



BAY AREA INDIAN NURSES ASSOCIATION (BAINA) CHAPTER

BY LAWS

2027-2028 Year

**AFFILIATE OF
NATIONAL ASSOCIATION OF INDIAN NURSES OF AMERICA
(NAINA, EST.2006)**

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BAY AREA INDIAN NURSES ASSOCIATION

(BAINA) BYLAWS

Article I

PREAMBLE

NAME: The organization's name shall be the Bay Area Indian Nurses Association, hereinafter referred to also as the *Association*. The official abbreviation of the Association name shall be BAINA.

WHEREAS, BAINA is a 501 c (3) not-for-profit organization under the rules and regulations of non-profit organizations in the country of the United States of America.

WHEREAS, the purpose of this association is to serve as a professional body and resource for all registered professional nurses and nursing students of Indian origin and heritage in the United States of America.

WHEREAS, BAINA serves its constituents regardless of their social and financial status, age, color, race, religion, gender, sexual orientation, and practices.

WHEREAS, it is recognized that the officers and members of the association have the responsibility to conduct its business cooperatively, upholding the professional and ethical nursing standards towards achieving the established mission and goals of this association.

THEREFORE, the state chapters and members hereby organize themselves into a national nursing association in conformity with these bylaws.

Article II

MISSION, VISION & VALUES

MISSION

BAINA is the association for registered professional nurses, nursing students, and all allied health care professional and allies, of Indian origin/heritage that creates a community of excellence in nursing practice and healthcare through professional development, networking, mentoring, succession planning and collaboration.

VISION

To promote professional excellence in nursing practice and leadership growth healthcare through empowerment and renewal of the professional and cultural identity of its constituents to optimize their contribution to the health and wellbeing of individuals, families, and communities.

VALUES

As an association of registered professional nurses and nursing students of Indian origin/heritage, BAINA members are committed to:

1. Caring, compassion, inclusion, ethical values, and exceptional healthcare practice.
2. Client-centered advocacy and supportive relationships.
3. Accountability and responsibility for evidence-based practice.
4. Continuous personal and professional development of self and others
5. Collaboration and professional innovation.

Article III

GOALS

The Goals of the Chapter include but are not limited to:

1. Organize all Indian nurses, nursing students, and all allied health care professionals together for each member's development, thus forming a stronger and more visible group at the cutting edge of education, practice, and research.
 2. Promote and advocate for providing the best possible healthcare to all, especially the vulnerable population.
 3. Equip its members with cultural competency, sensitivity, and educational experience to be effective in a multicultural society.
 4. Provide health screening and promote health awareness to community groups through seminars, workshops, and health fairs.
 5. Promote the nursing profession through career counseling related professional choices in schools and among the public at large.
1. Support nursing education by providing scholarships for webinars and conferences as a short-term goal.
 2. Provide members opportunities for research development.
 3. Provide leadership training and mentoring for its members.
 4. Advocate for the utilization and placement of ethnic minority nurses of Indian origin by healthcare facilities, educational institutions, and other agencies employing nurses.

Article IV **MEMBERSHIP**

Section 1:

MEMBERSHIP CLASSIFICATIONS:

A. Membership through Chapter Associations:

Members of duly local associations of Indian nurses and nursing students in any of the states and territories of the United States of America shall be a member of BAINA with submission of the chapter membership form and required chapter membership fees. Membership in BAINA automatically qualifies that individual to become a member of NAINA.

B. Virtual Members:

Professional nurses from the states or territories of the United States of America with no established Association of Indian nurses may become members of BAINA by submitting membership form and paying the membership fee. Nurses of state/territory with established local Indian nurses' association shall take chapter association membership to automatically make them NAINA members.

Virtual members shall:

- a. Be a registered professional nurse or licensed practical/vocational nurse of Indian origin or heritage.
- b. Have a current active RN or LPN license in any state or territory of the USA.
- c. Be of good professional standing; not barred nor have suspended RN or LPN license.
- d. Be willing to work toward achieving the mission and goals of BAINA.
- e. Comply with the bylaws and rules set by the Association.

C. Associate members

Associate membership shall be extended to students of Indian origin or heritage through local chapters. They shall enjoy all the privileges except voting rights and holding offices.

D. Affiliate Members

Affiliate membership shall be extended to individuals through local chapters or under members at large as appropriate, irrespective of their ethnicity and heritage, if they:

- a. Share and contribute to BAINA's mission, vision, goals, and values.
- b. May be Registered Professional Nurses, Nursing Students, Licensed Practical Nurses (LPN), or Licensed Vocational Nurses (LVN) or Allied Health.
- c. Support and contribute to the mission, vision, values, and goals of BAINA
- d. Do not hold the right to participate in decision-making.
- e. Do not participate in the election process.
- f. Do not hold the right to be officers.
- g. May enjoy other benefits and membership privileges of BAINA.

E Honorary Memberships:

The Governing Board determines the eligibility for the honorary membership. It may be awarded to businesses or individuals who:

- a. Support and contribute to the mission, vision, values, and goals of BAINA
- b. Do not hold the right to participate in decision-making.
- c. Do not participate in the election process.
- d. Do not hold the right to be officers.
- e. May enjoy other benefits and membership privileges of BAINA.

Section 2

A. Memberships Duration, Dues for various Types and the Currency

1. BAINA membership period shall be the same as the
The membership year shall be a rolling twelve (12) month period determined by the individual member's month of purchase. Membership renewals are due annually on the first day of the anniversary month of purchase. Members shall be granted a grace period until the final day of their anniversary month to renew without a lapse in benefits
2. Membership dues shall be as determined by the Association as follows.
 1. **Year Membership: \$150** (Regular)
 2. **Year Membership: \$ 250** (Regular)
 - 5 **Year Membership: \$ 350** (Regular)
 - 10 **Year Membership: \$ 500** (Regular)

B. Other Memberships

1. **Associate/Student Membership: \$75 Yearly**
2. **Affiliate: 1 Year \$ 85**
2 Year \$ 150

Article V

ORGANIZATIONAL STRUCTURE

Section 1

Executive Board

BAINA Executive Board (EB) consists of the President, Executive Vice-President, Vice President, Secretary, Treasurer, and with a total of five members. The President shall be the chair of this EB.

Responsibilities of the Executive Board (EB)

BAINA EB has the authority, accountability, and responsibility for the governance of the Association and to oversee its day-to-day operation in alignment with the mission and vision of BAINA which includes but is not limited to:

- Strategic planning to meet the short and long-term goals for the Association.
- Organizing and setting objectives and programs congruent with the strategic plan.

- Developing new committees and ad hoc committees that serve the organization's mission, vision, and goals.
- Communicating with boards, committees, and membership to provide relevant information and support promptly.
- Recognizing and upholding all fiduciary responsibilities vested in the board.
- Providing oversight and direction to the Governing Board Members, and committees
- Leading and managing the Association by the bylaws.
- Promoting and collaborating with local, regional, and national professional organizations for the greater good of all professional nurses.
- Promoting policy and advocacy initiatives at the local, regional, and national level

Section 2

Advisory Board (AB)

AB consists of the five (5) past presidents who are able and willing to serve to fulfill the responsibilities stated in the bylaws. The immediate past president shall be the chairperson of the AB.

Responsibilities of the Advisory Board

Advisory Board ensures that the Association's activities and membership are by the established mission, vision, values, and goals of the Association, and as specified in the Bylaws. They include, but are not limited to

- Counseling and recommending resolutions as necessary for identified conflicts affecting the Association's affairs.
- Promoting the integrity of the boards and committees, including professional and personal conduct and collectively as the Advisory board
- Recognizing and upholding all fiduciary responsibilities vested in the board
- Providing mentoring and support to boards and committees
- The Advisory Board meets at least twice annually.
- Additional meetings may be called as needed by the president and or the Advisory Board chair to address significant issues and concerns affecting the operation/ standing of the Association and to recommend solutions.

Section 3

Governing Board (GB)

The Governing Board (GB) of BAINA consists of the Executive Board, the Advisory Board, the Committee Chair. Additionally, a non-nurse expert professional, e.g. accountant or esquire, may serve in an advisory capacity when invited and shall not have any voting privileges. The President shall be the Chair of the Governing Board.

Responsibilities of the Governing Board:

The Governing Board ensures that the Association's activities and membership are in accordance with the established mission, vision, values, and goals of the Association, and as specified in the Bylaws.

They include but are not limited to:

- The Governing Board meets monthly and a minimum of six (6) meetings annually to conduct BAINA operations
- Additional meetings may be called as needed by the president to address major issues and concerns affecting the Association's operations and to recommend solutions
- Work collectively to promote the goals of BAINA and NAINA each term as an affiliate.
- Perform responsibilities of their office with integrity individually and collectively
- Recognize and uphold all fiduciary responsibilities vested in the board.
- Disclose and resolve all conflicts of interest.
- Provide mentoring and support to other boards and committees.

Section 4

Board of Directors

Members of the BAINA Executive Board and the Advisory Board are collectively known as the Board of Directors (BOD). The President shall be the chair of this Board. The Board of Directors meets at least biannually. Additional meetings may be called as needed by the President to address major issues and concerns affecting the operation/standing of the Association and to recommend solutions.

Section 5

Committees: Purpose and Guidelines:

BAINA committees exist to accomplish the mission, vision, values, and goals of the Association. Each committee consists of a Chair, a Co-chair, and a minimum of five committee members. The Co-chair will be selected by the committee by consensus of all members and committee chair.

- 1. Advance Practice**
- 2. Awards, Recognition and Scholarship,**
- 3. Fundraising and Membership**
- 4. Advocacy and Policy**
- 5. Editorial and Communication**
- 6. Bylaws and Election**
- 7. Professional Development**
- 8. Evidence-Based Practice & Research**

Committees shall be as follows:

Responsibilities

- Each committee upholds the bylaws and conducts operations of the Association for their elected term to plan programs and activities.
- Committee chairs submit proposed revenue and expense items to the treasurer for input and budget considerations for all planned activities for the fiscal year
- Each committee shall meet at least quarterly. Each committee's operation calendar will be submitted by the 1st quarter to GB and disclosed to GB when finalized on the central BAINA Event calendar. Monthly meetings are preferred to plan and execute committee operations as needed
- Committee shall carry only one (1) vote, and the chair shall represent the committee in all standing and GB meetings, Co-chair shall represent the committee in the absence of the committee chair and carry the proxy vote
- Each committee Chair serves to represent BAINA at the national level on the initiatives related to their respective committee's efforts and alignment with BAINA strategic plan
- A quarterly and annual written report of the committee operations and activities will be presented at BAIINA GB and submitted BAINA Secretary
- Refer to Appendix 1 to review the additional responsibilities of each committee

Article VI

OFFICERS AND BOARD MEMBERS

Section 1

Elected Officers:

The elected officers of BAINA shall be the President, Executive Vice President, Vice President, Secretary, Treasurer

Selected Officers: The selected officers (EB) of BAINA shall mentor each committee chair according to BAINA bylaws.

- Advance Practice
- Awards, Recognition and Scholarship,
- Fundraising and Membership
- Advocacy and Policy
- Editorial and Communication
- Bylaws and Election
- Professional Development
- Evidence-Based Practice and Research

Section 2

Qualifications of the Executive Board members

To be eligible for acceptance of nomination to the **EB of BAINA**, following criteria must be met:

- Have a total of four years (2 terms) of leadership experience.
- BAINA as a new chapter, will count leadership experience in a formal or informal role in other professional organization towards the 2 years.
- Served 1-2 years on BAINA Governing board.
- Active member of BAINA chapter or other NAINA chapter
- Served for two years on local Chapter GB (BAINA or other NAINA chapter) prior to the term listed on the election ballot for Executive Board Positions.
- Eligible candidates should be in good standing and must be approved of having 80% attendance at EB & GB meetings for the term. (To be verified by election officers with the attendance roster received from the BAINA secretary at the time of the election process and chapter president to confirm the attendance at chapter meetings). The attendance will be calculated until June of the second year (18 months).
- Members of the BAINA Executive Board shall not concurrently serve as Executive Board members, officers, or in any key governance capacity for the National Association of Indian Nurses of America (NAINA), or any other constituent, overlapping, or competing professional non-profit nursing organization.

Qualifications of the BAINA Committee Chairs

To be eligible to submit a nomination for the BAINA Committee chair position, the following criteria must be met:

- BAINA as a new chapter, will count leadership experience in a formal or informal role in other professional organizations towards the 2 years.
- Active member of BAINA chapter or another NAINA chapter
- Have a minimum of two (2) years of leadership experience in the chapter GB completed prior to the term specified in the election ballot (to be verified by the BAINA secretary and confirmed by the chapter President).
- Served as a member of the constituent chapter GB.
- Eligible candidates must be approved of having 80% attendance at chapter GB meetings and Committee meetings if required (to be verified by Election Committee using with the attendance roster provided by received from the BAINA secretary at the time of the election process along with confirmation of attendance at meetings from Committee Chair & Chapter President as applicable

Eligibility to receive election ballot for voting

GB members who have a minimum of 80% attendance inclusive of three excused absences and paid chapter membership to BAINA before July 31th of the election term will receive a voting ballot.

Section 3

Duties of Officers

Duties of all BAINA officers, including that of the Board members and Committee Chairs, shall be as documented in the *Bylaws* and *Appendix I, Roles and Responsibilities of the Governing Board*.

Officers shall conduct the business of the Association cooperatively and responsibly to achieve the mission, vision, and goals, upholding the bylaws of the Association and professional and ethical standards of Nursing.

Section 4

Term of Officers

The term of any elected/*appointed* Governing Board member shall be for two years with the fiscal year of the Association. The term for the Association shall be two calendar years, from January 1st to December 31st of the following year. Officers may be elected/ selected to serve for an additional term, but not to exceed 4 years of consecutive service in any given role.

Section 5

Vacancies

If a vacancy occurs in the position of the President, the Executive Vice-President will be appointed by the Governing Board to the position. Other vacancies in the Executive Board, Advisory Board, or BAINA Committee chair positions shall be recommended by the Board of Directors. The Board of Directors will determine the best-suited candidate to serve the remaining term of the vacant position and present the recommendation for voting to the Governing Board. The vacancy is then filled with the majority's votes.

Section 6

Absenteeism, Other Disciplinary Issues, and Termination Process

Members of the Governing Board are expected to attend all the scheduled meetings and any additional meetings called by the President.

- Failure to attend to this essential responsibility will result in an unexcused absence.
- The Secretary will inform GB when a member has two (2) unexcused absences, within a week of the second absence, and the Executive V.P or the V.P. shall reach out to the absent member within the following two weeks to explore the reason for an unexcused absence.
- Three (3) or more unexcused absences per calendar year will or may result in termination following the GB decision.
- The terminated member will be notified via email by the secretary after the decision is made by the GB within five (5) business days. The termination will be announced in the next GB meeting by the secretary.

- The secretary will adjust the GB roster accordingly based on the outcome of officer termination or resignation. BOD will be responsible for appointing a person for the duration of the term to maintain the interrupted operations with the approval of GB.

Other Disciplinary Issues and Termination Process:

BAINA members and/or officers may be subject to termination from membership if found engaging in criminal activities determined by State or Federal laws.

BAINA members and /or officers may be suspended or terminated, after a hearing for activities opposing the purpose and interest of BAINA, based on BAINA bylaws, provided an allegation is brought to the notice of the GB. This includes the inability to participate in meetings where excused absence is not granted.

- GB or BOD meeting shall be called with a notice of a minimum of three (3) business days.
- All parties will be given the opportunity to present information regarding the allegation in the BOD meeting
- Upon confirmation of the allegation and based on conclusive evidence to support the allegation, BOD may suspend or terminate the member with unprofessional conduct, with the approval of the GB and with a majority vote of members present.
- Additional meetings may be called as needed.
- BAINA GB-roster will be updated by the secretary to reflect the decision.
- The terminated member will be notified via email by the secretary after the decision is made by the GB within five (5) business days. The termination will be announced in the next GB meeting by the secretary.

Article VII

Election and Selection of Officers

Election Process

The Governing Board and BAINA members shall elect the Officers of the Association every two years by majority vote utilizing the BAINA Framework for Executive Leadership Positions (Appendix II). The Election ad-hoc task force revises the election process as necessary and prepares the nomination form a minimum of sixty (60) days in advance for the Governing Board to review and approve.

1. The Election ad-hoc task force takes charge of and initiates the election process.
2. The Election ad-hoc task force informs the Executive leadership and brings it to the GB for approval.
3. The Election ad-hoc task force informs the Governing Board members about the proposed slate and election process sixty days (60) prior to the election.

4. The Election ad-hoc task force e notifies virtual members of the upcoming election
5. A non-member approved by the GB may be present on the committee (optional)
6. The Chapter President will notify their members about the election, explain the nomination process, and forward the nomination form to all members. Nominations may come directly from membership
7. The officers of the Executive Board are elected through a democratic process, using electronic form
8. In the évent of contested elections resulting in ties, the projection of the software shall be honored as the final outcome
9. The Election Committee Chair notifies the Candidates and Governing Board of the election results.
10. The Chapter President informs the Chapter membership of the election results of BAINA EB and the selection of BAINA Committee chairs.

Article VIII

Board Meetings

The Governing Board shall have a minimum of one face-to-face meeting per term.

It shall hold monthly or bi-monthly teleconference meetings as necessary to accomplish the ongoing activities of the Association with a minimum of 10 meetings per year.

Individual Boards and Committees may meet or hold teleconferences as frequently as necessary to accomplish the goals of the Association.

Special Board Meetings

Special meetings of the Governing Board may be called by the President as deemed necessary, with a minimum of three business days' notice.

Article IX

Decision Making and Quorum

The Governing Board is empowered and authorized to make the operational decisions of the Association. More than 60% of the Governing Board membership constitutes the quorum. In the event of an unmet quorum, the decision of the majority present shall sustain.

Article X

Parliamentary Authority

NAINA shall follow the rules contained in *Robert's Rules of Order*.

Article XI

Amendments to the Bylaws

1. The Bylaws Committee reviews /revises/ amends the bylaws as and when required during the term.
2. Proposals for amendment/revision can come from any Governing Board member during the term.
3. The request from any GB member should be submitted in writing to the BAINA secretary 30 days prior to the GB meeting.
4. BAINA secretary brings the requested changes to the EB for recommendations. The EB after discussion brings it to the bylaws committee chair for action.
5. The bylaws committee chair will discuss the proposed revision/ amendment with the bylaws committee members.
6. All proposed revisions/ amendments/recommendations should be brought to BAINA GB for final approval by the bylaws committee chair.
7. If the GB votes favorably by a majority then the amendment shall be considered approved
8. The BAINA bylaws committee should include the amendments/revisions in the bylaws and circulate the bylaws to all GB members during the term.

Article XII

Dissolution

In the event of the dissolution of BAINA, the membership shall be notified, and approval shall be obtained from 2/3 or more of the total membership of the Governing Board members, thirty (30) days prior to the dissolution date. After paying off all of its debts and obligations, the association shall donate its remaining assets to organizations with exempt purposes such as charitable, educational and religious establishments, or in accordance with the law.

Bylaws - Appendix I

Roles and Responsibilities of the Governing Board Members

Section I

Executive Board:

The officers of the BAINA Executive Board shall be President, Executive Vice-President, Vice-President, Secretary, Treasurer.

Note: The term, ***Meeting***, is designated for face-to-face meetings and other various forms including but not limited to web and zoom meetings.

A. President:

- Provides leadership to the Association in accordance with the bylaws.
- Presides at all business meetings of the Executive Board, Board of Directors, and the Governing Board.
- Assures integrity of the Boards
- Represents BAINA at other organizations or appoint representatives as needed to serve as the principal liaison between the Association and other organizations
- Delegates duties and responsibilities to Executive Vice President when unable to attend
- Terminates non-functioning committees and positions and noncompliant board members with the approval of the Governing Board and with proper notification
- Develops and leads the strategic plan of the Association.
- Oversees the financial status of the Association and issues checks/ payments for authorized transactions in absence of the BAINA treasurer
- President is the ex-officio member of all committees except the election committee

B. Executive Vice President:

- Performs the duties of the President in the absence/vacancy or at the request of the President and the Governing Board.
- Performs other duties as may be delegated by the President or with the consensus of the Executive Board.
- Assists boards and committees in developing and executing a strategic plan for the Association.
- Collaborates with the Fundraising committee to develop a strategic plan for fundraising
- May be commissioned by the Governing board to complete the responsibilities of the office of the President in case the president fails to follow the bylaws or steps down from the office.

C. Vice President:

- Performs tasks as assigned by the President and or requested by the Governing Board.
- Identifies areas for progress in the association and makes recommendations to the responsible boards and chairs of the Committees.
- Performs the duties of the secretary in her/his absence and or at the request of the President.
- Oversees and plans the fundraising committee activities with the committee chair

D. Secretary

- Performs responsibilities of the secretary including all record-keeping for the elected term
- Facilitates communications within the Governing Board and the members and public with the approval of the president, including preparing and disseminating correspondence, memos and announcements.
- Prepares and distributes the current BAINA Board Directory to Governing Board members at the beginning of the term.
- Prepares/ updates centralized BAINA calendar to reconcile all BAINA activities for which GB attendance is needed
- Prepares/updates templates for meetings/teleconferences, attendance roster, agenda and minutes.
- Informs all participants of upcoming GB meeting with agenda, financial reports, committee reports, and minutes to include attendance record to be approved at least three business days prior to the meeting
- Maintains articles of incorporation and permanent documents; reports, records including bylaws, bylaw appendices, and other standing rules of the association in permanent files.
- Maintains all records including projects, activities, and programs submitted by each committee chair and project leaders' hands over archived secretary's report each year to preserve continuity for the organization annually.
- Conducts general correspondence of the Association and maintains records.
- Disseminates information promptly to the Governing board and members regarding projects, programs, and activities.

E. Treasurer

- Performs responsibilities of the treasurer and maintains the financial integrity of the Association
- Executes authorized banking transactions up to \$500.00 and will require a co-signer above this amount
- Maintains records of all financial transactions including all receivables, expenses, receipts, and disbursement, including routine operations and any special events.
- Releases association checks for approved payments and secures President's approval when above \$500.00
- Presents financial records to the Governing board during monthly meetings.

- Presents financial records for examination by designated internal and external auditors annually
- Completes all tax filing requirements annually
- Advises the President and EB on budgetary considerations including the proposed budget, identifies incoming streams, approves expenditure line items and standard operating expenses
- Sends current financial reports to the secretary at least five (5) days prior to the scheduled Governing Board meetings.
- In collaboration with the Membership Committee Chair, sends out renewal notices to chapter presidents and virtual members in advance of the due dates and follows through until renewals are completed.
- Coordinates with Membership Committee Chair to process new membership applications and ensure collection of fees.
- Keeps on file an accurate record of the new and renewed membership.
- Keeps a record of BAINA's current various memberships including honorary membership.

Section II

Advisory Board

- The Advisory Board consists of the five (5) immediate past presidents. The immediate past president will be the chairperson of this Board.
- The primary responsibility of this board is to ensure that the activities and the code of conduct of the Association and its members are in accordance with the established mission, vision, and goals of BAINA and as specified in the bylaws.
- The Advisory Board must meet at least once a year. The board may meet and recommend to the Governing Board, resolutions to conflicts affecting the operation of the Association, such as major issues or significant deviations identified and verified in the activities and the conduct of any Board member.
- The Advisory Board members can be called upon by the President to assist the Executive Board to function as mentors to other BAINA committees /Chairs, if necessary.
- Members of the Executive Board and Advisory Board together will be known as the Board of Directors of BAINA
- This board will meet at least annually and as needed when called upon by the President to address any major concerns or decisions that need to be made with the collective input and majority consensus of the whole membership of the Board.

Governing Board

The Executive Board, the Advisory Board, the Committee Chairs, and the Chapter Presidents will constitute the Governing Board.

In addition, a non-nurse professional, preferably an attorney or a CPA from the at large community may serve the Association as a guest in an advisory capacity only. This individual will not have voting and decision-making rights.

Section III

BAINA Committees & Committee Chair Responsibilities

- Committee chairs are members of the GB.
- Each committee will have a Co-chair.
- The Committee co-chair will be selected from members of the committees by consensus of the committee chair and committee members to assist the chair with committee responsibilities.
- Co-chairs will not have a vote.
- The Chair shall designate the Co-chair to attend the GB meetings with prior notification to the President and or the Secretary.
- The Chairperson sets goals, holds monthly meetings, and makes recommendations for strategic planning and budget with the President.
- The Chairpersons must present quarterly reports to the GB and written annual reports to the BAINA secretary.
- All new committee initiatives must be communicated to and sanctioned by the GB.
- Committee chairs are responsible for timely submission of reports, documents, and any intellectual properties to the secretary for document retention and handing over the required documents to the incoming chair before the end of the term.
- Associations have combined certain committees to support the coordination and collaboration although the function of each committee is outlined.

Professional Development

- Continuously assesses, identifies, plans, implements, and evaluates educational programs to meet membership needs.
- Acts as a resource for local chapters collaborates with chapter presidents, chapter education committee chairs, and other professional agencies for the development and implementation of educational programs.
- Recommends educational content for all BAINA & NAINA conferences.
- Prepares and publishes conference brochures, handbooks, and other relevant materials.
- Identifies national healthcare trends that need to be presented in regional, national, and international conferences.

Editorial and Communication Committee

Editorial

- Makes recommendations toward a strategic plan
- Solicit and publish news and articles for the peer-reviewed journals – electronic version every odd year and in addition to the electronic, a commemorative journal to be released at the biennial conference.
- Sends publication materials to the website committee

Communication

- Chooses committee members with language knowledge and proficiency that reflects and represents various languages/dialects of the BAINA membership
- Explores and evaluates means of promoting the Association's interests.
- Gathers and submits newsworthy materials to various news media with the approval of the Executive Board.
- Disseminates information to chapters and members-at-large regarding programs and activities the Association undertakes.
- Assumes responsibility for website maintenance, social media, newsletter, and public relations
- Updates BAINA website periodically as needed
- Solicits and posts content, including news, articles, and photos
- Ensures posting of the Association Bylaws, Appendices, on the website

Awards, Recognition and Scholarship Committee

1. Initiates, reviews, and updates awards/recognition, scholarship program criteria.
2. Ensures publishing of the selection criteria on BAINA and chapter websites to select deserving awards/ scholarship recipients.
3. Selects the awards/recognition, scholarship recipients with the approval of the executive board.
4. Collaborate with NAINA to actively participate in opportunities to showcase and recognize recipients and BAINA members in various offerings and opportunities.

Evidence Based and Research Committee

1. Initiates, reviews, and reviews and publishes research studies based on research/grant criteria
2. Updates and publishes research/grant criteria.
 1. Assists with fundraising activities related to Research/Grant funds.
 2. Publishes criteria locally and nationally to select suitable research/grant recipients.
 3. Select recipients based on merit Criteria determined by the Research and Grant Committee.
 4. Applies for suitable research and other type of grant opportunities
 5. Conducts/coordinates research and creates, submits reports as required by donors and grantees.

6. Contributes to publication in peer-reviewed journals

Advance Practice (AP) Committee

1. Research reviews and analyzes practice issues affecting APNs and makes recommendations to BAINA
2. Serves as a liaison to represent BAINA in clinical practice projects
3. Implements annual APN clinical excellence conferences
4. Serves as a resource to chapter APN committee

Fundraising , and Membership Committee

The Fundraising Committee is a standing committee with the goal of raising funds to ensure the financial viability and stability of the organization. The Fundraising Committee Chair, Committee Members, and the BAINA Executive Vice President will work together to determine committee needs. Members of this committee will be local chapter committee chairs.

Membership

- Initiates programs for membership recruitment for the Association
- Provides assistance and guidance to develop prospective chapters
- Maintains a copy of the membership roster and fee collection
- Maintains membership categories, membership fee structure, membership status, and demographic data
- Updates the virtual membership list and updates any expiring membership fees with a notice to the expiring member.

Responsibilities include

- Reviews all previous years' fundraising activity and make recommendations for improvements for the new fiscal year.
- Develops an annual calendar for the committee's activities, including critical dates, milestones, and required board actions
- Finds, creates and implements fundraising opportunities throughout the term.
- Focuses on raising the number of funds needed to meet the organization's budget.
- Tracks and presents reports on proposed fundraising activities at board and Association meetings for approval.
- Conducts meetings with all committee members at least once a quarter
- Actively participates in meetings, contributing to the discussion, brainstorming, and sharing innovative ideas
- Stay in regular communication with BAINA Executive Vice President
- Analyze relationships with current and prospective major donors and funders and develop individualized strategies to cultivate or strengthen those relationships.

- Along with BAINA Executive Vice President, meets with current and prospective major donors and funders (foundations and corporations).
- Tap respective networks for potential donors of money, time, and in-kind support
- Monitor & support fundraising efforts to be sure that ethical practices are in place, that donors are acknowledged appropriately, and that fundraising efforts are cost-effective
- Analyze relationships with current and prospective corporate sponsors, devise sponsorship packages, and work with committee members and the BAINA governing board to develop relationships.

Advocacy and Policy Committee

Monitor, research and provide comments and recommendations on federal, state, and local policy issues and trends of interest to BAINA.

Responsibilities Include

The Policy Committee ensures that the board has policies and procedures in place to guide the operation of the organization in a legal and ethical manner.

- Evaluate lobbying issues of like organizations over email and assess whether BAINA should support the issue. This requires a quick response on behalf of the committee chair and members.
- Evaluate issues in alignment with BAINA's mission and goals to determine if appropriate
- Develop awareness of current healthcare issues and opportunities for BAINA to be represented to (1) support an issue already in discussion in public arenas; (2) anticipate an issue to be on the agenda of national decision-makers; or (3) initiate an issue in a public policy debate.
- Writes position statements as of and when called by the president
- May be requested to represent BAINA before legislators in Washington, DC.
- Build relationships with legislators and lobbyists to support BAINA's position on an appropriate cause.
- Build relationships with other healthcare organizations to collaboratively advocate for opportunities that promote BAINA
- Discuss advocacy visions and or advocacy opportunities with the BAINA Board of Directors and obtain the approval of the BOD on advocacy issues that require BAINA action.

Bylaws and Election Committee

Bylaws

- Initiates amendments/Reviews/recommendations to the bylaws for review by the Governing Board
- Presents the proposed amendments to the Governing Board.

- Serves as a resource to the chapter bylaw committee chairs and presidents and assists to ensure that the chapter bylaws are aligned with NAINA bylaws so that members understand and achieve the goals and missions collectively.
- Ensures that the bylaws are reviewed/amended and revised as needed on an ongoing basis and provides 30 days comment period
- Ensures that the bylaws are posted and accessible to members on the BAINA website

Election

The Election Committee will be formed by the chair and the Co-chair of the Bylaws committee. A non- BAINA member may be called upon to serve on this committee to serve as a third committee member. The Co-chair will be a member of the chapter election committee.

Both members will not nominate themselves to the Executive Board or committee chairperson during the election term.

- The Election Committee Chairperson oversees the execution of the nomination and election process of BAINA.
- The Election Committee Chairperson is solely responsible for the safekeeping of the ballot box, ballots, and voter registry.
- The Election Committee members work together to preserve the integrity of the election process.
- Reviews and amends election policies and procedures to follow current trends including in the instances of contested elections.
- Informs Governing Board of the candidate eligibility, nomination, and election policies and procedures and ensures that they are strictly followed.
- Compiles a voter registry of all eligible voters of the given election.
- Reviews nominations and notifies nominees if ineligibility to contest is obvious.
- Compiles and counts both paper and online ballots.
- Present the Governing Board the names of the winners of the elections and selections 30 days prior to the installation date of the officers.
- Assists Chapter Presidents to inform winners of the election/selection.
- Assists the Executive Board with the installation of new officers
- To receive a voting ballot the GB members should demonstrate 80 percent of attendance at all BAINA GB meetings.

Section IV

NAINA Governing Board

Chapter Presidents

Presidents of state chapters are members of the NAINA GB.

- Adopts and abides by the NAINA Bylaws.
- Ensures that their chapter Bylaws are consistent with and aligned with the NAINA Bylaws.
 - Actively participates in the Association to achieve the goals and mission collectively.
 - Attends all NAINA GB meetings or designates representatives in case of absence.
Excused absence with representation greater than three times in the first 18 months of the term will disqualify voting privileges.
- Disseminates relevant information promptly to the chapter memberships.
- Presents chapter activity and event updates during GB meetings/teleconferences.
- Submits written chapter activity and accomplishment reports to NAINA secretary annually.

Appendix II

BAINA Framework for Executive Leadership Positions

In response to feedback from members that the competencies for executive leadership positions were not clearly articulated in the *BAINA Executive Leadership Framework*, the BAINA Board of Directors initiated a deliberate process to prioritize and clarify the needed competencies.

The results of this work are detailed below in the *BAINA Framework for Executive Leadership Positions*. The Nominating Committee will use this framework as the basis of their evaluation as executive leadership nominees; therefore, nominees should demonstrate evidence of these competencies in their application materials.

Highly qualified and committed executive leaders are essential to the continuing progress of BAINA. In partnership with members, and constituents, these leaders ensure that the organization's mission, values and strategies are achieved.

Executive leadership positions are:

1. President
2. Executive Vice President
3. Vice President
4. Secretary
5. Treasurer

Each competency is accompanied by an operational definition, which includes examples of skills that would be evident in an individual with the competency. This is not intended to be an all-inclusive list of skills, but it is hoped that these examples provide additional context to the definition.

The competencies serve to:

- Clearly communicate to stakeholders the qualities desired in candidates for BAINA executive leadership positions.
- Assist members in assessing their readiness for BAINA executive leadership positions.
- Assist BAINA in identifying, recruiting and developing potential candidates for executive leadership positions in the Association.
- Guide the BAINA Election/ Nominating Committee in evaluating candidate qualifications and selecting future executive leaders.

Essential Competencies for Executive Leadership

- Self-Leadership
- Global Thinking
- Visioning
- Consensus Building
- Effective communication
- Commitment to BAINA

Self-Leadership

The ability to assess, manage and develop oneself to preserve and optimize relationships and add value to the outcomes of one's organization. Inherent in this competency is the ability to:

- Promote trust and confidence in one's own intentions and those of the organization.
- Invite, seek, value, and use feedback, even if it is difficult to hear.
- Clearly articulate one's own point of view and be open to having it challenged by others.
- Validate one's own self-assessment with others and through various forms of communication, including spoken and unspoken cues and clues.
- Be self-reliant in directing one's own development based on feedback and lessons learned from mistakes and successes.
- Assess and recognize the value one personally brings to one's organization.
- Ensure that one's own emotions and passions do not hinder group relationships and outcomes.

Global Thinking

The ability to think beyond one's current role and practice and apply new perspectives that will improve and optimize one's role and practice. Inherent in this competency is the ability to:

- Analyze national professional issues, trends, events and standards, and integrate this knowledge to form new perspectives.
- Use these new perspectives to advance solutions and positive change.
- Measure the progress of change.

Visioning

The ability to create a clear view of the preferred future resulting from global analysis in order to lead other people and the organization to this preferred future. Inherent in this competency is the ability to:

- Integrate lessons from the past, the realities of the present and the likely future consequences of a decision.
- Foresee the outcome of a situation.
- Translate for others how they can get to the vision of the preferred future from their current situation.

Consensus Building

The ability to achieve practical consensus within groups to promote strong teamwork and garner commitment and participation of others to achieve solutions and effect positive change. Inherent in this competency is the ability to:

- Create a safe environment to keep people in dialogue.
- Articulate one's own point of view even if it is the minority view.
- Recognize and overcome personal bias.
- Suspend judgment to avoid premature closure of dialogue.
- Invite and incorporate the perspectives of others.
- Surface and address values conflicts.
- Achieve shared understanding that everything is not "black and white".
- Identify a common ground among stakeholders.
- Manage conflict effectively.
- Support the consensus decision of the group, even if it is not, one's personal viewpoint.

Delivering Effective Messages

The ability to deliver effective messages to others to motivate thought and action. Inherent in this competency is the ability to:

- Translate complex issues into relevant and meaningful explanations.
- Clearly convey (verbally and in writing) the multiple dimensions of an issue to individuals and groups in a manner that engages them and helps them understand.
- Convey messages that are congruent with one's own actions.
- Align messages to one's organization, division or unit's mission, goals and priorities.

Knowing and Commitment to BAINA

The ability to demonstrate knowledge and commitment to the mission, values and work of BAINA to optimize outcomes. Inherent in this competency is the ability to:

- Integrate BAINA mission and into one's current role and practice.
- Inform others about BAINA and advocate for its issues and value.

APPROVAL

Description	President	Year Revised
Original bylaws	Dr. Fatima Arastu	2024
1ST Revision	Dr. Fatima Arastu	2026

Approved by Governing Board on July 14th, 2026

Signature of President:

Print Name: Dr. Fatima Arastu DNP, MBA, RN, NEA-BC

Dated: July 14th, 2026