

Perioperative Patient Safety Seminar and 2nd Mini Convention 2023

Shriners for Children Medical Center, Pasadena, CA

November 11, 2023 0730 am – 0430 pm



2ND MINI CONVENTION

CHAPTER BYLAWS PROPOSAL FOR AMENDMENT

Submitted by Legislative and Bylaws
Committee

Noel Sotto
Chair

Estela Sumio
Member

Athena Yazuda
Member



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Notice of Proposed Amendment to Bylaws

In accordance with the bylaws, notice is hereby given that the following bylaw amendments will be considered for voting at the special business meeting on November 11, 2023.

Except as amended herein, the Bylaws' provisions shall remain in full force and effect, as approved by the board of directors effective: January 1, 2024.

ARTICLE IV: OFFICERS

Current:	The officers of this Association are President, Vice President/Secretary, and Treasurer.
Proposal:	The officers of this Association are President, President-Elect, Vice President, Secretary, Treasurer and Immediate Past President.

Current:	A. President: 1. Serves as the official representative of the Association and presides at all meetings of the Chapter and its Board of Directors. 2. Creates, determines duties and appoints all committees and committee members; and serves ex officio on all committees, <i>except the Nominating Committee (if there is a Nominating Committee)</i> 3. Facilitates continuity in transition of the office of President, 4. Assigns a chapter liaison to work with the local AORN State Council <i>(if applicable)</i>. 5. Reviews monthly bank statements. B. Vice President/Secretary: 1. Observes, assists, and consults with the President. 2. Performs the duties of the President in the absence of or inability of the President to fulfill the role. 3. Ensure accurate records are maintained of the proceedings of all business meetings and affairs of the chapter. 4. Convenes chapter meetings in the absence of the President. C. Treasurer: no change 1. Monitors the fiscal affairs of the chapter and provides reports and interpretation to the membership and the Board of Directors. 2. Oversees and accomplished any required tax filings.
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Proposal:	A. President: B. President-Elect: 1. Observes, assists, and consults with the President in preparation for assuming the duties and responsibilities of that office. 2. Facilitates continuity in transition to the office of the President. C. Vice-President: 1. Observes, assists and consults with the President. 2. Performs the duties of the President in the absence of or inability of the President to fulfill the role. D. Secretary: 1. Assure accurate records are maintained of the proceedings of all business meetings and affairs of the chapter. 2. Convenes chapter meetings in the absence of the President. E. Treasurer: no change 1. Monitors the fiscal affairs of the chapter and provides reports and interpretation to the membership and the Board of Directors. 2. Oversees and accomplishes any required tax filings. F. Immediate Past President 1. Mentor the president and board and provide transitional support to the board and chapter. 2. Be a voting member of the Board of Directors 3. Support and defend policies and programs adopted by the Board of Directors 4. Conduct transition meeting with successor 5. Act as coach, advisor, and counselor to assigned committees. 6. Perform any other duties as assigned by the Board. 7. Attend monthly board meetings, chapter events, and committee meetings.
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ARTICLE V: BOARD OF DIRECTORS

Current:	The Board of Directors consists of the officers and any additional elected members. The board has the power, authority and responsibility to manage the affairs of the chapter, except to modify action of the members.
Proposal:	The Board of Directors consists of the officers and four (4) additional elected members . The board has the power, authority, and responsibility to manage the affairs of the chapter, except to modify actions of the members.
Current:	Section 1: Number; Term of Office; Resignation and /Removal. A. The number of Directors may be determined from time to time by the Board of Directors, but no decrease in such number shall have the effect of shortening the term of any incumbent director.



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	B. Each Director shall hold office until a successor is duly elected and qualified, or until the Director's earlier death, resignation, disqualification, or removal. C. Any Director (including officers) may resign at any time by written notice to the Board of Directors. Directors (including officers), may be removed from office by a majority of voting members, with or without cause. Section 2: Meetings A. The Board of Directors shall meet at a time and place determined by mutual agreement of the board of directors. Optional conference calls or webinars may also constitute as a meeting. B. Special meetings of the board of directors may be called by the president or upon request of two members of Board of Directors, at least two of whom are officers, shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. C. The Board of Directors may participate in meetings by any means of communication where all persons participation in the meeting are able to hear one another. Such participation shall constitute presence in person at the meeting.
Proposal:	None

ARTICLE VI: ELIGIBILITY - ELECTIONS - TERMS - VACANCIES – REMOVAL

Current:	ELIGIBILITY - ELECTIONS - TERMS - VACANCIES – REMOVAL
Proposal:	NOMINATING COMMITTEE

Current:	NONE
Proposal:	Section 1: Committee Composition A. The Nominating Committee consists of five (5) members. Three (3) members are elected in the even numbered years and two (2) in the odd numbered years, each serving for a term of two (2) years. B. The immediate past President will automatically become a non-voting member of the committee for a term of one (1) year following the term of office as President. Section 2: Responsibilities A. Solicits and receives nominations for potential candidates for all elected positions. B. Prepares and presents a slate of candidates to serve for all elected positions. C. Selects a chair from the continuing committee members



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ARTICLE VII: MEETINGS

Current:	MEETINGS
Proposal:	ELIGIBILITY - ELECTIONS - TERMS - VACANCIES – REMOVAL

Current:	Section 1: Eligibility A. To be eligible for elective office as a member of the board of directors or member of the nominating and leadership development committee, a nominee must be a voting member of AORN (as stated in Article III of these bylaws) that addresses the needs of patients preoperatively, intraoperatively, and postoperatively. B. To be eligible for elective office as a member of the board of directors or a member of the nominating and leadership development committee, a nominee must have been a member of the Association and chapter for one year immediately prior to being nominated and may not be an employee of AORN Headquarters. C. To be eligible for the office of president, a nominee must have been an active member of the chapter for at least one year.
Proposal:	Section 1: Eligibility - A. - B. C. To be eligible for the office of President-elect or Vice-President, a nominee must have been an active member of the chapter for at least one year. D. A President shall serve for a term of one year. After serving one year, the President shall be designated Immediate Past-President for one year. E. The Immediate Past-President, must complete the previous year term of office as President, in good standing. F. The members of the Nominating Committee may not be listed as candidates for election on a slate that they have prepared.

Current:	Section 2: Election A. The officers, board of directors, and the nominating and leadership development committee shall be elected by ballot of the voting members in good standing, as defined in Article III, and plurality elects. In case of a tie, choice is by lot. B. A minimum of three chapter officers must be elected: President, Vice-President/Secretary and Treasurer. C. Any member holding an elective office may not be a candidate for another office unless the current term of the member expires at the impending annual election or a vacancy occurs.
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	D. Nominations for all elected positions may be made no later than thirty days prior to the commencement of voting; provided that eligibility has been verified and written consent to serve, if elected, was obtained from the nominee and is submitted to the nominating and leadership development committee.
Proposal:	Section 2: Election A. . B. The following officers must be elected: President, President-Elect, Vice-President, Secretary and Treasurer. C. . D. Nominations for all elected positions maybe made immediately after the Nominating Committee presents its slate of candidates, but no later than thirty days prior to the commencement of voting; provided that eligibility has been verified and written consent to serve. E. Elections shall be held no less than every two years.
Current:	Section 3: Term of Office A. The president, treasurer and two members of the board of directors shall be elected in the odd numbered years for a term of four years and shall serve until their successors have assumed office. B. The vice president/secretary and two members of the board of directors shall be elected in the even numbered years for a term of four years and shall serve until their successors have assumed office. C. The term of office begins at the adjournment of the meeting at which they have been installed.
Proposal:	Section 3: Election A. The president-elect, is elected each year and serves in the capacity for one (1) year, and then as President for one (1) year. B. The vice president and secretary shall be elected in the even-numbered years for a term of four two (2) years and shall serve until their successors have assumed office. C. The Treasurer shall be elected in the odd-numbered years for a term of four two years and shall serve until a successor has assumed office. D. Two (2) members of the board of Directors shall be elected in the even numbered years for a term of two (2) years and shall serve until their successors have assumed office. E. Two (2) members of the board of Directors shall be elected in the odd - numbered years for a term of two (2) years and shall serve until their successors have assumed office.



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	F. The term of office begins at the adjournment of the meeting at which they have been installed.
Current:	Section 4: Vacancies A. President: The vice president immediately assumes office B. Vice President and Secretary: A vacancy in the office of vice president and secretary is filled by a vote of the board of directors from a slate submitted by the nominating and leadership development committee. C. The board of directors fills all other vacancies. D. Any member serving more than one-half is deemed to have served one term in an elected position.
Proposal:	Section 4: Vacancies A. . B. President-elect and Vice President: A vacancy in the office of President-elect or Vice President is filled by a vote of the Board of Directors from a slate submitted by the Nominating Committee and eligibility requires the nominee to have served at least one (1) year as a member of the Board of Directors. C. Vice President and Secretary: A vacancy in the office of vice president and secretary is filled by a vote of the board of directors from a slate submitted by the nominating and leadership development committee. D. The board of directors fills all other vacancies. E. Any member serving more than one-half is deemed to have served one term in an elected position.
Current:	Section 5: Vacancies A. Any elected official, regardless of the manner of election or appointment, may be removed by the board and/or membership upon a two-thirds affirmative vote, whenever the best interests of the chapter would be served, thereby, provided the official (upon request) was offered an opportunity to have an unprejudiced hearing at which time the official was permitted to defend against the termination.
Proposal:	Section 5: Vacancies A. Any elected official, regardless of the manner of election or appointment, may be removed by the board and/or membership upon a fifty percent (50%) plus (+) one (1) affirmative vote of the voting boards/members present, whenever the best interests of the chapter would be served, thereby, provided the official (upon request) was offered an opportunity to have an unprejudiced hearing at which time the official was permitted to defend against the termination. B. Any member serving more than one-half is deemed to have served one term in an elected position.



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ARTICLE VIII

Current:	COMMITTEES AND TASK FORCES
Proposal:	MEETINGS

ARTICLE IX

Current:	AMENDMENTS
Proposal:	COMMITTEES AND TASK FORCES

Current:	Section 1: Committees and Task Forces A. In order to facilitate the chapter's mission and strategic plan, as well as the needs of the profession, the Board of Directors may create such committees and ad hoc task forces as it deems fit. The president may appoint the members of such committees and ad hoc task forces. Each committee or task force shall consist of a chair and at least two additional members. Each committee or task force shall have only such powers as are specifically delegated to it by the Board of Directors. B. At the Board's discretion, standing committees of the chapter may include (but are not limited to) budget and finance, bylaws and policies, education, legislative, membership, newsletter, social media, Perioperative Week Celebration, research, and scholarship.
Proposal:	Section 1: Committees and Task Forces A. In order to facilitate the chapter's mission and strategic plan, as well as the needs of the profession, the Board of Directors may create such committees and ad hoc task forces as it deems fit. B. The president may appoint the members of such committees and ad hoc task forces. Each committee or task force shall consist of a chair and at least two additional members. C. Each committee or task force shall have only such powers as are specifically delegated to it by the Board of Directors. D. At the Board's discretion, standing committees of the chapter may include (but are not limited to) budget and finance, bylaws and policies, education, legislative, membership, newsletter, web, social media, Perioperative Week Celebration, research, and scholarship.



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ARTICLE X

Current:	DISSOLUTION
Proposal:	AMENDMENTS

Current:	A. Proposal: Amendments to these bylaws may be proposed by any member of the chapter and submitted to the Board of Directors B. Submission: The proposed amendments must be received in written format to the secretary of the AORN LA Chapter Board at least five (5) days prior to the voting meeting. C. Adoption: The adoption of an amendment to the bylaws requires a two-thirds (2/3) vote of the voting members present.
Proposal:	A. Proposal: Amendments to these bylaws may be proposed by any member of the chapter and submitted to the Board of Directors B. Notice: Submission: The proposed amendments must be received in written format to the secretary of the AORN LA Chapter Board at least five (5) days prior to the voting meeting. C. Adoption: The adoption of an amendment to the bylaws requires a fifty percent (50%) plus (+) one (1) affirmative vote of the voting members present.

ARTICLE XI

Current:	PARLIAMENTARY AUTHORITY
Proposal:	DISSOLUTION

ARTICLE XII

Current:	NONE
Proposal:	PARLIAMENTARY AUTHORITY

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