



**American Society of  
Ophthalmic Registered Nurses**  
*Specialists in Eye Care*

# **American Society of Ophthalmic Registered Nurses**

## **National Bylaws**

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## **NATIONAL BYLAWS**

### **ARTICLE I**

#### **Name**

The name of this professional organization shall be the American Society of Ophthalmic Registered Nurses, Incorporated, hereinafter referred to as the ASORN and/or the Society.

### **ARTICLE II**

#### **Purposes**

The purposes of this Society shall be:

- A. to unite registered professional ophthalmic nurses and other ophthalmic personnel for the purpose of maintaining a Society dedicated to the constant endeavor of promoting excellence in the care of ophthalmic patients;
- B. to study, discuss and exchange knowledge, expertise and ideas for the purpose of continuing education;
- C. to hold meetings at intervals for the advancement of the purposes of the Society;
- D. to cooperate, lawfully, with other professional associations, health care facilities, universities, industries, technical societies, research organizations and governmental agencies in matters affecting the foregoing purposes of the Society.

### **ARTICLE III**

#### **Membership and Dues**

##### **Section 1 - Membership**

- A. Membership in this Society is a privilege and shall be contingent upon compliance with requirements as specified in these Bylaws and those policies established by the Board of Directors.
- B. An individual must be a National member before joining a local chapter, if one exists in their area. Chapter membership is voluntary.

##### **Section 2 - Categories of Membership**

Categories of membership in this Society are Active, Associate, Retired, and International Associate.

- A. Active Member is a registered nurse who is presently engaged in ophthalmic nursing either full- or part-time.

- B. Associate Member is a registered nurse who is interested in ophthalmic nursing, but may not be presently engaged in the practice of ophthalmic nursing.
- C. Retired Member is a registered nurse, age 62 or older, who is interested in ophthalmic nursing but is no longer practicing any nursing. To be eligible for Retired membership status, the individual must have been an ASORN Active, Associate or International Associate member for two years immediately prior to retiring from active nursing practice.
- D. International Associate Member is a nurse who is not registered in the United States and who submits proof of RN licensure in his/her native country, and who is working in ophthalmology. The National Board of Directors shall have the authority to approve application for membership.

### **Section 3 - Representation**

- A. Active members shall be eligible to hold office, vote, and serve on elected or appointed committees.
- B. Associate, Retired and International Associate members shall have all the rights and privileges of active members with the exception of holding elective office.

### **Section 4 - Ethical Standards**

- A. By a two-thirds ballot vote, the Board of Directors may censure, suspend, expel or otherwise discipline any member of the Society for violation of the ethical standards, unprofessional conduct, or violation of the Bylaws, rules or principles of the Society, provided there shall have been a hearing at which the member was permitted to present a defense.
- B. A member suspended or expelled may be reinstated by a majority vote of the Board of Directors, provided the member has demonstrated eligibility for membership and provided the member shall pay the current dues and any assessments required.

### **Section 5 - Dues**

- A. The amount of dues of this Society shall be determined by the Board of Directors.
- B. Local membership dues shall be determined by the local chapter.
- C. The period covered by annual dues shall be the calendar year. Members shall be notified by the Secretary-Treasurer at least four months prior to renewal time for membership.
- D. National dues shall be sent to the Secretary-Treasurer of the Society. Local chapter dues shall be collected by the local chapter treasurer who shall be responsible for maintaining a current chapter membership roster and shall be responsible for submitting a current membership roster to the Society in a time frame established by the Board of Directors.

## Section 6 - **Delinquency and Reinstatement**

- A. Any **member** who fails to forward dues in four months after renewal notification shall result in removal from membership and withdrawal of all privileges of the Society.
- B. Reinstatement may be effected by application as a new member and payment of dues.

## **ARTICLE IV**

### **Affiliates and Annual Assessment**

#### Section 1 - **Affiliate**

The Affiliate status in this Society is a privilege and shall be contingent upon compliance with requirements as specified in these Bylaws and those policies established by the Board of Directors.

#### Section 2 - **Affiliate Categories**

Affiliate categories in this Society are Corporate Affiliate and Individual Affiliate.

- A. Corporate Affiliate is an industry or organization interested in or associated with ophthalmic health care which supports the mission and goals of the Society.
- B. Individual Affiliate is an individual active in the field of health care, who assists with the care of the ophthalmic patient or is interested in the care of the ophthalmic patient, and is not a registered nurse.

#### Section 3 - **Representation**

- A. Corporate Affiliates shall be eligible to participate in Society activities as defined by the Board of Directors.
- B. Individual Affiliates shall have the rights and privileges to participate in all Society activities with the exception of chairing standing committees, voting, and holding national office.

#### Section 4 - **Annual Assessment**

- A. The amount of the annual assessment of Corporate Affiliates of this Society shall be determined by the Board of Directors.
- B. The amount of the annual assessment of Individual Affiliates shall be determined by the Board of Directors.
- C. The period covered by the annual assessment shall be the calendar year. Affiliates shall be notified by the Secretary-Treasurer at least four months prior to renewal time for

affiliates.

D. Annual assessments shall be sent to the Secretary-Treasurer of the Society.

### Section 5 - **Delinquency and Reinstatement**

- A. Any Affiliate who fails to submit annual assessment in four months after notification shall result in removal from Affiliate status and withdrawal of all privileges of the respective category.
- B. Reinstatement may be effected by application as a new affiliate and payment of annual assessment.

## **ARTICLE V**

### **Meetings - Quorum - Special Meetings**

#### Section 1 - **Meetings**

##### A. Board of Directors

- 1. A minimum of three business meetings, which may include one conference call or video meeting, shall be held during the year.
- 2. A majority of the Board of Directors shall constitute a quorum.
- 3. Special meetings may be called at any time by the President or by a majority of the Board of Directors.

##### B. Society

- 1. An annual Society meeting shall be held.
- 2. Notice of this meeting shall be sent to the membership at least three months prior to the meeting.
- 3. A quorum for the annual business meeting of the society shall consist of those members present and at least two officers of the society.

#### Section 2 - **Special Meetings**

- A. A special meeting may be called by the President, by any Board of Directors member, or any member upon request to the President or to the Board of Directors.
- B. In the event of a call for a special meeting, all members shall be notified at least 90 days prior to the meeting.
- C. The call shall state the purpose of the meeting, time and place, and no other business other than that stated in the call shall be transacted.

- D. Twenty percent of the membership, including two members of the Board of Directors shall constitute a quorum.

## **ARTICLE VI**

### **Officers and Duties**

#### **Section 1 - Officers**

- A. The officers of the Society shall be:
1. President
  2. President-Elect/Immediate Past President
  3. Secretary/Treasurer

#### **Section 2 - Duties**

- A. The President shall:
1. be responsible to the Board of Directors and have approval of the Board for the activities of the Society;
  2. preside at all Society meetings and all meetings of the Board of Directors;
  3. represent the Society at meetings of other organizations or appoint an alternate to serve in the President's place;
  4. appoint special committees;
  5. make arrangements for necessary facilities for presenting programs at the annual meeting;
  6. be an Ex-Officio member of all committees with the exception of the Nominating and Tellers Committees;
  7. submit a written report at the annual business meeting.
- B. The President-Elect shall:
1. become acquainted with the duties of the President by active aid to the officer;
  2. have all the duties and powers of a member of the Board of Directors;
  3. serve as a non-voting member on all standing and special committees;
  4. act as a representative of the President if so delegated;
  5. perform the duties of the President in the absence or incapacity of the President;

6. serve as the liaison to the Nominating Committee;
7. submit a written report at the annual business meeting.

C. The immediate Past President shall:

1. serve as liaison to the Nominating Committee prior to the election of President Elect;
2. serve as a mentor to the newly elected President;
3. have all the duties and powers of a member of the Board of Directors;
4. serve as a non-voting member on all standing and special committees;
5. act as a representative of the President if so delegated;
6. perform the duties of the President in the absence or incapacity of the President.

D. The Secretary-Treasurer shall:

1. record the minutes of all meetings of the Society and Board of Directors;
2. preserve correspondence, reports, and records in a permanent file;
3. send notices of meetings to the membership when necessary;
4. be responsible for all official correspondence of the Society;
5. be responsible for all funds of the Society;
6. keep a record of all credits and debits, receipts, and disbursements and present a written financial report at the annual business meeting;
7. maintain a current membership roster;
8. submit a written report at the annual business meeting and at each Board of Directors meeting.

**Section 3 – Transfers**

All officers of the Society shall be responsible for delivering all records or other property of the Society to their successors within one month of leaving office.

## **ARTICLE VII**

### **Nominating Committee - Eligibility Nominations - Elections - Terms - Vacancies**

#### **Section 1 - Nominating Committee**

- A. The Nominating Committee shall be appointed by the Board of Directors and shall consist of three members.
- B. The Nominating Committee shall, under the guidance of the Past President or President-Elect, solicit the membership for nominees; review the qualifications of and request a Curriculum Vitae from each potential candidate, and submit a slate of candidates to the Board of Directors. The Board of Directors shall select nominees to be placed on the ballot; they will in turn, with the assistance of the Nominating Committee members, prepare a ballot of not less than one nominee for each office and present this ballot to the voting membership.

#### **Section 2 - Eligibility to Serve in an Elected/Appointed Capacity**

- A. To be eligible for the office as Secretary-Treasurer, Board Member, or Nominating Committee, a nominee must have been an active member of the Society for a minimum of two years prior to nomination and have attended at least one national meeting
- B. To be eligible for the office of President or President-Elect, the nominee must have been an active committee member or member of the Board of Directors within a three-year period immediately prior to such nomination and have attended at least one national meeting.
- C. To be eligible for appointment to the office of Annual Meeting Director the nominee must have served on the Annual Meeting Program Planning Committee within the four years immediately prior to such appointment and have attended at least three national meetings.
- D. Any member holding elective office shall not be a candidate for another elective office until the expiration of his or her present term, unless that term expires at the impending election.

#### **Section 3 - Nominations**

- A. Nominees must submit a written consent to serve along with a Curriculum Vitae if selected.
- B. Write-ins shall be allowed.
- C. Unless stated otherwise in these Bylaws, rules and procedures for the conduct of elections shall be recommended by the Nominating Committee and approved by the Board of Directors.

#### Section 4 - **Elections**

- A. Elections shall be held prior to the Annual Meeting of the Society.
- B. Voting shall be by ballot. Write-ins shall be allowed.
- C. A plurality vote shall elect and, in the case of tie votes, the tie shall be broken by the drawing of lots.
- D. Members must return their ballots to National Headquarters by the deadline established by the current President before the Annual Meeting of the Society.
- E. The election will be completed in a time frame established by the President and specified in the published proceedings for the Annual Meeting.
- F. The President shall appoint a Tellers Committee to count ballots.
- G. The Tellers Committee will verify that those members voting are eligible to vote.
- H. A special election, by ballot, shall be held to fill a vacancy in the office of President-Elect if the vacancy occurs within the first six months of the President-Elect's term.

#### Section 5 - **Terms of Office**

- A. The Secretary-Treasurer shall be elected in odd numbered years for a term of two years.
- B. The President-Elect shall be elected in even numbered years for a term of one year and automatically becomes President for a term of two years.
- C. One Director shall be elected in even numbered years for a term of two years. One Director shall be elected in odd numbered years for a term of two years. One Director, who is the Director of the Provider Unit, shall be appointed by the President with the approval of the Board of Directors for a two year term, and annually thereafter. One Director, who is the Director of the Annual Meeting, shall be appointed by the President with the approval of the Board of Directors in odd numbered years for a two year term.
- D. Three members of the Nominating Committee shall be appointed by the Board of Directors. Two members shall be appointed in odd numbered years and one member shall be appointed in even numbered years to serve for a term of two years.
- E. The term of office begins at the adjournment of the meeting at which the results of the election are given.
- F. No elected/appointed officer or director shall serve more than two consecutive terms in the same office with the exception of the Provider Unit Director, whose position is appointed annually.

## Section 6 - **Vacancies**

- A. Should a vacancy occur in the office of President, the Immediate Past President or the President-Elect shall assume the office of President.
- B. President-Elect:
  - 1. Should a vacancy occur in the office of President-Elect within the first six months of such term, the vacancy shall be filled by a special election from a slate prepared by the Nominating Committee.
  - 2. Should a vacancy occur in the office of President-Elect anytime during such term, the vacancy shall be filled by a special election from a slate prepared by the Nominating Committee.
- C. All other vacancies occurring in any elected office shall be filled by the Board of Directors for the unexpired term.
- D. Any member filling a vacancy for an unexpired term of one year or more, shall be deemed to have served one term.

## **ARTICLE VIII**

### **Board of Directors**

#### Section 1

The governing body of the Society shall be the Board of Directors which shall consist of the officers, two elected Board Members, two appointed Directors, and the Immediate Past President who shall serve for one year following his/her term as President or the President-Elect who shall serve for one year prior to his/her term as President.

#### Section 2 - **Duties**

- A. Direct the business and financial affairs of the Society between scheduled meetings of the membership.
- B. Establish administrative policies not inconsistent with the law, these Bylaws and any special rules of order adopted by the membership from time-to-time.
- C. Review committee reports and be solely responsible for determining action to be taken.
- D. Present an annual audit or review to the membership.

#### Section 3 - **Method of Acting**

- A. Vote. A majority vote of the Board of Directors present and voting at a meeting at which a quorum is present shall be the act of the Board of Directors unless the vote of a larger number is required by applicable law, the Articles of Incorporation, or the Bylaws.

- B. Written Action. Any action that the Board of Directors could take at a duly called meeting of the Board may be taken by a written action signed by all of the Board members.
- C. Electronic Communications.
  - 1. A conference among Board members by any means of communication through which the Board members may simultaneously hear each other during the conference constitutes a meeting of the Board of Directors if the number of Directors participating is sufficient to constitute a quorum at the meeting. Participation in a meeting by that means constitutes presence in person at the meeting.
  - 2. A Board member may participate in a meeting of the Board of Directors not described in Article VIII Section C 1 by any means of communication through which the Board member, other Board members so participating, and Board members physically present at the meeting may simultaneously hear each other during the meeting. Participation in a meeting by that means constitutes presence in person at the meeting.

## **ARTICLE IX**

### **Committees**

#### **Section 1**

Except for the Nominating Committee (which is appointed by the Board of Director see Article VII, Section 5, Terms of Office), the Board of Directors shall be authorized to create, combine or dissolve all standing committees or to change their composition and/or responsibilities.

#### **Section 2 - Standing Committees**

The chairman of all standing committees shall be appointed annually by the President with the approval of the Board of Directors. Each standing committee shall be composed of a chair, who is an active member, and at least two other members.

#### **Section 3 - Special Committees**

As deemed necessary, special committees may be created by the membership or the Board of Directors to carry on the affairs of the Society.

#### **Section 4 - Committee Reports**

Each committee shall submit a written report at the annual business meeting.

## **ARTICLE X**

### **Fiscal Year**

The fiscal year of the Society shall be from January 1 to December 31.

## **ARTICLE XI**

### **Parliamentary Authority**

Robert's Rules of Order (Newly Revised) governs this Society in all cases not covered in these Bylaws.

## **ARTICLE XII**

### **Amendments**

#### **Section 1**

Amendments to these Bylaws may be proposed by the Board of Directors and/or committees. Individual voting members may propose amendments provided such amendments are accompanied by written endorsement of at least five additional voting members.

#### **Section 2**

Proposed amendments to these Bylaws shall be submitted in the prescribed form to the Chairman of the Bylaws Committee at least ninety (90) days prior to the Annual Meeting.

#### **Section 3**

A copy of any proposed amendment shall be sent to the voting members at least thirty (30) days prior to the Annual Meeting.

#### **Section 4**

Voting on proposed amendments shall be by ballot and shall be conducted in the same manner and held at the same time as the voting for Officers and Directors.

#### **Section 5**

A majority vote shall be required to adopt any amendment. Unless stated otherwise, the amendment shall become effective upon adoption.