



**NATIONAL
NURSE
LEADERSHIP
COUNCIL
(NNLC)**

**By-Laws
February 2006**

**NATIONAL NURSE LEADERSHIP COUNCIL (NNLC)
BY-LAWS
FEBRUARY 2006**

TABLE OF CONTENTS

ARTICLE I		3
NAME		
ARTICLE II		3
PURPOSE & OBJECTIVES		
ARTICLE III		3
MEMBERSHIP		
SECTION 1.	ELIGIBILITY	3
SECTION 2.	MEMBERSHIP RIGHTS & OBLIGATIONS	3
ARTICLE IV		4
DECISION MAKING		
ARTICLE V		5
OFFICERS - ELECTIONS		
ARTICLE VI		5
OFFICERS - TERMS OF OFFICE		
ARTICLE VII		5
OFFICERS - VACANCIES		
ARTICLE VIII		6
OFFICERS - DUTIES		
ARTICLE IX		6
COMMITTEES		
SECTION 1.	STANDING COMMITTEES	6
SECTION 2.	IMPROVING ORGANIZATION PERFORMANCE (IOPC)	6
SECTION 3.	BY-LAWS COMMITTEE	7
SECTION 2.	AD HOC COMMITTEES	7
SECTION 3.	COMMITTEE APPROVALS	7
ARTICLE X		7
MEETINGS		
ARTICLE XI		8
MISCELLANEOUS		
ARTICLE XII		8
REVISION		

National Nurse Leadership Council (NNLC) **By-Laws**

Article I – Name

The organization shall be known as the National Nurse Leadership Council (NNLC).

Article II – Purpose & Objectives

The purpose of the National Nurse Leadership Council (NNLC) is to ensure that Indian Health Service (IHS), Tribal, and Urban (I/T/U) Nursing Program representatives effectively participate in the establishment and implementation of an Agency strategy to achieve the IHS mission.

SECTION 1. The stated purpose and objectives of NNLC shall be accomplished by:

- A. Providing an advisory group to the Chief Nurse, and other IHS leadership on all I/T/U nursing matters, including initiating and reviewing proposed IHS policies, procedures, guidelines, and instructions regarding nursing practice.
- B. Providing a forum where I/T/U nursing representatives can meet to discuss issues, resolve problems, and recommend action and policy, on issues related to the American Indian and Alaska Native (AI/AN) health, healthcare, and nursing.

Article III - Membership

Membership will be defined as Active (decision making/voting) Membership or Ex-Officio Membership.

SECTION 1. Eligibility

Eligibility is defined as follows:

- A. Active membership: The NNLC active, decision making membership consists of two (2) representatives from each of the twelve (12) IHS Areas as designated by the Area Nursing programs – one (1) of the two (2) representatives will be the Area Nurse Consultant (each Area decides who their representatives are), two (2) representatives from the National Council of Nurse Administrators (NCONA, Chair and Chair-elect), two (2) National Nurse Recruiters, two (2) Urban Nurses and two (2) Advanced Practice Nurses (APN's) appointed by the IHS Chief Nurse in consultation with the respective practice group.

The IHS Headquarters Division of Nursing (DNS) Program Consultants are also active decision making Members, however, they shall not hold office within this Council.

- B. Ex-Officio Membership: The Nurse Educator from the IHS Clinical Support Center (CSC) and the IHS Chief Nurse shall be ex-officio members of the NNLC
- C. Guests: Personal guests may be included in meetings and conference calls within their own resources. The Chair should be notified in advance of all guests. Guests shall be encouraged to participate in discussions.

SECTION 2. Membership Rights and Obligations

Members shall have rights and obligations as follows:

- A. To participate in election of NNLC officers and elected committee members.

- B. To serve in any NNLC elected or appointed position if so qualified and selected.
- C. To fulfill the requirements of an office or committee if elected or appointed.
- D. To attend conferences and other unrestricted activities of NNLC.
- E. To participate in NNLC activities is expected, unless excused by the NNLC Chair. NNLC may request replacement of members who fail to participate on a regular basis. If replacement is requested, a letter will be sent to the appointing official.
- F. To abide by the NNLC By-Laws.

Article IV – Decision Making

The right of decision making / voting is granted to all Active Membership of the NNLC (see Article II, Section 1.A. of these by-laws for definition of Active Membership), or those who are present by written proxy.

SECTION 1. Votes per Attendee

Active Membership in attendance at NNLC meetings will be eligible to participate in decision making / voting as follows:

- A. There will be one (1) vote / proxy vote per meeting attendee. A meeting attendee cannot hold their own vote, and, a proxy vote. An alternate person must be sent with a written proxy if you cannot attend a meeting of the NNLC
- B. An acceptable written proxy must contain the following elements regarding the Active Member:
 - 1. Name of NNLC Active Member.
 - 2. Area, Service Unit and Position of NNLC Active Member.
 - 3. Date proxy is written.
 - 4. Signature of NNLC Active Member.
 - 5. Name, Area, Service Unit, and Position of Proxy designee.
 - 6. Effective dates of Proxy (optional).
- C. Authorization to vote by written proxy is valid for 30 days from date of writing, or, as specified by effective dates if included in written proxy.
- D. Ex-Officio members of the NNLC shall not be permitted to hold a Written Proxy for an Active NNLC Member
- E. Written Proxies must be presented to the Chair, or designee, at the beginning the meeting to be eligible to participate in the decision making process.

SECTION 2. Decision Making Process

- A. Roberts Rules of Order (revised) will be used to conduct meetings of the NNLC.
- B. Debates will not be time limited except where needed due to limited time frames within meeting structure. Time limits will not end in "Call to Question" if further debate is requested. If debate/discussion must be closed due to time limits there will be an automatic "Motion to Lay the Question on the Table" so relevant information and discussion on subject may be completed at an alternate time.
- C. All aspects of NNLC business requiring council approval will be decided by a two-thirds (2/3) vote of the Active Membership in attendance or present by written proxy.

Article V – Officers

Officers of the NNLC are the Chair, Chair-Elect, Immediate Past-Chair, Director's Executive Council (DEC) Representative and Secretary.

SECTION 1. Officers / Elections

NNLC officers are elected from the Active Membership (except as noted in Article III. Section 1.A. of these by-laws) by the Active Membership at the November/December business meeting as follows:

- A. Chair-Elect is elected every year.
- B. Secretary is elected every year.
- C. DEC Representative is elected every year as based on participatory restriction within the DEC.
- D. If a meeting is not scheduled (November/December) elections shall be held by mail vote.
- E. Nominations shall be made by the Active Membership at the conference call/meeting at least one month prior to elections. If a mail vote is required, nominations shall be submitted to the Chair-elect. Nominees shall agree to run prior to being placed on the ballot, and, will obtain approval, in writing, from their Area Director and/or program manager for Chair-elect (and subsequent Chair) positions as well as DEC Representative.
- F. Voting shall be by secret ballot, ballot counting accomplished by the Chair-elect. If there is a single nominee for an office, election shall be by acclamation. In the event of a tie in the election of any officer, the winner shall be determined by lot.

Article VI – Officers / Terms of Office

NNLC officers are restricted to the following terms of office as follows:

- SECTION 1.** Officers shall serve a one-year term.
- SECTION 2.** Officers may be re-elected consecutively one time.

Article VII – Officers / Vacancies

Vacancies within Council officer positions shall be addressed as follows:

- SECTION 1.** In the case of resignation, transfer or incapacity of the Chair, the Chair-elect shall complete the term of office.
- SECTION 2.** In the case of resignation, transfer or incapacity of the Chair-elect, a new election shall be held.
- SECTION 3.** In the case of resignation, transfer or incapacity of the DEC Representative, a new election shall be held.
- SECTION 4.** In the case of resignation, transfer or incapacity of the Secretary, the Chair will fill the office by appointing a replacement for the remainder of the term.
- SECTION 5.** In the event ALL officer positions become vacant, an emergency election shall be held.

Article VIII – Officers / Duties

Duties of Council officers are defined as follows:

- SECTION 1.** The Chair will preside at all meetings of the Council and will appoint all Ad Hoc Committees/Work Groups needed to conduct business. The Chair will represent the Council at IHS meetings or functions as appropriate and sit on IHS committees as assigned/requested.
- SECTION 2.** The Chair-elect will assist the Chair, and, in the absence or incapacity of the Chair, will perform all duties and assume all responsibilities of the Chair position. The Chair-elect coordinates agenda and logistics for meetings and conference calls, assembles recommendations for presentation by the Chair, and, receives nominations and prepares a slate of candidates for annual election.
- SECTION 3.** The Immediate-past Chair will remain involved in as a consultant to the Chair and Chair-elect for a one (1) year period immediately following their term as Chair. The Immediate-past Chair also acts as Parliamentarian for all meetings of the Council.
- SECTION 4.** The DEC Representative will represent the Council on the DEC, Indian Health Leadership Council (IHLC), and other meetings or functions as appropriate. The DEC Representative reports to the Chair. The Immediate past DEC Representative attends the DEC meetings if present DEC Representative is unable to attend.
- SECTION 5.** The Secretary will assure minutes of all general meetings and conference calls of the Council are taken, and, disseminate the minutes to the membership within thirty (30) days of a meeting and two (2) weeks of a conference call as requested. The Secretary will serve as historian specific to documents and will assure that all subcommittee meeting minutes are compiled in a chronological file. Each subcommittee will submit a copy of their minutes to the Secretary within 30 days of their meeting. Documents are stored at IHS Headquarters, DNS.

Article IX – Committees

Active Members of the NNLC will volunteer or be appointed/elected to represent the membership on NNLC committees. Active Members of the NNLC will also represent the NNLC on committees of IHS as required/requested. Committees of the NNLC shall be representative of I/T/U's and comprised as follows:

- SECTION 1. Standing Committee(s)**
 The standing committee(s) of the NNLC shall be representative of the I/T/U programs. These standing committee(s) are:
 - A. Improving Organization Performance Committee (IOPC)
 - B. By-Laws Committee
 - C. GPRA/CRS Committee

SECTION 2. Improving Organization Performance Committee

The IOPC shall develop its' own operating rules and elect its' own officers. The function of this committee is to:

- A. Act as the official advisory to NNLC on technical issues regarding performance improvement.

SECTION 3. By-Laws Committee

The Bylaws Committee shall consist of the NNLC Chair-Elect, or appointed designee, and two (2) but not more than five (5) at large members from the NNLC Active Membership. The By-Laws Committee has the following authority and responsibilities:

- A. Review NNLC By-Laws annually to assure content and purpose remain relevant to the Council.
- B. Propose amendments to the By-Laws as needed and present to the NNLC no later than one (1) month prior to the meeting at which the rules are to be amended and approved.

SECTION 4. Ad Hoc Committee(s)

Temporary Ad Hoc Committee(s) or Work Groups shall be appointed by the Chair to accomplish specific, delineated tasks:

- A. Membership may include non-NNLC members if specific expertise, knowledge, or experience is required or desirable.
- B. Assignment will depend on the expertise needed and the willingness/interest of the proposed committee/work group member.

SECTION 5. Committee Approvals

All policy issues from all committees and work groups shall be brought before the NNLC for approval prior to submission to the Agency/Director, unless authorized by the NNLC to do otherwise.

Article X – Meetings

Council meetings will be conducted as follows:

- SECTION 1.** Business may be conducted by telephone conference call or face-to-face meetings dependent upon current budgetary, time, and program constraints.
- SECTION 2.** As appropriate, electronic mail or other communication processes may be utilized to facilitate the work of NNLC.
- SECTION 3.** A quorum at a meeting or conference call shall be simple majority of the Areas/programs represented {Nine (9) areas/programs out of sixteen (16) total}..
- SECTION 4.** Time and place for meetings and conference calls shall be decided by the membership.
- SECTION 5.** Agenda items for meetings/conference calls shall be solicited by the Chair-elect prior to the scheduled event.
- SECTION 6.** Meetings/conference calls shall follow the approved, standardized agenda format.
- SECTION 7.** Decision making at meeting/conference call will be made per Article IV, of these by-laws.

Article XI – Miscellaneous

- SECTION 1.** The Chairperson may call an NNLC session when necessary.
- SECTION 2.** A strategic plan of required actions shall be developed and approved by the membership. Additional activities may be added, as required, with the approval of the membership..
- SECTION 3.** Meetings/conference calls shall be evaluated by the membership using a method approved by the membership.

Article XII – Revision.

- SECTION 1.** By-laws may be amended with the approval of the membership.
- SECTION 2.** Proposed amendments shall be distributed to all voting members no later than one (1) month prior to the event at which the rules are to be amended.
- SECTION 3.** By-laws shall be reviewed at least annually and revised as necessary.
- SECTION 4.** By-laws will be approved by the membership on an annual basis at the annual January/February meeting.

Approved as amended, February 03, 2006, National Combined Councils Meeting, Phoenix, AZ

Quorum of 12 of 16 Areas Represented, (NCONA represented by proxy).

Passed by Majority Vote of 17/17 present.