

ARTICLE VI

OFFICERS AND BOARD Members

Section 1 OFFICERS / Executive Board

The officers of the Organization shall be President, Past-President, or President-Elect, Secretary, and Treasurer elected by the membership of the Organization. In addition, following the annual meeting, one district chairperson will be appointed by the Board to serve on the Executive Board. These members will serve as the Executive Board.

Section 2 ELIGIBILITY

The officers of SDONE shall be members of the American Organization of Nurse Executives.

Section 3 BOARD

There shall be a Board consisting of the President, President-Elect or Past-President, Secretary, Treasurer, and representative of Bylaws/Standing Rules, Public Relations, Program, Aging Services, Public Policy and District Chairpersons.

Section 4 ELECTION

District Chairs will be selected at the District level. All other Board members will be elected as follows: The election shall be conducted by email. A ballot, listing the names of eligible candidates, shall be emailed to each member of the Organization not less than thirty (30) days prior to the Annual Meeting. The ballot shall be returned to the President and no ballot shall be valid if emailed later than seven (7) days before the date of the Annual Meeting. The votes shall be tabulated by the President and reported to the Executive Board. At the Pre-convention board meeting, the president shall appoint a Teller's Committee of two (2) SDONE members to verify the ballot count. The verified, official results of the election will be announced during the business meeting of the annual meeting. The candidate receiving the greatest number of votes cast for a given office shall be communicated to the Organization at the Annual Meeting. In the event of a tie, members present at the Annual Meeting will cast a tie-breaking vote.

Section 5 SPECIAL ELECTION

In the event of special election the Board shall direct the Past President / President-Elect to prepare a slate of eligible candidates as soon as possible.

Section 6 TERM OF OFFICERS

All newly elected officers assume office at the close of the Annual Meeting. All positions will be of two (2) years duration (exceptions are President-Elect and Past-President) with the following election rotation:

Even Years

Secretary
Bylaws/Standing Rules Chair
Co-Program Chair (West)
Public Relations Chair
District Chairs I, III

Odd Years

Treasurer
President Elect
Program Chair (East)
Aging Services Chair
District Chairs II, IV

Section 7 DUTIES OF OFFICERS AND BOARD

- a. **PRESIDENT:** The President shall be the Chief Executive Officer of the organization and shall serve as Chairperson of the Executive Board. It shall be the President's duty to supervise the activities of the organization; to present a report at the annual meeting, a copy of which shall be kept in the permanent files of the Organization; to appoint the chairpersons and members or special appointments.
- b. **PRESIDENT-ELECT OR PAST-PRESIDENT:** The President-Elect shall, in the absence of or incapacity of the President, perform all duties and assume all responsibilities of the President. The President-Elect or Past-President acts as parliamentarian at all meetings. He/She also serves as the Nominations Officer.
- c. **SECRETARY:** The Secretary shall record and transcribe minutes of all meetings and distribute to the general membership at the annual meeting, and issue all calls to meetings.
- d. **TREASURER:** The Treasurer shall receive all dues and other funds, keep itemized accounts, and give a written report of the finances of the organization at all regular meetings, shall prepare an updated membership list to be presented to the Board members at each of the meetings.

- e. BOARD: The Board shall have the authority to make the policy decisions for the Organization; to carry on the business of the Organization; to establish rules and procedures of the Board and the Organization; to approve or disapprove reports, resolutions or actions of officers and committees; and to establish the annual budget and submit to membership for final approval.

Section 8 VACANCIES

- a. If the President is unable to fulfill the term of office of the President, the President-Elect shall act as president until the next Annual Meeting, at which time the President-Elect will assume the Presidency. If the President-Elect is unable to fulfill the term of office of the President-Elect, or in a year when the President-Elect does not sit on the Executive Board, a special election will be called.
- b. If the Secretary, Treasurer, representative for Public Relations, Program, Aging Services, or Bylaws is unable to fulfill his/her individual term of office, and the unexpired term of office is less than one (1) year, the Board will appoint a replacement to complete the term of office.
- c. If the Secretary, Treasurer, representative for Public Relations, Program, Aging Services, or Bylaws is unable to fulfill his/her individual term of office, and the unexpired term of office is more than one (1) year, a special election will be called prior to the next business meeting of full membership. During the interim period, the Board will appoint an acting officer.

Section 9 MEETING OF BOARD

The Board will meet a minimum of four (4) times each year as determined by the President. Each Board member shall be required to attend three (3) of each four (4) meetings held. If more than one (1) of the meetings are not attended, the Board may choose to appoint new members to appointed positions and call for a special election for elected members.

Section 10 QUORUM

Seven members shall constitute a quorum.