



Los Angeles Chapter 0507 Bylaws

ARTICLE I

The name of this professional organization is the Los Angeles Chapter of AORN, hereinafter referred to as the "chapter".

ARTICLE II **PURPOSES**

The purposes of this chapter are:

- A. To unite registered nurses for the purpose of maintaining an Association dedicated to promoting the highest professional standards of perioperative nursing practice for the optimal care of the patient before, during, and after operative and other invasive procedures;
- B. To provide opportunities for continuous professional development, to include diversified educational activities;
- C. To generate, evaluate, and disseminate scientific evidence to improve professional perioperative practice;
- D. To provide leadership in professional perioperative practice to influence health care delivery locally, nationally, and globally;
- E. 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 Chapter;
- F. To otherwise lawfully adopt policies and conduct programs for the improvement of professional perioperative practice provided that the policies and programs are consistent with the requirements that the chapter is not organized for profit and no part of its earnings inure to individuals.

ARTICLE III **MEMBERSHIP**

- Section 1: Membership in the chapter is contingent on compliance with requirements as specified in these bylaws.
- Section 2: Membership is unrestricted by consideration of nationality, race, creed, lifestyle, color, sex, or age.
- Section 3: Categories of membership in this chapter are voting and non-voting.
- A. Voting: A registered nurse, or a previously registered nurse who is retired and whose license was in good standing at the time of non-renewal, who supports the mission of the chapter and on membership matters:
May vote for elected officials.
 1. May hold elected office
 2. May serve on committees.
 - B. Non-voting: An individual who is not defined as a voting member, who provides or provided direct or indirect perioperative services, and who



supports the mission of the chapter:

1. May serve on committees.
2. May not vote for elected officials or in the House of Delegates.
3. May not hold elective office.

Section 4: Termination

- A. The chapter Board of Directors may terminate a membership for failure to meet membership requirements, provided the member was offered an opportunity to have an unprejudiced hearing if requested at which the member was permitted to defend against termination.
- B. If terminated, a member may be allowed to rejoin by the chapter Board of Directors after demonstrating membership eligibility.

ARTICLE IV
OFFICERS

The officers of this Association are the President, Vice President, Secretary, and Treasurer.

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, *except the Nominating Committee (if there is a Nominating Committee)*
3. Facilitates continuity in the transition of the office of President,
4. Assign a chapter liaison to work with the local AORN State Council (*if applicable*).
5. Reviews monthly bank statements.

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/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.

D. Secretary:

1. Ensures 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:

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.

ARTICLE V

BOARD OF DIRECTORS

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 the actions of the members.

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.
- 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 person's participation in the meeting is able to hear one another. Such participation shall constitute presence in person at the meeting.

ARTICLE VI

NOMINATING COMMITTEE

Section 1: Committee Composition

1. 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.
2. 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

1. Solicits and receives nominations for potential candidates for all elected positions.
2. Prepares and presents a slate of candidates to serve for all elected positions.
3. Selects a chair from the continuing committee members.



ARTICLE VII

ELIGIBILITY – ELECTIONS – TERMS – VACANCIES – REMOVAL

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-elect or vice-president a nominee must have been an active member of the chapter for at least one year.
- D. The members of the nominating committee may not be listed as candidates for election on a slate that they have prepared.

Section 2: Elections

- 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, the choice is by lot.
- B. A minimum of three chapter officers must be elected: President-elect, 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.
- D. Nominations for all elected positions may be made immediately after the nominating committee presents its slate of candidates, but no later than thirty days before the commencement of voting if eligibility has been verified and written consent to serve.
- E. Elections shall be held no less than every two years.

Section 3: Terms of Office

- 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 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 two (2) 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.

F. The term of office begins at the adjournment of the meeting at which they have been installed.

Section 4: Vacancies

A. President: The vice president immediately assumes office

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.

Section 5: Removal

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.

B. Any member serving more than one-half is deemed to have served one term in an elected position.

ARTICLE VIII
MEETINGS

Section 1: Chapter Meetings

A. The Board of Directors shall determine the number of chapter meetings per year and the time and place of the meetings. Chapter meetings may be face-to-face and/or by webinar and conference calls.

B. Notices of the chapter meetings will be sent to the membership and shall include the purpose, time and place of the meeting.

C. Two percent (2%) of the membership, including two members of the Board of Directors (one of whom is an officer) constitutes a quorum for a business meeting.

D. Special meetings may be called by the president, by request of the majority of the board of directors, or by request of a quorum of the membership; notice of all special meetings will be sent to the membership, and shall include the purpose, time and place of the meeting.



ARTICLE IX

COMMITTEES AND TASK FORCES

- Section 1: Committees and Task Forces
- A. 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.
- Section 2: Special Committees
- A. Special committees may be appointed by the president and cease to exist when the purpose for which they were created is completed.

ARTICLE X

AMENDMENTS

- 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 by all members 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.

ARTICLE XI

DISSOLUTION

If the chapter should dissolve, all funds in the treasury will be given to the AORN Foundation.

ARTICLE XII

PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised in the parliamentary authority of this Association.



AORN LA CHAPTER 0507 BYLAW AMENDMENT FORM

Date November 11, 2023

Motion # 01

Bylaw: Article # & name: See attached document

Section # As attached

Sub Section # As attached

I move to amend the Bylaws in Articles IV, V, VI, VII, VIII, IX, X, XI, & XII
(number) (name of article)

by deleting and amending current language or by proposing new language: as attached

Rationale: To update the current structure of AORN Los Angeles Chapter 0507 with list of


officers, and its responsibilities,

By the bylaws, notice is given that the following bylaw amendments will

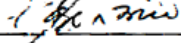
be considered for voting at today's special business meeting marked November 11, 2023.

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.

Maker Noel Andres Sotto
(Chair-Legislative Bylaws Committee)

Signature: 

Seconded by Members: Estela Sumio
Athena Yazuda

Signature: 

Signature: 

Counted Rising Vote: Yes 100%

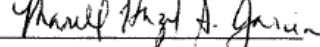
The motion was: Carried X

No _____

Defeated _____

Abstentions _____

Amendment hereby approved for effectivity date of January 01, 2024.

Signed: Marell Hazel Garcia – President 2022-2024 Signature: 

Gerry Asuncion – Vice President/Secretary Signature: 