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ARTICLE I: NAME AND REGION

Section 1 - Name

The name of this regional organization is the Eastern Nursing Research Society (referred to herein as ENRS or the Society).

Section 2 - Region

The ENRS Region is comprised of the following jurisdictions: Connecticut, Delaware, District of Columbia, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, and Vermont.

ARTICLE II: PURPOSE

The purpose of ENRS shall be to create a community of scholars interested in promoting, advancing, and utilizing nursing research in the Eastern region of the United States.

ARTICLE III: FUNCTIONS

The Functions of ENRS are to:

- Stimulate nursing research to advance the science.
- Foster ethical standards in nursing research.
- Provide a forum for dissemination and critique of research.
- Promote collaborative research / team science.
- Foster mentorship for the enhancement of expertise at all levels.
- Facilitate the exchange of information regarding available research resources.
- Facilitate evidence-based practice by a community of scholars.
- Facilitate and support the evaluation of the translation of research into evidence-based practice.

ARTICLE IV: MEMBERSHIP IN ENRS

Section 1 - Classification of Membership

- A. A member in good standing is defined as a member who is current in all financial obligations to the Society.
- B. Licensed registered nurses residing and/or working in the ENRS Region who are interested in research shall be eligible to apply to become Regular Members of the Society.
- C. Persons currently enrolled in programs of nursing education in the ENRS Region shall be eligible to apply to become Student Members of the Society.
- D. Nurses who are retired and who reside in the ENRS Region shall be eligible to apply to become Retired Members of the Society.

- E. Persons who are not eligible to apply to become Regular, Student or Retired Members, but are interested in nursing research shall be eligible to apply to become Associate Members of the Society.

Section 2 - Rights and Privileges of Membership

Only Regular Members in good standing shall be entitled to serve as members of the Executive Board of the Society. All members in good standing shall be entitled to vote; serve on Society committees and task forces; and to participate in Society activities.

Section 3 – Obligations of Members

- A. To abide by the Bylaws.
- B. To support the functions of the Society.
- C. To fulfill the responsibilities of an office or committee to which the member has been elected or appointed.

Section 4 – Resignation and Suspension or Removal

Any member may resign by filing a written resignation with the Secretary of the Society. No member shall be entitled to a refund of membership dues paid prior to the date of the resignation. Resignation shall not excuse the member from liability for any dues, assessments or other charges that have accrued prior to the date of resignation and remain unpaid. The Executive Board shall prescribe the criteria and procedures applicable to the suspension or removal of a member, provided that such criteria and/or procedures shall accord sufficient to any member who is to be suspended or removed from the Society.

ARTICLE V: DUES

Section 1 - Dues

Dues will be established by the Executive Board, with input from the membership, in amounts sufficient to ensure that the Society maintains financial resources to carry out its purposes and activities.

ARTICLE VI: STRUCTURE

Section 1 - Executive Board

The Executive Board, which shall be considered the Board of Directors of the Society, shall consist of the President, President-Elect, Secretary, Treasurer, and four elected Members-at-Large. All members of the Executive Board must be Regular Members in good standing.

Section 2 - Duties of the Executive Board

- A. Coordinate the goals, priorities, activities and future directions of the Society.
- B. Transact the business of the Society.
- C. Oversee the finances of the Society.
- D. Review the audits of all funds of the Society.
- E. Establish major administrative policies governing the affairs of the Society.
- F. Establish and dissolve ad hoc Committees and Task Forces.
- G. Maintain records of the Executive Board's actions, and report to the membership at the Annual All Members Meeting.
- H. Fill vacancies on the Executive Board and Committees, with the exception of the President.
- I. Appoint members to committees as specified in the Bylaws.
- J. Determine the date and place of the Annual All Members Meeting and all special meetings.
- K. Review tax filings for the Society.

Section 3 - Terms of Office

- A. Members of the Executive Board shall serve a two-year term or shall serve until a successor has been selected.
 - 1. The Secretary, Treasurer, and one Member-at-Large shall be elected in the odd years.
 - 2. The President-Elect and three Members-at-Large shall be elected in the even years. The President-Elect will serve for two years and then assume the presidency for two years.
- B. The terms of the Executive Board members shall begin immediately following the Annual All Members Meeting at which the election results are announced.
- C. Officers shall not serve more than two consecutive two-year terms in any one office.
- D. Service in an office other than President or President-Elect for a portion of a term greater than one-half shall be considered a term.
- E. Absence without good cause, as determined by the Executive Board, from two consecutive meetings of the Executive Board shall constitute a resignation.

Section 4 – Resignation, Removal and Vacancies

- A. Any member of the Executive Board may resign at any time by delivering a written resignation to the Secretary, or, in the event of the resignation of the Secretary, to the President.
- B. Any member of the Executive Board may be removed by a two-thirds vote of the Executive Board if the Executive Board determines that removal is in the best interest of the Society.
- C. In the event of a vacancy in the office of President, the President-Elect shall serve as Acting President. The Executive Board will appoint an Acting President-Elect to serve the remainder of the term. Upon completion of the term, the Acting President will assume a two-year appointment as President regardless of the portion of term served as Acting President. Upon completion of the term, the President-Elect shall be nominated and elected by the membership. The Acting President-Elect is eligible for nomination for the office of President-Elect regardless of the portion of term served as Acting President-Elect.
- D. Vacancies in all other positions on the Executive Board shall be filled through appointment by the Executive Board.

Section 5 - Duties of Executive Board Members

- A. President
 - 1. Serve as Chair of the Executive Board.
 - 2. Call and preside at all meetings of the Executive Board and meetings of the Society.
 - 3. Prepare agenda for Executive Board meetings and the Annual All Members Meeting of the Society, with input from the Executive Board.
 - 4. Ascertain the presence of a quorum for Executive Board meetings and the Annual All Members Meeting of the Society.
 - 5. Communicate actions taken between meetings to the membership.
 - 6. Communicate with the members via a variety of media.
 - 7. Represent the Society.
 - 8. Serve as an ex-officio member of all Committees and Workgroups, with the exception of the Nominating Committee.
- B. President-Elect
 - 1. Conduct meetings in the absence of the President.
 - 2. Perform other duties as delegated by the Executive Board.
 - 3. Oversee and coordinate updated announcements and information on the Society website.
 - 4. Serve as Chair of the Conference Planning Committee.
 - 5. Serve on the Bylaws Committee
- C. Secretary
 - 1. Serve as Secretary of the Society and of the Executive Board.

2. Ensure that minutes of the proceedings of the Executive Board and the Society's Annual All Members Meeting are recorded and distributed.
3. Oversee correspondence and communications with members of the Society.
4. Oversee filing of Society Reports.
5. Oversee a list of the Society's membership.
6. Serve as Chair to the Bylaws Committee.
7. Serves on the Nominations Committee

D. Treasurer

1. Oversee the development of an annual budget and submit to the Executive Board.
2. Monitor all funds for the Society, in accordance with fiscal policy of the Executive Board.
3. Report the financial standing of the Society to the Executive Board and membership.
4. Review and submit the financial records of the Society for review or audit by the Society's independent accountant.
5. Review the audit report of the financial records of the Society.
6. Serve as consultant and guide to the incoming Treasurer at the conclusion of term of office.

E. Members-at-Large

1. Attend Executive Board meetings.
2. Serve as liaison to designated Committees (one Awards, one Communications, one Inclusion, Diversity, Equity and Accessibility, and one Research Interest Groups).
3. Perform other duties as assigned by the Executive Board.

Section 6 – Executive Director

The Executive Board may cause the Society to employ an Executive Director or engage a management services company to provide an Executive Director with authority, duties, and responsibilities commensurate with such position. Subject to the overall guidance and direction of the Executive Board, the Executive Director shall perform all duties incident to the position and such other duties as may be prescribed by the Executive Board from time to time. He or she shall have authority for the management of the Society's business and affairs, subject to the Bylaws and other governing documents, including authority for the engagement and discharge of other staff and the delegation of responsibilities to them.

ARTICLE VII: STANDING COMMITTEES

Section 1 - Nominating Committee

- A. The Nominating Committee shall be composed of the immediate Past-President, who will Chair the Committee, one member appointed by the Executive Board, and two members elected by the membership. The term of appointment is two years; one new member shall be elected every even year and one new member every odd year. One member shall be appointed every two years.
- B. The duties of the Nominating Committee shall be to prepare a slate of qualified and consenting eligible candidates for annual and special elections.
- C. A member of the Nominating Committee can serve no more than two consecutive terms.
- D. Members of the Nominating Committee, except those whose committee terms are expiring, are not eligible to be nominated for a position on the Executive Board.

Section 2 – Conference Planning Committee

- A. There will be a minimum of 6 appointed members in addition to the Chair (President-Elect) and the President.
- B. The Conference Planning Committee Chair shall recommend Committee members for approval by the Executive Board.

- C. The term of appointment is one year, with the potential for reappointment.
- D. The duties of the Conference Planning Committee shall be to work with the Executive Board to:
 1. Plan, implement and evaluate the annual ENRS conference.
 2. Make recommendations to the Executive Board regarding all aspects of the conference.
- E. A representative of the Awards Committee will be an ex-officio member of the Conference Planning Committee.

Section 3 – Awards Committee

- A. The Awards Committee shall be comprised of four elected members and a Chair who is appointed by the Executive Board. The Member-at-Large for Awards will serve as liaison to the Awards Committee.
- B. The term of appointment is two years; two members shall be elected in even years and two members shall be elected in odd years.
- C. The duties of the Awards Committee shall be to:
 1. Maintain and update nomination materials.
 2. Initiate and implement the nominating process.
 3. Review and select awardees
 4. Determine recipients.
 5. Provide input into the nature of ENRS awards.
 6. Organize presentation of the awards at the Annual Scientific Sessions.
- D. The Chair or a Committee member will be an ex-officio member of the Conference Planning Committee.

Section 4 – Organizational Development Committee

- A. The Organizational Development Committee shall be comprised of at least four elected members and a Chair who is appointed by the Executive Board. The Treasurer of the Executive Board will serve as liaison to the Organizational Development Committee.
- B. Two members shall be elected in even years and two members shall be elected in odd years.
- C. The term of appointment is two years.
- D. The duties of the Organizational Development Committee shall be to:
 1. Develop and implement plans to increase external sources of funding for the Society.

Section 5 – Membership Committee

- A. The Membership Committee shall be comprised of six elected members and a Chair who is appointed by the Executive Board. The Secretary of the Executive Board will serve as liaison to the Membership Committee. Three members will be elected on even years and three on odd years.
- B. The term of appointment is two years.
- C. The duties of the Membership Committee
 1. Review monthly membership reports furnished by the ENRS main office.
 2. Contact lapsed members on a monthly basis to determine reason for non-renewal.
 3. Determine recruitment and retention goals.
 4. Establish membership campaigns and work with the Board liaison to implement. Budgetary needs will be determined by ENRS main office and review by Executive Board.
 5. Establish a committee conference call schedule (no less than 4 per fiscal year) to review membership statistics; work on membership campaigns and share recruitment and retention ideas.
 6. Conduct member needs assessments as needed.
 7. Implement tasks charged by the ENRS Executive Board.
 8. Furnish written activity reports as requested by the ENRS Executive Board and for the Annual All Members Meeting.

Section 6 – Communications Committee

- A. The Communications Committee shall be comprised of four appointed members and a Committee Chair who is appointed by the Executive Board. The Member-at-Large for Communications will serve as liaison to the Communications Committee.
- B. The term of appointment is two years.
- C. The duties of the Communications Committee shall be to:
 - 1. Provide guidance for overall marketing strategy of the Society. Promote and aid in the development of ENRS external communication strategies and vehicles.
 - 2. Develop strategies to maximize member engagement with the ENRS website and special member updates. Enhance social media presence and engage members to participate in social media platforms for ENRS.

Section 7 – Inclusion, Diversity, Equity and Accessibility Committee (IDEA)

- A. The IDEA Committee shall be comprised of two appointed members, two elected members, and a Committee Chair who is appointed by the Executive Board. Additionally, the Executive Board Member-at-Large for IDEA will serve as board liaison to the IDEA Committee.
- B. The term of appointment is two years. Every year at least one new member shall be elected, and one member appointed by the Executive Board. Any unexpected committee vacancies shall be filled through appointment by the Executive Board.
- C. The duties of the IDEA Committee shall be to:
 - 1. Provide guidance for overall Inclusion, Diversity, Equity and Accessibility goals and initiatives for the overall Society and individual Society Committees.
 - 2. Develop and institute tactics to establish a more inclusive and diverse environment within the current and future ENRS community.

Section 8 – Resignation, Removal and Vacancies

- A. Any standing committee member may resign at any time by delivering a written resignation to the Committee Chair and the Board Secretary.
- B. Any standing committee member may be removed by a two-thirds vote of the Executive Board if the Executive Board determines that removal is in the best interest of the Society.
- C. All standing committee vacancies shall be filled through appointment by the Executive Board.

ARTICLE VIII: RESEARCH INTEREST GROUPS

Section 1 - The organizational structure of the Society shall include units called Research Interest Groups.

Section 2 - The number, formation, and specific functions of Research Interest Groups shall be determined by the Executive Board and shall be consistent with these Bylaws and ENRS Policies and Procedures. The Member-at-Large for Research Interest Groups will serve as their liaison.

Section 3 - Each Research Interest Group shall designate a Chairperson(s) who shall:

- A. Serve as the contact person between the Research Interest Group and the Society.
- B. Make arrangements for the meeting of the Research Interest Group at the Society’s Annual Conference.
- C. Convene the annual meeting of the Research Interest Group.
- D. Provide the Executive Board with reports of Research Interest Group meetings.

ARTICLE IX: NOMINATIONS

Section 1 – Nomination Process

The Nominating Committee shall solicit eligible candidates for all elected Society offices.

Section 2 – Preparation of a Slate

- A. The Nominating Committee shall prepare a slate of eligible nominees for each office and committee position to be filled according to the ENRS Policies and Procedures.
- B. The Nominating Committee will strive to prepare a slate-containing the names of no less than two nominees for each position to be filled.
- C. Only Regular Members of the Society are eligible to be nominated for offices of the Executive Board, Society committees and task forces.
- D. A Member can be nominated for only one position in each election year.
- E. The slate of nominees shall be presented for ratification to the Executive Board in sufficient time that the slate can be distributed to members for voting.

ARTICLE X: ELECTIONS

- A. Shall be held by confidential electronic ballot.
- B. Voting eligibility shall be confirmed from a list of Members in good standing of the Society provided by the Secretary.
- C. A plurality vote for any position shall be required for election. In case of a tie, the vote shall be conducted a second time.
- D. The election shall occur at least 90 days prior to the Annual All Members Meeting.
- E. The nominees shall be notified of the results within two weeks of the conclusion of the election.
- F. Those elected shall be announced to the membership at the Annual All Members Meeting.

ARTICLE XI: MEETINGS

Section 1 - Annual All Members Meeting

- A. The Annual All Members Meeting of the Society shall be held in conjunction with the Annual Conference.
- B. The quorum for the Annual All Members Meeting shall be 10% of those Members registered for the Annual Conference.

Section 2 – Executive Board Meetings

- A. The Executive Board shall hold a minimum of four regular meetings annually.
- B. The quorum for Executive Board Meetings shall be four members, one of whom shall be the President or the President-Elect. Unless a greater number is required by these Bylaws or applicable law, the Executive Board may act by a majority vote at a meeting at which a quorum is present. Members of the Executive Board may not vote by proxy.
- C. Special meetings of the Executive Board may be called by the President and shall be called upon the request of at least three members of the Executive Board. Executive Board Members shall be given at least two (2) days notice of any special meeting of the Executive Board.
- D. Any meeting of the Executive Board may be conducted by conference telephone or similar means of communication pursuant to which all participants may hear each other.
- E. Any action of the Executive Board required or permitted to be taken at a meeting may be taken without a meeting if written consent to the proposed action is obtained from the number of Executive Board members whose approval would be necessary at a meeting attended by all members of the Executive Board.

Section 3 – Special Meetings of the Membership

- A. Special Meetings of the Society may be called by a majority of the Executive Board or by written petition of at least 10% of the Members.

- B. Petitions from the membership to hold a Special meeting must be submitted to the Executive Board at least 30 days prior to the date of the Special Meeting.
- C. Members shall be given at least ten (10) days notice of a Special Meeting.
- D. The quorum for a Special Meeting shall be at least 10% of the Members.
- E. The members of the Society may, if so determined by the Executive Board, act other than at a meeting by any means permitted by applicable law. Members shall not be entitled to vote by proxy.

ARTICLE XII: TASK FORCES

Section 1 – Bylaws Committee

- A. The Bylaws Committee shall be comprised of the Secretary, who will serve as Chair of the Committee, and the President-Elect.
- B. The term of the appointment is for two years.
- C. The duties of the Bylaws Committee shall be to review the Bylaws of the organization, prepare amendments, and present them to the Executive Board.
- D. The Bylaws Committee will distribute proposed Bylaws changes to the Executive Board 30 days prior to the Annual All Members Meeting.

Section 2 – Society Archivist

- A. The archivist will be appointed by the Executive Board.
- B. The term of appointment is for three years.
- C. The duties of the archivist shall be to assist the Executive Board and membership in the collection, synthesis and preservation of archival materials for the Society.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

The rules contained in the Robert’s Rules of Order Newly Revised, current issue, shall govern meetings of the Society in all cases to which they are applicable, as long as they are consistent with these Bylaws and with any special rules of order that the Society may adopt.

ARTICLE XIV: AMENDMENT OF BYLAWS

Amendments to these Bylaws, which may be proposed by the members, the Bylaws Committee or the Executive Board, must be reviewed and approved by a two-thirds majority vote of the Executive Board.

ARTICLE XV: INDEMNIFICATION AND INSURANCE

The Society shall, to the fullest extent permitted by applicable New Hampshire law and by the U.S. Internal Revenue Code of 1986, as amended, defend and indemnify any person who is or was an officer, director, employee or agent of the Society from and against any and all expenses and liabilities actually and necessarily incurred by or imposed upon such person in connection with any claim, action, suit or proceeding (whether actual or threatened, civil, criminal, administrative or investigative, including appeals) to which such person may be or is made a party by reason of being or having been such officer, director, employee or agent. The Executive Board may authorize the purchase of and maintain insurance on behalf of any officer, director, employee or agent of the Society against any liability asserted against or incurred by such person which arises out of such person’s status in such capacity.