are not uniformly applied.

## 1. The bylaws are never read.

PRESIDENT (*Non-member, consultant and member sit listening to the president.*): Okay. I think we've talked this issue into the ground. Let's go ahead and take a vote. Who wants to invite Rene Zellweger to the state convention to talk about her role as Nurse Betty? (*Consultant and non-member raise their hands.*) Okay. Looks like we're giving Rene a call!

MEMBER: Wait a minute! Those two aren't members! They're not allowed to vote, are they? What do the bylaws say?

PRESIDENT: I don't know. We've always let everyone at a meeting vote. We don't need to read the bylaws.

MEMBER (*stands with mouth agape and hands on hips*)

NARRATOR: Bylaws should state how meetings are run, including who has the privilege of making motions and voting. Most organizations give that privilege only to representative members. Read your bylaws to learn how to conduct business appropriately. Bylaws are governance tools that should work for the organization. Like any tool, they work only if you use them.

\*All characters will wear identifying nametags