

**Bylaws  
and  
Standing Rules  
Army Nurse Corps Association, Inc.**



**Army Nurse Corps Association, Inc.**

Revised 14 November 2023

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**BYLAWS  
ARMY NURSE CORPS ASSOCIATION, INC.**

**ARTICLE I - NAME**

The name of this organization shall be the Army Nurse Corps Association, hereafter referred to as ANCA.

**ARTICLE II - PURPOSE**

The purpose of the Army Nurse Corps Association shall be to:

1. Preserve the history and traditions of ANCA and the Army Nurse Corps.
2. Foster communication between and among ANCA members and all components of the Army Nurse Corps.
3. Promote nursing scholarship, professionalism, scientific inquiry and research, and other worthy Army nursing endeavors.
4. Maintain relevance of ANCA across generations.

**ARTICLE III - MEMBERS**

**Section 1. Eligibility for Membership** The following categories of Army Nurse Corps officers are eligible for membership in the Army Nurse Corps Association:

- A. Members of the Army Nurse Corps currently serving on active duty or in the Reserve or National Guard Components or who have retired from active duty or Reserve or National Guard Component service in the Army, and
- B. Former members of the Army Nurse Corps who served on active duty or in a Reserve or National Guard Component and who were honorably discharged.

**Section 2. Classification**

- A. Regular Members. All members in good standing are considered regular members.
- B. The ANCA Board of Directors reserves the right to establish additional classes of members within the purview of federal and state regulations governing the corporation.

### **Section 3. Admission to ANCA**

**Regular Members** An applicant shall be admitted as a Regular Member in ANCA by completing the application prescribed by the Board of Directors and paying the prescribed fee. Membership becomes effective when dues are posted to the ANCA database. ANCA reserves the right to request validation of military status.

### **Section 4. Voting Rights**

- A. Each Regular Member in good standing shall be entitled to make motions, debate and vote during general assembly meetings according to the rules of the assembly. In addition, Regular Members may vote during elections and on other issues when voting is by mail or electronic means.
- B. A member in good standing shall be one whose ANCA dues are current and who has not accrued any other assessments or charges that remain unpaid to or on behalf of ANCA.

### **Section 5. Resignation and Reinstatement**

- A. Any member may resign but dues already paid are not refundable. Such resignation shall not relieve the resigning member of the obligation to pay any dues, assessments or other charges which have accrued and remain unpaid.
- B. Application for reinstatement may be made at any time by submitting updated demographic information along with the amount of dues required for a two year period. If the dues rate has been increased since resignation, the higher amount shall be paid.

**Section 6. Dues** The Board of Directors shall determine the amount of an initiation fee, if any, and annual dues shall be paid biennially in accordance with the Bylaws and Standing Rules, and procedures established by the board.

- A. Initial membership shall be for a period of either one (1) or two (2) years.
- B. Membership shall be renewable for a period of two (2) years or longer.
- C. The dues, or any initiation fee if appropriate, shall be determined by the Board of Directors.
- D. Dues shall be paid to ANCA using any method of payment which has been approved by the Board and is indicated on the application or renewal statement.

- E. Dues shall be payable to ANCA no later than the date they are due. The initial notice shall be sent electronically 60 days before the due date. A second (reminder) notice shall be sent 45 days before the due date. A paper notice shall be mailed 30 days prior to the due date for all who have not responded to the previous notices. The member shall be dropped from the active rolls when payment has not been received 60 days past the renewal date. They will be carried as lapsed members.

#### **ARTICLE IV – OFFICERS AND REGIONAL DIRECTORS**

**Section 1. Elected Officers** The elected officers of ANCA shall be: President, Vice President/President Elect, Secretary, Treasurer and Regional Directors.

**Section 2. Appointed Officers.** The Board of Directors may elect or appoint such other officers as it deems necessary for the efficient and effective management of the organization.

#### **Section 3. Qualifications**

A. Eligibility for President, Vice-President/President-Elect and Treasurer.

- 1. A nominee shall be an ANCA member in good standing at the time of the nomination. It is recommended that the nominee has served on the ANCA Board of Directors in either an elected or an appointed position within the past five (5) years at the time the slate is presented to the Board of Directors.

The Treasurer shall be a resident of the greater San Antonio, Texas area within commuting distance of the ANCA office. In addition, the Treasurer candidate shall have served on the board or as a member of the Finance and Budget Committee for at least a year.

B. Eligibility for Secretary and Regional Director.

A nominee shall be an ANCA member in good standing at the time of nomination and shall have been an ANCA member for at least one (1) year at the time the slate is presented to the Board of Directors.

C. Eligibility for Appointment to Assistant Treasurer Position.

- 1. A nominee shall be an ANCA member in good standing at the time of appointment and shall have been an ANCA member for at least one (1) year at the time the appointment is made.
- 2. The individual shall reside in the greater San Antonio, Texas area within commuting distance of the ANCA office.

#### **Section 4. Terms of Office**

A. Elected officers, Regional Directors and nominating committee members shall assume office on December 3<sup>rd</sup> of the year of the biennial meeting. They shall serve for two years.

- B. The President and Vice President/President Elect shall not serve more than one consecutive term (two (2) years) in their respective positions.
1. They are eligible for re-election to any officer position two years following completion of the current term of office. They may be appointed to complete a term of office one year following completion of their current term.
  2. The outgoing president is considered Immediate Past President for two years following completion of his or her term as President. The immediate Past President shall serve on the Board of Directors for two years with limited privilege.

### **Section 5. Removal from Office**

- A. Any officer or Regional Director elected by the membership or appointed by the Board of Directors may be removed by a two-thirds vote of the Board of Directors.
- B. Such removal shall be without prejudice to the contract rights, if any, of the individual being removed.

### **Section 6. Vacancy in Office**

A vacancy in the office of the President shall be filled by the Vice President/President Elect who shall serve in that position for the remainder of the term and then serve in the position of President for the next term. In the event vacancies occur at the same time in the office of President and Vice President/President Elect, the Secretary shall immediately notify all members of the Board and within ten days call a meeting or initiate a vote of the Board for the purpose of selecting a new President. It is recommended that the new President be selected from among elected officers or those who have served on the Board within the past five (5) years. A new Vice President/President Elect shall be elected in the next election cycle. Vacancies in the position of other elected officers or Regional Directors shall be appointed by the board to fulfill the term.

### **Section 7. Officer & Regional Director Duties**

- A. The elected officers and regional directors shall perform the duties outlined in the Bylaws, Standing Rules and ANCA Duties.
- B. The President shall
1. be the Chief Executive Officer and official spokesperson of ANCA,
  2. make appointments as detailed in the Bylaws, Standing Rules, and ANCA Duties.
  3. oversee any hiring actions undertaken by ANCA, and
  4. serve as ex-officio member of all committees except the nominating committee.

C. The Vice-President/President-Elect shall

1. serve as presiding officer in the absence of the President, and
2. serve as chair of one or more committees as designated by the President.

D. The Secretary shall

1. provide written notice of Board of Directors and Executive Committee meetings and other necessary communications.
2. record minutes of the General Membership, the Board of Directors and the Executive Committee meetings, obtain approval from minutes approval committee when utilized, and provide the ANCA office with electronically signed and approved minutes within 8 weeks of the meeting.

E. The Treasurer shall

1. serve as custodian of all ANCA funds, spending only by authority of the Board of Directors within the parameters of these bylaws,
2. reconcile monthly bank statements and inform the President of the monthly financial status of the corporation, Submit a monthly treasurer's report to the board.
3. serve as a member of the finance and budget committee, and
4. submit the financial records for financial review within one (1) month after the end of the fiscal year.

F. The Regional Directors shall

1. promote communication among regional members and between members and the Board of Directors,
2. attend all board meetings as voting members with full privilege.
3. appoint regional ambassadors to assist in executing regional duties.

**ARTICLE V - REGIONS**

- A. There shall be five (5) regions within ANCA. Their boundaries shall be determined by the Board of Directors and generally conform to geographical areas and state boundaries. Members outside of CONUS are assigned to one of the existing regions.

- B. The number of regions may be changed (up or down) after approval by a majority vote of the Board followed by approval by a majority vote of the membership and final approval by the State of Texas.
- C. Five (5) Regional Directors (Regions I through V) shall be elected by the membership to serve a two-year term. Regional Directors do not have term limits.

## **ARTICLE VI – BOARD OF DIRECTORS**

**Section 1. General Powers.** The affairs of the corporation shall be managed by the Board of Directors.

### **Section 2. Composition of the Board of Directors (Board)**

- A. The Board of this corporation shall be the President, Vice-President/President-elect, Secretary, Treasurer and the five (5) regional directors. The immediate Past-President shall serve on the Board with limited privilege. The chairs of the nominating committee, standing committees, special committees, and the appointed staff shall be members of the Board with limited privilege.
- B. Honorary advisors. Former Chiefs of the ANC and the current Chief, ANC and their Reserve Component counterparts shall be invited to serve as honorary members of the Board in an advisory capacity. They may attend board meetings with limited privilege. This Bylaw in no way precludes a former ANC Chief from serving as an elected officer or regional director if a member.
- C. The term of each board member shall be two (2) years.
- D. Meetings
  - 1. General Membership Meeting.
    - a) A general membership meeting shall be held every other year, on even numbered years, usually in conjunction with the biennial convention, for purposes of providing members with information on the state of the organization and the Army Nurse Corps, networking, receiving reports and conducting such other business as may properly arise.
    - b) The biennial meeting shall be held at a time and place determined by the Board of Directors with input from the membership in accordance with established procedure. If necessary, this meeting may be held electronically.
    - c) Notice of the time and place of this meeting shall be communicated to the membership through the ANCA newsletter and website at least twelve (12) months prior to the meeting. Meeting arrangements will be communicated to the membership in the same manner at least three (3) months before the meeting



convenes if possible.

- d) The biennial meeting shall be open to all members. Guests may attend in a non-voting capacity. The registration fee shall be determined by the Board of Directors.
- e) Each member in good standing who registers for the meeting and attends the meeting shall be considered a delegate and shall have one vote on each call for vote.
- f) The quorum for this meeting shall be the number of members registered and in attendance.
- g) Minutes for the meeting shall be recorded by the Secretary and submitted to a committee appointed by the President to review and approved the minutes within 8 weeks of the meeting.

## 2. Annual Board Meeting.

- a) An in-person meeting of the Board shall be held annually with notice of meetings as determined by the Board.
- b) If an in-person meeting cannot be held, the meeting will be held electronically.
- c) Other regular electronic meetings of the Board shall be held at least quarterly unless the Board agrees by majority vote that fewer meetings are needed.
- d) The Board shall determine the time and place of the meetings.

## 3. Special meetings

- a) Special meetings may be called by the Board at the request of the President or any three (3) members of the Board.
- b) The person(s) authorized to call special meetings of the Board may fix the time and place for the meeting.
- c) Notice of any special meeting requiring travel of Board members shall be given at least thirty (30) days prior to the meeting by direct notice, either by first class mail or electronically to the address shown on the membership roster. Such notice shall be deemed to be delivered when it is dropped at the post office or sent electronically.

## 4. Electronic Meetings.

- a) The Board of Directors, Executive Committee and all standing and special committees are authorized to hold meetings electronically (including

telephonically or through some virtual platform) within budget constraints. All meeting members must be able to hear each other during the meeting and actively participate through whatever electronic format is used. A majority of meeting members shall be present to establish a quorum. Minutes shall be taken and all motions and their results shall be noted.

- b) Voting during electronic meetings may be conducted electronically or verbally as determined by members of the Board, Executive Committee, Standing or Special Committees.
  - c) Minutes resulting from all meetings, including general membership, will be approved, and filed electronically with electronic back-up.
5. Quorum. The presence of five (5) Board members with full privilege shall constitute a quorum for the transaction of business at any meeting of the Board.
6. Board Privileges. For purposes of board/executive committee meetings, appointed members of the board serve with limited privilege. "Limited privilege" is defined as not being permitted to vote on issues. Board members so designated may make motions and debate issues in accordance with board rules. The parliamentarian serves with no privilege, (i.e., may not make motions, debate or vote), and may only address the group when requested to do so by the president. Appointed chairs and assistants serve with limited privilege.

## **ARTICLE VII - EXECUTIVE COMMITTEE**

- A. Composition. Members of the Executive Committee shall be the President, Vice-President/President-Elect, Secretary, Treasurer and the Regional Directors.
- B. Authority. The Executive Committee shall exercise the authority of the Board of Directors between meetings but only to the extent that it is necessary to act on unanticipated business. The action shall not be contrary to the instructions of the Board of Directors.
- C. Meetings. Meetings of the Executive Committee shall be called by the President or any two (2) members of the Committee with at least 24 hours' notice. Notice may be made in writing, telephonically or electronically. Such notice may be waived by the members of the Committee.
- D. Quorum. Three (3) members of the Executive Committee shall constitute a quorum.

## **ARTICLE VIII - NOMINATIONS AND ELECTIONS**

### **Section 1. Nominating Committee**

- A. The Nominating Committee shall consist of five (5) members elected by the membership.
  - 1. The committee shall meet, usually telephonically or electronically, in sufficient time prior to the election to find candidates, verify their credentials and obtain necessary information required to accompany the slate submitted to the Board of Directors.
  - 2. The committee shall submit a slate of qualified candidates to the Board of Directors in April of the election year.
  
- B. Qualifications & Eligibility
  - 1. Qualified candidates shall be ANCA members in good standing who meet criteria specified in these bylaws for the office for which they are nominated.
  - 2. The chairman of the nominating committee shall be appointed by the President.
  - 3. Members of the Nominating Committee may be re-elected to subsequent terms, but the chairman shall not serve more than two terms in that position.
  
- C. Removal. Any nominating committee member elected by the membership or appointed by the President or the Board may be removed by the Board of Directors when, in the Board's judgment, the best interests of the corporation would be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the individual being removed and shall require a two-thirds vote in the affirmative by the Board.

## **Section 2. Elections**

- A. Officers, regional directors and nominating committee members shall be elected by ballot which shall be mailed via post, electronically or other method(s) approved by the Board of Directors to regular members in good standing a minimum of one month prior election date.
- B. Votes postmarked no later than the third Tuesday of June in even years will be counted.
- C. The candidate receiving the highest number of votes shall be elected.
- D. Results of the election shall be documented in the minutes of the Board of Directors meeting which occurs immediately after election results are known.
- E. The President shall notify the nominees in writing, electronically or by telephone before announcements are made public. The names of those elected will then be published in the next newsletter. Names can also be announced in social media platforms. The Corps Chief's office will be notified of election results.

## **ARTICLE IX - COMMITTEES**

### **Section 1. Standing Committees**

- A. The President, with approval of the Executive Committee, shall approve the chairmen and members of standing committees. The President will announce the names of the chairman through the newsletter, website and social media after the appointment.
- B. The standing committees are
  - 1. Financial Review
  - 2. Convention
  - 3. Finance and Budget
  - 4. Recruitment and Retention
  - 5. Strategic Planning
  - 6. Education
  - 7. Research
  - 8. Awards
- C. Committee duties shall be as prescribed in the ANCA Duties.

### **Section 2. Special Committees**

- A. The President, with the approval of the Board, the Executive Committee, or by a majority vote of the membership present and voting, has the authority to create special (ad hoc) committees when the need arises. The President shall appoint the chairman and ensure instruction to the committee is clear, to include requirements for reporting. The committee reports its findings to the appointing authority unless otherwise determined when the committee is created.
- B. The special committees shall be automatically terminated when the committee has completed its task or sooner, if so determined by the appointing authority with approval of the Board of Directors.

**Section 3. Quorum** The quorum for all committees shall be a majority of the members unless otherwise provided for by these bylaws.

**Section 4. Removal** Any committee member may be removed by the Executive Committee when, in the Executive Committee's judgment, the best interests of the corporation would be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the individual being removed.

## **ARTICLE X - PARLIAMENTARY AUTHORITY AND ARTICLES OF INCORPORATION**

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**Section 1.** Robert’s Rules of Order Newly Revised (RONR) shall govern the proceedings of ANCA in all cases not covered by national or state law, the articles of incorporation or these bylaws.

**Section 2. Amendments to the Bylaws**

- A. The Bylaws of this Corporation (ANCA) may be amended, repealed, or added to, or new Bylaws may be adopted by the vote or written assent of two-thirds of the membership voting, OR
- B. Subject to the limitations of the Articles of Incorporation and the Texas Corporation Not for Profit laws concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation (ANCA) may be amended, repealed or added to, or new bylaws may be adopted, by a resolution of the Board of Directors, with due notice, the presence of a quorum and a two-thirds affirmative vote of those present and voting.

**Section 3. Amendment of the Articles of Incorporation**

- A. Amendments to the Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented at a biennial meeting to a quorum of the membership for their vote.
- B. Amendments may be adopted by the vote or written assent of two-thirds of the membership voting.

END OF BYLAWS Revised November 14, 2023

## STANDING RULES

### Army Nurse Corps Association, Inc

1. Dues are paid on admission to membership for either a one- or two-year period. Initially dues are \$20.00 for one year and \$40.00 for two years. Thereafter, dues are renewable for a two-year period at \$40.00. Members who are 90 years of age or older have the option of not paying dues.
2. The Board of Directors shall review the dues structure and determine its adequacy at the annual Board of Directors meeting.
3. A Past President's pin shall be presented to the outgoing President at the end of the Biennial General Membership Meeting. The Treasurer will ensure a pin is available and is taken to this meeting and/or is given to the outgoing president if there is no in-person meeting.
4. The Board of Directors shall determine an appropriate method to recognize Excellence in Nursing for Active Duty, Reserve and National Guard Component Army Nurse Corps Officers on an annual basis. The method of recognition may change from time to time. The Treasurer shall order the item for presentation at an appropriate location as determined by the recipient's commander and or supervisor and the President, ANCA. Selection of nominees shall be in accordance with criteria established by ANCA.
5. The Fiscal Year (FY) is from 1 January through 31 December. The budget is based on a two-year cycle with the budget year beginning 1 January odd year and ending 31 December two years later.
6. The Finance and Budget Committee Chairman and Treasurer shall provide the proposed two-year budget for approval at the annual Board of Directors meeting on the even years. The approved 2-year budget will be published in *The Connection* for the members' awareness. On the odd FYs, a budget review and update (to include an income/expense report) shall be provided to the Board of Directors with a copy published in the next issue of *The Connection*.
7. A financial review shall be conducted and approved by the board and a report submitted to the Editor of *The Connection* for inclusion in the second issue of *The Connection* following the biennial general membership meeting.
8. Each officer, regional director, appointed staff, and committee chair shall ensure the transfer of their records and the initial orientation of their replacement within one month of the replacement assuming the office or committee chairmanship.
9. Officers, regional directors, appointed staff, and committee chairmen shall provide a digitized version of their annual written report to be filed with digitalized records and on the website.

10. The Secretary shall send to each officer, regional director, appointed staff and committee chair a copy of the approved general membership meeting minutes and any Board meeting minutes no later than 45 days following the end of the meeting. They may be sent electronically. The secretary shall provide the full packet, including attachments, to the ANCA office for filing digitally within 60 days of the meeting.
11. The ANCA Membership Roster is maintained in electronic format and is available to the ANCA membership on the website. Any member may request a hard copy of the roster (for a nominal charge), and/or bylaws by sending a request to the ANCA office. The address on file shall be used for the mailing.
12. The ANCA Membership Roster shall not be sold for any purpose. ANCA nor any individual ANCA member shall not allow the use of the membership roster for commercial or political purposes. No ANCA member shall share the list with anyone. Compliance with this policy is a condition of ANCA membership.
13. The policy in the two preceding paragraphs (11. and 12.) will be published on the website, on membership application forms, and in printed membership rosters. Concerns about inappropriate use of the membership roster will be directed to the President and/or Board of Directors. Failure to adhere to the policy shall result in sanctions as deemed appropriate by the Board of Directors.
14. Advertising and Solicitation in *The Connection* and on e-anca.org/ social media platforms.
  - a. Solicitation for personal and/or financial assistance from the membership will not be allowed in *The Connection* or on e-anca.org/social media platforms.
  - b. Army Nurse Corps Association and Army Nurse Corps-sponsored event announcements, including appropriate information and processes for ANCA member responses, may be published in *The Connection* and/or posted on the website/social media platforms.
  - c. Other requests accepted for publication in *The Connection* or posting on the website/social media platforms must be in keeping with the ANCA strategic plan. The items will include contact information as appropriate and will leave any decision about responding to the discretion of the ANCA member. General guidance regarding position vacancy announcements is as follows: Those which are from a high-level Medical Command or ANC Branch AN officer or an Army human resources agency, and the position being announced is directly related to the AMEDD and/or ANC and would clearly benefit from being filled by a former AN, may be posted on the ANCA website for not more than four weeks or until notified it has been filled. Requests of this nature from another source requires consultation with the ANCA President and/or Executive Board before posting.

- d. The Editor of *The Connection*, Social Media Chair and Webmaster will use this policy to determine publication in *The Connection* and/or posting on the website/social media platforms.
  - e. Response to requests for advertising and solicitations which fall outside the parameters of this policy will be a decision of the Executive Committee or the Board of Directors.
15. Ballots for the biennial election of officers, regional directors, and the nominating committee shall be mailed to each ANCA member in good standing at the time of mailing at least 1 month before general election which is on the third Tuesday of June in even years. The slate of nominations and information about each nominee shall be included with the ballot mailing and shall also be published in the issue of *The Connection* that is most immediately prior to the election.
16. Election results shall be first communicated to all nominees by the President and then documented in the Board minutes, posted to the Members Only section of the website, reported in the issue of *The Connection* that is most immediately following the election, and announced at the general membership meeting. Results can also be posted through social media platforms specific to ANC members. Results will be sent to the Chief of the Corps' office.
17. A brief summary of each ANCA event shall be submitted to the ANCA President by members of the Board of Directors, committee members, appointed staff, any regional ambassador, or any participating ANCA volunteer. Such events may include, but are not limited to, annual luncheons/dinners, recruiting events, and award activities.
18. ANCA board members and appointed volunteers will maintain a yearly activities log reflecting time spent on ANCA activities.
19. The Education Committee will administer a scholarship program according to the guidelines established by the Board.

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